SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

or Section 30(h) of the Investment Company Act of 1940

☐ 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.

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Kennedy TJ	Byrna Technologies Inc. [BYRN]	X Director; 10% Owner; Officer (give title below); X Other (specify below)
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Chairman of the Board
100 BURTT ROAD	11/06/2026	
SUITE 115	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
(Street)		X Form filed by One Reporting Person
ANDOVER MA 01810		Form filed by More than One Reporting Person
(City) (State) (Zip)		

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/06/2026		M		810	A	(1)	34,819	D	

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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Unit	(1)	11/06/2026		M			810	(1)	(1)	Common Stock	810	$0	0	D	
Restricted Stock Unit	(2)	11/07/2026		A		25,848		(3)	(3)	Common Stock	25,848	$0	25,848	D	
Restricted Stock Unit	(2)	11/07/2026		A		7,755		(3)	(3)	Common Stock	7,755	$0	33,603	D	

Explanation of Responses:

1. Each restricted stock unit represents the right to receive, at settlement, on share of common stock. This transaction represents the settlement of 810 RSUs that were granted 3/2/26 as partial compensation for services on a pro rata basis as Chair of the Board during the 2025-26 annual meeting cycle. The units vested September 25, 2026 and were settled 11/6/26.

2. Each restricted stock unit represents the right to receive, at settlement, one share of common stock.

3. These transactions represents the grant of 25,848 restricted stock units as part of the director's base compensation for the 2026-2027 Annual Meeting cycle and the grant of 7,755 units a part of a stipend awarded to the Chairman of the Board for his service as such during the 2026-2027 Annual Meeting cycle. The restricted stock units were granted on November 7, 2026, vest, conditioned on service to the vesting date, on the earlier of the one year anniversary of grant or the 2027 Annual Meeting of Shareholders, provided it is held no less than 50 weeks after the 2026 Annual Meeting of Shareholders, and are required to be settled by March 15 of the year following vesting.

/s/ Lisa Klein Wager * Signed under power of attorney on behalf of Reporting Person — 11/09/2026

** 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.