

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>DiMaio John Michael</u> (Last) (First) (Middle) 6125 LUTHER LANE (Street) DALLAS TX 75225 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Spectral AI, Inc. [MDAI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/20/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
Rule 10b5-1(c) Transaction Indication <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.		

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, par value \$0.0001 per share	09/12/2023		P	V	1,000	A	\$5.97 ⁽¹⁾	2,478,855	I	See Footnotes ⁽⁴⁾⁽⁵⁾⁽⁶⁾
Common Stock, par value \$0.0001 per share	09/13/2023		P	V	198	A	\$5.07 ⁽²⁾	2,479,053	I	See Footnotes ⁽⁴⁾⁽⁵⁾⁽⁶⁾
Common Stock, par value \$0.0001 per share	11/14/2023		P	V	355	A	\$2.81 ⁽³⁾	2,479,408	I	See Footnotes ⁽⁴⁾⁽⁵⁾⁽⁶⁾
Common Stock, par value \$0.0001 per share	11/16/2023		P	V	500	A	\$2.68	2,479,908	I	See Footnotes ⁽⁴⁾⁽⁵⁾⁽⁶⁾
Common Stock, par value \$0.0001 per share	11/20/2023		P		2,000	A	\$2.67	2,481,908	I	See Footnotes ⁽⁵⁾⁽⁶⁾

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		Date Exercisable	Expiration Date					

Explanation of Responses:

- The price reported is a weighted average price. These shares were acquired in multiple transactions at prices ranging from \$5.94 to \$6.00, inclusive. Dr. John Michael DiMaio (the "Reporting Person") undertakes to provide to the issuer, any security holder of the issuer or the staff of the U.S. Securities and Exchange Commission (the "SEC"), upon request, full information regarding the number of shares acquired in the trades at each separate price within the range set forth in this footnote.
- The price reported is a weighted average price. These shares were acquired in multiple transactions at prices ranging from \$5.02 to \$5.14, inclusive. The Reporting Person undertakes to provide to issuer, any security holder of the issuer or the staff of the SEC, upon request, full information regarding the number of shares acquired in the trades at each separate price within the range set forth in this footnote.
- The price reported is a weighted average price. These shares were acquired in multiple transactions at prices ranging from \$2.81 to \$2.82, inclusive. The Reporting Person undertakes to provide to issuer, any security holder of the issuer or the staff of the SEC, upon request, full information regarding the number of shares acquired in the trades at each separate price within the range set forth in this footnote.
- This transaction represents a de minimis acquisition of securities by the Reporting Person under Section 240.16a-6 of the Securities Exchange Act of 1934, as amended (the "Act"), which, in the aggregate with certain other transactions within a six-month period, does not exceed \$10,000 in market value.
- This statement is filed by and on behalf of the Reporting Person. The Reporting Person is the record and direct beneficial owner of the securities covered by this statement.
- The Reporting Person may be deemed to be a member of a group with respect to the issuer or securities of the issuer for purposes of Section 13(d) or 13(g) of the Act. The Reporting Person declares that neither the filing of this statement nor anything herein shall be construed as an admission that the Reporting Person is, for the purposes of Section 13(d) or 13(g) of the Act or any other purpose, a member of a group with respect to the issuer or securities of the issuer.

Remarks:

/s/ John Michael DiMaio 11/22/2023
 ** 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.

