SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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 Instruction 10.

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

1. Name and Address of Reporting Person*
Ugwumba Chidozie
(Last) (First) (Middle)
609 SW 8TH STREET
SUITE 510
(Street)
BENTONVILLE AR 72712
(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
Clene Inc. [CLNN]
Foreign Trading Symbol

3. Date of Earliest Transaction (Month/Day/Year)
07/17/2026

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Director
☑ 10% Owner
Officer (give title below)
Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)
☑ Form filed by One Reporting Person
Form filed by More than One Reporting Person

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			

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 Securities Underlying Derivative Security (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: 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				
Warrant to Purchase Common Stock (Tranche B, $30.00 strike)	$30	07/17/2026		J[1]			375,000	[2]	06/16/2030	Common Stock	375,000	[3]	0	I	By SymBiosis II LLC
Common Stock Purchase Warrant ($4.82 strike)	$4.82	07/17/2026		J[1]			424,358	[2]	09/30/2029	Common Stock	424,358	[3]	0	I	By SymBiosis II LLC

Explanation of Responses:

1. The Reporting Person was deemed to beneficially own the Warrants reported herein indirectly through SymBiosis II, LLC (the "Fund") by virtue of the Reporting Person's role as Managing Partner of the Fund and the resulting voting and investment power over the Fund's holdings. Effective July 17, 2026, management of the Fund's investment portfolio was transferred to a different, unaffiliated third party manager, and the Reporting Person ceased to have voting or investment power over the securities held by the Fund, including the Warrants. Accordingly, the Reporting Person no longer beneficially owns the Warrants reported herein. No consideration was paid or received in connection with this change, and no Warrants were exercised, sold, or transferred.

2. Currently exercisable

3. The Reporting Person was deemed to beneficially own the Warrants indirectly through SymBiosis II LLC by virtue of voting and investment power over the Fund's holdings. Effective July 17, 2026, such power was transferred to a different, unaffiliated third party manager, and the Reporting Person ceased to beneficially own the Warrants reported herein. No consideration was paid or received.

Remarks:

The response above noting that the Reporting Person is no longer subject to Section 16 is checked because, following the transactions reported herein, the Reporting Person no longer has any relationship to the Issuer as an owner of more than ten percent of any class of the Issuer's equity securities that would subject the Reporting Person to the reporting requirements of Section 16 of the Securities Exchange Act of 1934 with respect to the Issuer.

/s/ Chidozie Ugwumba 08/06/2026
** 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.