

---

---

# SECURITIES AND EXCHANGE COMMISSION

## Washington, D.C. 20549

### SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 3)

Byrna Technologies Inc.

(Name of Issuer)

Common Stock, \$0.001 par value per share

(Title of Class of Securities)

12448X201

(CUSIP Number)

Bryan Scott Ganz  
c/o Northeast Industrial Partners LLC, 300 Tradecenter Dr., Suite 7640  
Woburn, MA, Zip  
01801

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

08/11/2026

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. ☐

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

---

---

### SCHEDULE 13D

CUSIP 12448X201  
Number(s):

|   |                                                                                                                                                |
|---|------------------------------------------------------------------------------------------------------------------------------------------------|
| 1 | Name of reporting person<br>Bryan S. Ganz                                                                                                      |
| 2 | Check the appropriate box if a member of a Group (See Instructions)<br><input type="checkbox"/> (a)<br><input checked="" type="checkbox"/> (b) |
| 3 | SEC use only                                                                                                                                   |

|                                                                    |                                                                                                                  |                                        |
|--------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|----------------------------------------|
| 4                                                                  | Source of funds (See Instructions)<br>PF                                                                         |                                        |
| 5                                                                  | Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)<br><input type="checkbox"/>  |                                        |
| 6                                                                  | Citizenship or place of organization<br>UNITED STATES                                                            |                                        |
| Number of Shares Beneficially Owned by Each Reporting Person With: | 7                                                                                                                | Sole Voting Power<br>1,500,990.00      |
|                                                                    | 8                                                                                                                | Shared Voting Power<br>795,645.00      |
|                                                                    | 9                                                                                                                | Sole Dispositive Power<br>1,500,990.00 |
|                                                                    | 10                                                                                                               | Shared Dispositive Power<br>795,645.00 |
| 11                                                                 | Aggregate amount beneficially owned by each reporting person<br>2,296,635.00                                     |                                        |
| 12                                                                 | Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)<br><input type="checkbox"/> |                                        |
| 13                                                                 | Percent of class represented by amount in Row (11)<br>9.9 %                                                      |                                        |
| 14                                                                 | Type of Reporting Person (See Instructions)<br>IN                                                                |                                        |

**Comment for Type of Reporting Person:**

Consists of (i) 984,323 shares of common stock, par value \$0.001, of Byrna Technologies Inc. ("Common Stock") held by Mr. Ganz, (ii) up to 516,667 shares of Common Stock issuable upon exercise of stock options held by Mr. Ganz that are exercisable within 60 days of the date hereof (all of which are "out-of-the-money" as of the date hereof), (iii) 243,859 shares of Common Stock held by Northeast Industrial Partners LLC ("NEIP"), over which Mr. Ganz has shared voting and dispositive power, (iv) 70,753 shares of Common Stock held by the Judith L. Ganz Trust VA 04-23-2015, of which Mr. Ganz serves as a trustee (the "2015 Trust"), (v) 11,800 shares of Common Stock held by Li Ganz (fka Li Zhang), Mr. Ganz's wife ("Mrs. Ganz"), and (vi) 469,233 shares of Common Stock held by BSG Family Investment LLC ("BSG"), the sole member of which is the BG 2025 Irrevocable Exempt Trust U/A dated 10/9/2025 (the "2025 Trust"), of which Mr. Ganz has the power to replace the trustee. Mr. Ganz serves as the manager of BSG. Mr. Ganz disclaims beneficial ownership with respect to the shares held by NEIP, the 2015 Trust, the 2025 Trust and Mrs. Ganz, in each case except to the extent of his pecuniary interest therein.

SCHEDULE 13D

CUSIP 12448X201  
Number(s):

|   |                                                                                                                                                |
|---|------------------------------------------------------------------------------------------------------------------------------------------------|
| 1 | Name of reporting person<br>Northeast Industrial Partners LLC                                                                                  |
| 2 | Check the appropriate box if a member of a Group (See Instructions)<br><input type="checkbox"/> (a)<br><input checked="" type="checkbox"/> (b) |
| 3 | SEC use only                                                                                                                                   |

