

Member FINRA/SIPC

Toll-Free: 866-928-0928 ♦ www.DawsonJames.com ♦ 101 North Federal Highway - Suite 600 ♦ Boca Raton, FL 33432

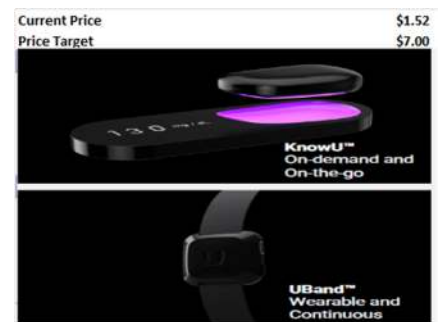
Know Labs (OTCX-BB: KNWN) - Buy

May 24, 2022

Key Hires Tell the Story – An Eye to Commercialization

Know Labs announces two key hires: A Chief Financial Officer and Chief Product Officer. Steven Kent joins the company as Chief Product Officer and Peter Conley as Chief Financial Officer and SVP, Intellectual Property. Please see the video clip which explains how Know Labs device works: <https://www.youtube.com/watch?v=me3tO67Q8Z4> Know Labs is driving what could be a significant paradigm shift in how we measure everything from glucose levels to alcohol to O² levels in the blood, instantly and with a high degree of accuracy. All via a Bluetooth wearable device like a watch. This technology has the potential to change “everything”.

Jason Kolbert
Managing Director and Senior Analyst
jkolbert@dawsonjames.com



Source: Know Labs

Stock Data			
52-Week Range	\$1.22	-	\$4.24
Shares Outstanding (mil.)	43.8		
Market Capitalization (mil.)	\$67		
Enterprise Value (mil.)	\$56		
Debt to Capital	0%		
Book Value/Share	NA		
Price/Book	-		
Average Three Months Trading Volume (K)	NA		
Insider Ownership	35.7%		
Institutional Ownership	0.1%		
Short interest (mil.)	-		
Dividend / Yield	\$0.00/0.0%		



A Paradigm Shift in How We Measure – Radio Frequency Coupled with Artificial Intelligence (AI). The technology utilizes electromagnetic energy across a wide range of the spectrum from visible light and infrared to radio and microwave wavelengths to perform analytics (AI processing) which accurately identifies and quantitates its target. The first selected indication is set targeting the glucose levels (HbA1c) in type II diabetic patients.

What is the Opportunity? With a competitive product and just a tiny piece of the market, the company can succeed. In just Type II diabetes in the U.S. alone, the CDC estimates there are 37M target patients. The numbers are even more significant in Europe.

Does it Work? The company has run hundreds of internal proof of concept studies and recently completed *In Vitro* validation at a world-renowned academic medical center. An *In Vivo* Study of Bio-RFID glucose monitoring is expected to begin soon.

What’s the Timeline & Pathway to the Marketplace? The company will be busy over the next two years as they complete product refinements and finalize the KnowU production units. Management is preparing to initiate a clinical program based on input from regulators. A pre-submission meeting with the FDA is the next step. Multiple variables predict the timeline. Management intends to use the De Novo pathway. This pathway does not rely on comparisons to a predicate device where equivalence must be shown. As the technology behind the KnowU band is novel, it may provide an accelerated path to market.

Valuation: We project our model out to 2030. We apply a conservative 30% success probability to our projected revenues in our product model, which is in addition to our 30% risk rate applied in our Free Cash Flow to the Firm (FCFF), discounted EPS (dEPS), and Sum-of-the-Parts (SOP) models, which are then equal-weighted and averaged and rounded to the nearest whole number to derive our 12-month projected price target of \$7.0.

Risks to our thesis include: 1. Regulatory Approvals 2. Clinical Science 3. Dependence on OEM suppliers 4. Development of the target markets 5. Intellectual Capital 6. Dilution

Exhibit 1. Model Assumptions

1. Our model is a simplified prevalence model where we assume a timeline, market share, and a price in the Type II diabetes markets in the U.S. and Europe.
2. We assume annual pricing of just \$1,000, which we note is well below competing devices now in use in the marketplace.
3. The market size is quite large; as such, almost any market share translates into commercial success.
4. We apply just a 30% probability of success. We believe this is conservative as the device has already demonstrated proof of concept and equivalence to other products in the marketplace. As we see clinical progress, we anticipate raising this probability which then has the effect of driving a higher suggested valuation.

