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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 * <u>MOORE VIRGINIA</u> (Last) (First) (Middle) 3811 TURTLE CREEKBLVD, SUITE 2100 (Street) DALLAS TX 75219 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Applied Digital Corp. [APLD]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 08/25/2022	
	4. 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 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	08/25/2022		G		118,630 ⁽¹⁾	D	\$0	76,191 ⁽²⁾	D	
Common Stock	08/25/2022		G		267,617 ⁽³⁾	D	\$0	0	I	Footnote ⁽³⁾
Common Stock	08/25/2022		G		118,630	A	\$0	118,630 ⁽²⁾	I	Footnote ⁽⁴⁾
Common Stock	08/25/2022		G		267,617	A	\$0	386,247 ⁽²⁾	I	See Footnote ⁽⁴⁾
Common Stock	03/15/2023		S		100,000	D	\$1.96 ⁽⁵⁾	513,617	I	Footnote ⁽⁶⁾
Common Stock	03/16/2023		S		44,990	D	\$2 ⁽⁷⁾	468,627	I	Footnote ⁽⁶⁾
Common Stock	03/17/2023		S		102,759	D	\$2 ⁽⁸⁾	365,868	I	Footnote ⁽⁶⁾
Common Stock	03/20/2023		S		52,342	D	\$2.03 ⁽⁹⁾	313,526	I	Footnote ⁽⁶⁾
Common Stock	03/22/2023		S		5,201	D	\$2.2 ⁽¹⁰⁾	308,325	I	Footnote ⁽⁶⁾
Common Stock	03/23/2023		S		54,501	D	\$2.12 ⁽¹¹⁾	253,824	I	Footnote ⁽⁶⁾
Common Stock	03/24/2023		S		189,359	D	\$2.06 ⁽¹²⁾	64,465	I	Footnote ⁽⁶⁾
Common Stock	03/27/2023		S		64,011	D	\$2.05 ⁽¹³⁾	0 ⁽¹⁴⁾	I	Footnote ⁽⁶⁾

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					

Explanation of Responses:

- Consists of common stock held directly by the Reporting person. Such shares were transferred as a gift to the Moore Family Trust.
- Includes 76,191 shares of restricted stock that vest on November 10, 2023 so long as the Reporting Person is a director of the issuer on such date.
- Consists of shares of common stock held by Andrew Moore, the Reporting Person's spouse. Such shares were transferred as a gift to the Moore Family Trust.
- Held by the Moore Family Trust, of which Virginia Moore is a trustee. Such shares were transferred as a gift from the Reporting Person's spouse and Reporting Person.
- The reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$1.95 to \$1.98 per share, inclusive. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- Consists of shares of common stock held by B. Riley Securities, Inc., of which Andrew Moore, the Reporting Person's spouse, is the Chief Executive Officer.
- The reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$1.99 to \$2.03 per share, inclusive. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- The reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$1.99 per share to \$2.03 per share, inclusive. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- The reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$2.02 to \$2.07 per share, inclusive. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- The reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$2.20 to \$2.22 per share, inclusive. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

11. The reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$2.06 to \$2.21 per share, inclusive. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

12. The reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$2.05 to \$2.08 per share, inclusive. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

13. The reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$2.04 to \$2.10 per share, inclusive. The holder undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

14. This reflects a correction of a ministerial error. Previously, an additional 454 shares were shown as held in error.

Remarks:

/s/ David Rench as Attorney-in-Fact

09/27/2023

** 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.

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