UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13D

(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO § 240.13d-2(a)

(Amendment No. 2)1

MEI Pharma, Inc. (Name of Issuer)

Common Stock, \$0.00000002 par value (Title of Class of Securities)

55279B202 (CUSIP Number)

JACOB MA-WEAVER CABLE CAR CAPITAL LLC 601 California Street, Suite 1151 San Francisco, California 94108 (415) 857-1965 BRUCE R. WINSON ANSON FUNDS MANAGEMENT LP 16000 Dallas Parkway, Suite 800 Dallas, Texas 75248 (214) 866-0202

ANDREW FREEDMAN, ESQ.
OLSHAN FROME WOLOSKY LLP
1325 Avenue of the Americas
New York, New York 10019
(212) 451-2300

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

August 4, 2023 (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 $\S\S 240.13d-1(e)$, 240.13d-1(g), check the following box \boxtimes .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. *See* § 240.13d-7 for other parties to whom copies are to be sent.

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

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).

1	NAME OF REPORT	ING PERSON	1
	Funicular Fund		
2	CHECK THE APPRO	OPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗵
			(b) □
3	SEC USE ONLY		
3	SEC USE ONLI		
4	SOURCE OF FUND	S	
	WC		
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR	
	2(e)		
6	CITIZENSHIP OR P	LACE OF ORGANIZATION	
	Delaware	·	
NUMBER OF	7	SOLE VOTING POWER	
SHARES BENEFICIALLY		220, 400	
OWNED BY	8	326,400 SHARED VOTING POWER	
EACH	0	SHARED VOTING FOWER	
REPORTING		- 0 -	
PERSON WITH	9	SOLE DISPOSITIVE POWER	
	10	326,400	
	10	SHARED DISPOSITIVE POWER	
		- 0 -	
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	326,400		
12	CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	
15	1 LIGHT OF GENE	20 121 122 2 1 1 1 1 0 0 1 1 1 1 1 0 1 (11)	
	4.9%		
14	TYPE OF REPORTI	NG PERSON	
	DNI		
	PN		

1	NAME OF REPORT	TING PERSON		
	Cable Car Capital LLC			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) ☑			
			(b) □	
3	SEC USE ONLY			
4	SOURCE OF FUND	S		
	AF			
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR		
	2(e)			
6	CITIZENSHIP OR F	LACE OF ORGANIZATION		
	California			
NUMBER OF	7	SOLE VOTING POWER		
SHARES	·			
BENEFICIALLY OWNED BY		326,400		
EACH	8	SHARED VOTING POWER		
REPORTING		- 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
		326,400		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AMO	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	326,400			
12		E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
		(-)	_	
13	DEDCENT OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)		
13	I EXCENT OF CLA	33 NEI NESENTED DI AMOONT IN NOW (II)		
	4.9%			
14	TYPE OF REPORTI	NG PERSON		
	IA. OO			

1	NAME OF REPORTING PERSON			
	Jacob Ma-Weaver			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) \boxtimes (b) \Box			
3	SEC USE ONLY	SEC USE ONLY		
4	SOURCE OF FUNDS OO			
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) □			
6	CITIZENSHIP OR P USA	LACE OF ORGANIZATION		
NUMBER OF SHARES BENEFICIALLY	7	SOLE VOTING POWER 326,400		
OWNED BY EACH REPORTING	8	SHARED VOTING POWER - 0 -		
PERSON WITH	9	SOLE DISPOSITIVE POWER 326,400		
	10	SHARED DISPOSITIVE POWER - 0 -		
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 326,400			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 4.9%			
14	TYPE OF REPORTI	NG PERSON		

