

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 3)*

U.S. GOLD CORP.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

90291C201

(CUSIP Number)

12/31/2023

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☒ Rule 13d-1(b)

☐ Rule 13d-1(c)

☐ Rule 13d-1(d)

SCHEDULE 13G

CUSIP No. 90291C201

| | |
|---|--|
| 1 | Names of Reporting Persons AIMS Asset Management Sdn Bhd |
| 2 | Check the appropriate box if a member of a Group (see instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b) |
| 3 | Sec Use Only |
| 4 | Citizenship or Place of Organization MALAYSIA |

| | | |
|--|---|--------------------------------------|
| Number of Shares Beneficially Owned by Each Reporting Person With: | 5 | Sole Voting Power 585,319.00 |
| | 6 | Shared Voting Power 0.00 |
| | 7 | Sole Dispositive Power 585,319.00 |
| | 8 | Shared Dispositive Power 0.00 |
| 9 | Aggregate Amount Beneficially Owned by Each Reporting Person 585,319.00 | |
| 10 | Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) <input type="checkbox"/> | |
| 11 | Percent of class represented by amount in row (9) 6.3 % | |
| 12 | Type of Reporting Person (See Instructions) FI | |

Comment for Type of Reporting Person: (1) This Schedule is filed by AIMS Asset Management Sdn. Bhd. ("AIMS") on behalf of its fund under management, Phoenix Gold Fund Ltd ("Phoenix"). The securities reported herein are beneficially owned by Phoenix.
(2) Phoenix Gold Fund Ltd is a discretionary professional investment fund.
(3) The securities reported is inclusive of 121,833 common shares beneficially owned through the ownership of warrants that are exercisable within 60 days. The percentage is calculated based on 9,332,277 shares outstanding as reported on December 15, 2023.

SCHEDULE 13G

Item 1.

- (a) **Name of issuer:**
U.S. GOLD CORP.
- (b) **Address of issuer's principal executive offices:**
1910 E. Idaho Street, Suite 102-Box 604, Elko, NEVADA, 89801

Item 2.

- (a) **Name of person filing:**
AIMS Asset Management Sdn. Bhd.
- (b) **Address or principal business office or, if none, residence:**
Suite 10.3, West Wing, Rohas Tecnic, No. 9 Jalan P.Ramlee, 50250 Kuala Lumpur, Malaysia
- (c) **Citizenship:**
AIMS Asset Management Sdn Bhd is a private limited company formed under the Companies Act of Malaysia.
- (d) **Title of class of securities:**
Common Stock
- (e) **CUSIP No.:**
90291C201

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);

- (b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) ☐ An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) ☐ A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) ☒ A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k) ☐ Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Fund Management Company licensed by the Securities Commission of Malaysia

Item 4. Ownership

- (a) Amount beneficially owned:
585,319
- (b) Percent of class:
6.27% %
- (c) Number of shares as to which the person has:
 - (i) Sole power to vote or to direct the vote:
585,319
 - (ii) Shared power to vote or to direct the vote:
0
 - (iii) Sole power to dispose or to direct the disposition of:
585,319
 - (iv) Shared power to dispose or to direct the disposition of:
0

Item 5. Ownership of 5 Percent or Less of a Class.

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certifications:

By signing below I certify that, to the best of my knowledge and belief, the foreign regulatory scheme applicable to Fund Management Company is substantially comparable to the regulatory scheme applicable to the functionally equivalent U.S. institution(s). I also undertake to furnish to the Commission staff, upon request, information that would otherwise be disclosed in a Schedule 13D.

SIGNATURE

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.

AIMS Asset Management Sdn Bhd

Signature: Eileen Sim

Name/Title: Compliance Officer of AIMS Asset Management Sdn Bhd

Date: 01/08/2024