|                                                                    |                                                                                                                  |                                        |
|--------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|----------------------------------------|
| 4                                                                  | Source of funds (See Instructions)<br>WC                                                                         |                                        |
| 5                                                                  | Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)<br><input type="checkbox"/>  |                                        |
| 6                                                                  | Citizenship or place of organization<br>MASSACHUSETTS                                                            |                                        |
| Number of Shares Beneficially Owned by Each Reporting Person With: | 7                                                                                                                | Sole Voting Power<br>0.00              |
|                                                                    | 8                                                                                                                | Shared Voting Power<br>243,859.00      |
|                                                                    | 9                                                                                                                | Sole Dispositive Power<br>0.00         |
|                                                                    | 10                                                                                                               | Shared Dispositive Power<br>243,859.00 |
| 11                                                                 | Aggregate amount beneficially owned by each reporting person<br>243,859.00                                       |                                        |
| 12                                                                 | Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)<br><input type="checkbox"/> |                                        |
| 13                                                                 | Percent of class represented by amount in Row (11)<br>1.1 %                                                      |                                        |
| 14                                                                 | Type of Reporting Person (See Instructions)<br>PN                                                                |                                        |

Comment for Type of Reporting Person:

Consists of 243,859 shares of Common Stock held by Northeast Industrial Partners LLC.

## SCHEDULE 13D

CUSIP 12448X201  
Number(s):

|   |                                                                                                                                                |
|---|------------------------------------------------------------------------------------------------------------------------------------------------|
| 1 | Name of reporting person<br>Judith L. Ganz Trust VA 04-23-2105                                                                                 |
| 2 | Check the appropriate box if a member of a Group (See Instructions)<br><input type="checkbox"/> (a)<br><input checked="" type="checkbox"/> (b) |
| 3 | SEC use only                                                                                                                                   |
| 4 | Source of funds (See Instructions)<br>OO                                                                                                       |
| 5 | Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)<br><input type="checkbox"/>                                |
| 6 | Citizenship or place of organization<br>MASSACHUSETTS                                                                                          |

|                                                                    |                                                                                                                  |                                       |
|--------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|---------------------------------------|
| Number of Shares Beneficially Owned by Each Reporting Person With: | 7                                                                                                                | Sole Voting Power<br>0.00             |
|                                                                    | 8                                                                                                                | Shared Voting Power<br>70,753.00      |
|                                                                    | 9                                                                                                                | Sole Dispositive Power<br>0.00        |
|                                                                    | 10                                                                                                               | Shared Dispositive Power<br>70,753.00 |
| 11                                                                 | Aggregate amount beneficially owned by each reporting person<br>70,753.00                                        |                                       |
| 12                                                                 | Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)<br><input type="checkbox"/> |                                       |
| 13                                                                 | Percent of class represented by amount in Row (11)<br>0.3 %                                                      |                                       |
| 14                                                                 | Type of Reporting Person (See Instructions)<br>OO                                                                |                                       |

Comment for Type of Reporting Person:

Consists of 70,753 shares of Common Stock held by the Judith L. Ganz Trust VA 04-23-2015, of which Mr. Ganz serves as a trustee.

## SCHEDULE 13D

CUSIP 12448X201  
Number(s):

|   |                                                                                                                                                |
|---|------------------------------------------------------------------------------------------------------------------------------------------------|
| 1 | Name of reporting person<br>Li Ganz (fka Li Zhang)                                                                                             |
| 2 | Check the appropriate box if a member of a Group (See Instructions)<br><input type="checkbox"/> (a)<br><input checked="" type="checkbox"/> (b) |
| 3 | SEC use only                                                                                                                                   |
| 4 | Source of funds (See Instructions)<br>PF                                                                                                       |
| 5 | Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)<br><input type="checkbox"/>                                |
| 6 | Citizenship or place of organization<br>UNITED STATES                                                                                          |

|                                                                    |                                                                                                                  |                                       |
|--------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|---------------------------------------|
| Number of Shares Beneficially Owned by Each Reporting Person With: | 7                                                                                                                | Sole Voting Power<br>0.00             |
|                                                                    | 8                                                                                                                | Shared Voting Power<br>11,800.00      |
|                                                                    | 9                                                                                                                | Sole Dispositive Power<br>0.00        |
|                                                                    | 10                                                                                                               | Shared Dispositive Power<br>11,800.00 |
| 11                                                                 | Aggregate amount beneficially owned by each reporting person<br>11,800.00                                        |                                       |
| 12                                                                 | Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)<br><input type="checkbox"/> |                                       |
| 13                                                                 | Percent of class represented by amount in Row (11)<br>0.05 %                                                     |                                       |
| 14                                                                 | Type of Reporting Person (See Instructions)<br>IN                                                                |                                       |

Comment for Type of Reporting Person:

Consists of 11,800 shares of Common Stock held by Mrs. Ganz.

