

OMB APPROVAL	
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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

1. Name and Address of Reporting Person * <u>Maniscalco Michael</u> <hr/> (Last) (First) (Middle) 3811 TURTLE CREEK BOULEVARD SUITE 2100 <hr/> (Street) DALLAS TX 75219 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 07/05/2023	3. Issuer Name and Ticker or Trading Symbol <u>Applied Digital Corp. [APLD]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input type="checkbox"/> 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) Chief Technology Officer	5. If Amendment, Date of Original Filed (Month/Day/Year) 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

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	16,666	D	

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				
Restricted Stock Unit	08/05/2023 ⁽¹⁾	(1)	Common Stock 125,000	(2)	D	
Restricted Stock Unit	04/04/2024	(3)	Common Stock 75,000	(2)	D	

Explanation of Responses:

- Restricted Stock Units ("RSU"s) will vest as follows: 30,556 on August 5, 2023, 23,611 on each of February 5, 2024 and February 5, 2025, 23,610 on August 5, 2024, and 23,612 on August 5, 2025.
- RSUs convert into common stock on a one-for-one basis.
- RSUs will vest as follows: 25,000 on April 4, 2024, and 12,500 on each of October 4, 2024, April 4, 2025, October 4, 2025 and April 4, 2026.

Remarks:

/s/ David Rench as Attorney-in-Fact 07/17/2023

** 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 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

Know all by these presents, that the undersigned hereby makes, constitutes and appoints each of Wes Cummins and David Rench, or either of them acting individually, and with full power of s
(1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and
(2) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Applied Digital Corporation, a Nevada corporation (the "Company"), Forms 3, 4, and
(3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment o
(4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally require

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in
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 to the undersigned's holdings of and transac
IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 17th day of July , 2023.

/s/ Michael Maniscalco
Signature

Michael Maniscalco
Name