SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 5)

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)

11/20/2026

(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

1	**Name of reporting person** Brown, Tice
2	**Check the appropriate box if a member of a Group (See Instructions)** ☐ (a) ☐ (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)** ☐
6	**Citizenship or place of organization** UNITED STATES
Number of Shares Beneficially Owned by Each Reporting Person With:	

7	**Sole Voting Power** 581,000.00
8	**Shared Voting Power** 0.00
9	**Sole Dispositive Power** 581,000.00
10	**Shared Dispositive Power** 0.00

11	**Aggregate amount beneficially owned by each reporting person** 581,000.00
12	**Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)** ☐
13	**Percent of class represented by amount in Row (11)** 2.3 %
14	**Type of Reporting Person (See Instructions)** IN

Comment for Type of Reporting Person:
The aggregate beneficial ownership includes 580,000 Shares underlying call options held by Woodmont Investing LLC 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)** ☐ (a) ☐ (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)** ☐
6	**Citizenship or place of organization** DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With:	7	**Sole Voting Power** 580,000.00
	8	**Shared Voting Power** 0.00
	9	**Sole Dispositive Power** 580,000.00
	10	**Shared Dispositive Power** 0.00
11	**Aggregate amount beneficially owned by each reporting person** 580,000.00	
12	**Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)** ☐	
13	**Percent of class represented by amount in Row (11)** 2.3 %	
14	**Type of Reporting Person (See Instructions)** OO	

Comment for Type of Reporting Person:
The aggregate beneficial ownership consists solely of 580,000 Shares underlying call 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:

2512 W Pecan St, Unit 230, Pflugerville, TEXAS , 78660.

Item 1 Comment:
This Amendment No. 5 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, (iii) Amendment No. 3 filed with the SEC on March 18, 2026, and (iv) Amendment No. 4 filed with the SEC on April 27, 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 dispositions of Shares by the Reporting Persons that decreased their beneficial ownership by more than one percent of the outstanding Shares, including dispositions on November 23, 2026 as a result of which each of the Reporting Persons ceased to be the beneficial owner of more than five percent of the outstanding Shares, as described in Items 4 and 5 below, and to update the address of the Issuer's principal executive offices in Item 1. This Amendment constitutes an exit filing for 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

Item 4 of the Schedule 13D is hereby amended and supplemented to add the following: On November 20, 2026, Woodmont Investing LLC sold 1,000,000 Shares in a privately negotiated transaction at a price of $2.00 per Share. Prior to the opening of trading on November 23, 2026, Woodmont Investing LLC sold an additional 1,000,000 Shares in a privately negotiated transaction at a price of $1.85 per Share. In addition, (i) between October 30, 2026 and November 23, 2026, Woodmont Investing LLC sold an aggregate of 173,494 Shares in open market transactions, and (ii) on November 23, 2026, Tice P. Brown sold 267,528 Shares held directly and 320,000 Shares held in his Roth IRA in open market transactions, in each case as set forth in Item 5(c). As a result of these transactions, each of the Reporting Persons ceased to be the beneficial owner of more than five percent of the Shares on November 23, 2026. The Reporting Persons may, from time to time and depending on market conditions and other factors, sell or otherwise dispose of additional Shares, acquire additional Shares, or engage in other transactions in securities of the Issuer, in each case subject to applicable law.

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 25,327,602 Shares outstanding, which is the difference obtained by subtracting (i) 1,653,686 pre-funded warrants from (ii) 27,981,288 Shares outstanding as of November 20, 2026 after giving effect to the potential exercise of such pre-funded warrants, each as disclosed in the Issuer's Current Report on Form 8-K filed with the SEC on November 23, 2026, and further subtracting (iii) the 1,000,000 Shares sold by Woodmont Investing LLC on November 23, 2026 in the privately negotiated transaction described in Item 5(c). As of the date hereof, Tice P. Brown beneficially owned 581,000 Shares, including 580,000 Shares underlying call options, constituting approximately 2.3% of the Shares outstanding.

As of the date hereof, Woodmont Investing LLC beneficially owned 580,000 Shares, consisting solely of Shares underlying call options, constituting approximately 2.3% of the Shares outstanding.

580,000 of the 581,000 Shares reported (consisting solely of the Shares underlying call options) 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.

Tice P. Brown's Roth IRA no longer holds any Shares.

1,000 of the 581,000 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) The following sets forth all transactions in the Shares effected by the Reporting Persons during the past 60 days. All such transactions were sales by Woodmont Investing LLC and were effected in the open market unless otherwise indicated. Prices exclude commissions and fees. Where a weighted average price is reported, the Reporting Persons undertake to provide to the staff of the SEC, the Issuer, or any security holder of the Issuer, upon request, full information regarding the number of Shares sold at each separate price.
October 30, 2026 - 11,179 Shares sold at a weighted average price per Share of $2.7851 (range $2.71 to $2.86)
November 2, 2026 - 4,464 Shares sold at a weighted average price per Share of $2.6580 (range $2.63 to $2.67)
November 4, 2026 - 500 Shares sold at a weighted average price per Share of $2.3865 (range $2.385 to $2.390)
November 19, 2026 - 71,828 Shares sold at a weighted average price per Share of $2.1597 (range $2.01 to $2.25)
November 20, 2026 - 100 Shares sold at a price per Share of $2.00
November 20, 2026 - 1,000,000 Shares sold to the Issuer in a privately negotiated transaction at a price of $2.00 per Share
November 23, 2026 - 1,000,000 Shares sold to the Issuer in a privately negotiated transaction at a price of $1.85 per Share
November 23, 2026 - 85,423 Shares sold at a weighted average price per Share of $2.0012 (range $2.00 to $2.04)
November 23, 2026 - 267,528 Shares sold by Tice P. Brown at a weighted average price per Share of $1.9984 (range $1.92 to $2.0334)
November 23, 2026 - 320,000 Shares sold by Tice P. Brown's Roth IRA at a weighted average price per Share of $2.0054 (range $2.00 to $2.025)

(e) As a result of the transactions described in Item 5(c), on November 23, 2026 each of the Reporting Persons ceased to be the beneficial owner of more than five percent of the Shares.

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: 11/24/2026

Woodmont Investing LLC

Signature: /s/ Tice P. Brown
Name/Title: Tice P. Brown / Managing Member
Date: 11/24/2026