## SCHEDULE 13D

CUSIP 12448X201  
Number(s):

|   |                                                                                                                                                |
|---|------------------------------------------------------------------------------------------------------------------------------------------------|
| 1 | Name of reporting person<br>BSG Family Investment LLC                                                                                          |
| 2 | Check the appropriate box if a member of a Group (See Instructions)<br><input type="checkbox"/> (a)<br><input checked="" type="checkbox"/> (b) |
| 3 | SEC use only                                                                                                                                   |
| 4 | Source of funds (See Instructions)<br>OO                                                                                                       |
| 5 | Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)<br><input type="checkbox"/>                                |
| 6 | Citizenship or place of organization<br>DELAWARE                                                                                               |

|                                                                    |                                                                                                                  |                                        |
|--------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|----------------------------------------|
| Number of Shares Beneficially Owned by Each Reporting Person With: | 7                                                                                                                | Sole Voting Power<br>0.00              |
|                                                                    | 8                                                                                                                | Shared Voting Power<br>469,233.00      |
|                                                                    | 9                                                                                                                | Sole Dispositive Power<br>0.00         |
|                                                                    | 10                                                                                                               | Shared Dispositive Power<br>469,233.00 |
| 11                                                                 | Aggregate amount beneficially owned by each reporting person<br>469,233.00                                       |                                        |
| 12                                                                 | Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)<br><input type="checkbox"/> |                                        |
| 13                                                                 | Percent of class represented by amount in Row (11)<br>2.1 %                                                      |                                        |
| 14                                                                 | Type of Reporting Person (See Instructions)<br>OO                                                                |                                        |

Comment for Type of Reporting Person:

Consists of 469,233 shares of Common Stock held by BSG Family Investment LLC.

## SCHEDULE 13D

CUSIP 12448X201  
Number(s):

|   |                                                                                                                                                |
|---|------------------------------------------------------------------------------------------------------------------------------------------------|
| 1 | Name of reporting person<br>BG 2025 Irrevocable Exempt Trust U/A Dated 10/9/2025                                                               |
| 2 | Check the appropriate box if a member of a Group (See Instructions)<br><input type="checkbox"/> (a)<br><input checked="" type="checkbox"/> (b) |
| 3 | SEC use only                                                                                                                                   |
| 4 | Source of funds (See Instructions)<br>OO                                                                                                       |
| 5 | Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)<br><input type="checkbox"/>                                |
| 6 | Citizenship or place of organization<br>CONNECTICUT                                                                                            |

|                                                                    |                                                                                                                  |                                        |
|--------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|----------------------------------------|
| Number of Shares Beneficially Owned by Each Reporting Person With: | 7                                                                                                                | Sole Voting Power<br>0.00              |
|                                                                    | 8                                                                                                                | Shared Voting Power<br>469,233.00      |
|                                                                    | 9                                                                                                                | Sole Dispositive Power<br>0.00         |
|                                                                    | 10                                                                                                               | Shared Dispositive Power<br>469,233.00 |
| 11                                                                 | Aggregate amount beneficially owned by each reporting person<br>469,233.00                                       |                                        |
| 12                                                                 | Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)<br><input type="checkbox"/> |                                        |
| 13                                                                 | Percent of class represented by amount in Row (11)<br>2.1 %                                                      |                                        |
| 14                                                                 | Type of Reporting Person (See Instructions)<br>OO                                                                |                                        |

**Comment for Type of Reporting Person:**

Consists of 469,233 shares of Common Stock held by BSG Family Investment LLC, of which the trust is the sole member.

## SCHEDULE 13D

**Item 1. Security and Issuer**

(a) **Title of Class of Securities:**

Common Stock, \$0.001 par value per share

(b) **Name of Issuer:**

Byrna Technologies Inc.

