

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>Cohen Scot</u> (Last) (First) (Middle) <u>C/O WRAP TECHNOLOGIES, INC.</u> <u>3350 VIRGINIA STREET</u> (Street) <u>MIAMI</u> <u>FL</u> <u>33133</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>WRAP TECHNOLOGIES, INC. [WRAP]</u> Foreign Trading Symbol 3. Date of Earliest Transaction (Month/Day/Year) <u>09/02/2026</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☒ Director ☒ 10% Owner ☒ Officer (give title below) Other (specify below) <u>Executive Chairman and CEO</u> 6. Individual or Joint/Group Filing (Check Applicable Line) ☒ Form filed by One Reporting Person Form filed by More than One Reporting Person
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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	09/02/2026		A ⁽¹⁾		4,000,000 ⁽²⁾	A	\$0	10,589,555	D ⁽¹⁾	
Common Stock								209,353	I	By Continuum Ventures, LLC

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)
						Date Exercisable	Expiration Date					
				Code	V	(A)	(D)	Title	Amount or Number of Shares			

Explanation of Responses:

1. Represents a grant of restricted stock. The restricted stock contained voting rights and dividend rights on the date of grant. The restricted stock will vest as follows: (i) 1,000,000 shares on the date the Company's market capitalization meets or exceeds \$150 million for each trading day during 45 consecutive trading days; (ii) 1,000,000 shares on the date the Company's market capitalization meets or exceeds \$225 million for each trading day during 45 consecutive trading days; (iii) 1,000,000 shares on the date the Company's market capitalization meets or exceeds \$337.5 million for each trading day during 45 consecutive trading days; and (iv) 1,000,000 shares on the date the Company's market capitalization meets or exceeds \$506.25 million for each trading day during 45 consecutive trading days

2. In the event that stockholder approval of an increase in shares of Common Stock reserved for issuance under Wrap Technologies, Inc. 2017 Equity Compensation Plan is not obtained prior to March 15, 2027, 1,600,000 of the awarded restricted stock are null and void and subject to forfeiture.

/s/ Scot Cohen

09/04/2026

** 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.