FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549	
wasinington,	D.C.	20343	

STATEMENT OF CHANGES 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).

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

Name and Address of Reporting Person* <u>Little Paul Sean</u>					2. Issuer Name and Ticker or Trading Symbol Eledon Pharmaceuticals, Inc. [ELDN]						ck all application	all applicable) Director		vner	
EDON PHA	RMACEUTICA	LS, INC.		3. Date of Earliest Transaction (Month/Day/Year) 02/01/2022							X Officer (greenide below) Chief Financial Officer				
		92612 (Zip)	4.	. If Ame	endment, [Date o	of Original File	ed (Month/Da	ay/Year)	Line)	Form fil	ed by One Re	porting Persor	1	
	Ta	ble I - Non-D	Perivati	ve Se	curities	s Ac	quired, Di	isposed o	of, or Be	neficially	Owned				
Date		ate	Execution Date, Day/Year) if any		Transaction Code (Instr. 3, 4			tr. 3, 4 and 5	Securities Beneficia Owned Fo	s Form ally (D) o ollowing (I) (In	rm: Direct or Indirect (Instr. 4)	7. Nature of ndirect Beneficial Ownership Instr. 4)			
		Table II - De	rivative	e Sec	urities	Acq			(D)	File	(Instr. 3 a	nd 4)			
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any	Code (Derivativ Securitie Acquired or Dispos of (D) (In	titive Expiration Date (ities (Month/Day/Year) red (A) posed (Instr.		oration Date of Securities onth/Day/Year) Underlying		ies g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	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		(Instr. 4)			
\$3.97	02/01/2022		A		155,000		(1)	02/01/2032	Common Stock	155,000	\$0.00	155,000	D		
	(FEDON PHA IACARTHU C. (S Security (Inst	(First) EDON PHARMACEUTICA IACARTHUR BLVD STE. S CA (State) Ta Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Month/Day/Year)	(First) (Middle) EDON PHARMACEUTICALS, INC. IACARTHUR BLVD STE. 550 CA 92612 (State) (Zip) Table I - Non-E Security (Instr. 3) Table II - De (e. 2. Conversion or Exercise Price of Derivative Security Security 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(First) (Middle) EDON PHARMACEUTICALS, INC. IACARTHUR BLVD STE. 550 CA 92612 (State) (Zip) Table I - Non-Derivati Security (Instr. 3) Table II - Derivative (e.g., puts Conversion or Exercise Price of Derivative Security A. Deemed Execution Date, if any (Month/Day/Year) Code (Month/Day/Year) Code Code Code Code Code Code	(First) (Middle) EDON PHARMACEUTICALS, INC. IACARTHUR BLVD STE. 550 Table I - Non-Derivative Security (Instr. 3) Table II - Derivative Security (Month/Day/Year) Table II - Derivative Security (Month/Day/Year) Table II - Derivative Security (Month/Day/Year) Conversion or Exercise Price of Derivative Security Code (Instr. 8) Code (V	(First) (Middle) EDON PHARMACEUTICALS, INC. IACARTHUR BLVD STE. 550 CA 92612 (State) (Zip) Table I - Non-Derivative Securities (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr Conversion or Exercise Price of Derivative Security (Month/Day/Year) Security (Month/Day/Year) A. Transaction Date (Month/Day/Year) Conversion of Earliest 02/01/2022 4. If Amendment, II 2A. Deemed Execution Date (e.g., puts, calls, warr Conversion of Earliest 02/01/2022 4. If Amendment, II A. Deemed Execution Date (if any (Month/Day/Year)) Code (Instr. 8) Code (Instr. 8) Code (V (A)	Call Sean Chief Chief	Caul Sean Eledon Pharmaceuticals, Eledon Pharmaceuticals, Eledon Pharmaceuticals, Eledon Pharmaceuticals, Eledon Pharmaceuticals, Security Securities Securi	Eledon Pharmaceuticals, Inc. ELI	Eledon Pharmaceuticals, Inc. ELDN	Eledon Pharmaceuticals, Inc. ELDN	Eledon Pharmaceuticals, Inc. ELDN	Eledon Pharmaceuticals, Inc. [ELDN] Check all applicable) Director Check all applicable) Check all applicable and all applicable) Check all applicable and all applicable) Check all applicable) Check all applicable) Check all applicable and all applicable) Check all applicable and all applicable and all applicabl	Eledon Pharmaceuticals, Inc. ELDN	

1. This option represents a right to purchase up to 155,000 shares of Common Stock, which option vests with respect to 38,750 shares on February 1, 2023, and then with respect to 6.25% of the underlying shares quarterly over the three-year period ending February 1, 2026.

Remarks:

/s/ Paul Little

02/02/2022

** 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.

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