

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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>BROWN ROBERT G/</u>  (Last) (First) (Middle) <u>C/O WUERSCH &amp; GERING</u> <u>100 WALL STREET, 10TH FL</u>  (Street) <u>NEW YORK NY 10005</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>SPAR Group, Inc. [ SGRP ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/01/2024</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year) <u>07/31/2024</u>	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
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

**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, \$.01 par value	04/01/2024		S		0 <sup>(1)</sup>	D	\$0	3,187,992 <sup>(2)(3)</sup>	D	
Common Stock, \$.01 par value	07/10/2024		S		46,039	D	\$2.2	3,141,953 <sup>(2)(3)(4)</sup>	D	
Common Stock, \$.01 par value	07/18/2024		S		900	D	\$2.11	3,141,053 <sup>(2)(3)(4)</sup>	D	
Common Stock, \$.01 par value	07/18/2024		S		2,641	D	\$2.12	3,138,412 <sup>(2)(3)(4)</sup>	D	
Common Stock, \$.01 par value	07/18/2024		S		150	D	\$2.13	3,138,262 <sup>(2)(3)(4)</sup>	D	
Common Stock, \$.01 par value	07/22/2024		S		270	D	\$2.05	3,137,992 <sup>(2)(3)(4)</sup>	D	
Common Stock, \$.01 par value								3,000,000	I	By Innovative Global Technologies LLC. <sup>(5)</sup>
Common Stock, \$.01 par value								1,065,538	I	By SPAR Business Services, Inc. <sup>(6)</sup>

**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)
					(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

- Amended and Restated for (a) 50,000 shares reported on Form 4 filed April 3, 2024 and reported sold in July 2024; and (b) reduction of 70 shares previously allocated by a pension account that only provides estimates.
- Includes 115,905 shares owned by Jean Brown, the wife of Robert G. Brown, as to which Robert G. Brown disclaims any beneficial ownership.
- Includes shares beneficially owned in any defined benefit plan paying Robert G. Brown a pension.
- Total shares owned accounting for transactions listed in Form 4s filed May 28, 2024 and June 10, 2024; Amended and restated for 70 shares reduction.
- Robert G. Brown is a Manager of Innovative Global Technologies LLC.
- Robert G. Brown is the controlling officer/director and a significant stockholder of SPAR Business Services, Inc.

Robert G. Brown 08/12/2024

\*\* 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.

