FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

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)

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

LABASA		(Middle)				2. Issuer Name and Ticker or Trading Symbol Coda Octopus Group, Inc. [CODA]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
SAS, CA	(Street)	Ezralow Bryan (Last) (First) (Middle) 23622 CALABASAS ROAD, SUITE 200			3. Date of Earliest Transaction (Month/Day/Year) 10/31/2018						Director	or (give title belo		_ 10% Owner Other (specif	/ below)	_
(Street) CALABASAS, CA 91302			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person X_Form filed by More than One Reporting Person								
)	(State)	(Zip)		Ta	ble I -	Non-	Deri	vative S	ecurities	Acqu	ired, Disp	osed of, or l	Beneficiall	y Owned		
(Instr. 3) Date			Execution any	ution Date, if Code (Instr. 8)			(A) or Disposed of (D) (Instr. 3, 4 and 5)			Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)			Form: Direct (D) or Indirect (I)	Beneficia Ownershi	ct al nip	
Stock		10/31/2018									1,012,56	9		I	By Brya Ezralow 1994 Trust dated Decemb 22, 1994	v ber
Stock											177,041			I	By EZ MM&B Holding LLC (3)	gs,
Report on a	separate line f	or each class of secu	irities bene	eficially	owned	l direc	tly o	r								
						•	cont	ained ii	this fo	rm a	re not req	uired to re	spond ur	less		(9- 02)
						•		•			•	I				
	Date	n 3A. Deemed Execution Da Year) any	4. Tra Coo Year) (Ins	nsaction de str. 8)	5. Nu of Deriv Secur Acqu (A) o Dispo of (D (Instr 4, and	vative rities ired rosed) : 3, d 5)	6. D and (Mo	ate Exer Expirationth/Day/	cisable on Date Year) Expiratio	7. TAM Under Section (Installation 4)	Amount or Number of	Derivative Security (Instr. 5)	Derivative Securities Beneficial Owned Following Reported Transactio	Owne Form Deriva Securi Direct or Ind n(s) (I)	of Income of Income of Income of Benericative (Instruction (D) Income of Inc	eficial ership
	Stock Stock Stock 2. Conversion or Exercise Price of Derivative	Stock Stock Stock Report on a separate line f Conversion or Exercise Price of Derivative	Stock 2. Transaction Date (Month/Day/Year) Stock 10/31/2018 Stock Table II - I (a 2. Conversion Or Exercise Price of Derivative (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3A. Deemed Execution Date any (Month/Day/	Stock 2. Transaction Date (Month/Day/Year) 2A. Deen Execution any (Month/E)	Stock 2. Transaction Date (Month/Day/Year) 2. Transaction Date, if any (Month/Day/Year) 2. Table II - Derivative Securities beneficially 3. Transaction Date (Month/Day/Year) 4. Transaction Code (Instr. 8) 4. Transaction Date (Month/Day/Year) 4. Transaction Date (Month/Day/Yea	Stock 2. Transaction Date (Month/Day/Year) 2. Deemed Execution Date, if Code (P.g., puts, calls, warrant on Date (P.g., puts, calls, warrant on Date (Month/Day/Year) 3. Transaction Date (P.g., puts, calls, warrant on Date (Month/Day/Year) 3. Transaction Date (P.g., puts, calls, warrant on Date (Month/Day/Year) 3. Transaction Date (P.g., puts, calls, warrant on Date (Month/Day/Year) 4. S. Nu Transaction Date (Month/Day/Year) 5. Nu Code (Month/Day/Year) 6. Nu Code (M	Stock 2. Transaction Date (Month/Day/Year) Stock 10/31/2018 Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, opt Date (Month/Day/Year) 2. Table II - Derivative Securities Acquired (Month/Day/Year) 3. Transaction Code (Instr. 8) Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, opt Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Securities Deneficially owned direct (e.g., puts, calls, warrants, opt Derivative Securities (Instr. 8) (Month/Day/Year) 3. Transaction Code (Instr. 