#### Pourhassan Nader Form 3 November 16, 2018 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB APPROVAL FORM 3 Washington, D.C. 20549 OMB Number:

### **INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| 1. Name and Address of Reporting<br>Person <u>*</u><br>Pourhassan Nader  |         |          | 2. Date of Event Requiring<br>Statement<br>(Month/Day/Year) | 3. Issuer Name <b>and</b> Ticker or Trading Symbol<br>CytoDyn Inc. [CYDY]                          |  |                           |   |  |  |
|--|---------|----------|---|--|--|---------------------------|---|--|--|
| (Last)   | (First) | (Middle) | 11/16/2018  | 4. Relationship of Reporting Person(s) to Issuer   |  |                           | 5. If Amendment, Date Original<br>Filed(Month/Day/Year)   |  |  |
| 1111 MAIN<br>660   | STREET, | SUITE    |   | (Check all applicable)   |  |                           |   |  |  |
| (Street)<br>VANCOUVER, WA 98660  |         |          |   | X Director 10% Owner<br>X Officer Other<br>(give title below) (specify below)<br>President and CEO |  |                           | 6. Individual or Joint/Group<br>Filing(Check Applicable Line)<br>_X_ Form filed by One Reporting<br>Person<br>Form filed by More than One<br>Reporting Person |  |  |
| (City)   | (State) | (Zip)    | Table I - I   | Non-Derivative Securities Beneficially Owned   |  |                           |   |  |  |
| 1.Title of Secur<br>(Instr. 4)   | ity     |          | 2. Amount o<br>Beneficially<br>(Instr. 4)                   |  | 3.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 4. Nat<br>Owne<br>(Instr. | •   |  |  |
| Reminder: Report on a separate line for each class of securities beneficia<br>owned directly or indirectly.<br>Persons who respond to the collection of<br>information contained in this form are not<br>required to respond unless the form displa<br>currently valid OMB control number. |         |          |   |  | SEC 1473 (7-02   | )                         |   |  |  |

#### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) |                                  | 4.<br>Conversion<br>or Exercise<br>Price of | 5.<br>Ownership<br>Form of<br>Derivative      | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|---|--|--------------------|--|----------------------------------|---|---|---|
|   | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount or<br>Number of<br>Shares | Derivative<br>Security                      | Security:<br>Direct (D)<br>or Indirect<br>(I) |   |

3235-0104

January 31,

2005

0.5

Expires:

response...

Estimated average burden hours per

(Instr. 5)

# **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |                   |       |  |  |
|--|---------------|-----------|-------------------|-------|--|--|
|  | Director      | 10% Owner | Officer           | Other |  |  |
| Pourhassan Nader<br>1111 MAIN STREET, SUITE 660<br>VANCOUVER, WA 98660 | X             | Â         | President and CEO | Â     |  |  |
| Signatures   |               |           |                   |       |  |  |
| /s/ Michael D. Mulholland, as attorney-in-fact                         | 11/16/2018    |           |                   |       |  |  |
| <b>**</b> Signature of Reporting Person                                |               | Da        | te                |       |  |  |
|  |               |           |                   |       |  |  |

## **Explanation of Responses:**

### No securities are beneficially owned

\* If the form is filed by more than one reporting person, *see* Instruction 5(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).

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### **Remarks:** Exhibit List:

### Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.