## FORM 4

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

OMB APPROVAL
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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).

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

e Responses	s)														
1. Name and Address of Reporting Person* Kenney Richard T				2. Issuer Name and Ticker or Trading Symbol Sonnet BioTherapeutics Holdings, Inc. [SONN]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner Other (specify below)					
(Last) (First) (Middle) 100 OVERLOOK CENTER,, SUITE 102				3. Date of Earliest Transaction (Month/Day/Year) 06/09/2021							Chi	ef Medical O	fficer		
PRINCETON., NJ 08540				4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
,,	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1.Title of Security (Instr. 3)		Date (Month/Day/Year) a		any		Code (Instr. 8)				f (D) Beneficia Reported		ally Owned Following I Transaction(s)		Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
					С	ode	V	Amoun	(A) or (D)	Price					(IIIsti: 4)
Stock		06/09/2021				P		15,000			50,000	(1)		D	
						equire	conta the fo	ined ir orm dis	n this for splays a c of, or Beno	m ar curre	e not requently valid	uired to res	spond unle	ss	1474 (9-02)
2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date, any	ite, if	4. Transaction Code (Instr. 8)		5.		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. T Am Und Sec	Citle and count of derlying urities str. 3 and	Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect	Beneficial Ownershi (Instr. 4)
											Amount				
R C C OP C	Address of ichard T  RLOOK ( ON,, NJ (  curity  Stock  Conversion or Exercise Price of Derivative	Conversion or Exercise Price of Derivative  (First)  (First)  (First)  (First)  (State)  (State)  (State)  (State)  (State)  (State)  (State)  (Month/Day/19)  (Month/Day/19)	Address of Reporting Person ichard T  RLOOK CENTER,, SUITE 102  (Street)  ON,, NJ 08540  (State)  2. Transaction Date (Month/Day/Year)  Stock  06/09/2021  Table II - Conversion of Exercise Price of Derivative  One of Exercise Price of Derivative  Address of Reporting Person ichies (Middle)  (Middle)  (Zip)  2. Transaction Date (Month/Day/Year)  3. Transaction Date Execution Date any (Month/Day/Year)	Address of Reporting Person* ichard T  Son [SO]  RLOOK CENTER,, SUITE 102  (Street)  ON,, NJ 08540  (State)  2. Transaction Date (Month/Day/Year)  Price of Derivative  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)	Address of Reporting Person ichard T  2. Issuer Name Sonnet BioTh [SONN]  3. Date of Earlies 06/09/2021  (Street)  4. If Amendment ON,, NJ 08540  (State)  2. Transaction Date (Month/Day/Year)  Conversion of Exercise Price of Derivative Price of D	Address of Reporting Person* ichard T    Conversion   Date   Conversion   Date   Conversion   Date   Conversion   Date   Conversion   Date   Conversion   Date   (Month/Day/Year)   Code   Code   Conversion   Date   (Month/Day/Year)   Code   Conversion   Conversion   Date   (Month/Day/Year)   Code   Conversion   Conversion   Conversion   Date   (Month/Day/Year)   Code   Conversion   Conversion   Conversion   Conversion   Date   (Month/Day/Year)   Code   Conversion   Conversion   Conversion   Conversion   Conversion   Conversion   Conversion   Conversion   Conversion   Code   (Month/Day/Year)   Code   (Instr. 8)   Code   Conversion   Code   Code	Address of Reporting Person ichard T    Conversion of Exercise Person ichard T	Address of Reporting Person* ichard T  2. Issuer Name and Ticker or Tract Sonnet BioTherapeutics Hold [SONN]  3. Date of Earliest Transaction (Mo 06/09/2021  (Street)  4. If Amendment, Date Original File (Month/Day/Year)  Contraction Date (Month/Day/Year)  Stock  96/09/2021  2. Transaction Date (Month/Day/Year)  2. Transaction Execution Date, if (Instr. 8)  Code V  Stock  96/09/2021  P  Table I - Non-Derivative Securities Acquired, Discontage of (D) (Instr. 