

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

Empery Digital Inc.

(Name of Issuer)

Common Stock, \$0.00001 par value per share

(Title of Class of Securities)

92864V608

(CUSIP Number)

09/30/2025

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☒ Rule 13d-1(b)  
☐ Rule 13d-1(c)  
☐ Rule 13d-1(d)

SCHEDULE 13G

CUSIP No. 92864V608

1	<b>Names of Reporting Persons</b> Anson Funds Management LP
2	<b>Check the appropriate box if a member of a Group (see instructions)</b> <input type="checkbox"/> (a) <input type="checkbox"/> (b)
3	<b>Sec Use Only</b>
4	<b>Citizenship or Place of Organization</b> TEXAS

Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 0.00
	6	Shared Voting Power 4,495,268.00
	7	Sole Dispositive Power 0.00
	8	Shared Dispositive Power 4,495,268.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 4,495,268.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) <input type="checkbox"/>	
11	Percent of class represented by amount in row (9) 9.9 %	
12	Type of Reporting Person (See Instructions) IA, PN	

### SCHEDULE 13G

CUSIP No.	92864V608
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1	Names of Reporting Persons Anson Management GP LLC	
2	Check the appropriate box if a member of a Group (see instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)	
3	Sec Use Only	
4	Citizenship or Place of Organization TEXAS	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 0.00
	6	Shared Voting Power 4,495,268.00
	7	Sole Dispositive Power 0.00
	8	Shared Dispositive Power 4,495,268.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 4,495,268.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) <input type="checkbox"/>	

11	Percent of class represented by amount in row (9) 9.9 %
12	Type of Reporting Person (See Instructions) HC, OO

### SCHEDULE 13G

CUSIP No.	92864V608
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1	Names of Reporting Persons Tony Moore	
2	Check the appropriate box if a member of a Group (see instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)	
3	Sec Use Only	
4	Citizenship or Place of Organization UNITED STATES	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 0.00
	6	Shared Voting Power 4,495,268.00
	7	Sole Dispositive Power 0.00
	8	Shared Dispositive Power 4,495,268.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 4,495,268.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) <input type="checkbox"/>	
11	Percent of class represented by amount in row (9) 9.9 %	
12	Type of Reporting Person (See Instructions) HC, IN	

### SCHEDULE 13G

CUSIP No.	92864V608
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1	Names of Reporting Persons Anson Advisors Inc.
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2	Check the appropriate box if a member of a Group (see instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)	
3	Sec Use Only	
4	Citizenship or Place of Organization CANADA (FEDERAL LEVEL)	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 0.00
	6	Shared Voting Power 4,495,268.00
	7	Sole Dispositive Power 0.00
	8	Shared Dispositive Power 4,495,268.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 4,495,268.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) <input type="checkbox"/>	
11	Percent of class represented by amount in row (9) 9.9 %	
12	Type of Reporting Person (See Instructions) FI, CO	

## SCHEDULE 13G

CUSIP No.	92864V608
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1	Names of Reporting Persons Amin Nathoo	
2	Check the appropriate box if a member of a Group (see instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)	
3	Sec Use Only	
4	Citizenship or Place of Organization CANADA (FEDERAL LEVEL)	

Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 0.00
	6	Shared Voting Power 4,495,268.00
	7	Sole Dispositive Power 0.00
	8	Shared Dispositive Power 4,495,268.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 4,495,268.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) <input type="checkbox"/>	
11	Percent of class represented by amount in row (9) 9.9 %	
12	Type of Reporting Person (See Instructions) HC, IN	

### SCHEDULE 13G

CUSIP No.	92864V608
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1	Names of Reporting Persons Moez Kassam	
2	Check the appropriate box if a member of a Group (see instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)	
3	Sec Use Only	
4	Citizenship or Place of Organization CANADA (FEDERAL LEVEL)	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 0.00
	6	Shared Voting Power 4,495,268.00
	7	Sole Dispositive Power 0.00
	8	Shared Dispositive Power 4,495,268.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 4,495,268.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) <input type="checkbox"/>	

11	Percent of class represented by amount in row (9) 9.9 %
12	Type of Reporting Person (See Instructions) HC, IN

## SCHEDULE 13G

**Item 1.**

**(a) Name of issuer:**

Empery Digital Inc.

