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

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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 <b>and</b> Ticker or Trading Symbol Alzamend Neuro, Inc. [ ALZN ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner						
		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/02/2022	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)		004.44								
LAS VEGAS	NV	89141	_							
(City)	(State)	(Zip)								
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										

## лsр

1. Title of Security (Instr. 3)			Dat	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code		v	Amount	(A) or (D)	Price	(Instr. 3 and 4)			(Instr. 4)	
Common Stock		1	1/02/2022	02/2022			1,000	A	A \$1.1299		,667	I	By Ault Lending, LLC <sup>(1)</sup>	
Common Stock											2,500,	000	D	
Common Stock										14,942,984		т	By Ault Life Sciences, Inc. <sup>(2)</sup>	
Common Stock										10,000,000			By Ault Life Sciences Fund, LLC <sup>(3)</sup>	
Common Stock											325,000		I	By Ault Alpha LP <sup>(4)</sup>
					curities Acqui ls, warrants, o						ed			
		3A. Deemed Execution Date,	4. Transaction	5. Number of Derivative	6. Date Exercise Expiration Date			. Title and A Securities U		8. Price of 9. Num Derivative derivat			11. Nature of Indirect	

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

Explanation of Responses:

1. Ault 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

11/03/2022

\*\* Signature of Reporting Person

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.