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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

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.

1. Name and Address of Reporting Person * <u>Ganz Bryan</u> (Last) (First) (Middle) <u>100 BURTT ROAD, SUITE 115</u> (Street) <u>ANDOVER MA 01810</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Byrna Technologies Inc. [BYRN]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">President and CEO</p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/22/2022</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input 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 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	10/13/2023		P		12,000	A	\$3.0536 ⁽¹⁾	615,148	D	
Common Stock	10/16/2023		P		5,000	A	\$3.51	620,148	D	
Common Stock	12/31/2022		J		1,300 ⁽³⁾	D	\$0	0 ⁽²⁾	I	By the David Ganz Trust FBO Kathryn R. Ganz
Common Stock	12/31/2022		J		1,300 ⁽³⁾	D	\$0	0 ⁽²⁾	I	By the David Ganz Trust FBO Madelyn Hyland
Common Stock								478,059 ⁽³⁾	I	By Northeast Industrial Partners LLC
Common Stock								3,800 ⁽⁴⁾	I	By Li Zhang
Common Stock								70,753 ⁽³⁾	I	By the Judith L. Ganz Trust VA 04-23-2015

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					
Restricted Stock Unit	(5)	03/23/2022		D			450,000	(6)	08/31/2023	Common Stock	\$0	450,000	D	

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				
Stock Option (right to buy)	\$9.23	03/23/2022		A		450,000		(7)	03/23/2023	Common Stock	450,000	\$0	450,000	D	

Explanation of Responses:

- The shares were purchased in multiple transactions at prices ranging from \$2.98 to \$3.10. The reported price of \$3.0536 represents the volume weighted average price for the reported transaction. The reporting person undertakes to provide upon request by the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares purchased at each separate price.
- The reporting person served as trustee of each trust, of which certain members of the reporting person's immediate family were beneficiaries. On December 31, 2022, the trusts distributed all shares of the issuer's common stock to the beneficiaries of the trusts. Prior to distribution, the reporting person disclaimed beneficial ownership of the securities held by the trusts except to the extent of his pecuniary interest therein.
- The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.
- Ms. Zhang was married to the reporting person on January 18, 2023. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.
- Each restricted stock unit represents the right to receive one share of common stock.
- The original grant of restricted stock units ("Units") consisted of 300,000 Units with a \$20 20-day VWAP performance trigger, 300,000 Units with a \$30 20-day VWAP performance trigger ("S30 Trigger"), and 300,000 Units with a \$40 20-day VWAP performance trigger ("S40 Trigger"). The Reporting Person was required to remain in service to the Company through August 31, 2023 for any Units to vest. The Reporting Person agreed to an amendment of the original Restricted Stock Unit Agreement, approved by the Board, to provide for cancellation of half the Units, consisting of all Units with a \$40 Trigger and 150,000 Units with a \$30 Trigger, in exchange for a grant of an equal number of options as described herein.
- One third of the grant (the "Option Shares") will vest and become exercisable on 3/23/23 (the "Year Anniversary"); the balance of the Option Shares will vest in eight (8) quarterly, consecutive, and equal installments thereafter, beginning on the first calendar day of the fiscal quarter immediately following the Year Anniversary, until all Option Shares are fully vested.

/s/ Lisa Klein Wager by Power of Attorney. 10/17/2023

** 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.