

| | |
|--|-----------|
| 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

| | | | |
|--|--|---|--|
| 1. Name and Address of Reporting Person * <u>Rubin Gary D</u> (Last) (First) (Middle) C/O BIOAFFINITY TECHNOLOGIES, INC. 22211 WEST INTERSTATE 10, SUITE 1206 (Street) SAN ANTONIO, TX 78257 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>bioAffinity Technologies, Inc. [BIAF]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) | |
| | 3. Date of Earliest Transaction (Month/Day/Year) 01/01/2023 | | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | |
| | Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. | | |

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 | 01/01/2023 | | A | | 8,227 ⁽¹⁾ | A | \$2.28 | 59,817 | D | |
| Common Stock | 04/15/2023 | | A | | 9,920 ⁽²⁾ | A | \$1.89 | 69,737 | D | |
| Common Stock | 07/01/2023 | | A | | 10,245 ⁽³⁾ | A | \$1.83 | 79,982 | D | |
| Common Stock | | | | | | | | 1,584,144 | I | By Trust ⁽⁴⁾ |

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 | | Date Exercisable | Expiration Date | | | | | |

1. Name and Address of Reporting Person *

Rubin Gary D

(Last) (First) (Middle)

C/O BIOAFFINITY TECHNOLOGIES, INC.
22211 WEST INTERSTATE 10, SUITE 1206

(Street)

SAN ANTONIO, TX 78257

(City) (State) (Zip)

1. Name and Address of Reporting Person *

Harvey Sandler Revocable Trust

(Last) (First) (Middle)

C/O GARY RUBIN, CO-TRUSTEE
2080 NW BOCA RATON BLVD, SUITE 2

(Street)

BOCA RATON, FL 33431

(City) (State) (Zip)

Explanation of Responses:

1. Represents a grant from bioAffinity Technologies, Inc. (the "Issuer") to Mr. Rubin of 8,227 restricted shares of common stock, par value \$0.007 (the "Common Stock"), on January 1, 2023 under the Issuer's 2014 Equity Incentive Plan, which shares of restricted stock will vest ratably over three months of continued service beginning on the date of grant and which represents a restricted stock award valued at \$18,750 granted by the Issuer to each of its directors each quarter during the calendar year.
2. Represents a grant from the Issuer to Mr. Rubin of 9,920 restricted shares of Common Stock on April 15, 2023 under the Issuer's 2014 Equity Incentive Plan, which shares of restricted stock will vest one-third on the date of grant, one-third on May 1, 2023 and the remaining shares on June 1, 2023, provided Mr. Rubin continues to serve as a director, and which represents a restricted stock award valued at \$18,750 granted by the Issuer to each of its directors each quarter during the calendar year.
3. Represents a grant from the Issuer to Mr. Rubin of 10,245 restricted shares of Common Stock, on July 1, 2023 under the Issuer's 2014 Equity Incentive Plan, which shares of restricted stock will vest ratably over three months of continued service beginning on the date of grant and which represents a restricted stock award valued at \$18,750 granted by the Issuer to each of its directors each quarter during the calendar year.
4. Represents shares of Common Stock owned directly by the Harvey Sandler Revocable Trust (the "Trust"), a 10% owner of the Issuer, and indirectly by Mr. Rubin, as co-trustee of the Trust, which indirect ownership was previously reported on a Form 4 filed by Mr. Rubin and the Trust on October 21, 2022. Mr. Rubin disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

/s/ Gary D. Rubin

07/05/2023

** 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.