

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

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>Schwartz Carl I.</u> (Last) (First) (Middle) 3750 LAS VEGAS BLVD. SOUTH APT. 4303 (Street) LAS VEGAS NV 89158 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Predictive Oncology Inc. [POAI]</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) <u>Chief Executive Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/04/2020</u>	
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								1,611,981	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					
Stock Options (Right to buy)	\$7.48	09/04/2020		D ⁽¹⁾			20,000	(4)	04/04/2029	Common Stock	20,000	\$0	0	D ⁽³⁾
Stock Options (Right to buy)	\$1.54	09/04/2020		A ⁽¹⁾		20,000		(4)	04/04/2029	Common Stock	20,000	\$0	20,000	D ⁽³⁾
Stock Options (Right to buy)	\$7.9	09/04/2020		D ⁽¹⁾			4,219	(2)	07/01/2029	Common Stock	4,219	\$0	0	D ⁽³⁾
Stock Options (Right to buy)	\$1.54	09/04/2020		A ⁽¹⁾		4,219		(2)	07/01/2029	Common Stock	4,219	\$0	4,219	D ⁽³⁾
Stock Options (Right to buy)	\$6.5	09/04/2020		D ⁽¹⁾			5,128	(2)	08/01/2029	Common Stock	5,128	\$0	0	D ⁽³⁾
Stock Options (Right to buy)	\$1.54	09/04/2020		A ⁽¹⁾		5,128		(2)	08/01/2029	Common Stock	5,128	\$0	5,128	D ⁽³⁾
Stock Options (Right to buy)	\$5.51	09/04/2020		D ⁽¹⁾			6,050	(2)	09/01/2029	Common Stock	6,050	\$0	0	D ⁽³⁾
Stock Options (Right to buy)	\$1.54	09/04/2020		A ⁽¹⁾		6,050		(2)	09/01/2029	Common Stock	6,050	\$0	6,050	D ⁽³⁾

Explanation of Responses:

- All transactions reported on this form involve the repricing of stock options with an exercise price greater than \$1.54 to an exercise price of \$1.54, as approved by shareholders at the 2020 annual meeting, with certification of the shareholder vote as of September 4, 2020.
- Currently exercisable.
- Held by the Carl I. Schwartz Revocable Living Trust
- 15,000 shares are currently vested; 2,500 shares vest on each of 10/4/2020 and 1/4/2021.

/s/ Carl I. Schwartz, DDS 09/09/2020

** 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.