

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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).

(Print or Type Responses)

1. Name and Address of Reporting Person* Carney Domonic J.		2. Issuer Name and Ticker or Trading Symbol ShiftPixy, Inc. [PIXY]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ Chief Financial Officer	
(Last) (First) (Middle) C/O SHIFTPIXY, INC., 501 BRICKELL KEY DRIVE, SUITE 300		3. Date of Earliest Transaction (Month/Day/Year) 03/31/2021			
(Street) MIAMI, FL 33131		4. If Amendment, Date 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	
(City) (State) (Zip)		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			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Statutory Stock Option (right to buy)	\$ 5.4	03/31/2021 ⁽¹⁾		A		11,459	⁽²⁾	07/01/2030	Common Stock	11,459	\$ 0	11,459	D	
Incentive Stock Option (right to buy)	\$ 5.4	03/31/2021 ⁽¹⁾		A		50,000	⁽²⁾	07/01/2030	Common Stock	50,000	\$ 0	61,459	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Carney Domonic J. C/O SHIFTPIXY, INC. 501 BRICKELL KEY DRIVE, SUITE 300 MIAMI, FL 33131			Chief Financial Officer	

Signatures

/s/ Domonic J. Carney	04/02/2021
<small>**Signature of Reporting Person</small>	<small>Date</small>

Explanation of Responses:

* 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).

(1) The option grant was approved by the board of directors of ShiftPixy, Inc. (the "Company") on July 1, 2020, subject to shareholder approval of an amendment to the ShiftPixy, Inc. 2017 Stock Option/Stock Issuance Plan (the "Plan"). The Company's shareholders approved the amendment to the Plan on March 31, 2021.

The holder's options shall become exercisable as follows: (i) 25% of the options shall become exercisable upon the holder's completion of one year of service following July 1, 2020, and (2) (ii) the balance of the options shall become exercisable in a series of twelve successive equal quarterly installments upon the holder's completion of each additional quarter of service following July 1, 2021.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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