FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	205

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

5970 FAIRVIEW ROAD

COHEN DAVID I

NC

(State)

(First)

1. Name and Address of Reporting $\mathsf{Person}^{^\star}$

C/O TIKVAH MANAGEMENT LLC

28210

(Zip)

(Middle)

SUITE 705

(Street) CHARLOTTE

(City)

Instruc	tion 1(b).			FI				ction 16(a (h) of the	a) of the a Investm					34		<u> </u>				1
		f Reporting Person*						e and Tic cure, I							elationship o eck all applic Director	able)	ng Pers	10% O	wner	
(Last) 5970 FA SUITE 7	IRVIEW R	First)	(Middle)		10	0/10/2	2022	est Trans					r)	6. Ir	Officer below)	(give title	o Filina	below)	specify	
Street)	OTTE N	IC	28210			0/12/2		,	· g · · ·		(,	,	Line) Form fil	led by Onled by Mo	e Repo	rting Perso One Repo	n	
(City)	(\$	State)	(Zip)																	4
. Title of S	Security (Ins		ble I - No	2. Trans Date (Month/	action	ear)	2A. Dee Executi		3. Trans	action	4. Secu	rities Ac	quired (5. Amount Securities Beneficial Owned Fo	ly	Form:	Direct Indirect tr. 4)	7. Nature of Indirect Beneficial Ownership	
									Code	v	Amoun	t (A) or D)	Price	Reported Transactio (Instr. 3 ar	on(s) nd 4)			(Instr. 4)	
Common	Stock			10/10	0/202	22			P		130,9	989	A	\$5.19(2	(2) 1,035,354(4)				See footnote ⁽¹⁾	
Common	Stock			10/11	1/202	.2			P		4,43	32	A	\$5.26(3	1,039,	786(4)			See footnote ⁽¹⁾	
			Table II -					es Acq arrants							Owned					
. Title of Derivative Gecurity Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemee Execution I if any (Month/Day	Date,	4. Transa Code (8)		of Deriv Secu Acqu (A) o Disp of (D	vative (furities uired rosed) r. 3, 4	. Date Exc expiration Month/Da	Date		Securit Derivat			8. Price of Derivative Security (Instr. 5)	9. Numb derivativ Securitie Beneficie Owned Followin Reported Transact (Instr. 4)	re es ally g d tion(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficia Ownersh (Instr. 4)	ct al
					Code	v	(A)		ate xercisabl		piration te	Title	Nu	ount or mber of ares						
Class A Public Warrants	\$11.5							1	12/27/202	1 12/	/27/2026	Commo Stock)45,337		2,045,	337	I	See footnote ⁽¹⁾	i)
		f Reporting Person*																		
(Last) 5970 FA SUITE 7	IRVIEW R 05	(First) OAD	(Mido	dle)																
Street)	OTTE	NC	2821	10																
(City)		(State)	(Zip)																	
	nd Address of Charitable	f Reporting Person* e Trust																		
(Last)		(First)	(Midd	dle)																

5970 FAIRVIEW	ROAD, SUITE	705	
(Street) CHARLOTTE	NC	28210	
(City)	(State)	(Zip)	

Explanation of Responses:

- 1. The reported transactions were in securities held by The Ezrah Charitable Trust, a client of Tikvah Management LLC. The securities may be deemed to be beneficially owned by Mr. David Cohen (collectively, with The Ezrah Charitable Trust and Tikvah Management LLC, which may be deemed to have beneficial ownership of the securities because Tikvah Management LLC serves as the investment manager to The Ezrah Charitable Trust. Mr. Cohen and Tikvah Management LLC disclaim beneficial ownership in the securities reported on this Form 4 except to the extent of their pecuniary interest, if any, therein, and this report shall not be deemed to be an admission that Mr. Cohen and Tikvah Management LLC are the beneficial owners of such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or for any other purpose.
- 2. This constitutes the weighted average purchase price per share. The prices range from \$4.90 to \$5.26. The Reporting Persons will provide upon request by the Securities and Exchange Commission staff, the issuer or a security holder of the issuer, full information regarding the number of shares purchased at each separate price.
- 3. These shares were purchased in multiple transactions. The purchase price for each transaction was \$5.26 per share.
- 4. Due to a clerical error, the amount of securities beneficially owned reported in Table I was listed incorrectly because the Class A Public Warrants owned by the Reporting Persons were included in Table I. This Form 4 has been amended to reflect the accurate number of Common Stock owned by the Reporting Persons in Table I and the accurate number of Class A Public Warrants owned by the Reporting Persons in Table II.

Tikvah Management LLC, By:

10/20/2022 /s/ David Cohen, Managing

Member

The Ezrah Charitable Trust, By: 10/20/2022 /s/ David Cohen, Trustee

10/20/2022 /s/ David Cohen

** Signature of Reporting Person

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.