1	NAME OF REPORTING PERSON			
	Anson Funds Management LP			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (a) (b) (a) (b) (c) (b) (c) (d) (e) (e) (f) (f) (f) (f) (f) (g) (g) (h) (g) (h) (g) (h) (g) (h) (h) (h)			
_			(b) □	
3	SEC USE ONLY			
3	SEC USE OINLY			
4	SOURCE OF FUND	S		
	AF			
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR		
	2(e)			
6	CITIZENSHIP OR P	LACE OF ORGANIZATION		
	Texas			
NUMBER OF	7	SOLE VOTING POWER		
SHARES BENEFICIALLY		- 0 -		
OWNED BY	8	SHARED VOTING POWER		
EACH				
REPORTING PERSON WITH	9	662,528 SOLE DISPOSITIVE POWER		
FERSON WITH	9	SOLE DISPOSITIVE POWER		
		- 0 -		
	10	SHARED DISPOSITIVE POWER		
		662,528		
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	,	
	662,528			
12	-	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)		
14	9.9% TYPE OF REPORTI	NC PERSON		
14	TITE OF REPORTS	NO I EROON		
	IA, PN			

1	NAME OF REPORTING PERSON		
	Anson Manage	ement GP LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) \boxtimes (b) \square		
3	SEC USE ONLY		,
3	SEC USE OIVET		
4	SOURCE OF FUND	S	
	AE		
5	AF CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)		
6	CITIZENSHIP OR P	LACE OF ORGANIZATION	
	Texas		
NUMBER OF	7	SOLE VOTING POWER	
SHARES BENEFICIALLY		- 0 -	
OWNED BY	8	SHARED VOTING POWER	
EACH		CC2 F20	
REPORTING PERSON WITH	9	662,528 SOLE DISPOSITIVE POWER	
	10	- 0 - SHARED DISPOSITIVE POWER	
	10	SHARED DISPOSITIVE POWER	
		662,528	
11	AGGREGATE AMC	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	662,528		
12	CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	
	9.9%		
14	TYPE OF REPORTI	NG PERSON	
	HC, OO		

1	NAME OF REPORTING PERSON			
	Bruce R. Winson			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (a) (b) (b) (b) (c) (d) (e) (e) (f) (f) (f) (f) (g) (g) (g) (h) (h) (h)			
_		STAINE BOTT TIMENBER OF THOROUT	(b) □	
3	SEC USE ONLY			
4	SOURCE OF FUND	S		
	AF			
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR		
	2(e)			
6	CITIZENSHIP OR P	LACE OF ORGANIZATION		
-				
	USA	T		
NUMBER OF SHARES	7	SOLE VOTING POWER		
BENEFICIALLY		- 0 -		
OWNED BY	8	SHARED VOTING POWER		
EACH REPORTING		662,528		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
		- 0 -		
	10	SHARED DISPOSITIVE POWER		
		662,528		
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	662,528			
12	-	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
		•		
13	DEDCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)		
13	TERCENT OF CLAS	S REI RESENTED DI AMOUNT IN ROW (II)		
	9.9%			
14	TYPE OF REPORTI	NG PERSON		
	HC, IN			

1	NAME OF REPORTING PERSON			
	Anson Advisors Inc.			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (a)			
_			(b) \square	
3	SEC USE ONLY			
3	SEC USE OINLY			
4	SOURCE OF FUND	S		
	WC			
5	CHECK BOX IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR		
	2(e)			
6	CITIZENSHIP OR P	LACE OF ORGANIZATION	,	
	Ontario, Canad			
NUMBER OF	7	SOLE VOTING POWER		
SHARES				
BENEFICIALLY OWNED BY	8	- 0 - SHARED VOTING POWER		
EACH	8	SHARED VOTING POWER		
REPORTING		662,528		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
		- 0 -		
	10	SHARED DISPOSITIVE POWER		
		662,528		
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	662 520			
12	662,528	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
12	CILCR BOX II III	ENGGLECHETHIOUN IN NOW (11) ENGLODES CERTAIN SHARES		
40	DED CENTE OF CT 12	CO DEDDECONTEED BY A MOUNTE BY DOLL (44)		
13	PERCENT OF CLAS	S REPRESENTED BY AMOUNT IN ROW (11)		
	9.9%			
14	TYPE OF REPORTI	NG PERSON		
	FI, CO			

