

## INITIAL STATEMENT OF 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

## OMB APPROVAL

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1. Name and Address of Reporting Person* <u>Nelson Todd Robert</u>			2. Date of Event Requiring Statement (Month/Day/Year) 06/17/2021		3. Issuer Name and Ticker or Trading Symbol <u>Codex DNA, Inc. [ DNAY ]</u>	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)			5. If Amendment, Date of Original Filed (Month/Day/Year)
C/O	CODEX DNA, INC.		<input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>President &amp; CEO</b>			
9535 WAPLES STREET, SUITE 100						6. Individual or Joint/Group Filing (Check Applicable Line)
(Street)						<input checked="" type="checkbox"/> Form filed by One Reporting Person
SAN DIEGO	CA	92121				<input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)				

## Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	4,000,000	I	See footnote <sup>(1)</sup>

Table II - Derivative Securities Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Stock Option (right to buy)	(2)	04/24/2031	Common Stock	701,000	5.94	D
Series A Preferred Stock	(3)	(3)	Common Stock	90,747	(3)	D
Series Z Preferred Stock	(3)	(3)	Common Stock	2,000,000	(3)	I See footnote <sup>(1)</sup>

## Explanation of Responses:

1. Shares held of record by GATTACA Mining LLC ("GATTACA"). The Reporting Person is the managing member of GATTACA and may be deemed to have voting and dispositive power over the shares held by GATTACA.
2. Option granted under the Issuer's 2021 Equity Incentive Plan (the "2021 Plan"). Subject to the Reporting Person continuing to be a Service Provider (as defined in the 2021 Plan) through each applicable vesting date, twenty-five percent (25%) of the shares subject to the option shall vest on the one (1) year anniversary of the Vesting Commencement Date, and one thirty-sixth (1/36th) of the remaining Shares subject to the Option shall vest in equal monthly installments on the same day of the month as the Vesting Commencement Date. "Vesting Commencement Date" shall mean April 21, 2021.
3. All shares of the preferred stock, par value \$0.0001 per share, of the Issuer will automatically be converted on a one-for-one basis to shares of the Issuer's common stock, par value \$0.0001 per share ("Common Stock") prior to the closing of the Issuer's initial public offering of its Common Stock.

## Remarks:

Exhibit 24 Power of Attorney

/s/ Jennifer McNealey, as Attorney-in-Fact 06/17/2021

\*\* 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 5 (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.

POWER OF ATTORNEY

The undersigned, as a Section 16 reporting person of Codex DNA, Inc. (the "Company"), hereby constitutes and appoints Jennifer McNealey, Philip

1. complete and execute Forms 3, 4 and 5 and other forms and all amendments thereto as such attorneys-in-fact shall in their discretion dete

2. do all acts necessary in order to file such forms with the Securities and Exchange Commission, any securities exchange or national assoc:

The undersigned hereby ratifies and confirms all that said attorneys in-fact and agent shall do or cause to be done by virtue hereof. The und

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 17th day of June, 2021.

Signature: /s/ Todd R. Nelson

Print Name: Todd R. Nelson