FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| STATEMENT | OF CHANGES | S IN BENEFICIAL | OWNERSHIP |
|------------------|------------|-----------------|-----------|

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

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Instruct | ion 10. | | | | | | | | | | | | | | | | | | | |
|--|--------------|-------------------|--------------------------------|---|---|-------|--|--|-------------------------|--|---|--|--|---|---|---|---|--|-----------|--|
| 1. Name ar | | Reporting Person* | | | | | | | cer or Trac | - | ymbol | | | | eck all applic | cable) | g Pers | son(s) to Issu | | |
| <u>Kyder s</u> | <u>ocali</u> | | | | | | | | | - | | | | | Directo | | | 10% Ow | · | |
| (Last) | /5 | irot) | (Middlo) | | <u> </u> | | | | | | | | | | Delow) | (give title | | Other (s below) | pecity | |
| (Last) (First) (Middle) C/O GENELUX CORPORATION | | | | 3. Date of Earliest Transaction (Month/Day/Year) 12/18/2024 | | | | | | | | General Counsel | | | | | | | | |
| | | | 230 | | | | | | | | | | | | | | | | | |
| 2625 TOWNSGATE ROAD, SUITE 230 | | | | | If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | + | 6. Individual or Joint/Group Filing (Check Applicable | | | | | | |
| (Street) | | | | | 4.1 | f Ame | ndment, I | Date c | of Original | Filed | (Month/Da | ıy/Year) | | Line | | loint/Group | Filing | (Check App | olicable | |
| WESTL | | A | 91361 | | | | | | | | | | | [| Form f | iled by One | Repo | orting Persor | ۱ | |
| VILLAG | iΕ | • | , 1501 | | | | | | | | | | | | Form f Persor | | e thar | One Repor | ting | |
| (City) | (S | tate) | (Zip) | | | | | | | | | | | | | | | | | |
| | | Tab | le I - Non | ı-Deriv | ativ | e Se | curities | s Ac | quired, | Disp | osed o | f, or B | ene | ficiall | y Owned | | | | | |
| 1. Title of Security (Instr. 3) 2. Trans Date (Month/ | | | | 2A. Deemed Execution Date if any (Month/Day/Yea | | | Transaction Disposed Of (Code (Instr. 5) | | ties Acqı d Of (D) (| ies Acquired (A) or Of (D) (Instr. 3, 4 and | | 5. Amou Securitie Beneficia Owned F | s Forn ally (D) o ollowing (I) (Ir | | m: Direct or Indirect Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | | | |
| | | | | | | | | | Code | v | Amount | (A) (D) | or | Price | Reported Transact (Instr. 3 a | ion(s) | | 1 | Instr. 4) | |
| Common | Stock | | | 12/1 | 8/202 | .4 | | | A ⁽¹⁾ | | 22,00 | 0 | 4 | \$ <mark>0</mark> | 41. | 388 | | D | | |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | | | | | | |
| | | | | | | Call | 1 | | | | | | | | | 1 | | | 1 | |
| 1. Title of Derivative Security (Instr. 3) 1. Transaction Date (Month/Day/Year) (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day (Month/Day) (Month/Day) | | | Date, Transaction Code (Instr. | | | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | ecurity | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4) | e S Illy | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | | Code | v | (A) | (D) | Date Exercisab | | xpiration ate | Title | O N O | umber | | | | | | |
| Stock Option (right to | \$2.29 | 12/18/2024 | | | A | | 30,000 | | (2) | 1 | 2/17/2034 | Commo | n 3 | 0,000 | \$0 | 30,000 | 0 | D | | |

Explanation of Responses:

- 1. Represents restricted stock units ("RSUs") granted pursuant to the Issuer's 2022 Equity Incentive Plan. Each RSU represents the contingent right to receive one share of common stock upon vesting. 25% of the RSUs vest on August 1, 2025, and the remaining RSUs shall vest in 12 equal quarterly installments thereafter.
- 2. 25% of the shares vest on August 1, 2025, and the remaining shares shall vest in 36 equal monthly installments thereafter.

/s/ Sean Ryder

12/20/2024

** 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.