3)  Conversion of Exercise Price of Date (Month/Day/Year)  Stock  1. Transaction Date (Month/Day/Year)  3. Transaction Execution Date if (Month/Day/Year)  3. Transaction Date (A. ) 5. (B. Date Conversion of Execution Date, if (Month/Day/Year)  Conversion Date (Month/Day/Year)  3. Transaction Date (A. ) 5. (B. Date Conversion of Date (Month/Day/Year)  Conversion Date (Month/Day/Year)  3. Transaction Date (A. ) 5. (Month/Day/Year)  Code (Instr. 8)  Code (Instr. 8)	Address of Reporting Person*    Code   V   Amount	Address of Reporting Person ichard T    Code   V   Amount   Amount	Address of Reporting Person 2. Issuer Name and Ticker or Trading Symbol Sonnet BioTherapeutics Holdings, Inc. [SONN]  RLOOK CENTER,, SUITE 102 3. Date of Earliest Transaction (Month/Day/Year) 06/09/2021 4. If Amendment, Date Original Filed(Month/Day/Year)  ON,, NJ 08540 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Securities Acquired Execution Date, if (Month/Day/Year) 4. Securities Acquired Execution Date, if (Month/Day/Year) 4. Securities Acquired Date (Instr. 8) 2. Code V Amount (D) Price (e.g., puts, calls, warrants, options, convertible securities (e.g., puts, calls, warrants, options, convertible securities Acquired (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Securities Acquired Date (e.g., puts, calls, warrants, options, convertible securities Acquired (A) or Disposed of, Olarity and Execution Date, if Code (Instr. 8) 5. Number (Month/Day/Year) 4. Securities Acquired (A) or Disposed of, Olarity and Expiration Date (Instr. 8) 5. Transaction Date (Instr. 8) 6. Date Exercisable and Expiration Date (Instr. 8) 6. Date Exercisable (Inst	Address of Reporting Person Schard T Sc	Address of Reporting Person   Sonnet BioTherapeutics Holdings, Inc.   Sonnet BioTherap	Address of Reporting Person Cichard T  2. Issuer Name and Ticker or Trading Symbol Sonnet BioTherapeutics Holdings, Inc.  [SONN]  (Kinddle) (Street)  (Street)  (State)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Stock)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3 and 4)  (Instr. 3 and 4)	Address of Reporting Person * Cherk all applicable) Sonnet BioTherapeutics Holdings, Inc. [SONN]  (First) (Middle) 3, Date of Earliest Transaction (Month/Day/Year) 06/09/2021  (Street) 4. If Amendment, Date Original Filed/Month/Day/Year) 06/09/2021  (Street) 4. If Amendment, Date Original Filed/Month/Day/Year) 06/09/2021  (Street) 2. Transaction Date (Month/Day/Year) 06/09/2021  (Street) 4. If Amendment, Date Original Filed/Month/Day/Year) 06/09/2021  (Street) 2. Transaction Date (Month/Day/Year) 06/09/2021  (Street) 4. If Amendment, Date Original Filed/Month/Day/Year) 06/09/2021  (Street) 2. Transaction Date (Month/Day/Year) 06/09/2021  (Street) 4. If Amendment, Date Original Filed/Month/Day/Year) 06/09/2021  (Street) 2. Transaction Date (Month/Day/Year) 06/09/2021  (Street) 3. Transaction Date (Month/Day/Year) 06/09/2021  (Street) 2. Transaction Date (Month/Day/Year) 06/09/2021  (Street) 3. Transaction Date (Month/Day/Year) 06/09/2021  (Street) 2. Transaction Date (Month/Day/Year) 06/09/2021  (Street) 4. If Amendment, Date Original Filed/Month/Day/Year) 06/09/2021  (Street) 4. Securities Acquired (A) or Disposed of Original Filed/Month/Day/Year) 06/09/2021  (Street) 4. Securities Acquired (A) or Disposed of Original Filed/Month/Day/Year) 06/09/2021  (Street) 4. Securities Acquired (A) or Disposed of Original Filed/Month/Day/Year) 06/09/2021  (Street) 4. Securities Acquired (A) or Disposed of Original Filed/Month/Day/Year) 06/09/2021  (Street) 5. Amount of Securities Original Filed/Month/Day/Year) 06/09/2021  (Month/Day/Year) 06/09/2021  (Month/Day/Year) 06/09/2021  (Month/D

#### **Reporting Owners**

D 41 0 N /	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
Kenney Richard T 100 OVERLOOK CENTER, SUITE 102 PRINCETON,, NJ 08540			Chief Medical Officer					

### **Signatures**

/s/ John Harry Cross III, power of attorney	06/09/2021
**Signature of Reporting Person	Date

## **Explanation of Responses:**

- \* 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).
- (1) Includes unvested RSUs.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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