(c) **Address of Issuer's Principal Executive Offices:**

100 Burt Road, Suite 115, Andover, MASSACHUSETTS , 01810.

**Item 1 Comment:**

SCHEDULE 13D - EXPLANATORY NOTE - This Amendment No. 3 to the statement on Schedule 13D ("Amendment No. 3") amends the Schedule 13D originally filed by the Reporting Persons (as defined herein) on December 15, 2023, as amended by Amendment No.1 to Schedule13D filed on November 4, 2025 and Amendment No. 2 filed on July 28, 2026 (as amended, the "Schedule 13D") and relates to the shares of common stock, par value \$0.001 ("Common Stock") of Byrna Technologies Inc. (the "Company" or the "Issuer") beneficially owned by the Reporting Persons. In accordance with Rule 13d-2 of the Securities Exchange Act of 1934, as amended, except as specifically provided herein, this Amendment No. 3 does not modify any of the information previously reported on the Schedule 13D. Capitalized terms used but not otherwise defined in this Amendment No. 3 shall have the meanings ascribed to them in the Schedule 13D.

**Item 2. Identity and Background**

(a) This Schedule 13D is filed by (1) Bryan Scott Ganz, an individual ("Mr. Ganz"), (2) the Judith L. Ganz Trust VA 04-23-2015 (the "2015 Trust"); (3) Northeast Industrial Partners LLC, a Massachusetts limited liability company ("NEIP"); (4) Li Ganz (fka Li Zhang), an individual ("Mrs. Ganz"); (5) BSG Family Investment LLC, a Delaware limited liability company ("BSG"); and (6) the BG 2025 Irrevocable Exempt Trust U/A dated 10/9/2025, which is the sole member of BSG (the "2025 Trust") (Mr. Ganz, the 2015 Trust, NEIP, Mrs. Ganz, BSG and the 2025 Trust, collectively, the "Reporting Persons"). Mr. Ganz is a trustee of the 2015 Trust and has the power to replace the trustee of the 2025 Trust. Mr. Ganz serves as the manager of BSG.

(b) The address for each of the Reporting Persons is c/o Bryan Ganz, Northeast Industrial Partners LLC, 300 Tradecenter Dr., Suite 7640, Woburn, MA 01801.

- (c) Mr. Ganz retired as the Chief Executive Officer of the Issuer on March 2, 2026 and served as a consultant to the issuer for 30 days following his retirement pursuant to an Advisory Agreement dated as of February 26, 2026 and effective on March 2, 2026. Since his retirement from the Issuer, Mr. Ganz's principal occupation is founder and majority shareholder of NEIP. Mrs. Ganz is retired. The principal occupation of NEIP is as a holding company that owns and operates privately held businesses. The principal occupation of the 2015 Trust, the 2025 Trust and BSG is asset management.
- (d) During the last five years, the Reporting Persons have not been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).
- (e) During the last five years, the Reporting Persons have not been a party to any other civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.
- (f) Mr. Ganz and Mrs. Ganz are each a citizen of the United States of America. NEIP is a Massachusetts limited liability company. BSG is a Delaware limited liability company. The 2015 Trust was created under the laws of Massachusetts. The 2025 Trust was created under the laws of Connecticut.

**Item 3. Source and Amount of Funds or Other Consideration**

Item 3 of the Schedule 13D is hereby amended and supplemented as follows (which shall be in addition to the information previously included in the Schedule 13D):

There have been no transactions in the Common Stock by the Reporting Persons since the filing of Amendment No. 2 to Schedule 13D on July 28, 2026. In aggregate, the Reporting Persons are deemed to have voting and dispositive power over 2,296,635 shares of Common Stock of the Company.

**Item 4. Purpose of Transaction**

Item 4 of the Schedule 13D is hereby amended and supplemented as follows (which shall be in addition to the information previously included in the Schedule 13D): The Reporting Persons are making this filing to disclose the following information:

Mr. Ganz has had substantive conversations with five of the seven of the Company's board members over the last week regarding the composition of the Board and the "pivot" in the marketing program that was implemented after Mr. Ganz's departure that, in his view, has resulted in the Company's recent significant decline in sales and profits.

