SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number 3235-0287 Estimated average burder 0.5 hours per response:

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Addres		rson *	2. Issuer Name and Ticker or Trading Symbol Alzamend Neuro, Inc. [ALZN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/06/2022	Director X 10% Owner Officer (give title Other (specify below) below)				
11411 SOUTHERN HIGHLANDS PARKWAY SUITE 240			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(Street)				Form filed by more than One Reporting Person				
LAS VEGAS	NV	89141						
(City)	(State)	(Zip)						
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								

1. Title of Security (Instr. 3) 2. Transaction 2A Deemed 4. Securities Acquired (A) or 5 Amount of 6 Ownershin 7 Nature of Disposed Of (D) (Instr. 3, 4 and 5) Execution Date, Transaction Securities Beneficially Owned Form: Direct (D) Indirect Date (Month/Dav/Year) Beneficial if any Code (Instr. or Indirect (I) (Month/Day/Year) Following Reported (Instr. 4) 8) Ownership Transaction(s) (Instr. 4) (A) or (D) (Instr. 3 and 4) Amount Price Code v By Ault Lending, Common Stock 10/06/2022 р 1,000 \$1.4293 10,094,667 T A LLC⁽¹⁾ Common Stock 2,500,000 D By Ault Life Common Stock 14,942,984 T Sciences, Inc.⁽²⁾ By Ault Life 10,000,000 Common Stock Sciences T Fund, LLC⁽³⁾ By Ault Common Stock 325,000 T Alpha LP⁽⁴⁾ Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 5. Number of 6. Date Exercisable and 7. Title and Amount of 8. Price of 9. Number of 10. 2. 3. Transaction 3A. Deemed 4. 11. Nature 1. Title of

	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	if any (Month/Day/Year)	· ·		Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year)		Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	(Instr. 4)	Transaction(s) (Instr. 4)			

Explanation of Responses:

1. Ault Lending, LLC, formerly known as Digital Power Lending, LLC ("Ault Lending"), is a wholly-owned subsidiary of BitNile Holdings, Inc. ("BH"). Mr. Ault, the Executive Chairman of BH, is deemed to have voting and investment power with respect to the securities held of record by Ault Lending.

2. Mr. Ault has sole voting and investment power with respect to the securities held of record by Ault Life Sciences, Inc.

3. Mr. Ault has sole voting and investment power with respect to the securities held of record by Ault Life Sciences Fund, LLC.

4. Milton C. Ault, III, is the Manager of Ault Alpha GP LLC ("Ault GP") and Ault Capital Management LLC ("AC Management"). Ault GP and AC Management are the general partner and investment manager to Ault Alpha LP, respectively. As such, Mr. Ault is deemed to beneficially own the shares held by Ault Alpha LP.

Remarks:

/s/ Milton C. Ault, III

10/07/2022

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

** Signature of Reporting Person