
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 4)

Empery Digital Inc.

(Name of Issuer)

Common Stock, par value \$0.00001 per share

(Title of Class of Securities)

92864V608

(CUSIP Number)

Tice Brown
PO Box 20907,
New York, NY, 10009
(917) 232-9377

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

04/27/2026

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP Number(s):	92864V608
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1	Name of reporting person Brown, Tice
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	Source of funds (See Instructions) PF	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6	Citizenship or place of organization UNITED STATES	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 3,342,022.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 3,342,022.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 3,342,022.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 12.1 %	
14	Type of Reporting Person (See Instructions) IN	

Comment for Type of Reporting Person:

The aggregate beneficial ownership includes 680,000 shares underlying stock options that are exercisable within 60 days pursuant to Rule 13d-3(d)(1).

SCHEDULE 13D

CUSIP Number(s): 92864V608

1	Name of reporting person Woodmont Investing 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	Source of funds (See Instructions) WC
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>
6	Citizenship or place of organization DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 2,753,494.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 2,753,494.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 2,753,494.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 10 %	
14	Type of Reporting Person (See Instructions) OO	

Comment for Type of Reporting Person:

The aggregate beneficial ownership includes 680,000 shares underlying stock options that are exercisable within 60 days pursuant to Rule 13d-3(d)(1).

SCHEDULE 13D

Item 1. Security and Issuer

(a) **Title of Class of Securities:**

Common Stock, par value \$0.00001 per share

(b) **Name of Issuer:**

Empery Digital Inc.

(c) **Address of Issuer's Principal Executive Offices:**

3121 Eagles Nest Street, Suite 120, Round Rock, TEXAS , 78665.

Item 1 Comment: This Amendment No. 4 to Schedule 13D (this "Amendment") amends and supplements the Schedule 13D filed on February 3, 2026 (the "Original Schedule 13D"), as amended by (i) Amendment No. 1 filed with the SEC on February 23, 2026, (ii) Amendment No. 2 filed with the SEC on February 27, 2026, and (iii) Amendment No. 3 filed with the SEC on March 18, 2026, relating to the shares of common stock, \$0.00001 par value per share (the "Shares"), of Empery Digital Inc. (the "Issuer"), a Delaware corporation. The Original Schedule 13D, as amended, is hereinafter referred to as the "Schedule 13D."

This Amendment is being filed to report the matters described in Item 4 and Item 7 below and to report in Item 5 a change in the percentage of the outstanding number of Shares owned by the Reporting Persons solely due to a decrease in the aggregate number of Shares outstanding and not due to any transactions by the Reporting Persons. Except as specifically provided herein, this Amendment does not modify any of the information previously reported in the Schedule 13D. Capitalized terms used herein and not otherwise defined herein shall have the respective meanings assigned to such terms in the Schedule 13D.

Item 4. Purpose of Transaction

On April 27, 2026, Tice P. Brown delivered a letter addressed to the stockholders and Board of Directors of the Issuer regarding the Issuer's share repurchase program and related governance matters. A copy of this letter is filed as Exhibit 99.1 hereto and is incorporated herein by reference.

In addition, in accordance with the requirements of the Issuer's Bylaws, by letter dated February 26, 2026, Tice P. Brown delivered to the Issuer a notice (the "Notice") of his intent to nominate himself for election to the Issuer's Board of Directors (the "Nomination") at the Issuer's 2026 annual meeting of stockholders.

By letter dated March 26, 2026, the Issuer notified Mr. Brown that the Issuer had determined that the Notice purportedly failed to satisfy the requirements of the Bylaws and was thus invalid. Mr. Brown believes that the Issuer's rejection of the Notice is invalid.

Notwithstanding the foregoing, and without conceding the validity of the Issuer's rejection, Mr. Brown has determined not to proceed

at this time with the Nomination for election at the Issuer's 2026 annual meeting of stockholders.

The Reporting Persons reserve the right to engage with the Issuer's management, Board of Directors and other stockholders regarding potential governance, strategic, operational, capital allocation or leadership changes. Depending on, among other things, the Issuer's actions and the Reporting Persons' ongoing evaluation of the Issuer and its alternatives, the Reporting Persons further reserve the right to take any actions they deem advisable with respect to the Issuer, which may include, without limitation, submitting one or more nominations or proposals in the future, seeking to effect changes in the composition of the Issuer's Board of Directors or management, proposing or participating in strategic transactions, or otherwise changing their intentions with respect to any and all matters described in this Item 4, in each case subject to applicable law.

