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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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). File

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 1005-1(c). See Instruction 10.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

			2. Issuer Name and Ticker or Trading Symbol KNOW LABS, INC. [KNW]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
				X	Director	10% Owner		
(Last) (First) (Middle) 500 UNION STREET SUITE 810					Officer (give title	Other (specify		
		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/08/2024		below)	below)		
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individ	lual or Joint/Group Filing (Che	ck Applicable Line)		
(Street)				X	Form filed by One Reporting	Person		
SEATTLE	WA	98101			Form filed by More than One	e 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)	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr.	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	3 and 4)		(1150. 4)	
Common Stock	02/08/2024		A		100,000	Α	\$0.49	528,000	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)	Transaction Deri Code (Instr. Secu 8) Acq Disp		5. Number Derivative Securitie Acquired Disposed (Instr. 3, 4 5)	e s (A) or l of (D)	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)	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		(Instr. 4)		
Option to Purchase Common Stock	\$1.1							11/04/2019 ⁽¹⁾	11/04/2024	Common Stock	52,500		52,500	D	
Warrant to Purchase Common Stock	\$1.53							12/15/2020	12/15/2025	Common Stock	20,000		20,000	D	
Warrant to Purchase Common Stock	\$1.7							01/05/2022	01/05/2027	Common Stock	20,000		20,000	D	
Option to Purchase Common Stock	\$1.24							02/15/2023 ⁽¹⁾	02/15/2028	Common Stock	25,000		25,000	D	
Option to Purchase Common Stock	\$0.25							10/10/2023 ⁽¹⁾	10/10/2028	Common Stock	79,528		79,528	D	
Option to Purchase Common Stock	\$0.49	02/08/2024		Α		500,000		02/08/2024 ⁽¹⁾	02/08/2029	Common Stock	500,000	\$0	500,000	D	

Explanation of Responses:

1. Option shares vest immediately.

/s/ Jon Pepper

** Signature of Reporting Person

<u>02/08/2024</u> 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.