

INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person* Adams Mark (Last) (First) (Middle) 900 E. OLD SETTLERS BOULEVARD, SUITE 100 (Street) ROUND ROCK, TX 78664 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 05/28/2020	3. Issuer Name and Ticker or Trading Symbol AYRO, Inc. [AYRO]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
		5. 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			

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	1,368,132 (1)	D	

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

SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Warrants to Purchase Common Stock	(2)	12/09/2024	Common Stock	49,328 (1)	\$ 7.35	D	
Stock Option (Right to Buy)	(3)	09/28/2027	Common Stock	20,450 (1)	\$ 2.45	D	
Stock Option (Right to Buy)	(3)	09/01/2028	Common Stock	20,450 (1)	\$ 2.45	D	
Stock Option (Right to Buy)	(3)	02/15/2029	Common Stock	20,450 (1)	\$ 2.45	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Adams Mark 900 E. OLD SETTLERS BOULEVARD, SUITE 100 ROUND ROCK, TX 78664	X	X		

Signatures

/s/ Mark Adams	06/08/2020
<small>**Signature of Reporting Person</small>	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

- On May 28, 2020, the Issuer effected a 1-for-10 reverse stock split of its common stock (the "Reverse Stock Split") in connection with the the merger of a private company formerly known as "AYRO, Inc." with and into a wholly owned subsidiary of the Issuer, and immediately thereafter effected a 1-for-1 stock dividend (the "Stock Dividend"). The amount of securities reported on this Form 3 have been adjusted to reflect the Reverse Stock Split and Stock Dividend on a post-split and post-stock dividend basis.
- (1)
 - (2) Immediately exercisable.
 - (3) These options are fully vested and exercisable.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.