# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## FORM 12b-25

### NOTIFICATION OF LATE FILING

(Checi	one): ⊠ Form 10-K □ Form 20-F □ Form 11-K □ Form 10-Q □ Form 10-D □ Form N-CEN □ Form N-CSR
	For Period Ended: May 31, 2022  Transition Report on Form 10-K Transition Report on Form 20-F Transition Report on Form 11-K Transition Report on Form 10-Q For the Transition Period Ended:
	Read Instruction (on back page) Before Preparing Form. Please Print or Type.  Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.
If the	otification relates to a portion of the filing checked above, identify the Item(s) to which the notification relates:
PAR	I — REGISTRANT INFORMATION
CYT	DDYN INC.
Full Na	e of Registrant
Former	lame if Applicable
1111	Aain Street, Suite 660
Address	of Principal Executive Office (Street and Number)
Vanc	uver, Washington
City, St	e and Zip Code
PAR	II — RULES 12b-25(b) AND (c)
	ubject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following completed. (Check box if appropriate)
$\boxtimes$	(a) The reason described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;
X	(b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-CEN or Form N-CSR, portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report transition report on Form 10-Q or subject distribution report on Form 10-D, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and
	(c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

#### PART III — NARRATIVE

State below in reasonable detail the reasons why Forms 10-K, 11-K, 20-F, 10-Q, N-SAR or the transition report portion thereof could not be filed within the prescribed time period. (Attach extra sheets if needed).

CytoDyn, Inc. (the "Company") is unable to file, without unreasonable effort and expense, its Annual Report on Form 10-K for the fiscal year ended May 31, 2022 (the "Form 10-K") because it requires additional time to complete the external audit of those statements included in the Form 10-K. The Company has experienced unexpected delays in completing the external audit due to the time required to evaluate alternative accounting treatment of non-cash expense related to settlement of convertible debt with equity instruments. The Form 10-K is expected to be filed not later than August 15, 2022.

### PART IV — OTHER INFORMATION

(1)	Name and telephone number of person to contact in regard to this notification			
	Antonio Migliarese	360	980-8534	
	(Name)	(Area Code)	(Telephone Number)	
(2)	Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company A of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If answer is no identify report(s). Yes $\boxtimes$ No $\square$			
(3)	Is it anticipated that any significant change in results of oper- statements to be included in the subject report or portion the		g period for the last fiscal year will be reflected by the earnings	
	Yes \sum No \overline If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimated the results cannot be made.			
	(Name	CYTODYN INC of Registrant as Specified in Chart	er)	
has	caused this notification to be signed on its behalf by the unde	rsigned hereunto duly author	ized.	
Dat	e <u>8/1/2022</u>	1	By /s/ Antonio Migliarese Antonio Migliarese Chief Financial Officer	
		2		