**(b) Address of issuer's principal executive offices:**

3121 EAGLES NEST, SUITE 120 ROUND ROCK TX 78665

**Item 2.**

**(a) Name of person filing:**

Anson Funds Management LP, Anson Management GP LLC, Mr. Tony Moore, Anson Advisors Inc., Mr. Amin Nathoo and Mr. Moez Kassam

**(b) Address or principal business office or, if none, residence:**

For Anson Funds Management LP, Anson Management GP LLC and Mr. Moore:  
16000 Dallas Parkway, Suite 800  
Dallas, Texas 75248

For Anson Advisors Inc., Mr. Nathoo and Mr. Kassam:  
181 Bay Street, Suite 4200 Toronto, ON  
M5J 2T3

**(c) Citizenship:**

Anson Funds Management LP is a limited partnership organized under the laws of the State of Texas. Anson Management GP LLC is a limited liability company organized under the laws of the State of Texas. Mr. Moore is a United States citizen. Anson Advisors Inc. is a corporation organized under the laws of Ontario, Canada. Mr. Nathoo and Mr. Kassam are each Canadian citizens.

**(d) Title of class of securities:**

Common Stock, \$0.00001 par value per share

**(e) CUSIP No.:**

92864V608

**Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**

- (a) ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) ☒ An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) ☒ A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) ☒ A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k) ☐ Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

**Item 4. Ownership**

**(a) Amount beneficially owned:**

This Schedule 13G (the "Schedule 13G") is being filed on behalf of Anson Funds Management LP (d/b/a Anson Funds), a Texas limited partnership, Anson Management GP LLC, a Texas limited liability company, Mr. Tony Moore, the principal of Anson Funds Management LP and Anson Management GP LLC, Anson Advisors Inc., an Ontario, Canada corporation, Mr. Amin Nathoo, a director of Anson Advisors Inc., and Mr. Moez Kassam, a director of Anson Advisors Inc., relating to Class A Common Stock, \$0.00001 par value (the "Common Stock"), of Empery Digital Inc., a Delaware corporation (the "Issuer").

This Schedule 13G relates to the Common Stock of the Issuer purchased by one or more private funds to which Anson Funds Management LP and Anson Advisors Inc. serve as co-investment advisors (collectively, the "Funds"). Anson Funds Management LP and Anson Advisors Inc. serve as co-investment advisors to the Funds and may direct the vote and disposition of the 4,495,268 shares of Common Stock held by the Funds. As the general partner of Anson Funds Management LP, Anson Management GP LLC may direct the vote and disposition of the 4,495,268 shares of Common Stock held by the Funds. As the principal of Anson Fund Management LP and Anson Management GP LLC, Mr. Moore may direct the vote and disposition of the 4,495,268 shares of Common Stock held by the Funds. As directors of Anson Advisors Inc., Mr. Nathoo and Mr. Kassam may each direct the vote and disposition of the 4,495,268 shares of Common Stock held by the Funds.

**(b) Percent of class:**

Anson Funds Management LP, Anson Management GP LLC, Mr. Moore, Anson Advisors Inc., Mr. Nathoo and Mr. Kassam are the beneficial owners of 9.9% of the outstanding shares of Common Stock, which includes shares of Common Stock underlying outstanding warrants (each, a "Warrant," and collectively, the "Warrants") held by Anson Funds Management LP, Anson Management GP LLC, Mr. Moore, Anson Advisors Inc., Mr. Nathoo and Mr. Kassam. Each Warrant includes a beneficial ownership limitation. The Warrants may not be exercised to the extent the Reporting Persons would, in the case of some of the Warrants, beneficially own more than 9.99% of the outstanding Common Stock. The beneficial ownership set forth herein takes into account the foregoing limitation. This percentage is determined by dividing 4,495,268 by 44,997,680, which is the sum of: (i) 44,222,064 shares of Common Stock issued and outstanding, as reported in the Issuer's Registration Statement on Form S3/A filed with the Securities and Exchange Commission (the "SEC") on September 19, 2025; and (ii) 775,616, the number of shares of Common Stock receivable by the Fund upon exercise of the Warrants. %