Exhibit 2. Product Model

U.S. Type II Diabete Market	2022	2023	2024	2025	2026	2027	2028	2029	2030	2031	2032
US Market Prevalance	48,000,000	50,400,000	52,920,000	55,566,000	58,344,300	61,261,515	64,324,591	67,540,820	70,917,861	74,463,754	78,186,942
Assume 10% - Proactive & Insured	4,800,000	5,040,000	5,292,000	5,556,600	5,834,430	6,126,152	6,432,459	6,754,082	7,091,786	7,446,375	7,818,694
Market Share	0%	0%	1%	2%	3%	6%	8%	10%	12%	14%	15%
Annual Fee	-	-	52,920	111,132	175,033	367,569	514,597	675,408	851,014	1,042,493	1,172,804
Annual Fees - Price	-	-	\$1,000	\$1,020	\$1,040	\$1,061	\$1,082	\$1,104	\$1,126	\$1,149	\$1,172
Revenues (M)	-	-	\$53	\$113	\$182	\$390	\$557	\$746	\$958	\$1,197	\$1,374
Probability of Success	-	-	30%	30%	30%	30%	30%	30%	30%	30%	30%
Annual Revenues - Millions	-	-	\$16	\$34	\$55	\$117	\$167	\$224	\$288	\$359	\$412

ROW Type II Diabete Market	2022	2023	2024	2025	2026	2027	2028	2029	2030	2031	2032
US Market Prevalance	59,000,000	61,950,000	65,047,500	68,299,875	71,714,869	75,300,612	79,065,643	83,018,925	87,169,871	91,528,365	96,104,783
Assume 10% - Proactive & Insured	5,900,000	6,195,000	6,504,750	6,829,988	7,171,487	7,530,061	7,906,564	8,301,892	8,716,987	9,152,836	9,610,478
Market Share	0%	0%	-	-	1%	3%	5%	7%	9%	10%	11%
Annual Fee	-	-	-	-	71,715	225,902	395,328	581,132	784,529	915,284	1,057,153
Annual Fees - Price	-	-	\$1,000	\$1,020	\$1,040	\$1,061	\$1,082	\$1,104	\$1,126	\$1,149	\$1,172
Revenues (M)	-	-	\$0	\$0	\$75	\$240	\$428	\$642	\$884	\$1,051	\$1,239
Probability of Success	-	-	30%	30%	30%	30%	30%	30%	30%	30%	30%
Annual Revenues - Millions	-	-	\$0	\$0	\$22	\$72	\$128	\$192	\$265	\$315	\$372

Source: Dawson James

Valuation: Our valuation for Know Labs is based on our assumptions. The most critical of which is the timeline. We assume the company can leverage the De Novo pathway and, with one modestly powered trial, submit the device for approval. In our therapeutic model, we apply a 30% probability of success factor. This could prove conservative. The subsequent revenues are then fed into our income statement. To the income statement metrics, we then model a target valuation. We assume the company does raise additional capital, and as such, our valuation math is based on the 2030 fully diluted share count. We apply a 30% risk rate in these models, which is in addition to the probability of success factor in the therapeutic model. The risk rate is then set to 30% in our free cash flow to the Firm (FCFF), discounted EPS (dEPS), and Sum-of-the-Parts (SOP). We select 30% for micro-capitalized growth companies, and this represents our highest risk rate. The result of these three models is then equal-weighted and averaged and rounded to the nearest whole number to provide a 12-month target price.

Exhibit 3. Free Cash Flow Model

Average \$	7
Price Target \$	6
Year	2023

DCF Valuation Using FCF (mln):

units ('000 - Cnd\$)	2021E	2022E	2023E	2024E	2025E	2026E	2027E	2028E	2029E	2030E
EBIT	(25,360)	(7,779)	(8,100)	(13,202)	68,224	168,666	254,964	362,542	620,753	727,522
Tax Rate	0%	0%	0%	0%	0%	0%	10%	15%	20%	25%
EBIT(1-t)	(25,360)	(7,779)	(8,100)	(13,202)	68,224	168,666	229,468	308,161	496,602	545,641
CapEx	(300)	-	-	-	-	-	-	-	-	-
Depreciation	203	-	-	-	-	-	-	-	-	-
Change in NWC	-	-	-	-	-	-	-	-	-	-
FCF	(25,457)	(7,779)	(8,100)	(13,202)	68,224	168,666	229,468	308,161	496,602	545,641
PV of FCF	(33,094)	(7,779)	(6,231)	(7,812)	31,053	59,055	61,802	63,844	79,142	86,957
Discount Rate	30%									
Long Term Growth Rate	1%									
Terminal Cash Flow	1,900,336.90									
Terminal Value YE2030	302,850									
NPV	670,659									
NPV-Debt	9191									
Shares out (thousands)	108,668	2030E								
NPV Per Share	\$	6								

