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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

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>Francis Knuettel II</u> (Last) (First) (Middle) C/O PELTHOS THERAPEUTICS INC. 4020 STIRRUP CREEK DRIVE, SUITE 110 (Street) DURHAM NC 27703 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Pelthos Therapeutics Inc. [PTHS]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) CFO, Treas & Secty
	3. Date of Earliest Transaction (Month/Day/Year) 05/22/2026	
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	Amount	(A) or (D)	Price			
Common Stock	05/22/2026		D		13,947 ⁽¹⁾	D	\$0 ⁽¹⁾	19,525 ⁽²⁾	D	
Common Stock	05/22/2026		S		1,500 ⁽³⁾	D	\$26.8433 ⁽³⁾	11,316 ⁽⁴⁾	I	By Lara Knuettel Revocable Trust ⁽⁴⁾
Common Stock								10,000	I	By Camden Capital LLC ⁽⁴⁾

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					
Stock Option	\$13.5	05/22/2026		A		59,500		05/22/2026 ⁽⁵⁾	07/02/2035	Common Stock	59,500	59,500 ⁽⁵⁾	D	
Stock Option	\$13.5	05/22/2026		D		42,500		07/02/2026 ⁽⁶⁾	07/02/2035 ⁽⁶⁾	Common Stock	42,500	0 ⁽⁶⁾	D	

Explanation of Responses:

- Represents the forfeiture and cancellation of unvested restricted stock units ("RSUs") of Pelthos Therapeutics Inc. (the "Issuer"), for no consideration pursuant to that certain Separation Agreement entered into on May 15, 2026 (the "Separation Agreement") in connection with the reporting person's termination of employment as Chief Financial Officer of the Issuer.
- The Separation Agreement provides for the acceleration of vesting of 19,525 RSUs out of the 33,472 previously reported RSUs granted to the reporting person pursuant to the Issuer's 2023 Equity Incentive Plan, as amended from time to time (the "2023 Plan"), each of which represents the right to receive one (1) share of common stock, par value, \$0.0001 per share ("Common Stock"), subject to the vesting terms of such RSUs, and may be settled solely in shares of Common Stock. The RSUs were received as compensation for the reporting person's service as an officer of the Issuer pursuant to the 2023 Plan. The 19,525 unvested RSUs became fully vested on May 22, 2026 upon expiration of the revocation period in the Separation Agreement. The transaction is exempt under Rule 16b-3(d). The acceleration does not represent a new grant of RSUs.
- Represents an open market sale of the Lara Knuettel Revocable (the "Trust") on May 22, 2026. This transaction was executed in multiple trades at prices ranging from \$26.66 to \$27.16. The price reported in column 4 above reflects the weighted average price of the shares of Common Stock sold. The reporting person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transaction was effected.
- Francis Knuettel II is the co-trustee of the Trust and manager of Camden Capital LLC ("Camden"). By virtue of these relationships, Mr. Knuettel may be deemed to beneficially own the shares of Common Stock held of record by each of Camden and the Trust. Mr. Knuettel disclaims any such beneficial ownership except to the extent of his pecuniary interest therein.
- Represents the acceleration of vesting of stock options pursuant to the Separation Agreement in connection with the reporting person's termination of employment as Chief Financial Officer of the Issuer. The unvested stock options became fully vested and exercisable on May 22, 2026. The transaction is exempt under Rule 16b-3(d). This acceleration does not represent a new grant of options. The stock options may be exercised only until January 15, 2027, subject to the terms of the 2023 Plan and the Separation Agreement.
- Represents the forfeiture and cancellation of unvested stock options for no consideration pursuant to the Separation Agreement in connection with the reporting person's termination of employment as Chief Financial Officer of the Issuer.

Remarks:

/s/ Francis Knuettel II

05/26/2026

** 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.