SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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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

☐ 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.

1. Name and Address of Reporting Person*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Gaslightwala Abizer	Akari Therapeutics Plc [AKTX]	☑ Director ☐ 10% Owner
(Last) (First) (Middle)	Foreign Trading Symbol	☑ Officer (give title below) ☐ Other (specify below)
C/O AKARI THERAPEUTICS PLC	3. Date of Earliest Transaction (Month/Day/Year)	CEO
401 EAST JACKSON STREET, SUITE 3300	08/18/2026	
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
TAMPA FL 33602		☑ Form filed by One Reporting Person
(City) (State) (Zip)		☐ 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			
American Depositary Shares representing Ordinary Shares	10/14/2026		M		19,333	A	$0.0004	33,440	D	
American Depositary Shares representing Ordinary Shares	10/14/2026		M		7,733	A	$0.0004	41,173	D	

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				
Stock Option (Right to Buy)	$7.899	08/18/2026		A		174,000		(1)	08/18/2036	American Depositary Shares representing Ordinary Shares	174,000	$0	174,000	D	
Pre-Funded Warrant to Purchase ADSs	$0.0004	10/14/2026		M			19,333	(2)	(3)	American Depositary Shares representing Ordinary Shares	19,333	$16.16(4)(6)	0	D	
Pre-Funded Warrant to Purchase ADSs	$0.0004	10/14/2026		M			7,733	(2)	(3)	American Depositary Shares representing Ordinary Shares	7,733	$16.16(5)(6)	0	D	

Explanation of Responses:

1. On August 18, 2026, the Reporting Person was granted an option to purchase 174,000 American Depository Shares ("ADSs"). This option grant is subject to forfeiture if shareholder approval of a proposed amendment to the Issuer's equity incentive plan to increase the number of shares reserved for issuance under the plan ("Shareholder Approval") is not obtained. Beginning on the date of Shareholder Approval, this option will vest with respect to 2.08% of the grant for each one-month anniversary from March 18, 2026 (the "Accrual Date") that has elapsed before the date of Shareholder Approval. The remainder of the option grant will vest in equal, monthly installments beginning on the 18th day of the month subsequent to the month where Shareholder Approval was obtained until fully vested on the four-year anniversary of the Accrual Date, subject to the Reporting Person's continued service with the Issuer on each such vesting date.

2. The pre-funded warrants became exercisable upon shareholder approval, which was obtained on March 2, 2026.

3. The pre-funded warrants remain exercisable until fully exercised.

4. On December 16, 2025, the Reporting Person and the Issuer entered into a note cancellation and exchange agreement, pursuant to which, in exchange for the entire outstanding principal amount and all accrued interest on the Issuer's unsecured promissory note held by the Reporting Person, the Issuer issued to the Reporting Person (i) pre-funded warrants (the "Note Exchange Unregistered Pre-Funded Warrants") to purchase up to 19,333 ADSs, at a purchase price of $16.16 per Note Exchange Unregistered Pre-Funded Warrant, and (ii) warrants to purchase up to 19,333 ADSs.

5. On December 16, 2025, the Reporting Person and the Issuer entered into a securities purchase agreement, pursuant to which the Issuer issued to the Reporting Person (i) pre-funded warrants (the "Private Placement Pre-Funded Warrants") to purchase up to 7,733 ADSs, at a purchase price of $16.16 per Private Placement Pre-Funded Warrant, and (ii) warrants to purchase up to 7,733 ADSs.

6. The combined purchase price per one pre-funded warrant and accompanying warrant was $16.16.

/s/ Abizer Gaslightwala, as Attorney-in-Fact — 10/16/2026

** 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.