Source: Dawson James estimates

Exhibit 4. Discounted EPS Model

Current Year	2023
Year of EPS	2030
Earnings Multiple	10
Discount Factor	30%
Selected Year EPS	\$ 5.02
NPV	\$ 8

		Discount Rate and Earnings Multiple Varies, Year is Constant					
		2030 EPS					
Earnings Multiple		5%	10%	15%	20%	25%	30%
		2	\$7.14	\$5.15	\$3.78	\$2.80	\$2.11
5	\$17.84	\$12.88	\$9.44	\$7.01	\$5.26	\$ 4.00	
10	\$35.68	\$25.77	\$18.88	\$14.01	\$10.53	\$ 8.00	
15	\$53.52	\$38.65	\$28.31	\$21.02	\$15.79	\$ 12.00	
20	\$71.37	\$51.53	\$37.75	\$28.02	\$21.06	\$ 16.00	
25	\$89.21	\$64.41	\$47.19	\$35.03	\$26.32	\$ 20.00	
30	\$107.05	\$77.30	\$56.63	\$42.04	\$31.59	\$ 24.00	
35	\$124.89	\$90.18	\$66.06	\$49.04	\$36.85	\$ 28.01	

Source: Dawson James estimates

Exhibit 5. Sum-of-the-Parts Model

Sum of the Parts	LT Gr	Discount Rate	Yrs. to Mkt	% Success	Peak Sales MM's	Term Val
Type 2	1%	30%	2	70%	\$1,374	\$4,738
NPV						\$7.22
Other	1%	30%	4	70%	\$250	\$862
NPV						\$0.78
Net Margin						40%
MM Shrs OS						109
Total						\$8

Source: Dawson James estimates

Risks Analysis include: (1) Regulatory Approvals; (2) Clinical Science (3) Dependence on OEM suppliers; (4) Product Development (5) Intellectual Capital & IP (6) Competitive Landscape (7) Dilution and or Financing Risks.

Regulatory risk. Know Labs must be able to obtain the approval of the FDA before commercial sales of the product candidates commence in the United States. The timing of these approvals is uncertain.

Clinical Science risk. The trials may take longer than expected and the design may face challenges. The company plans to pursue the De Novo pathway but there can be no guarantees that this will be viable versus another pathway such as the FDA's 510-K.

Dependence on OEM suppliers. The company must rely on others to manufacture its devices.

Product Development risk: The company is still in early stages of finalizing its products and software.

Intellectual Capital & IP. The company is still small with a select group of internal people able to understand and develop the technology. The company's ability to expand may be dependent on its ability to retain existing and recruit new people to join the organization. The company has a defined patent estate but there can be no guarantees that the company patents are valid and or may be challenged.

Competitive landscape. The medical device market is intensely competitive. Know Labs must compete with existing and new treatment methods, as well as new technologies for its disease targets. In addition, the company faces intense competition, including well capitalized devices companies and other emerging technology companies, most of which are well financed.

Dilution and or Financing risk. Know Labs is not a profitable company. While the company has a cash balance today, it is likely that it might need to raise additional capital prior to commercialization. The company's ability to do so could be critical to keeping the current programs moving forward and providing a value creation event in the future.

