

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

(Print or Type Responses)

1. Name and Address of Reporting Person * McCullough David R (Last) (First) (Middle) C/O AKERNA CORP., 1630 WELTON STREET, FLOOR 4 (Street) DENVER, CO 80202 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 08/20/2020	3. Issuer Name and Ticker or Trading Symbol Akerna Corp. [KERN]		
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Technology Officer		5. If Amendment, Date Original Filed (Month/Day/Year) 08/20/2020
		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 Shares	21,372	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Restricted Stock	(1)	01/01/2021	Common Stock	3,340	\$ (2)	D	
Restricted Stock	(1)	01/01/2022	Common Stock	3,340	\$ (3)	D	
Restricted Stock Units	(4)	07/01/2023	Common Stock	8,000	\$ (6)	D	
Restricted Stock	(1)	01/01/2022	Common Stock	20,037	\$ (5)	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McCullough David R C/O AKERNA CORP. 1630 WELTON STREET, FLOOR 4 DENVER, CO 80202			Chief Technology Officer	

Signatures

/s/ John Michael Fowle jr. as attorney-in-fact for David R. McCullough	04/08/2022
**Signature of Reporting Person	Date

Explanation of Responses:

* 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).

- (1) Each share of Restricted Stock ("RS") represents a contingent right to receive one share of common stock of the Issuer. The Issuer may elect to settle the vested RS in cash or stock at the Issuer's sole discretion.
- (2) Represents 3,340 unvested RS granted to Mr. McCullough subject to the terms of a restricted stock agreement. The RS vests on January 1, 2020.
- (3) Represents 3,340 unvested RS granted to Mr. McCullough subject to the terms of a restricted stock agreement. The RS vests as follows: 1,670 shares on January 1, 2020; 1,670 shares on January 1, 2021.
- (4) Each restricted stock unit ("RSU") represents a contingent right to receive one share of common stock of the Issuer. The Issuer may elect to settle the vested RSUs in cash or stock, in the Issuer's sole discretion.
- (5) Mr. McCullough was granted 8,000 RSUs on October 17, 2019 under the Akerna Corp 2019 Long Term Incentive Plan (the "Plan"). The RSUs vest as follows: 2,000 on July 1, 2020; 2,000 on July 1, 2021; 2,000 on July 1, 2022; and 2,000 on July 1, 2023.
- (6) Represents 20,037 unvested RS granted to Mr. McCullough subject to the terms of a restricted stock agreement. The RS vests as follows: 6,679 shares on January 1, 2020; 6,679 shares on January 1, 2021; and 6,679 shares on January 1, 2022.

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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