

# FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL	
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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 OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person * Chapman Christopher C JR		2. Issuer Name and Ticker or Trading Symbol MyMD Pharmaceuticals, Inc. [MYMD]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> Officer (give title below) <u>10% Owner</u> <u>Other (specify below)</u> <b>President, Chief Med. Officer</b>	
(Last) (First) (Middle) 1185 AVENUE OF THE AMERICAS, 3RD FLOOR		3. Date of Earliest Transaction (Month/Day/Year) 04/16/2021			
(Street) NEW YORK, NY 10036		4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)		<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>			

1. Title of Security (Instr. 3)	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) (Instr. 3 and 4)	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			
Common Stock	04/16/2021		A		96,475	A	(1)	96,475	D	

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

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$ 2.5913	04/16/2021		A		38,590	(3)	04/16/2023	Common Stock	38,590	(2)	38,590	D	
Stock Option (Right to Buy)	\$ 2.5913	04/16/2021		A		77,180	(3)	04/16/2023	Common Stock	77,180	(4)	77,180	D	
Stock Option (Right to Buy)	\$ 2.5913	04/16/2021		A		77,180	(3)	04/16/2023	Common Stock	77,180	(5)	77,180	D	
Stock Option (Right to Buy)	\$ 2.5913	04/16/2021		A		96,475	(3)	04/16/2023	Common Stock	96,475	(6)	96,475	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chapman Christopher C JR 1185 AVENUE OF THE AMERICAS, 3RD FLOOR NEW YORK, NY 10036	X		President, Chief Med. Officer	

## Signatures

/s/ Chris Chapman		04/21/2021
<small>**Signature of Reporting Person</small>		<small>Date</small>

## Explanation of Responses:

\* 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).

- Received in exchange for 250,000 shares of common stock of a private company formerly known as "MyMD Pharmaceuticals, Inc." (the "Former Entity") in connection with the merger
- (1) of the Former Entity with and into a wholly owned subsidiary of the Issuer (the "Merger"). On the effective date of the Merger, the closing price of the Issuer's common stock was \$4.94 per share.
  - (2) Received in the Merger in exchange for a stock option to acquire 100,000 shares of common stock of the Former Entity at \$1.00 per share.
  - (3) These options are fully vested and exercisable.
  - (4) Received in the Merger in exchange for a stock option to acquire 200,000 shares of common stock of the Former Entity at \$1.00 per share.
  - (5) Received in the Merger in exchange for a stock option to acquire 200,000 shares of common stock of the Former Entity at \$1.00 per share.
  - (6) Received in the Merger in exchange for a stock option to acquire 250,000 shares of common stock of the Former Entity at \$1.00 per share.

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

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