

OMB APPROVAL	
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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).

**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

1. Name and Address of Reporting Person * <u>BENOIT GERALD JAMES JR</u>  (Last) (First) (Middle) C/O WAVEDANCER, INC. 12015 LEE JACKSON MEMORIAL HWY STE 210  (Street) FAIRFAX VA 22033  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>WAVEDANCER, INC. [ WAVD ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)  CEO
	3. Date of Earliest Transaction (Month/Day/Year) 12/12/2022	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	12/12/2022		P		100 <sup>(1)</sup>	A	\$0.5792	1,610,881	D	
Common Stock	12/12/2022		P		100 <sup>(1)</sup>	A	\$0.581	1,610,981	D	
Common Stock	12/12/2022		P		95 <sup>(1)</sup>	A	\$0.6046	1,611,076	D	
Common Stock	12/12/2022		P		116 <sup>(1)</sup>	A	\$0.612	1,611,192	D	
Common Stock	12/12/2022		P		100 <sup>(1)</sup>	A	\$0.6149	1,611,292	D	
Common Stock	12/12/2022		P		100 <sup>(1)</sup>	A	\$0.6184	1,611,392	D	
Common Stock	12/12/2022		P		6 <sup>(1)</sup>	A	\$0.6199	1,611,398	D	
Common Stock	12/12/2022		P		1,094 <sup>(1)</sup>	A	\$0.6289	1,612,492	D	
Common Stock	12/12/2022		P		205 <sup>(1)</sup>	A	\$0.629	1,612,697	D	
Common Stock	12/12/2022		P		35 <sup>(1)</sup>	A	\$0.6291	1,612,732	D	
Common Stock	12/12/2022		P		1,408 <sup>(1)</sup>	A	\$0.6299	1,614,140	D	
Common Stock	12/12/2022		P		316 <sup>(1)</sup>	A	\$0.63	1,614,456	D	
Common Stock	12/12/2022		P		900 <sup>(1)</sup>	A	\$0.6346	1,615,356	D	
Common Stock	12/12/2022		P		900 <sup>(1)</sup>	A	\$0.6347	1,616,256	D	
Common Stock	12/12/2022		P		101 <sup>(1)</sup>	A	\$0.6348	1,616,357	D	
Common Stock	12/12/2022		P		99 <sup>(1)</sup>	A	\$0.6349	1,616,456	D	
Common Stock	12/12/2022		P		342 <sup>(1)</sup>	A	\$0.6398	1,616,798	D	
Common Stock	12/12/2022		P		14,987 <sup>(1)</sup>	A	\$0.64	1,631,785	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					

**Explanation of Responses:**

1. Shares acquired in accordance with filer's Rule 10b5-1 Plan

/s/ Matthew T. Sands, Atty-in-fact 12/13/2022

\*\* 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.