SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

1. Name and Address of Reporting Person* Wilcox Stuart Anthony (Last)　　(First)　　(Middle) C/O AGRIFY CORPORATION 76 TREBLE COVE ROAD, BUILDING 3 (Street) BILLERICA　　MA　　01862 (City)　　(State)　　(Zip)	2. Issuer Name **and** Ticker or Trading Symbol Agrify Corp [AGFY] 3. Date of Earliest Transaction (Month/Day/Year) 01/28/2022 4. If Amendment, Date of Original Filed (Month/Day/Year) 02/02/2022	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director　　10% Owner Officer (give title below)　　Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) X 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	01/28/2022		A		36,232	A	(1)	36,232	D	

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				
Warrants (right to buy)	$7.48	01/28/2022		A		27,174		07/28/2022	07/27/2027	Common Stock	27,174	(1)	27,174	D	

Explanation of Responses:

1. The reported securities were purchased by the Reporting Person for a combined purchase price of $6.90 per share of common stock and fraction of a warrant in connection with the Issuer's private placement that closed on January 28, 2022. Each warrant will be exercisable during the period commencing on July 28, 2022 and ending on July 28, 2027 at an exercise price of $7.48.

Remarks:

This amendment to the Form 4 filed by the Reporting Person on February 2, 2022 is being filed to correct the transaction code for the transactions reported herein from "P" to "A".

/s/ Josh Savitz, attorney-in-fact　　02/04/2022

** Signature of Reporting Person　　Date