As part of these conversations, Mr. Ganz provided the names of two highly qualified board candidates, each of whom have built businesses worth hundreds of millions or billions of dollars over their careers and each of whom have served on numerous public boards, including the boards of multi-billion dollar businesses. It is rare to find candidates of their caliber on the boards of \$100 million companies, however, both board candidates have experience in the less-lethal space and fully embrace the Company's mission of saving lives. The Chairman of the Board, TJ Kennedy, has informed Mr. Ganz that he has contacted these candidates and initiated discussions, and told Mr. Ganz that he is "very excited about the prospect of upgrading the board." Mr. Ganz looks forward to working cooperatively with the Company's board and supporting them in their effort to upgrade the board as the Company looks to reignite growth and restore profitability.

**Item 5. Interest in Securities of the Issuer**

- (a) Each Reporting Person is record owner of the securities set forth on their respective cover sheet. The percentage of outstanding Common Stock which may be deemed to be beneficially owned by each Reporting Person is set forth on Line 13 of each Reporting Person's cover sheet. Such percentage was calculated based on 22,693,356 shares of Common Stock outstanding as of July 6, 2026 as reported in the Issuer's Quarterly Report on Form 10-Q filed on that date. Notwithstanding the foregoing, Mr. Ganz hereby disclaims beneficial ownership with respect to the securities held by NEIP, the 2015 Trust, the 2025 Trust and Mrs. Ganz except to the extent of his pecuniary interest therein.
- (b) For the number of shares of Common Stock with respect to which each Reporting Person has sole power to vote or direct the vote, see line 7 of each cover sheet. For the number of shares of Common Stock with respect to which each Reporting Person has shared power to vote or direct the vote, see line 8 of each cover sheet. For the number of shares of Common Stock over which each Reporting Person has sole power to dispose or to direct the disposition, see line 9 of each cover sheet. For the number of shares of Common Stock over which each Reporting Person has shared power to dispose or to direct the disposition, see line 10 of each cover sheet.
- (c) As previously reported on Amendment No. 2 to this Schedule 13D filed on July 28, 2026, the Reporting Persons effected the following open market transactions in the Issuer's Common Stock in the past sixty days:
  - (i) On July 7, 2026, NEIP sold 42,200 shares at a weighted average price of \$7.0351 per share, with sale prices ranging from \$6.61 to \$7.18 per share.;
  - (ii) On July 8, NEIP sold 2,000 shares at a price of \$6.19 per share;
  - (iii) On July 17, 2026, Mrs. Ganz purchased 8,000 shares at a price of \$3.39 per share;
  - (iv) On July 17, 2026, Mr. Ganz, through an Inherited IRA, purchased 44,200 shares at a weighted average price of \$3.4298 per share, with purchase prices ranging from \$3.35 to \$3.47 per share; and
  - (v) On July 24, 2026, Mr. Ganz exercised restricted stock units ("RSUs") for 565,000 shares previously issued to him as compensation and no funds were expended in connection with the RSUs.

Except as set forth in this Item 5, the Reporting Persons have not effected any transactions in the Common Stock within the past 60 days.

- (d) No other person is known to have the right to receive or the power to direct the receipt of dividends from, or any proceeds from the sale of, securities beneficially owned by the Reporting Persons.
- (e) Not Applicable

**Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer**

See the disclosure in Item 4 and Item 5 above and in the Schedule 13D, including all amendments thereto, which is incorporated into this Item 6, and see the joint filing agreement of the Reporting Persons.

**Item 7. Material to be Filed as Exhibits.**

**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.

**Bryan S. Ganz**

Signature: **/s/ Bryan Scott Ganz**

Name/Title: **Bryan Scott Ganz**

Date: **08/11/2026**

**Northeast Industrial Partners LLC**

Signature: **/s/ Bryan Scott Ganz**

Name/Title: **Manager**

Date: **08/11/2026**

**Judith L. Ganz Trust VA 04-23-2105**

Signature: **/s/ Bryan Scott Ganz**

Name/Title: **Trustee**

Date: **08/11/2026**

**Li Ganz (fka Li Zhang)**

Signature: **/s/ Li Ganz**

Name/Title: **Li Ganz**

Date: **08/11/2026**

**BSG Family Investment LLC**

Signature: **/s/ Bryan Scott Ganz**

Name/Title: **Manager**

Date: **08/11/2026**

**BG 2025 Irrevocable Exempt Trust U/A Dated  
10/9/2025**

Signature: **/s/ Stephen Fessler**

Name/Title: **Trustee**

Date: **08/11/2026**