FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL							
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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

1. Name and Address of Reporting Person* Sanford Svai S			2. Date of Requiring (Month/D	g Statement Day/Year)	3. Issuer Name and Ticker or Trading Symbol Rani Therapeutics Holdings, Inc. [RANI]						
l	(First) (M ΓΗΕRΑΡΕUTIC WOOD AVE.	niddle)	0772372	.021	4. Relationship of Reporting Issuer (Check all applicable) Director X Officer (give	ting Person(s) 10% Ov Other (: below)	wner specify	5. If Amendment, Date of Original Filed (Month/Day/Year) 07/29/2021 6. Individual or Joint/Group Filing			
(Street) SAN JOSE (City)		5131 ip)			Chief Financial Off			(Check Applicable Line) X Form filed by 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 (Inst 4)	r. 3. Owne Form: D (D) or In (I) (Instr.	rect Ownership (Instr. 5)						
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Deri	vative Security (In	Éx	2. Date Exercisable and Expiration Date (Month/Day/Year)		Underlying Derivative Security (Instr. 4)		4. Conversion	se Form:	6. Nature of Indirect Beneficial		
		Da Ex	ite ercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)		
Class A Con	nmon LLC Units	5(1)	(1)	(1)	Class A Common Stock ⁽¹⁾	142,138(2)	(1)	D			
Stock Option	n (Right to Buy)		(3)	07/28/2031	Class A Common Stock	211,313 ⁽²⁾	9.45(4)	D			

Explanation of Responses:

- 1. Represents Class A Common LLC Units of Rani Therapeutics, LLC, a direct subsidiary of the Issuer. The Class A Common LLC Units are exchangeable for shares of Class A Common Stock on a one-for-one basis at the discretion of the holder, subject to certain exceptions, conditions and adjustments, and have no expiration date.
- 2. This amendment is being filed to correctly reflect the shares held.
- 3. The shares subject to the option vest as follows: 1/48th of the shares subject to the option vest monthly over four years from June 17, 2021.
- 4. This amendment is being filed to correctly reflect the exercise price of the Stock Option.

Remarks:

/s/ Josh Seidenfeld,

Attorney-in-Fact for Svai 08/02/2021

Sanford

** 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.