Other than as described above and in the Schedule 13D (as previously amended), the Reporting Persons do not have any present plan or proposal which relates to or would result in any of the matters enumerated in Items 4(a)-(j) of Schedule 13D, although the Reporting Persons reserve the right to develop such plans or proposals in the future, subject to applicable laws and regulations.

Item 5. Interest in Securities of the Issuer

(a) Item 5(a) of the Schedule 13D is hereby amended and restated as follows:

The aggregate percentage of Shares reported owned by the Reporting Persons is based upon 27,667,402 Shares outstanding as of April 24, 2026, which is the difference obtained by subtracting (i) 2,146,395 pre-funded warrants reported as potentially exercisable in the Issuer's press release dated April 20, 2026 (the "Press Release") from (ii) the 29,813,797 Shares outstanding, as disclosed in the Press Release.

As of the date hereof, Tice P. Brown beneficially owned 3,342,022 Shares, constituting approximately 12.1% of the Shares outstanding.

As of the date hereof, Woodmont Investing LLC beneficially owned 2,753,494 Shares, constituting approximately 10.0% of the Shares outstanding.

2,753,494 of the 3,342,022 Shares reported are held by Woodmont Investing LLC, a single-member limited liability company wholly owned by Tice P. Brown, over which Shares Mr. Brown has sole voting and dispositive power.

320,000 of the 3,342,022 Shares reported are held in Tice P. Brown's Roth IRA, over which Shares Tice P. Brown has the sole voting and dispositive power.

268,528 of the 3,342,022 Shares reported are owned by Tice P. Brown directly.

The filing of this Schedule 13D shall not be deemed an admission that the Reporting Persons are, for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, the beneficial owners of any securities of the Issuer that he or it does not directly own. Other than as expressly reported herein, each Reporting Person disclaims beneficial ownership of the Shares that he or it does not directly own.

(b) The information set forth in Item 5(a) is incorporated into this Item 5(b).

(c) There have been no transactions in securities of the Issuer by the Reporting Persons since the filing of Amendment No. 3 to the Schedule 13D.

Item 7. Material to be Filed as Exhibits.

Item 7 of the Schedule 13D is hereby amended and supplemented to add the following:

Exhibit 99.1 - Letter to the Board of Directors, dated April 27, 2026.

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.

Brown, Tice

Signature: /s/ Tice P. Brown
Name/Title: Tice P. Brown
Date: 04/27/2026

Woodmont Investing LLC

Signature: /s/ Tice P. Brown
Name/Title: Tice P. Brown / Managing Member
Date: 04/27/2026

April 27th, 2026

To the Shareholders and Board of Directors of Empery Digital Inc.

I personally beneficially own 12.1% of Empery Digital Inc.

I write to demand Empery Digital immediately restart maximum daily buybacks.

Since February 2026, Empery Digital began selling BTC and buying in stock. Often they bought in nearly 1% of shares outstanding, per day. They trumpeted this in weekly press releases and Twitter videos.

Ten business days ago Empery Digital effectively halted this buyback without explanation. The large discount to NAV has only grown since the buyback was curtailed. Ceasing the buyback is leaving millions of dollars of NAV on the table.

These actions demonstrate that, like much of this management's rhetoric, the buyback was always performative, not truly intended to benefit the shareholders.

By my estimates Empery Digital has wasted over \$15mm of our money, or \$0.50 per share, in operating expenses since last summer's conversion to a Bitcoin Treasury (including of course the rent for Ryan Lane's hedge fund's offices and the salaries for the manager's hedge fund's employees). The buyback re-allocated approximately \$0.17 per share of NAV since February for remaining shareholders off the backs of trapped shareholders selling at a discount.

We are reminded that CEO Ryan Lane personally owns a *de minimis* amount of Empery Digital's stock, around 0.3% of shares, based on his public disclosures. Empery's economic value to him is overwhelmingly in fees from his hedge fund clients, as well as option grants, expenses, and salaries billed to us, the owners of this company. He has quite logically stopped any pretense of maximizing shareholder value, while continuing to waste our money.

The only argument for this entity to continue to exist was the buyback. It must be immediately reinstated at the maximum amount daily allowed.



Tice Brown, J.D.
