

SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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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

1. Name and Address of Reporting Person * <u>Liu Zhixin</u>			2. Issuer Name and Ticker or Trading Symbol <u>DATASEA INC. [DTSS]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <p style="text-align: center;">CEO</p>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/31/2021			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		
20TH FLOOR, TOWER B, GUORUI PLAZA 1 RONGHUA SOUTH RD, TECH. DEV. ZONE			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)			Rule 10b5-1(c) Transaction Indication					
BEIJING	F4	100176	<input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.					
(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	12/31/2021		A		120,960 ⁽¹⁾	A	\$0	9,749,295	D	
Common Stock	04/01/2022		A		45,000 ⁽²⁾	A	\$0	9,794,295	D	

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:

1. The reporting person was granted shares of the Issuer's common stock (the "Shares") under the Issuer's 2018 Equity Incentive Plan, vesting immediately with an agreement between the reporting person and the Issuer that the reporting person shall not dispose, sell or transfer the Shares for at least six months plus one day following the date of grant. The Shares were granted as the reporting person's compensation for serving as the Issuer's CEO during the period from October 1, 2021 to December 1, 2021 based on a compensation arrangement between the reporting person and the Issuer pursuant to which the reporting person shall receive monthly compensation of 15,000 shares of the Issuer's common stock on a quarterly basis. During the three months ended December 31, 2021, the Company issued 75,960 shares to the Company's CEO in lieu of payment for salary payable.

2. The reporting person was granted shares of the Issuer's common stock (the "Shares") under the Issuer's 2018 Equity Incentive Plan, vesting immediately with an agreement between the reporting person and the Issuer that the reporting person shall not dispose, sell or transfer the Shares for at least six months plus one day following the date of grant. The Shares were granted as the reporting person's compensation for serving as the Issuer's CEO during the period from January 1, 2022 to March 1, 2022 based on a compensation arrangement between the reporting person and the Issuer pursuant to which the reporting person shall receive monthly compensation of 15,000 shares of the Issuer's common stock on a quarterly basis.

/s/ Zhixin Liu

05/19/2023

** 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.

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.