

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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* <u>ERICKSON RONALD P</u> (Last) (First) (Middle) 500 UNION STREET SUITE 810 (Street) SEATTLE WA 98101 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>KNOW LABS, INC. [KNW]</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) <input checked="" type="checkbox"/> Other (specify below) CEO / Chairman
	3. Date of Earliest Transaction (Month/Day/Year) 01/30/2024	
	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							1,488,085	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				
Convertible Debenture ⁽¹⁾	\$0.25 ⁽³⁾							01/31/2018	09/30/2024	Common Stock	2,079,332		2,079,332	I	⁽⁴⁾
Convertible Debenture ⁽²⁾	\$0.25 ⁽³⁾							01/31/2018	09/30/2024	Common Stock	2,656,932		2,656,932	I	⁽⁴⁾
Warrant to Purchase Common Stock	\$0.25 ⁽³⁾							01/31/2018	01/31/2026	Common Stock	855,000		855,000	D	
Warrant to Purchase Common Stock	\$0.25 ⁽³⁾							01/31/2018	01/31/2026	Common Stock	1,039,666		1,039,666	I	⁽⁴⁾
Option to Purchase Common Stock ⁽⁵⁾	\$1.1							11/04/2019 ⁽⁵⁾	11/04/2024	Common Stock	1,200,000		1,200,000 ⁽⁵⁾	D	
Warrant to Purchase Common Stock ⁽⁶⁾	\$1.53							12/15/2020 ⁽⁶⁾	12/15/2025	Common Stock	2,000,000		2,000,000 ⁽⁶⁾	D	
Option to Purchase Common Stock ⁽⁶⁾	\$1.53							12/15/2020 ⁽⁶⁾	12/15/2025	Common Stock	3,731,350		3,731,350 ⁽⁶⁾	D	
Option to Purchase Common Stock	\$2.09							12/16/2021 ⁽⁷⁾	12/16/2026	Common Stock	1,000,000		1,000,000	D	
Option to Purchase Common Stock	\$1.41							12/14/2022 ⁽⁷⁾	12/14/2027	Common Stock	1,000,000		1,000,000	D	
Option to Purchase Common Stock	\$0.25							10/10/2023 ⁽⁷⁾	10/10/2028	Common Stock	4,640,844		4,640,844	D	

Explanation of Responses:

- Convertible Debenture for \$519,833 that is convertible at \$0.25 per share by 09/30/2024.
- Convertible Debenture for \$669,223 that is convertible at \$0.25 per share by 09/30/2024.
- Price subject to adjustment.
- Held by J3E2A2Z Limited Partnership, an entity affiliated with Ronald P. Erickson.
- Option shares vested upon the Company's successful listing of its Common Stock on Nasdaq or the New York Stock Exchange (including the NYSE American Market).
- Milestone-based Option shares vest upon the Company's successful milestone achievements set forth in two Stock Option Agreements dated 12/15/2020.
- Options vest quarterly over four years. Immediate vesting upon the occurrence of a Change-in-Control.

Remarks:

This Form 4 is filed to indicate an extension of the expiration dates for the two line items in Table II above titled Warrant to Purchase Common Stock with dates exercisable 01/31/2018, per the Warrant Extension Agreement dated 01/30/2024. The Warrant exercise term is amended such that the term of the warrant will be extended for an additional two (2) year period, and the Warrants shall now expire on 01/31/2026.

/s/ Ronald P. Erickson

05/31/2024

** 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.