**(c) Number of shares as to which the person has:**

**(i) Sole power to vote or to direct the vote:**

See Section 4(a)

**(ii) Shared power to vote or to direct the vote:**

See Section 4(a)

**(iii) Sole power to dispose or to direct the disposition of:**

See Section 4(a)

**(iv) Shared power to dispose or to direct the disposition of:**

See Section 4(a)

**Item 5. Ownership of 5 Percent or Less of a Class.**

**Item 6. Ownership of more than 5 Percent on Behalf of Another Person.**

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than 5 percent of the class, such person should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of employee benefit plan, pension fund or endowment fund is not required.

See Section 4(a)

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.**

If a parent holding company has filed this schedule, pursuant to Rule 13d-1(b)(ii)(G), so indicate under Item 3(g) and attach an exhibit stating the identity and the Item 3 classification of the relevant subsidiary. If a parent holding company has filed this schedule pursuant to Rule 13d-1(c) or Rule 13d-1(d), attach an exhibit stating the identification of the relevant subsidiary.

See Section 4(a)

**Item 8. Identification and Classification of Members of the Group.**

Not Applicable

**Item 9. Notice of Dissolution of Group.**

Not Applicable

**Item 10. Certifications:**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under ?? 240.14a-11.

By signing below I certify that, to the best of my knowledge and belief, the foreign regulatory scheme applicable to Anson Advisors Inc. is substantially comparable to the regulatory scheme applicable to the functionally equivalent U.S. institution(s). I also undertake to furnish to the Commission staff, upon request, information that would otherwise be disclosed in a Schedule 13D.

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

**Anson Funds Management LP**

Signature: /s/ Tony Moore  
Name/Title: Tony Moore, Manager  
Date: 11/14/2025

**Anson Management GP LLC**

Signature: /s/ Tony Moore  
Name/Title: Tony Moore, Manager  
Date: 11/14/2025

**Tony Moore**

Signature: /s/ Tony Moore  
Name/Title: Tony Moore, Manager  
Date: 11/14/2025

**Anson Advisors Inc.**

Signature: /s/ Amin Nathoo  
Name/Title: Amin Nathoo, Director  
Date: 11/14/2025

Signature: /s/ Moez Kassam  
Name/Title: Moez Kassam, Director  
Date: 11/14/2025

**Amin Nathoo**

Signature: /s/ Amin Nathoo  
Name/Title: Amin Nathoo, Director  
Date: 11/14/2025

**Moez Kassam**

Signature: /s/ Moez Kassam  
Name/Title: Moez Kassam, Director  
Date: 11/14/2025



**EXHIBIT 99.1  
JOINT FILING AGREEMENT**

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned agree to the joint filing on behalf of each of them of a Statement on Schedule 13G (including any and all amendments thereto) with respect to the Common Stock, \$0.00001 par value, of Empery Digital Inc. a Delaware corporation, and further agree that this Joint Filing Agreement shall be included as an Exhibit to such joint filings.

The undersigned further agree that each party hereto is responsible for the timely filing of such Statement on Schedule 13G and any amendments thereto, and for the accuracy and completeness of the information concerning such party contained therein; provided, however, that no party is responsible for the accuracy or completeness of the information concerning any other party, unless such party knows or has reason to believe that such information is inaccurate.

This Joint Filing Agreement may be signed in counterparts with the same effect as if the signature on each counterpart were upon the same instrument.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of November 14, 2025.

ANSON FUNDS MANAGEMENT LP

By: Anson Management GP LLC, its general partner

By: /s/ Tony Moore

Tony Moore

Manager

ANSON MANAGEMENT GP LLC

By: /s/ Tony Moore

Tony Moore

Manager

/s/ Tony Moore

Tony Moore

ANSON ADVISORS INC.

By: /s/ Amin Nathoo

Amin Nathoo

Director

By: /s/ Moez Kassam

Moez Kassam

Director

/s/ Amin Nathoo

Amin Nathoo

/s/ Moez Kassam

Moez Kassam



