EXHIBIT 2.1  
 EXECUTION VERSION  
 RENOVARO BIOSCIENCES INC., as Buyer,  
 GEDI CUBE INTL LTD., as Company  
 THE SELLERS SIGNATORIES HERETO  
 and  
 YALLA YALLA LTD., in its capacity as Sellers’ Representative  
 STOCK PURCHASE AGREEMENT  
 Dated as of September 28, 2023