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 | | | | | | | |

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

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

| 1. Name and Address of Reporting Person* OWENS WILLIAM ARTHUR | | | | | 2. Issuer Name and Ticker or Trading Symbol KNOW LABS, INC. [KNWN] | | | | | | | | (Check | Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | | |
|--|---|--|---|--|--|-----|--|--------|--|-------|------------------|--|-------------|---|---|--|----------------|---|--|
| (Last) | (First |) (| Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 01/25/2022 | | | | | | /Year) | | | | Officer (g below) | | | Other (s | · |
| C/O KNOW LABS, INC. 500 UNION STREET, SUITE 810 | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable L $ m X$ Form filed by One Reporting Person | | | | | |
| (Street) SEATTLE | • | | | | | | | | | | | | | | Form file | d by More | than C | ne Reportin | g Person |
| (City) | (State | e) (. | Zip) | | | | | | | | | | | | | | | | |
| | | Ţ | able I - Noi | า-Deriv | ative | e S | ecurit | ies Ac | quired, | Disp | osed o | f, or E | Benefi | cially Ow | ned | | | | |
| or coourny (mourte) | | | | 2. Transaction Date (Month/Day/Year) | | | 2A. Deemed Execution Date, if any (Month/Day/Year) | | Transaction Dispo | | | urities Acquired (A) or sed Of (D) (Instr. 3, 4 and 5 | | | 5. Amount Securities Beneficiall Following | y Owned Reported | Form | nership : Direct (D) lirect (I) . 4) | 7. Nature of Indirect Beneficial Ownership |
| | | | | | | | v | Amount | nount (A) or (D) | | Price | Transactio (Instr. 3 and | | | | (Instr. 4) | | | |
| Common Stoo | ck | | | 01/25 | 1/25/2022 | | | | A | | 2,08 | 2,085 A | | \$1.3496 | 614,585 | | | D | |
| | | | Table II - I | | | | | | uired, Di , option | | | | | | ed | | | | |
| 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/Ye | Code (Instr | | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisab Expiration Date (Month/Day/Year) | | | and 7. Title and Amour Securities Underly Derivative Security 3 and 4) | | erlying | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficia Owned Following Reported | e s illy | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) |
| | | | | Code | ode V | | (A) | (D) | Date Exercisabl | | xpiration ate | N | | Amount or Number of Shares | | Transaction((Instr. 4) | | | |
| Warrant to Purchase Common Stock | \$0.25 ⁽¹⁾ | | | | | | | | 05/17/201 | 8 0 | 5/17/2023 | | imon ock | 200,000 | | 200,00 | 00 | D | |
| Warrant to Purchase Common Stock | \$1.53 ⁽¹⁾ | | | | | | | | 12/15/2020 | (2) 1 | 2/15/2025 | | imon ock | 20,000 | | 20,00 | 0 | D | |
| Warrant to Purchase Common Stock | \$0 | | | | | | | | 03/15/202 | 1 0 | 3/15/2026 | | mon ock | 31,250 | | 31,25 | 0 | D | |
| Warrant to Purchase Common Stock | \$1.7 | | | | | | | | (3) | 0 | 1/05/2027 | | imon ock | 20,000 | | 20,00 | 0 | D | |

Explanation of Responses:

- 1. Price subject to adjustment.
- 2. The stock grant and warrant shall not be considered earned until after the completion of the 2020 calendar year and are subject to final terms on the date earned in 2021.
- 3. The stock grant and warrant shall not be considered earned until after the completion of the 2021 calendar year and are subject to final terms on the date earned on January 5, 2022.

<u>/s/ William A. Owens</u>

** 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.