

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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* TANNER JOHN WILLIAM (Last) (First) (Middle) 20 PARK PLAZA, SUITE 424 (Street) BOSTON MA 02116 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol CervoMed Inc. [CRVO]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) _____ Chief Financial Officer
	3. Date of Earliest Transaction (Month/Day/Year) 11/20/2023	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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				

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
Stock Option (Right to Buy) ⁽¹⁾	\$9.82	11/20/2023		A		32,000	(2)	11/20/2033	Common Stock	32,000	\$0	32,000	D	

Explanation of Responses:

- On November 20, 2023, the Reporting Person was granted an option to purchase 32,000 shares of the Issuer's common stock in accordance with the terms of the Employment Agreement, dated November 15, 2023, by and between the Reporting Person and the Issuer; provided, however, that the Reporting Person's continued holding of the grant is contingent upon the annual automatic increase in the number of shares available for issuance under the Issuer's 2015 Equity Incentive Plan, as amended (the "Plan") on January 1, 2024 pursuant to Section 4.1 of the Plan (together with any other shares available for issuance under the Plan as of such date) being sufficient to cover all shares of the Issuer's common stock underlying the grant.
- Subject to the conditions described in Note 1, 1/24 of the shares underlying the option grant will vest on January 1, 2024, and thereafter the award will vest in substantially equal 1/36th increments on the last day of each month, commencing January 31, 2024, through the last day of the month containing the third anniversary of the grant date, subject to the Reporting Person's continued employment with the Company through the applicable vesting date.

/s/ William R. Elder, attorney-in-fact for the Reporting Person 11/22/2023

** 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.