

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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| OMB APPROVAL | |
| OMB Number: | 3235-0287 |
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 * KRAUSS MARLENE | | | 2. Issuer Name and Ticker or Trading Symbol 180 Life Sciences Corp. [ATNF] | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 12/14/2020 | | | | | |
| 30 PARK PLACE, SUITE 64B | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | 6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | | |
| (Street) | | | | | | | | |
| NEW YORK, NY 10007 | | | | | | | | |
| (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 | 12/17/2020 | | S | | 12,103 | D | \$ 2.49 | 2,006,858 | I | See footnote (1) |
| Common Stock | 12/17/2020 | | S | | 4,403 | D | \$ 2.44 | 2,018,961 | I | See footnote (1) |
| Common Stock | 12/16/2020 | | J(3) | | 334,608 | A | \$ 0 | 334,608 | D | |
| Common Stock | 12/16/2020 | | J(2) | | 520,312 | D | \$ 0 | 2,023,364 | I | See footnote (1) |
| Common Stock | 12/15/2020 | | S | | 17,877 | D | \$ 2.4 | 2,543,676 | I | See footnote (1) |
| Common Stock | 12/14/2020 | | S | | 10,000 | D | \$ 2.45 | 2,561,553 | I | See footnote (1) |

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

SEC 1474 (9-02)

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 control number.

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 Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------|---|--|--|--|--|
| | | | | Code | V | | Date Exercisable | Expiration Date | | | | | |

Reporting Owners

| | |
|--|----------------------|
| | Relationships |
|--|----------------------|

| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other |
|--|----------|-----------|---------|-------|
| KRAUSS MARLENE 30 PARK PLACE, SUITE 64B NEW YORK, NY 10007 | | X | | |
| KBL IV SPONSOR LLC 30 PARK PLACE, SUITE 64B NEW YORK, NY 10007 | | X | | |

Signatures

| | | |
|--|--|---------------------|
| /s/ Marlene Krauss, M.D. | | 12/17/2020 |
| <small>**Signature of Reporting Person</small> | | <small>Date</small> |
| /s/ Marlene Krauss, M.D., as Managing Member of KBL IV SPONSOR LLC | | 12/17/2020 |
| <small>**Signature of Reporting Person</small> | | <small>Date</small> |

Explanation of Responses:

- * 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).
The securities are held directly by KBL IV Sponsor LLC ("KBL Sponsor"). Dr. Marlene Krauss, the former Chief Executive Officer, and a former member of the Board of Directors, of the issuer, is the sole managing member of KBL Sponsor. Consequently, she may be deemed the beneficial owner of the securities of the issuer held by KBL Sponsor, and she has sole voting and dispositive control over such securities. Dr. Krauss disclaims beneficial ownership over any securities of the issuer owned by KBL Sponsor in which she does not have a pecuniary interest.
- (1) KBL Sponsor made a pro rata distribution for no consideration of an aggregate of 520,312 shares of the common stock of the issuer to its members on December 16, 2020.
- (2) Represents 334,608 shares of the issuer's common stock that were received by Dr. Krauss in a pro rata distribution made by KBL Sponsor to its members on December 16, 2020. In prior reports, Dr. Krauss reported indirect beneficial ownership of all of the shares of the issuer's common stock held by KBL Sponsor.

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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