FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number: 3235-02								
Estimated average burden								
hours nor reenense:	0.5							

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* Lowenthal Richard E						ARS Pharmaceuticals, Inc. [SPRY]									S. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner X Officer (give title below)					
	S PHARMA	irst) ACEUTICALS, 1 OREAL, SUITE				3. Date of Earliest Transaction (Month/Day/Year) 11/08/2022										Preside	nt and			
(Street)	EGO C	A	92130		4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)	X Form filed by One Reporting Person Form filed by More than One Reporting					
(City)	(S	itate)	(Zip)												Person					
1 Title of 9	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Title of Security (Instr. 3) 2. Transaction 2. Transaction 2. Transaction 2. Deemed 3. 4. Securities Acquired (A) or 5. Amount of 6. Ownership 7. Nature of																			
1. Title of Security (Instr. 3)				Date (Month/Day/Yea		Execution Dat		Date,	Transaction Code (Instr. 8)		Disposed Of (D) (Instr. 3, 4		and 5)	Securities Beneficially Owned Following Reported	y	Form: D (D) or Ir	Direct II ndirect E r. 4) C	Indirect Beneficial Ownership (Instr. 4)		
						_				v	Amount	(A) or (D)	_ P	rice	Transaction(s) (Instr. 3 and 4)				, ,	
Common	Stock			11/08	8/2022	2			A		5,176,82	22 A	_	(1)	5,176,	822	I			
Common	Stock			11/08	8/2022	2			A		1,772,85	50 A		(2)	1,772,	850	1	By Richard E Lowentha Charitable I Remainde Unitrust Dated January 7, 2020 ⁽³⁾		
Common	Stock			11/08	8/2022	2			A		4,326,85	54 A		(4)	4,326,	854		I By spouse		
Common Stock			11/08	8/2022	2			A		1,772,85	72,850 A		(2)	1,772,850		I 1		Sy Sarina Canimoto Charitable Remainder Jinitrust Dated anuary 7, 020 ⁽⁵⁾		
			Table II								oosed of,				Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if if any (Month/Day	d Date,	4. Transac Code (I 8)	ction	5. Number of Derivative		6. Date Exerci Expiration Dat (Month/Day/Ye		sable and	7. Title and Amor of Securities Underlying Derivative Secur (Instr. 3 and 4)		nount	8. Price of Derivative Security (Instr. 5)	9. Numb derivativ Securitie Benefici Owned Followin Reported	ive ies ially ng	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisa	ble	Expiration Date	Title	or Nu	ount mber Shares		Transaction(s) (Instr. 4)				
Employee Stock Option (right to buy)	\$0.84	11/08/2022			A		236,380		(6)		12/16/2029	Common Stock	23	6,380	(7)(8)	236,	380	D		
Employee Stock Option (right to buy)	\$1.44	11/08/2022			A		236,380		(6)		12/13/2031	Common Stock	23	6,380	(8)(9)	236,	380	D		
Employee Stock Option (Right to Buy)	\$0.84	11/08/2022			A		82,733		(6)		12/16/2029	Common Stock 82,7		2,733	(8)(10)	82,7	733	I	By spouse	
Employee Stock Option (right to buy)	\$1.44	11/08/2022			A		82,733		(6)		12/13/2031	Common Stock	82	2,733	(8)(11)	82,7	733	I	By spouse	

Explanation of Responses:

- 2. Received in exchange for 1,500,000 shares of common stock of ARS pursuant to the Merger Agreement.
- 3. The Reporting Person is trustee of the trust.
- 4. Received in exchange for 3,660,930 shares of common stock of ARS pursuant to the Merger Agreement.
- 5. The Reporting Person's spouse is trustee of the trust. The Reporting Person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the Reporting Person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.
- 6.25% of the shares subject to the option vest on the one year anniversary of the vesting commencement date and the balance of the shares vest in a series of thirty-six (36) successive equal monthly installments measured from the first anniversary of the vesting commencement date.
- 7. Received in exchange for a stock option to acquire 200,000 shares of common stock of ARS with an exercise price of \$0.99 per share pursuant to the Merger Agreement.
- 8. Upon the closing of the Merger, each outstanding option to purchase shares of ARS common stock was assumed by the Issuer and converted into an option to purchase the Issuer's common stock.
- 9. Received in exchange for a stock option to acquire 200,000 shares of common stock of ARS with an exercise price of \$1.70 per share pursuant to the Merger Agreement.
- 10. Received in exchange for a stock option to acquire 70,000 shares of common stock of ARS with an exercise price of \$0.99 per share pursuant to the Merger Agreement.
- 11. Received in exchange for a stock option to acquire 70,000 shares of common stock of ARS with an exercise price of \$1.70 per share pursuant to the Merger Agreement.

Remarks:

/s/ Kathleen Scott, Attorney-in-11/10/2022

Fact

** 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.