

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL	
OMB Number:	3235-0104
Expires:	December 31, 2014
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1. Name and Address of Reporting Person <u>Nielsen, Niels Erik</u> (Last) (First) (Middle) <u>PO BOX 189</u> (Street) <u>RANDOLPH VT 05060</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>02/12/2014</u>	3. Issuer Name and Ticker or Trading Symbol <u>DanDrit Biotech USA, Inc. [NONE]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <u>Chairman of the Board</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by <input checked="" type="checkbox"/> One Reporting Person 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)
<u>Common Stock, par value \$0.0001 per share</u>	<u>0</u>	<u>D</u>	

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: 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			

Explanation of Responses:

Remarks:

On February 12, 2014, the Issuer agreed to issue an aggregate of 6,000,000 shares of common stock to shareholders of DanDrit Biotech A/S ("DanDrit A/S") in connection with that certain Share Exchange Agreement (the "Share Exchange"), by and among the Issuer, DanDrit A/S and N.E. Nielsen, whereby the shareholders of DanDrit A/S agreed to exchange their shares for shares of the Issuer. As a result of the Share Exchange, the Issuer changed its name DanDrit Biotech USA, Inc. and Mr. Nielsen was named a director and Chairman of the Board of the Issuer.

/s/ Niels Erik Nielsen

02/21/2014

** 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 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).

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.