# FORM 4

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

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

**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* <br> Parmer George | 2. Issuer Name **and** Ticker or Trading Symbol <br> Amesite Inc. [AMST] | 5. Relationship of Reporting Person(s) to Issuer <br> (Check all applicable) |
|---|---|---|
| (Last)  (First)  (Middle) <br> C/O AMESITE INC., 607 SHELBY STREET, SUITE 700 PMB 214 | 3. Date of Earliest Transaction (Month/Day/Year) <br> 09/28/2021 | X Director ___ 10% Owner ___ Officer (give title below) ___ Other (specify below) |
| (Street) <br> DETROIT, MI 48226 | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) <br> X Form filed by One Reporting Person <br> ___ Form filed by More than One Reporting Person |
| (City)  (State)  (Zip) | | |

**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 | | | |

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

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 control number.      SEC 1474 (9-02)

**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 | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Stock option (right to buy) | $ 1.78 | 09/28/2021 | | A | | 51,102 | | (1) | 09/27/2031 | Common Stock | 51,102 | $ 0 | 51,102 | D | |
| Restricted Stock Units | (2) | 03/31/2022 | | A | | 175,439 | | (3) | (3) | Common Stock | 175,439 | $ 0 | 175,439 | D | |
| Restricted Stock Units | (2) | 03/31/2022 | | A | | 42,105 | | (4) | (4) | Common Stock | 42,105 | $ 0 | 42,105 | D | |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| Parmer George <br> C/O AMESITE INC. <br> 607 SHELBY STREET, SUITE 700 PMB 214 <br> DETROIT, MI 48226 | X | | | |

# Signatures

| /s/ George Parmer | 04/04/2022 |
|---|---|
| **Signature of Reporting Person | Date |

# Explanation of Responses:

**( 1 )**    The option fully vests on the one-year anniversary of the date of grant.

**( 2 )**    Each restricted stock unit ("RSU") represents a contingent right to receive one share of AMST common stock and/or the cash equivalent of such share.

**( 3 )**    The RSUs vest over one year, with 100% vesting on the first anniversary date of the grant.

**( 4 )**    The reported securities were issued as "deferred stock units" in lieu of cash compensation earned for services as a director, and the number of deferred stock units received was calculated based on the closing share price on the last day of the quarter. The deferred stock units or cash equivalent will be issued to the reporting person upon completion of service as a member of the board of directors or, if earlier, a change in control.