

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ 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

☐ 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 * <u>PROEHL GERALD T</u> (Last) (First) (Middle) <u>3525 DEL MAR HEIGHTS RD.</u> <u>#322</u> (Street) <u>SAN DIEGO</u> <u>CA</u> <u>92130</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Dermata Therapeutics, Inc. [DRMA]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☒ Director ☒ 10% Owner ☒ Officer (give title below) Other (specify below) <u>PRESIDENT, CHAIRMAN, CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/16/2025</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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			
Common Stock	08/16/2026		A ⁽¹⁾		170,068	A	⁽²⁾	292,631	I	By Sean Michael Proehl 2020 Irrevocable Trust Dated December 18, 2020 ⁽⁵⁾
Common Stock								24	D	
Common Stock								7	I	By Allison Taylor Proehl 2020 Irrevocable Trust ⁽⁵⁾
Common Stock								3	I	By Meghan Proehl Wilder 2020 Irrevocable Trust ⁽⁵⁾
Common Stock								79,950	I	By Proehl Investment Ventures LLC ⁽⁵⁾

**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				
Series E Warrant (Right to Buy)	\$1.47	08/16/2026		A ⁽¹⁾		1,360,544		(3)	(3)	Common Stock	1,360,544	(2)	1,360,544	I	By Proehl Investment Ventures LLC ⁽⁵⁾
Series F Warrant (Right to Buy)	\$1.47	08/16/2026		A ⁽¹⁾		1,360,544		(4)	(4)	Common Stock	1,360,544	(2)	1,360,544	I	By Proehl Investment Ventures LLC ⁽⁵⁾
Series E Warrant (Right to Buy)	\$1.47	08/16/2026		A ⁽¹⁾		170,068		(3)	(3)	Common Stock	170,068	(2)	170,068	I	By Sean Michael Proehl 2020 Irrevocable Trust Dated December 18, 2020 ⁽⁵⁾
Series F Warrant (Right to Buy)	\$1.47	08/16/2026		A ⁽¹⁾		170,068		(4)	(4)	Common Stock	170,068	(2)	170,068	I	By Sean Michael Proehl 2020 Irrevocable Trust Dated December 18, 2020 ⁽⁵⁾
Pre-Funded Warrant (Right to Buy)	\$0.001	08/16/2026		A ⁽¹⁾		1,360,544		08/16/2026	(6)	Common Stock	1,360,544 ⁽³⁾	(2)	1,360,544	I	By Proehl Investment Ventures LLC ⁽⁵⁾

Explanation of Responses:

- The shares of common stock and accompanying warrants reported herein were purchased together by the Reporting Person from the Issuer in a private placement (the "Private Placement"), which transaction is exempt from Section 16(b) in accordance with Rule 16b-3(d)(1) promulgated under the Securities Exchange Act of 1934, as amended (the "Exchange Act"). Each share of common stock (or pre-funded warrant in lieu thereof) was purchased together with (i) a series E warrant to purchase one share of common stock and (ii) a series F warrant to purchase one share of common stock.
- The purchase price per share of common stock and accompanying warrants was \$1.47 and the purchase price of each pre-funded warrant and accompanying warrants was \$1.469.
- This warrant will become exercisable beginning on the effective date of stockholder approval of the issuance of the shares of Common stock issuable upon exercise of the warrants. The warrant will expire five years from the effective date of stockholder approval. The warrant cannot be exercised by the Reporting Person if, after giving effect thereto, the Reporting Person, together with his/her affiliates, would beneficially own, as determined in accordance with Section 13(d) of the Exchange Act, more than 9.99% of the number of shares of the common stock outstanding immediately after giving effect to such exercise, subject to certain exceptions.
- This warrant will become exercisable beginning on the effective date of stockholder approval of the issuance of the shares of common stock issuable upon exercise of the warrants. The warrant will expire two years from the effective date of stockholder approval. The warrant cannot be exercised by the Reporting Person if, after giving effect thereto, the Reporting Person, together with his/her affiliates, would beneficially own, as determined in accordance with Section 13(d) of the Exchange Act, more than 9.99% of the number of shares of the common stock outstanding immediately after giving effect to such exercise, subject to certain exceptions.
- The Reporting Person disclaims beneficial ownership of these securities except to the extent of his 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.
- The pre-funded warrant has no expiration date.

/s/ Gerald T. Proehl, Attorney-in-Fact 08/18/2026

** 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.