

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of Report (date of earliest event reported): September 8, 2011

CytoDyn Inc.

(Exact Name of Registrant as Specified in its Charter)

Colorado
(State of Incorporation)

000-49908
(Commission
File Number)

75-3056237
(I.R.S. Employer
Identification Number)

110 Crenshaw Lake Road, Lutz, Florida 33548
(Address of principal executive offices) (Zip code)

Registrant's telephone number, including area code: (813) 527-6969

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01. Regulation FD Disclosure

On September 8, 2011, CytoDyn Inc. (the "Company") issued a press release announcing that it has entered into a consulting arrangement with SDG, LLC ("SDG"), a regulatory advisory service firm located in Cambridge, Massachusetts, for regulatory advice and strategic planning with the U.S. Food and Drug Administration ("FDA"). The Company intends to work in conjunction with the principals of SDG to organize, request, and participate in a planning meeting with the FDA and to prepare the filing of the Company's investigational new drug application to allow initiation of human trials for the humanized version of the Company's lead product Cytolin®.

The press release is furnished as Exhibit 99.1 to this Current Report. Exhibit 99.1 shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and will not be incorporated by reference into any registration statement filed under the Securities Act of 1933, as amended, unless specifically identified therein as being incorporated therein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
99.1	Press Release dated September 8, 2011.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CytoDyn Inc.

September 8, 2011

By: /s/ Kenneth J. Van Ness

Kenneth J. Van Ness
President and CEO

EXHIBIT INDEX

The following exhibit is filed herewith:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated September 8, 2011

PRESS RELEASE**CYTODYN ANNOUNCES CONSULTING ARRANGEMENT WITH SDG, LLC**

Lutz, Florida, September 8, 2011 – CytoDyn Inc. (the “Company”) (OTC:CYDY.PK), a biotechnology company focused on the development of new therapies for combating infection with immune deficiency viruses, announced today that it has entered into a consulting arrangement with SDG, LLC (“SDG”), a regulatory advisory service firm located in Cambridge, Massachusetts (www.sdgltd.com) for regulatory advice and strategic planning with the U.S. Food and Drug Administration (FDA). The Company intends to work in conjunction with the principals of SDG to organize, request, and participate in a planning meeting with the FDA and to prepare the filing of the Company’s investigational new drug application (IND) to allow initiation of human trials for the humanized version of the Company’s lead product Cytolin®.

“The Company feels that the experience and background of the principals of SDG will greatly assist us in attempting to advance our scientific and commercial goals,” commented Kenneth J. Van Ness, President and Chief Executive Officer of the Company. “We look forward to expanding the relationship with SDG in the future, and to bringing their talents to the Company to assist in the development of regulatory strategy and preparation of required FDA filings. In addition to the development of an IND for our lead product Cytolin®, we expect to work with SDG to prepare and file an investigational new animal drug (INAD) application with the FDA to advance the study of our proposed new treatment for feline immunodeficiency virus (FIV) in cats,” commented Mr. Van Ness.

Dr. Allan Green, Co-Managing Director of SDG stated that “All of us at SDG look forward to working with the Company to try to help the Company to accurately assess FDA regulatory risks, requirements and opportunities and to assist the Company in taking decisive action to attempt to help the Company in achieving its scientific and commercial goals.”

Forward Looking Statements

The Press Release includes forward-looking statements and includes forward-looking information within the meaning of United States securities laws. These statements and this information represent the Company’s intentions, plans, expectations and beliefs, and are subject to risks, uncertainties and other factors, of which many are beyond the Company’s control. These factors could cause actual results to differ materially from such forward-looking statements or forward-looking information. The words “believe,” “estimate,” “expect,” “intend,” “attempt,” “anticipate,” “foresee,” “plan,” and similar expressions and variations thereof, identify certain of such forward-looking statements or forward-looking information, which speak only as of the date on which they are made. The Company disclaims any intention or obligation to publicly update or revise any forward-looking statements or forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable law. Readers are cautioned not to place undue reliance on these forward-looking statements or on this forward-looking information.

For more information please contact:

Douglas E. Jacobson
Controller
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