

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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* <u>CHARDAN CAPITAL MARKETS LLC</u> (Last) (First) (Middle) <u>ONE PENNSYLVANIA PLAZA, SUITE 4800</u> (Street) <u>NEW YORK NY 10119</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>04/03/2024</u>	3. Issuer Name and Ticker or Trading Symbol <u>NewGenIvf Group Ltd [NIVF]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Ordinary Shares	1,569,000	D ⁽¹⁾	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

1. The Class A Ordinary Shares (the "Shares") of the Issuer are held directly by Chardan Capital Markets LLC ("CCM"). Each of Steven Urbach and Jonas Grossman, in their capacities as the managers of CCM, has voting and investment discretion with respect to the Shares held directly by CCM. As a result, Mr. Grossman and Mr. Urbach may be deemed to have beneficial ownership of the Shares held directly by CCM. Each of Mr. Grossman and Mr. Urbach disclaims any beneficial ownership of the reported Shares other than to the extent of any pecuniary interest it or he may have therein, directly or indirectly.

/s/ Steven Urbach,
Manager of Chardan
Capital Markets, LLC 11/13/2024

/s/ Steven Urbach 11/13/2024
/s/ Jonas Grossman 11/13/2024

** 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.