

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

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 * | 2. Issuer Name and Ticker or Trading Symbol <u>Q/C TECHNOLOGIES, INC. [QCLS]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |
| <u>Voss Chelsea Sierra</u> | | <input checked="" type="checkbox"/> Director 10% Owner <input type="checkbox"/> Officer (give title below) Other (specify below) |
| (Last) (First) (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) <u>01/16/2026</u> | 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 |
| 1185 AVENUE OF THE AMERICAS, SUITE 249 | | |
| (Street) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |
| NEW YORK NY 10036 | | |
| (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 | | | | | |
| Common stock | 01/16/2026 | | A | | | 212,500 | A | \$0 ⁽¹⁾ | 214,900 | D | |
| Common stock | 01/16/2026 | | A | | | 25,000 | A | \$0 ⁽²⁾ | 239,900 | D | |
| Common stock | | | | | | | | | 59,802 | I | By Roth IRA |

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 | | | | | | | | |
| Employee Stock Option (Right to Buy) | \$5.097 | 01/16/2026 | | A | 212,500 | | | (3) | 01/16/2036 ⁽³⁾ | Common Stock | 212,500 | \$0 | 212,500 | D | |

Explanation of Responses:

- Represents a grant of Restricted Stock Units ("RSUs") issued pursuant to a consulting agreement, dated January 16, 2026, by and between the Issuer and the Reporting Person (the "Consulting Agreement"). The RSUs will vest in four substantially equal installments on each quarterly anniversary of the date of grant, provided that the Reporting Person is providing services to the Issuer through the applicable vesting dates.
- Represents a grant of RSUs issued in connection with the appointment of the Reporting Person as director of the Issuer's board of directors. The RSUs will vest in four substantially equal installments on each quarterly anniversary of the date of grant, provided that the Reporting Person is employed by or providing services to the Issuer through the applicable vesting dates.
- The stock options were granted pursuant to the Consulting Agreement and will vest in four substantially equal installments on each quarterly anniversary of the date of grant, provided that the Reporting Person is employed by or providing services to the Issuer through the applicable vesting dates.

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.

/s/ Chelsea Sierra Voss

01/30/2026

** Signature of Reporting Person

Date