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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>Ferry Charles Parker</u> <hr/> (Last) (First) (Middle) 7660 CENTURION PARKWAY SUITE 100 <hr/> (Street) JACKSONVILLE FL 32256 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>DUOS TECHNOLOGIES GROUP, INC. [DUOT]</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) Other (specify below) <p style="text-align: center;">CEO</p>
	3. Date of Earliest Transaction (Month/Day/Year) 12/31/2024	
	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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$0.001 par value	01/01/2024		A ⁽¹⁾		552,889	A	(1)	522,889	D	
Common Stock, \$0.001 par value								3,374	D	
Common Stock, \$0.001 par value								9,773	D ⁽²⁾	

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				
Options to Purchase Common Stock	\$4.2	12/31/2024		J ⁽³⁾		100,000		(4)	08/31/2025	Common Stock, \$0.001 par value	100,000	(3)	0	D	
Options to Purchase Common Stock	\$6.41	12/31/2024		J ⁽³⁾		100,000		(5)	11/09/2026	Common Stock, \$0.001 par value	100,000	(3)	0	D	
Options to Purchase Common Stock	\$4.22	12/31/2024		J ⁽³⁾		37,889		(6)	03/31/2028	Common Stock, \$0.001 par value	37,889	(3)	0	D	

Explanation of Responses:

- The shares were granted pursuant to the Issuer's 2021 Equity Incentive Plan, as amended, and are subject to a three-year cliff vesting period. All of the shares vest on January 1, 2028.
- These shares owned by the reporting person are held in a joint account with the reporting person's spouse.
- The options were cancelled as of December 31, 2024.
- These options were granted pursuant to an Employment Agreement, dated September 1, 2020, between Mr. Ferry and the Issuer. The options vested in equal installments on each of September 1, 2021 and 2022.
- These options were granted on November 10, 2021. The options vested in three equal installments on each of November 10, 2022, 2023 and 2024.
- These options were granted on April 1, 2023. As of the date hereof, options to purchase 12,630 shares have vested and are exercisable. One-half of the remaining options would have vested and become exercisable on April 1, 2025 and the other half would have vested and become exercisable on April 1, 2026.

/s/ Charles P. Ferry 01/30/2025
 ** 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.