SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person *

PharmaCyte Biotech, Inc.

(Last) (First) (Middle)

3960 HOWARD HUGHES PARKWAY

SUITE 500

(Street)

LAS VEGAS NV 89169

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol

Q/C TECHNOLOGIES, INC. [QCLS]

3. Date of Earliest Transaction (Month/Day/Year)

11/18/2026

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director X 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	11/18/2026		X		4,982,272[1]	A	$0	5,152,000[2]	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				
Series G Long-Term Warrants	(3)	11/18/2026		X			851,304[1]	05/23/2024	05/23/2029	Common stock, par value $0.001 per share	9,251,513[3]	$0	13,318,344	D	
Series H Convertible Preferred Stock	(4)	11/18/2026		J		3,000[5]		(4)	09/02/2027	Common stock, par value $0.001 per share	9,674,299[4]	$0	3,000	D	

Explanation of Responses:

1. On November 18, 2026, pursuant to a Consent and Warrant Exchange Agreement dated November 15, 2026 (the "Consent Agreement"), between PharmaCyte Biotech, Inc. (the "Reporting Person") and Q/C Technologies, Inc. (the "Issuer"), the Reporting Person exchanged 851,304 Series G Long-Term Warrants for 4,982,272 shares of common stock, par value $0.001 per share of the Issuer ("Common Stock"). The number of shares of Common Stock issued was determined based on the Black Scholes value of the exchanged warrants divided by $0.3101 per share, the closing price of the Common Stock on the last trading day prior to execution of the Consent Agreement.

2. Includes 169,728 shares of Common Stock acquired as payment of Series G Dividends exempt from Section 16 of the Securities Exchange Act of 1934, as amended, pursuant to Rule 16a-9(a) promulgated thereunder.

3. Series G Long-Term Warrants are exercisable for shares of Common Stock at an exercise price of $0.3101 per share, subject to adjustment.

4. Each share of Series H Convertible Preferred Stock, with a stated value of $1,000, is convertible at the holder's election into approximately 3,225 shares of Common Stock, based on the current conversion price of $0.3101 per share, subject to adjustment.

5. On November 18, 2026, pursuant to the Consent Agreement, the Reporting Person consented to an amendment to the Certificate of Designations extending the maturity date of the Series H Preferred Shares from March 2, 2027 to September 2, 2027, for no additional consideration. Any deemed cancellation pursuant to the amendment is exempted by Rule 16b-6(d), and the cancellation also is exempt from reporting under Rule 16a-4(d)

PharmaCyte Biotech, Inc., By: /s/ Carlos A. Trujillo, Chief Financial Officer 11/20/2026

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.