Exhibit 6. Income Statement

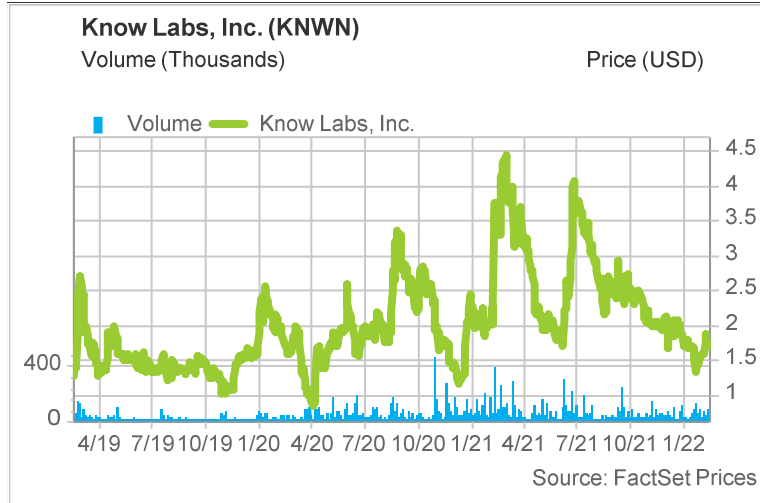
KNWN, Inc. Income Statement (\$000)																		
YE Sept. 31	2021A	1Q22E	2Q22E	3Q22E	4Q22E	2022E	1Q23E	2Q23E	3Q23E	4Q23E	2023E	2024E	2025E	2026E	2027E	2028E	2029E	2030E
Revenue (\$000)																		
US Type 2 Diabetes		-	-	-	-	-	-	-	-	-	-	-	54,631	117,020	167,105	223,712	359,249	412,238
ROW Type 2 Diabetes													300	300	300	300	300	300
Other Platform Services															25,000	50,000	75,000	100,000
Total Revenues		-	-	-	-	-	-	-	-	-	-	-	109,563	234,340	334,510	447,723	718,798	824,776
Expenses																		
COGS		-	-	-	-	-	-	-	-	-	-	-	15,339	23,434	26,761	31,341	43,128	41,239
% COGS													14%	10%	8%	7%	6%	5%
Gross Profit		-	-	-	-	-	-	-	-	-	-	-	94,224	210,906	307,749	416,383	675,670	783,537
Research & Development	3,970	667	695	695	723	2,779	720	750	750	780	3,000	6,000	12,000	12,240	12,485	12,734	12,989	13,249
General & Administrative	6,476	1,200	1,250	1,250	1,300	5,000	1,224	1,275	1,275	1,328	5,100	5,202	10,000	15,000	15,300	15,606	15,918	16,236
Marketing & Business Development												2,000	4,000	15,000	25,000	25,500	26,010	26,530
Total expenses	10,446	1,867	1,945	1,945	2,023	7,779	1,944	2,025	2,025	2,106	8,100	13,202	26,000	42,240	52,785	53,840	54,917	56,016
Operating Profit	(10,446)	(1,867)	(1,945)	(1,945)	(2,023)	(7,779)	(1,944)	(2,025)	(2,025)	(2,106)	(8,100)	(13,202)	68,224	168,666	254,964	362,542	620,753	727,522
Oper Margin																		
Interest Income (expense)	(14,914)																	
Other Income																		
Pre-tax income	(25,360)	(1,867)	(1,945)	(1,945)	(2,023)	(7,779)	(1,944)	(2,025)	(2,025)	(2,106)	(8,100)	(13,202)	68,224	168,666	254,964	362,542	620,753	727,522
Pretax Margin																		
Income Tax (Benefit)															25,496	54,381	124,151	181,880
Tax Rate		0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	10%	15%	20%	25%
GAAP Net Income	(25,360)	(1,867)	(1,945)	(1,945)	(2,023)	(7,779)	(1,944)	(2,025)	(2,025)	(2,106)	(8,100)	(13,202)	68,224	168,666	229,468	308,161	496,602	545,641
GAAP-EPS	(0.86)	(0.02)	(0.02)	(0.02)	(0.02)	(0.08)	(0.02)	(0.02)	(0.02)	(0.02)	(0.08)	(0.13)	0.65	1.60	2.16	2.88	4.60	5.02
Non GAAP EPS (dil)	(0.86)	(0.02)	(0.02)	(0.02)	(0.02)	(0.08)	(0.02)	(0.02)	(0.02)	(0.02)	(0.08)	(0.13)	0.65	1.60	2.16	2.88	4.60	5.02
Wgtd Avg Shrs (Bas) - '000s	29,371	40,000	40,080	60,160	60,280	50,130	60,401	70,522	70,663	70,804	68,097	71,159	71,730	72,305	72,886	73,471	74,060	74,654
Wgtd Avg Shrs (Dil) - '000s	29,371	93,000	93,186	113,372	113,599	103,289	93,186	103,372	103,579	103,786	100,981	104,202	104,933	105,670	106,411	107,158	107,910	108,668

