# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

#### **SCHEDULE 13G**

Under the Securities Exchange Act of 1934 (Amendment No. )\*

Dermata Therapeutics, Inc.
(Name of Issuer)
Common Stock, par value \$0.0001 per share
(Title of Class of Securities)
249845306
(CUSIP Number)
December 31, 2023
(Date of Event Which Requires Filing of this Statement)
Check the appropriate box to designate the rule pursuant to which this Schedule is filed:
⊠ Rule 13d-1(b)
☐ Rule 13d-1(c)
☐ Rule 13d-1(d)

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

<sup>\*</sup>The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

	NAME OF REPORTING PERSONS			
1	1 Armistice Capital, LLC			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) □  (b) □			
3	SEC USE ONLY			
4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware			ORGANIZATION	
		5	SOLE VOTING POWER 0	
S BENI	MBER OF HARES EFICIALLY VNED BY EACH PORTING ERSON	6	SHARED VOTING POWER 412,111	
REI P		7	SOLE DISPOSITIVE POWER 0	
WITH		8	SHARED DISPOSITIVE POWER 412,111	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
412,111				
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 9.99%			
10	TYPE OF REPORTING PERSON			
12	IA, OO			

1	NAME OF REPORTING PERSONS 1				
1	Steven Boyd				
		ROPRIAT	E BOX IF A MEMBER OF A GROUP		
2	2 (a) $\Box$ (b) $\Box$				
	` ′				
3					
CITIZENSHIP OR PLACE OF ORGA			OF ORGANIZATION		
	United States of America				
SOLE VOTING POWER		SOLE VOTING POWER			
		5	0		
	MBER OF SHARES		SHARED VOTING POWER		
BEN	EFICIALLY	6	412.111		
	VNED BY EACH		SOLE DISPOSITIVE POWER		
RE	PORTING	7			
	ERSON WITH		0		
	8		SHARED DISPOSITIVE POWER		
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0	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	9 412,111				
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10					
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11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	9.99%				
12	TYPE OF REPORTING PERSON				
12	IN, HC				

tem 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:  (a) □ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);  (b) □ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);  (c) □ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);  (d) □ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);  (e) ☒ An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);  (f) □ An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);  (g) ☒ A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);  (h) □ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);  (i) □ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (80a-3);	4 of 8 Pages	Page 4	SCHEDULE 13G		06	No. 24984530	CUSII
teen 1. (b) Address of Issuer's Principal Executive Offices  3525 Del Mar Heighis Rd., #322 San Diego, CA  Item 2. (a) Names of Person Filing; Amistice Capital, LLC Steven Boyd Collectively, the "Reporting Persons"  Item 2. (b) Address of Principal Business Office:  Armistice Capital, LLC S10 Madison Avenue, 7th Floor New York, New York 10022 United States of America Steven Boyd co Armistice Capital, LLC S10 Madison Avenue, 7th Floor New York, New York 10022 United States of America Steven Boyd co Armistice Capital, LLC S10 Madison Avenue, 7th Floor New York, New York 10022 United States of America  Item 2. (c) Citizenship:  Armistice Capital, LLC - Delaware Steven Boyd - United States of America  Item 2. (d) Title of Class of Securities Common Stock, par value \$0.0001 per share ("Shares")  tem 2. (e) CUSIP No: 249845306  CUSIP No. 249845306  SCHEDULE 13G  Page:  (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o); (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78e); (c) Insurance company as defined in section 3(a)(9) of the Act (15 U.S.C. 78e); (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8); (e) Man investment adviser in accordance with \$240.13d-1(b)(1)(ii)(F); (f) A catuerh plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 80a-3);  80a-31.  Broker of dealer registered under section 3 (a) (b) of the Federal Deposit Insurance Act (12 U.S.C. 1813); (d) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813); (d) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 80a-3);						` '	em 1.
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(k) ☐ A group, in accordance with §240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please spec	specify the type of	vith §240.13d-1(b)(1)(ii)(J), please sp					•

**SCHEDULE 13G** 

Page 6 of 8 Pages

Item 4. Ownership

CUSIP No. 249845306

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned as of December 31, 2023:

Armistice Capital, LLC - 412,111

Steven Boyd - 412,111

(b) Percent of Class as of December 31, 2023:

Armistice Capital, LLC - 9.99%

Steven Boyd - 9.99%

- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote

Armistice Capital, LLC - 0

Steven Boyd - 0

(ii) Shared power to vote or to direct the vote

Armistice Capital, LLC - 412,111

Steven Boyd - 412,111

(iii) Sole power to dispose or to direct the disposition of

Armistice Capital, LLC - 0

Steven Boyd - 0

(iv) Shared power to dispose or to direct the disposition of

Armistice Capital, LLC - 412,111

Steven Boyd - 412,111

The percentage of Shares reported to be beneficially owned by the Reporting Persons are based on information from the Issuer.

Armistice Capital, LLC ("Armistice Capital") is the investment manager of Armistice Capital Master Fund Ltd. (the "Master Fund"), the direct holder of the Shares, and pursuant to an Investment Management Agreement, Armistice Capital exercises voting and investment power over the securities of the Issuer held by the Master Fund and thus may be deemed to beneficially own the securities of the Issuer held by the Master Fund. Mr. Boyd, as the managing member of Armistice Capital, may be deemed to beneficially own the securities of the Issuer held by the Master Fund. The Master Fund specifically disclaims beneficial ownership of the securities of the Issuer directly held by it by virtue of its inability to vote or dispose of such securities as a result of its Investment Management Agreement with Armistice Capital.

#### Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].

#### Item 6. Ownership of More Than Five Percent on Behalf of Another Person

The Master Fund, a Cayman Islands exempted company that is an investment advisory client of Armistice Capital, has the right to receive dividends from, or the proceeds from the sale of, the reported securities.

# Item 7. Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company or Control Person Not Applicable.

#### Item 8. Identification and Classification of Members of the Group

Not Applicable.

#### Item 9. Notice of Dissolution of Group

Not Applicable.

#### Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

CUSIP No. 249845306 SCHEDULE 13G Page 7 of 8 Pages

## SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 14, 2024

Armistice Capital, LLC

By: /s/ Steven Boyd Steven Boyd

Managing Member

By: /s/ Steven Boyd

Steven Boyd

CUSIP No. 249845306 SCHEDULE 13G Page 8 of 8 Pages

Exhibit I

#### JOINT FILING STATEMENT

### PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G, is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G, shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

Dated: February 14, 2024

Armistice Capital, LLC

By: /s/ Steven Boyd

Steven Boyd Managing Member

/s/ Steven Boyd Steven Boyd