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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 20, 2026

CytoDyn, Inc.

(Exact name of Registrant as Specified in Its Charter)

Delaware	**000-49908**	**83-1887078**
(State or Other Jurisdiction of Incorporation)	**(Commission File Number)**	**(IRS Employer Identification No.)**

1111 MAIN STREET, SUITE 660 **VANCOUVER, Washington** **(Address of Principal Executive Offices)**	**98660** **(Zip Code)**

Registrant's Telephone Number, Including Area Code: 360 980-8524

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	**Trading Symbol(s)**	**Name of each exchange on which registered**
None	N/A	N/A

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 5.07 Submission of Matters to a Vote of Security Holders.

CytoDyn Inc. (the "Company") held its 2026 Annual Meeting of Stockholders (the "Annual Meeting") on November 20, 2026. On November 20, 2026, the Inspector of Election issued its final report certifying the final voting results for the Annual Meeting, which were as follows:

1. Election of Directors.

Nominee	For	Withheld	Broker Non-Votes
Tanya Durkee Urbach	414,695,411	48,299,604	309,846,575
Lishomwa C. Ndhlovu, M.D., Ph.D.	432,454,527	30,540,488	309,846,575
Karen J. Brunke, Ph.D.	430,245,377	32,749,638	309,846,575
Ryan M. Dunlap	432,734,124	30,260,891	309,846,575
Stephen M. Simes	432,202,700	30,792,315	309,846,575

The stockholders elected each of the Company's director nominees to serve until the Company's 2027 annual meeting of stockholders and until their successors are duly elected and qualified or until their earlier death, resignation, or removal.

2. Advisory vote on selection of CBIZ CPAs P.C. as our independent registered public accounting firm for the fiscal year ending May 31, 2027.

For	Against	Abstentions
761,073,421	5,773,455	5,994,714

The stockholders approved, on an advisory basis, the selection of CBIZ CPAs P.C. as our independent registered public accounting firm for the fiscal year ending May 31, 2027.

3. Advisory vote on compensation of named executive officers.

For	Against	Abstentions	Broker Non-Votes
380,137,658	72,139,425	10,717,930	309,846,577

The stockholders approved, on an advisory basis, the compensation paid to the Company's named executive officers.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

CYTODYN INC.

Date: November 20, 2026

By: /s/ Tyler Blok
Tyler Blok
Chief Legal Officer and Corporate Secretary