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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>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) 10/01/2023	
	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

**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	10/01/2023		A		11,867 <sup>(1)</sup>	A	\$1.58	91,849	D	
Common Stock	01/01/2024		A		12,668 <sup>(2)</sup>	A	\$1.48	104,517	D	
Common Stock								1,584,144	I	By Trust <sup>(3)</sup>

**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					

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 Issuer to Mr. Rubin of 11,867 restricted shares of Common Stock, on October 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 12,668 restricted shares of Common Stock, on January 1, 2024 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.
3. 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.

**Remarks:**

Exhibit List: Exhibit 24.1 - Power of Attorney (Gary Rubin), Exhibit 24.2 - Power of Attorney (Harvey Sandler Revocable Trust)

[/s/ Maria Zannes, as attorney-in-fact for Gary D. Rubin](#)      [01/24/2024](#)

[/s/ Maria Zannes, as attorney-in-fact for Gary D. Rubin, the Co-Trustee of the Harvey Sandler Revocable Trust](#)      [01/24/2024](#)

\*\* 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.**

**LIMITED POWER OF ATTORNEY FOR  
SECTION 16 REPORTING OBLIGATIONS**

Know all by these present that the undersigned hereby constitutes and appoints each of Maria Zannes and/or Michael Dougherty, as the undersigned's true and lawful attorney-in-fact to:

1. execute for and on behalf of the undersigned Schedules 13D and 13G, Form ID, and Forms 3, 4 and 5 in accordance with Sections 13 and 16(a) of the Securities Exchange Act of 1934 (the "Exchange Act") and the rules thereunder;

2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete the execution of any such Schedules 13D or 13G, Form ID application for EDGAR codes, and Forms 3, 4 or 5, and the timely filing of such Forms with the United States Securities and Exchange Commission and any other authority; and

3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, including, without limitation, the execution and filing of a Form 4 with respect to a transaction which may be reported on a Form 5, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully and to all intents and purposes as he might or could do in person, with full power of substitution and resubstitution, hereby ratifying and confirming all that such attorney-in-fact, or his substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with Sections 13 and 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file any Schedules 13D and 13G and Forms 3, 4 and 5 in accordance with Sections 13 and 16(a) of the Exchange Act and the rules thereunder with respect to the undersigned's holdings of and transactions in securities issued by bioAffinity Technologies, Inc., its predecessors or assigns, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of January 24, 2024.

/s/ Gary Rubin  
By: Gary Rubin

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**LIMITED POWER OF ATTORNEY FOR  
SECTION 16 REPORTING OBLIGATIONS**

Know all by these present that the undersigned hereby constitutes and appoints each of Maria Zannes and/or Michael Dougherty, as the undersigned's true and lawful attorney-in-fact to:

1. execute for and on behalf of the undersigned Schedules 13D and 13G, Form ID, and Forms 3, 4 and 5 in accordance with Sections 13 and 16(a) of the Securities Exchange Act of 1934 (the "Exchange Act") and the rules thereunder;

2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete the execution of any such Schedules 13D or 13G, Form ID application for EDGAR codes, and Forms 3, 4 or 5, and the timely filing of such Forms with the United States Securities and Exchange Commission and any other authority; and

3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, including, without limitation, the execution and filing of a Form 4 with respect to a transaction which may be reported on a Form 5, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his discretion.

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IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of January 24, 2024.

THE HARVEY SANDLER REVOCABLE TRUST

/s/ Gary Rubin

By: Gary Rubin

Title:Co-Trustee

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