

**FORM 5**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB Number:	3235-0362
Estimated average burden hours per response:	1.0

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

Form 3 Holdings Reported.

Form 4 Transactions Reported.

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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 * <b>STROME MARK E</b> <hr/> (Last) (First) (Middle) <b>C/O STROME GROUP, INC.</b> <b>13535 VENTURA BLVD., STE C-525</b> <hr/> (Street) <b>SHERMAN OAKS CA 91423</b> <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>Zivo Bioscience, Inc. [ ZIVO ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <b>12/31/2024</b>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	08/27/2024		P4	30,000 <sup>(1)</sup>	A	\$8.44	398,683	I	By entity <sup>(1)(2)(3)</sup>

**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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date					
Common Stock Purchase Warrant	\$8.44	08/27/2024		P	3,000 <sup>(1)</sup>		08/27/2024	08/27/2029	Common Stock \$3,000	\$0	44,171	I	By entity <sup>(1)(2)(3)</sup>

1. Name and Address of Reporting Person \*

**STROME MARK E**

---

(Last) (First) (Middle)

**C/O STROME GROUP, INC.**

**13535 VENTURA BLVD., STE C-525**

---

(Street)

**SHERMAN OAKS CA 91423**

---

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

**STROME INVESTMENT MANAGEMENT LP**

---

(Last) (First) (Middle)

**C/O STROME GROUP, INC.**

**13535 VENTURA BLVD., STE C-525**

---

(Street)

**SHERMAN OAKS CA 91423**

---

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

STROME GROUP, INC.

(Last) (First) (Middle)

13535 VENTURA BLVD., STE C-525

(Street)

SHERMAN OAKS CA 91423

(City) (State) (Zip)

**Explanation of Responses:**

1. The reported securities are owned directly by Strome Mezzanine Fund II, LP ("SMF II).
2. Strome Investment Management, LP is the general partner of SMF II. Strome Group, Inc. is the general partner of Strome Investment Management, LP. Mark E. Strome is the President and CEO of Strome Group, Inc. Mr. Strome, Strome Investment Management, LP and Strome Group, Inc. (together, the "Reporting Persons") may be deemed to share voting and investment power for and to beneficially own the shares held by SMF under Section 13(d) of the Securities Exchange Act of 1934 (the "Exchange Act").
3. Pursuant to Rule 16a-1(a)(4) of the Exchange Act, this filing shall not be deemed an admission that the Reporting Persons are, for purposes of Section 16 of the Exchange Act or otherwise, the beneficial owner of any equity securities reported herein.

/s/ Mark E. Strome 01/23/2025

/s/ Mark E. Strome, as President of  
General Partner, on behalf of  
Strome Investment Management, 01/23/2025  
LP

/s/ Mark E. Strome, as President of  
General Partner, on behalf of 01/23/2025  
Strome Group, Inc.

\*\* 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 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).

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.**