

FORM 4

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

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person * Tompkins Mark N.		2. Issuer Name and Ticker or Trading Symbol Aeluma, Inc. [N/A]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) Former Director	
(Last) APP. 1, VIA GUIDINO 23	(First) 	(Middle) 	3. Date of Earliest Transaction (Month/Day/Year) 06/21/2021		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(Street) LUGANO, V8 6900			4. If Amendment, Date Original Filed (Month/Day/Year)		
(City) 	(State) 	(Zip) 	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, par value \$0.0001 per share	06/21/2021		J(1)		25,000	D	\$ 0 (1)	4,725,000	D	
Common stock, par value \$0.0001 per share	06/22/2021		J(2)		2,450,000	D	\$ 0 (2)	2,275,000	D	

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

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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 Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Tompkins Mark N. APP. 1, VIA GUIDINO 23 LUGANO, V8 6900		X		Former Director

Signatures

/s/ Mark N. Tompkins		06/23/2021
<small>Signature of Reporting Person</small>		<small>Date</small>

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) The reporting person transferred an aggregate of 25,000 shares of the Issuer's common stock as consideration for services rendered to an affiliate of the reporting person by the recipients.

Pursuant to the terms of an Agreement and Plan of Merger and Reorganization, dated as of June 22, 2021, by and among the Issuer, Aeluma Operating Co. ("Acquisition Sub"), and Biond Photonics, Inc. (d.b.a. "Aeluma") ("Biond"), on June 22, 2021, Biond merged with and into Acquisition Sub, with Acquisition Sub continuing as the

(2) surviving entity (the "Merger") and as the Issuer's wholly-owned subsidiary. As a condition to the Merger, pursuant to the terms of a stock cancellation agreement, the reporting person voluntarily surrendered and canceled 2,450,000 shares of the Issuer's common stock prior to the consummation of the Merger. The reporting person resigned as a director of the Issuer upon consummation of the Merger.

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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