

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
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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**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

<p>1. Name and Address of Reporting Person <u>NLBDIT 2010 SERVICES, LLC</u></p> <p>(Last) (First) (Middle) <u>45 NORTH STATION, SUITE 214</u> <u>ATTENTION: SAMIR MASRI</u></p> <p>(Street) <u>GREAT NECK NY 11021</u></p> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol <u>DanDrit Biotech USA, Inc. [ NONE ]</u></p> <p>3. Date of Earliest Transaction (Month/Day/Year) <u>02/12/2014</u></p> <p>4. If Amendment, Date of Original Filed (Month/Day/Year)</p>	<p>5. Relationship of Reporting Person(s) to Issuer (Check all applicable) (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)</p> <p>6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person <input checked="" type="checkbox"/></p>
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**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	02/12/2014		U <sup>(1)</sup>		4,400,000	D	\$0.0001	600,000	D	
Common Stock	02/12/2014		U <sup>(1)</sup>		4,400,000	D	\$0.0001	600,000	I	Footr <sup>(2)</sup>
Common Stock	02/12/2014		U <sup>(1)</sup>		4,400,000	D	\$0.0001	600,000	I	Footr <sup>(3)</sup>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficial  
(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. De Se (In
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

1. Name and Address of Reporting Person

[NLBDIT 2010 SERVICES, LLC](#)

(Last) (First) (Middle)

45 NORTH STATION, SUITE  
214

ATTENTION: SAMIR MASRI

(Street)

GREAT NY 11021  
NECK

(City) (State) (Zip)

1. Name and Address of Reporting Person

[NATHAN LOW 2008 IRREVOCABLE TRUST](#)

(Last) (First) (Middle)

C/O SUNRISE SECURITIES  
CORP

641 LEXINGTON AVENUE,  
25TH FLOOR

(Street)

NEW NY 10022  
YORK

(City) (State) (Zip)

1. Name and Address of Reporting Person

LOW NATHAN A

(Last) (First) (Middle)

C/O SUNRISE SECURITIES  
CORP.

600 LEXINGTON AVENUE,  
23RD FLOOR

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

**Explanation of Responses:**

1. On February 12, 2014, pursuant to the terms and conditions of a Cancellation Agreement, by and between the issuer and the issuer and NLBDIT 2010 Services, LLC (the "Reporting Person"), the issuer cancelled an aggregate of 4,400,000 shares of the Common Stock owned by and the Reporting Person. Following the cancellation, the Reporting Person retained 600,000 shares of common stock of the issuer.
2. Represents the shares of common stock owned of record by the Reporting Person and beneficially by The Nathan Low 2008 Irrevocable Trust ("Low Trust"). The Low Trust owns 100% of the outstanding membership interests of the Reporting Person and may be deemed to beneficially own the shares of common stock held of record by the Reporting Person.
3. Represents the shares of Common Stock owned of record by the Reporting Person and beneficially by Nathan A. Low. Mr. Low is the family trustee of the Low Trust and has voting and dispositive control over any securities owned of record or beneficially by the Low Trust. Therefore, Mr. Low may be deemed to beneficially own the shares of common stock held by the Reporting Person.

/s/ Samir Masri,  
Manager of 02/14/2014  
NLBDIT 2010  
Services LLC

/s/ Nathan A.  
Low, Trustee of 02/14/2014  
The Nathan Low  
2008 Irrevocable  
Trust

/s/ Nathan A. 02/14/2014  
Low

\*\* 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.**