Source: Dawson James estimates, company reports

Companies mentioned in this report:

Important Disclosures:

Price Chart:



Price target and rating changes over the past three years:

Initiated – Buy – February 8, 2022 – Price Target \$7.0
 Update Report – Buy – February 15, 2022 – Price Target \$7.0
 Update Report – Buy – May 24, 2022 – Price Target \$7.0

Dawson James Securities, Inc. (the "Firm") is a member of the Financial Industry Regulatory Authority ("FINRA") and the Securities Investor Protection Corporation ("SIPC").

The Firm does not make a market in the securities of the subject company(s). The Firm has not engaged in investment banking relationships with the subject company in the prior twelve months as a manager or co-manager of a public offering and has not received compensation resulting from those relationships. The Firm may seek compensation for investment banking services in the future from the subject company(s). The Firm has not received any other compensation from the subject company(s) in the last 12 months for services unrelated to managing or co-managing of a public offering.

Neither the research analyst(s) whose name appears on this report nor any member of his (their) household is an officer, director, or advisory board member of these companies. The Firm and/or its directors and employees may own securities of the company(s) in this report and may increase or decrease holdings in the future. As of May 16, 2022, the Firm as a whole did not beneficially own 1% or more of any class of common equity securities of the subject company(s) of this report. The Firm, its officers, directors, analysts, or employees may affect transactions in and have long or short positions in the securities (or options or warrants related to those securities) of the company(s) subject to this report. The Firm may affect transactions as principal or agent in those securities.

Analysts receive no direct compensation in connection with the Firm's investment banking business. All Firm employees, including the analyst(s) responsible for preparing this report, may be eligible to receive non-product or service-specific monetary bonus compensation that is based upon various factors, including total revenues of the Firm and its affiliates as well as a portion of the proceeds from a broad pool of investment vehicles consisting of components of the compensation generated by investment banking activities, including but not limited to shares of stock and/or warrants, which may or may not include the securities referenced in this report.

Although the statements in this report have been obtained from and are based upon recognized statistical services, issuer reports or communications, or other sources that the Firm believes to be reliable, we cannot guarantee their accuracy. All opinions and estimates included in this report constitute the analyst's judgment as of the date of this report and are subject to change without notice.

Information about valuation methods and risks can be found in the "Valuation" and "Risk Analysis" sections of this report.

The securities of the company discussed in this report may be unsuitable for investors depending on their specific investment objectives and financial position. This report is offered for informational purposes only and does not constitute an offer or solicitation to buy or sell any securities discussed herein in any jurisdiction where such would be prohibited. Additional information is available upon request.

Ratings Definitions:

- 1) **Buy:** The analyst believes the price of the stock will appreciate and produce a total return of at least 20% over the next 12-18 months.
- 2) **Neutral:** The analyst believes the price of the stock is fairly valued for the next 12-18 months.
- 3) **Sell:** The analyst believes the price of the stock will decline by at least 20% over the next 12-18 months and should be sold.

The following chart reflects the range of current research report ratings for all companies, followed by the analysts of the Firm. The chart also reflects the research report ratings relating to those companies for which the Firm has performed investment banking services.

Current as of 16-May-22

	Company Coverage		Investment Banking	
Ratings Distribution	# of Companies	% of Total	# of Companies	% of Totals
Market Outperform (Buy)	31	72%	4	13%
Market Perform (Neutral)	12	28%	0	0%
Market Underperform (Sell)	0	0%	0	0%
Total	43	100%	4	9%

Analyst Certification:

The analyst(s) whose name appears on this research report certifies that 1) all of the views expressed in this report accurately reflect his (their) personal views about any and all of the subject securities or issuers discussed; and 2) no part of the research analyst's compensation was, is, or will be directly or indirectly related to the specific recommendations or views expressed by the research analyst in this research report; and 3) all Dawson James employees, including the analyst(s) responsible for preparing this research report, may be eligible to receive non-product or service-specific monetary bonus compensation that is based upon various factors, including total revenues of Dawson James and its affiliates as well as a portion of the proceeds from a broad pool of investment vehicles consisting of components of the compensation generated by investment banking activities, including but not limited to shares of stock and/or warrants, which may or may not include the securities referenced in this report.