Exhibit 6.2  
 AMENDED AND RESTATED CONSULTING AGREEMENT  
 This Amended and Restated Consulting Agreement (“Agreement”), is made and entered into effective as of January 4, 2022, by and between Autonomix, Inc., a Delaware corporation (the “Company”), and Xxxxx Xxxx (the “Consultant”).  
 WHEREAS, the parties wish to provide for the limited engagement of the Consultant by the Company so that the Consultant can transfer to the Company the Consultant’s knowledge obtained from the Consultant’s prior consultancy with the Company and provide on-going support pursuant to the terms of this Agreement.  
 WHEREAS, the Consultant is currently the Chief Executive Officer of LifeLens Technologies, Inc. (“LifeLens”) and is subject to an invention assignment agreement with LifeLens. Accordingly, the parties agree that the Company shall not obtain any ownership of the confidential information or intellectual property of LifeLens and the terms of Section 6 of this Agreement shall be limited to inventions, discoveries, improvements and ideas that result from the work the Consultant performs under this Agreement and relate to the Company’s existing or intended technology; provided that such intended technology is not competitive with the existing or intended technology of LifeLens or cause the Consultant to violate any of his obligations to LifeLens.  
 NOW, THEREFORE, in consideration of the foregoing and the mutual covenants and agreements herein contained, and intending to be legally bound hereby, the Company and the Consultant hereby agree as follows:  
 1. Engagement. Subject to all of the terms and conditions of this Agreement, the Company agrees to engage the Consultant for the term of this Agreement as set forth in Section 3 hereof, and the Consultant accepts such engagement. The Consultant shall serve the Company as an independent contractor and shall not be considered an employee of the Company.  
 2. Duties.