

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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 Address of Reporting Person* <u>Shah Pratik</u> _____ (Last) (First) (Middle) C/O ARS PHARMACEUTICALS, INC. 11682 EL CAMINO REAL, SUITE 120 _____ (Street) SAN DIEGO CA 92130 _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ARS Pharmaceuticals, Inc. [ SPRY ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 06/04/2024	
	4. If Amendment, Date of Original Filed (Month/Day/Year) 06/06/2024	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
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

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	06/04/2024		J <sup>(1)</sup>		2,665,800	D	(1)	7,490,404	I	By The Pratik Shah Living Trust dated June 15, 2011 <sup>(2)</sup>

**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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person\*  
Shah Pratik  
 \_\_\_\_\_  
 (Last) (First) (Middle)  
 C/O ARS PHARMACEUTICALS, INC.  
 11682 EL CAMINO REAL, SUITE 120  
 \_\_\_\_\_  
 (Street)  
 SAN DIEGO CA 92130  
 \_\_\_\_\_  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Pratik Shah Living Trust dated June 15, 2011  
 \_\_\_\_\_  
 (Last) (First) (Middle)  
 C/O ARS PHARMACEUTICALS, INC.  
 11682 EL CAMINO REAL, SUITE 120  
 \_\_\_\_\_  
 (Street)  
 SAN DIEGO CA 92130  
 \_\_\_\_\_  
 (City) (State) (Zip)

**Explanation of Responses:**

1. The Pratik Shah Living Trust dated June 15, 2011 transferred 1,332,900 shares to The Light Irrevocable Trust #1, of which an adult son of Pratik Shah, M.D. is a beneficiary, and 1,332,900 shares to The Star Irrevocable Trust #1, of which an adult son of Dr. Shah is a beneficiary. Each transfer was made in exchange for trust assets of equal value under an asset substitution power authorized under the terms of each trust.

2. Pratik Shah, Ph.D. is the trustee of The Pratik Shah Living Trust dated June 15, 2011.

**Remarks:**

The Reporting Persons are filing this amendment solely to replace Footnote 1 in the Form 4 filed on June 6, 2024.

[Kathleen Scott, Attorney-in-Fact, for The Pratik Shah Living Trust dated June 15, 2011](#) [06/07/2024](#)

[Kathleen Scott, Attorney-in-Fact, for Pratik Shah, Ph.D.](#) [06/07/2024](#)

\*\* 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.**