SEC Form 4	
FORM	4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

transaction was contract, instruct for the purchase securities of the intended to sati	sfy the affirmative ons of Rule 10b5-			
1. Name and Addr Tanimoto Sa (Last) C/O ARS PHA 11682 EL CAM	rina (First) RMACEUTICA	(Middle) ALS, INC.	2. Issuer Name and Ticker or Trading Symbol <u>ARS Pharmaceuticals, Inc.</u> [SPRY] - 3. Date of Earliest Transaction (Month/Day/Year) 11/12/2024	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director ☑ 10% Owner ☑ Officer (give title Other (specify below) ☑ CHIEF MEDICAL OFFICER
(Street) SAN DIEGO	CA (State)	92130 (Zip)	 4. If Amendment, Date of Original Filed (Month/Day/Year) 	6. Individual or Joint/Group Filing (Check Applicable Line) Image: Comparison of the state of th

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. Transa Code (8)				5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock								3,407,847	D	
Common Stock	11/12/2024		S		45,045 ⁽¹⁾	D	\$16.7589 ⁽²⁾	1,301,449	I	By Richard Lowenthal Charitable Remainder UniTrust Dated January 7, 2020 ⁽³⁾
Common Stock	11/12/2024		S		4,955 ⁽¹⁾	D	\$ 17.643 ⁽⁴⁾	1,296,494	I	By Richard E. Lowenthal Charitable Remainder UniTrust Dated January 7, 2020 ⁽³⁾
Common Stock	11/12/2024		S		45,124 ⁽¹⁾	D	\$16.7604 ⁽⁵⁾	1,253,375	I	By Lowenthal- Tanimoto Family Trust U/A DTD 4/3/2006 ⁽⁶⁾
Common Stock	11/12/2024		S		4,876 ⁽¹⁾	D	\$17.6416 ⁽⁷⁾	1,248,499	I	By Lowenthal- Tanimoto Family Trust U/A DTD 4/3/2006 ⁽⁶⁾

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 Disposed Of			5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock								1,397,447	Ι	By Sarina Tanimoto Charitable Remainder UniTrust Dated January 7, 2020 ⁽⁸⁾	
Common Stock								4,315,313	Ι	By Spouse	

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. Transa Code (8)		of Deriv Secu Acqu (A) of Dispo of (D) (Instr	Derivative (Month/Day/Year)		Expiration Date Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. The shares were sold pursuant to a Rule 10b5-1 trading plan entered into on March 31, 2023.

2. The weighted average sale price for the transaction report was \$16.7589, and the range of prices were between \$16.405 and \$17.395. Upon request by the SEC staff, the Issuer, or any security holder of the Issuer, full information regarding the number of shares sold at each separate price will be provided.

3. 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.

4. The weighted average sale price for the transaction reported was \$17.643, and the range of prices were between \$17.42 and \$17.85. Upon request by the SEC staff, the Issuer, or any security holder of the Issuer, full information regarding the number of shares sold at each separate price will be provided.

5. The weighted average sale price for the transaction reported was \$16.7604, and the range of prices were between \$16.40 and \$17.39. Upon request by the SEC staff, the Issuer, or any security holder of the Issuer, full information regarding the number of shares sold at each separate price will be provided.

6. The shares are held in trust for the benefit of the Reporting Person and her spouse. The Reporting Person and her spouse are trustees of the trust.

7. The weighted average sale price for the transaction reported was \$17.6416, and the range of prices were between \$17.42 and \$17.83. Upon request by the SEC staff, the Issuer, or any security holder of the Issuer, full information regarding the number of shares sold at each separate price will be provided.

8. The Reporting Person is trustee of the trust.

/s/ Kathleen Scott, Attorneyin-Fact <u>11/14/2024</u>

** 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.