FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB	APP	RO\	/AI

OMB Number:	3235-0287
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#### 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

### 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

transaction was contract, instruction purchase or sissuer that is affirmative de	x to indicate that a as made pursuant to a uction or written plan for the ale of equity securities of th ntended to satisfy the fense conditions of Rule e Instruction 10.			
	dress of Reporting Person	·n*	2. Issuer Name and Ticker or Trading Symbol  Dermata Therapeutics, Inc. [ DRMA ]	S. Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director X 10% Owner
(Last) 3525 DEL M	(First) AR HEIGHTS RD.	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/21/2025	X Officer (give title Other (specify below)  President, CEO and Chairman
#322 (Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person
SAN DIEGO (City)	CA (State)	92130 (Zip)		, oil mos by more than one reporting reason
(0,)	(5:0:0)	( <del></del> P)		

## 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. Transac Code (li 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	01/21/2025		A <sup>(1)</sup>		787,402	A	(2)	799,508	I	By Proehl Investment Ventures LLC <sup>(4)</sup>	
Common Stock								247	D		
Common Stock								74	I	By Allison Taylor Proehl 2020 Irrevocable Trust <sup>(4)</sup>	
Common Stock								37	I	By Meghan Proehl Wilder 2020 Irrevocable Trust <sup>(4)</sup>	
Common Stock								149	I	By Sean Michael Proehl 2020 Irrevocable Trust Dated December 18, 2020 <sup>(4)</sup>	
Common Stock								595	I	By Proehl Family Trust <sup>(4)</sup>	

# 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	 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (In 8)		Derivative Securities Acquired Disposed	Derivative Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4 and		Expiration Date Securities Underlying Month/Day/Year) Derivative Security (Instr.			 9. Number of derivative Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 4)		

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. Transac Code (In 8)		5. Number Derivative Securities Acquired Disposed (Instr. 3, 4	e s (A) or l of (D)	Expiration Date (Month/Day/Year) Do		Expiration Date Securities (Month/Day/Year) Derivative		Expiration Date (Month/Day/Year)		Expiration Date Securities Underlying		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	(I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)						
Warrant (Right to Buy)	\$1.27	01/21/2025		A <sup>(1)</sup>		787,402		(3)	(3)	Common Stock	787,402	(2)	787,402	I	By Proehl Investment Ventures LLC <sup>(4)</sup>				

#### **Explanation of Responses:**

- 1. The shares of Common Stock and accompanying Warrant were purchased by the Reporting Person from the Issuer in a 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").
- 2. The purchase price per share of Common Stock and accompanying Warrant was \$1.27.
- 3. The 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.
- 4. Reporting person disclaims beneficial ownership of these securities except to the extent of their 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.

01/23/2025 /s/ Gerald T. Proehl Date

\*\* Signature of Reporting Person

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.