1	NAME OF REPORTING PERSON			
	Amin Nathoo			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) \boxtimes (b) \Box			
3	SEC USE ONLY			
4	SOURCE OF FUNDS AF			
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)			
6	CITIZENSHIP OR F	LACE OF ORGANIZATION		
	Canada			
NUMBER OF	7	SOLE VOTING POWER		
SHARES BENEFICIALLY		- 0 -		
OWNED BY	8	SHARED VOTING POWER		
EACH REPORTING		662,528		
PERSON WITH	9	SOLE DISPOSITIVE POWER		
		- 0 -		
	10	SHARED DISPOSITIVE POWER		
		662,528		
11	AGGREGATE AMO	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	662,528			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			
13	PERCENT OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)		
	9.9%			
14	TYPE OF REPORTI	NG PERSON		
	HC, IN			

1	NAME OF REPORT	ING PERSON		
	Moez Kassam			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) \boxtimes (b) \Box			
3	SEC USE ONLY			
4	SOURCE OF FUNDS AF			
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) □			
6	CITIZENSHIP OR PLACE OF ORGANIZATION Canada			
NUMBER OF SHARES BENEFICIALLY	7	SOLE VOTING POWER - 0 -		
OWNED BY EACH REPORTING	8	SHARED VOTING POWER 662,528		
PERSON WITH	9	SOLE DISPOSITIVE POWER - 0 -		
	10	SHARED DISPOSITIVE POWER 662,528		
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 662,528			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 9.9%			
14	TYPE OF REPORTI HC, IN	NG PERSON		

The following constitutes Amendment No. 2 to the Schedule 13D filed by the undersigned ("Amendment No. 2"). This Amendment No. 2 amends the Schedule 13D as specifically set forth herein. Capitalized terms used but not otherwise defined herein have the meanings ascribed to such terms in the Schedule 13D.

Item 4. Purpose of Transaction

Item 4 is hereby amended to add the following:

Despite the Issuer reiterating stockholders' right to remove directors without cause in multiple SEC filings and for more than a decade in its Bylaws, the Issuer asserted that the Reporting Persons' proposal to remove the entire Board of Directors (the "Board") of the Issuer without cause was invalid under Delaware law. Accordingly, on August 4, 2023, the Reporting Persons delivered a letter to the Issuer providing notice of the Reporting Persons' intent to solicit the written consent of stockholders (the "Consent Solicitation") to, among other things, remove for cause all of the directors, Charles V. Baltic III, Frederick W. Driscoll, Nick Glover, Daniel P. Gold, Tamar Howson, Sujay Kango, Thomas C. Reynolds and David M. Urso, currently serving on the Board.

Additionally, on August 4, 2023, the Reporting Persons filed an amendment to their preliminary consent solicitation statement which was initially filed on July 17, 2023 on Schedule 14A with the SEC in connection with the Consent Solicitation to remove the entire Board for cause.

Signatures

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.

Dated: August 8, 2023

CABLE CAR CAPITAL LLC

By: /s/ Jacob Ma-Weaver

Name: Jacob Ma-Weaver Title: Managing Member

FUNICULAR FUNDS, LP

By: /s/ Jacob Ma-Weaver

Name: Jacob Ma-Weaver

Title: Managing Member of the General Partner

ANSON FUNDS MANAGEMENT LP

By: /s/ Bruce R. Winson

Name: Bruce R. Winson Title: Manager

ANSON MANAGEMENT GP LLC

By: /s/ Bruce R. Winson

Name: Bruce R. Winson Title: Manager

ANSON ADVISORS INC.

By: /s/ Amin Nathoo

Name: Amin Nathoo Title: Director

By: /s/ Moez Kassam

Name: Moez Kassam Title: Director

/s/ Amin Nathoo

Amin Nathoo

/s/ Moez Kassam

Moez Kassam

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