

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 14A  
(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of The Securities Exchange Act of 1934

(Amendment No. )

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Under Rule 14a-12

**CytoDyn Inc.**

(Name of Registrant as Specified in Its Charter)

PAUL A. ROSENBAUM  
JEFFREY PAUL BEATY  
ARTHUR L. WILMES  
THOMAS J. ERRICO, M.D.  
BRUCE PATTERSON, M.D.  
PETER STAATS, M.D., MBA  
MELISSA YEAGER  
CCTV PROXY GROUP, LLC

(Name of Persons(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials:

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

(1) Amount previously paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

---

The participants named herein (collectively, the "*Participants*"), have filed a definitive proxy statement and accompanying WHITE proxy card with the Securities and Exchange Commission to be used to solicit votes for the election of its slate of director nominees at the 2021 annual meeting of stockholders of CytoDyn Inc., a Delaware corporation (the "*Company*").

---

---

On August 31, 2021, Jeffrey P. Beaty, who is one of the Participants, sent the following e-mail to certain stockholders of the Company.

**Subject:** Response to Brent Orr's Email

Dear CytoDyn Investors,

My name is Jeff Beaty, and I am on the 13D nominating committee (the committee). Our committee is made up of three people: me, Paul Rosenbaum, and Art Wilmes. We three are running the proxy fight against CytoDyn. I am happy to respond to some of the misstatements in Brent Orr's email from yesterday.

As I disclosed in the materials required by CytoDyn, I am a shareholder and board member of IncellDx. As such, I am in a position to definitively state who from our proposed slate has any ties to IncellDx, and I hope this will stop the misinformation and fear-mongering that is unfortunately so prevalent with Nader and now Cool Blue Capital.

Bruce Patterson, MD--Dr. Patterson is the CEO and founder of IncellDx and the only member of our nominated slate with ANY ties to IncellDx. Dr. Patterson disclosed this information to Cytodyn in their materials.

Paul Rosenbaum--Mr. Rosenbaum has no ties whatsoever to IncellDx.

Thomas Errico, MD--Dr. Errico has no ties whatsoever to IncellDx.

Peter Staats, MD--Dr. Staats has no ties whatsoever to IncellDx.

Melissa Yeager--Ms. Yeager has no ties whatsoever to IncellDx.

Arthur Wilmes--Although not part of the nominated slate, Mr. Wilmes is part of the committee and has no ties whatsoever to IncellDx.

Mr. Orr also said that Mr. Caracciolo and Dr. Pestell are "key members" of the 13D group (the group). It is important to note that the group is comprised exclusively of individual shareholders who have contributed financially to the nominating committee's efforts. The group is not in any way responsible for the strategy of the proxy fight. Both Dr. Pestell and Mr. Caracciolo have each contributed about 1% of the money raised to support the proxy fight. That is the extent of their involvement in the committee's efforts. All money raised has been from individual CytoDyn shareholders who are completely fed up with the lack of competence and credibility in CytoDyn's current management team. Any reference to dark money or big pharma money is a blatant attempt to manipulate shareholders and silence dissenting voices. On the other hand, Nader is frivolously wasting fast-dwindling company funds to remove shareholder choice at the upcoming annual meeting.

---

We formed the committee because we see the potential of Leronlimab and believe the world needs and deserves access to this molecule. Our most pressing goal is to gain FDA approval for Leronlimab and start generating much-needed revenue for CytoDyn. We will achieve that with a phase 3 long hauler study. More details to follow, but we have had discussions with the FDA and have incorporated their advice into the trial protocol, which has been written and is ready to be filed. Other goals are fixing the beleaguered HIV BLA and focusing the oncology effort on individual cancers which have the highest expression of CCR5.

We invite all of you to join us on a call to discuss our plans for CytoDyn and address any and all questions you have. Please email questions in advance to this address. The call will take place on Wednesday, September 8th, at 6:00 p.m. EST. Instructions to join the call will follow.

CytoDyn desperately needs leadership change, and now is the time to implement that change.

Sincerely,  
Jeff Beaty

---