

FORM 4

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

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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

(Print or Type Responses)

1. Name and Address of Reporting Person * SCHLEIN TED	2. Issuer Name and Ticker or Trading Symbol IronNet, Inc. [IRNT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
(Last) (First) (Middle) C/O IRONNET, INC., 7900 TYSONS ONE PLACE, SUITE 400	3. Date of Earliest Transaction (Month/Day/Year) 07/14/2022	
(Street) MCLEAN, VA 22102	4. If Amendment, Date 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
(City) (State) (Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned	

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock ⁽¹⁾	07/14/2022		A		76,174 ⁽²⁾	A	\$ 0	100,174	D	
Common Stock								6,002,001	I	By Funds ⁽³⁾
Common Stock								100,000	I	By Schlein Family Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHLEIN TED C/O IRONNET, INC., 7900 TYSONS ONE PLACE SUITE 400 MCLEAN, VA 22102	X			

Signatures

/s/ Brian F. Leaf, attorney-in-fact		07/14/2022
Signature of Reporting Person		Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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).
- (1) The security represents restricted stock units granted to the reporting person. Each restricted stock unit represents a contingent right to receive one share of common stock of the issuer.
This grant was made pursuant to the issuer's non-employee director compensation policy. As a continuing director following the issuer's annual meeting of stockholders held on July 14, 2022, the reporting person was awarded a number of restricted stock units equal to \$180,000 divided by \$2.363, the average closing price of the issuer's common stock for the 10 trading days preceding the date of the annual meeting. The shares underlying this restricted stock award will vest in full on the earlier of July 14, 2023 or the date of the next annual meeting of stockholders, in either case subject to the reporting person's continuous service with the issuer through such vesting date.
- (2) Includes 5,853,150 shares of the Issuer's common stock held by KPCB Digital Growth Fund II, LLC ("KPCB DGF II") and 148,851 shares of the Issuer's common stock held by KPCB Digital Growth Founders Fund II, LLC ("DGF II Founders"). All such shares are held for convenience in the name of KPCB Holdings, Inc., as nominee, for the accounts of such individuals and entities. The managing member of KPCB DGF II and DGF II Founders is KPCB DGF II Associates, LLC ("DGF II Associates").
- (3) Reporting Person, together with L. John Doerr and Mary Meeker, the managing members of DGF II Associates, exercise shared voting and dispositive control over the shares held by KPCB DGF II and DGF II Founders. The Reporting Person disclaims beneficial ownership of all shares held by KPCB DGF II except to the extent of his pecuniary interest therein and this report shall not be an admission that the Reporting Person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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