8) 5. Number of Derivative Securities Acquired (A) or Disposed of (ID) (Instr. 3, 4, and 5)	Stock 2A. Deemed Execution Date, if (Month/Day/Year) Code (Instr. 8)	Stock 2. Transaction Date (Month/Day/Year) 2. A. Deemed Execution Date, if (Month/Day/Year) 2. Transaction 3. Transaction (A) or E (Instr. 8) Code (Instr. 8) Cod	Stock 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction (Month/Day/Year) 2. Transaction (Month/Day/Year) 3. Transaction (Code (Instr. 8) (D) (Instr. 3, 4 and 5)	Stock 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Transaction (Code (Instr. 8) (D) (Instr. 3, 4 and 5)	ecurity 2. Transaction Date (Month/Day/Year) 2. A. Deemed Bereficial Secution Date, (Month/Day/Year) 2. A. Deemed Bereficial Secution Date, if (Month/Day/Year) 2. A. Deemed (Instr. 8) 3. Transaction (Instr. 8) 4. Amount (D) 4. Securities Acquired (Instr. 8) 4. Amount (D) 4. Securities Acquired (Instr. 8) 4. Transaction (E.g., puts, calls, warrants, options, convertible securities) 5. Number (E.g., puts, calls, warrants, options, convertible securities) 5. Number (Code (Instr. 3), 4 and 5) 5. Number (Month/Day/Year) 6. Date Exercisable of Execution Date (Month/Day/Year) 6. Date Exercisable (Instr. 8) 6. Date Exercisable (Instr. 8) 7. Title and Amount or Date (Instr. 8) 6. Date Exercisable (Instr. 8) 7. Title and Amount or Date (Instr. 8) 7. Title and Amount or Date (Instr. 8) 7. Title and Amount or Date (Instr. 8) 7. Title and Amount or Disposed of (Instr. 8) 7. Title and Amount or Date (Instr. 8) 7. Title and Amount or Date (Instr. 8) 7. Title and Amount or Disposed of (Instr. 8) 7. Title and Amount or Date (Instr. 8) 7. Title and Am	Stock 2. Transaction Date (Month/Day/Year) 2. Deemed Execution Date, if (Month/Day/Year) 2. Deemed Execution Date, if (Month/Day/Year) 2. Deemed Execution Date, if (Instr. 8) 2. Deemed Ex	Stock 2. Transaction Date (Month/Day/Year) 2. A Deemed Execution Date, if Code (Instr. 8) 2. A Deemed Execution Date, if Code (Instr. 3) 4. Securities Acquired (A) or Disposed of (Instr. 3) 4. A Deemed (Instr. 3) 4. A Deemed Execution Date (Instr. 4) 4. A Deemed Executio	Stock 10/31/2018 2A. Deemed Execution Date, if (Month/Day/Year) A. Deemed Execution Date, if (Instr. 3) A. Deemed Execution Date, if (Month/Day/Year) A. Deemed Execution Date, if (Instr. 4) A. Deamed Execution (Instr. 4) A. Demout of (Instr. 4) A.	2. Transaction Date Chook Transaction Chook Transactio

Reporting Owners

Parada Omas Nasa (Allana	Relationships				
Reporting Owner Name / Address	Director	10% Owner	Officer	Other	
Ezralow Bryan 23622 CALABASAS ROAD, SUITE 200 CALABASAS, CA 91302		X			
Bryan Ezralow 1994 Trust dated December 22, 1994 23622 CALABASAS ROAD, SUITE 200 CALABASAS, CA 91302		X			

Signatures

/s/ Bryan Ezralow —Signature of Reporting Person	11/20/2018	
/s/ Bryan Ezralow, Trustee of Bryan Ezralow 1994 Trust dated December 22, 1994	11/20/2018	
**Signature of Reporting Person	Date	

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) Pro rata distribution from a limited liability company of which the reporting person is a non-managing member.
- (2) These shares are owned directly by the Bryan Ezralow 1994 Trust dated December 22, 1994, a ten percent beneficial owner of the Issuer, and indirectly by Bryan Ezralow as trustee of such Trust. Bryan Ezralow is a ten percent beneficial owner of the Issuer.
- (3) The reporting person disclaims beneficial ownership of these shares except to the extent of the reporting person's pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

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.