

# SECURITIES & EXCHANGE COMMISSION EDGAR FILING

**Vallon Pharmaceuticals, Inc.**

**Form: 4**

**Date Filed: 2021-02-12**

Corporate Issuer CIK: 1824293

## 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).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person Ammer Richard		2. Issuer Name and Ticker or Trading Symbol Vallon Pharmaceuticals, Inc. [VLON]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)			
(Last) (First) (Middle) C/O VALLON PHARMACEUTICALS, INC., 100 N. 18TH STREET, SUITE 300		3. Date of Earliest Transaction (Month/Day/Year) 02/12/2021					
(Street) PHILADELPHIA, PA 19103		4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person			
(City) (State) (Zip)		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
Common Stock	02/12/2021		J <sup>(1)</sup>		47,063	A	\$ 6.4
					47,063		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

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 Underlying Securities (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 of Derivative Security: 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

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ammer Richard C/O VALLON PHARMACEUTICALS, INC. 100 N. 18TH STREET, SUITE 300 PHILADELPHIA, PA 19103	X			

## Signatures

/s/ David Baker, attorney-in-fact	02/12/2021
Signature of Reporting Person	Date

## Explanation of Responses:

\* 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).

Issued immediately prior to the closing of the initial public offering of the issuer's common stock in connection with the conversion of the promissory notes held by the reporting person, as disclosed in  
(1) the prospectus, dated February 9, 2021, filed with the U.S. Securities and Exchange Commission on February 11, 2021, which forms a part of the Registration Statements on Form S-1 (File Nos.  
333-249636 and 333-252925), originally filed on October 23, 2020, as amended.

(2) The reporting person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an  
admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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FORM 4

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

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(Last) (First) (Middle) C/O VALLON PHARMACEUTICALS, INC., 100 N. 18TH STREET, SUITE 300			3. Date of Earliest Transaction (Month/Day/Year) 02/12/2021								
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(City) (State) (Zip)			Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
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Common Stock		02/12/2021		J(1)		47,063	A	\$ 6.4	47,063	I(2)	By SALMON Pharma GmbH

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SEC 1474 (9-02)

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Reporting Owner Name / Address	Relationships			
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Ammer Richard C/O VALLON PHARMACEUTICALS, INC. 100 N. 18TH STREET, SUITE 300 PHILADELPHIA, PA 19103	X			

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