

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>DEWAN DEREK E</u>  (Last) (First) (Middle) <u>7751 BELFORT PARKWAY</u> <u>SUITE 150</u>  (Street) <u>JACKSONVILLE FL</u> <u>32256</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>GEE Group Inc. [ JOB ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner  X Officer (give title below) Other (specify below)  <u>CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/02/2025</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting Person

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, no par value	12/02/2025		F		210,443 <sup>(1)</sup>	D	\$0.19 <sup>(2)</sup>	2,684,623 <sup>(3)</sup>	D	
Common Stock, no par value	01/07/2026		F		55,165 <sup>(4)</sup>	D	\$0.2 <sup>(5)</sup>	2,629,458 <sup>(3)</sup>	D	

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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

## Explanation of Responses:

- Represents the forfeiture of performance-based shares of restricted common stock awarded to the reporting person on December 2, 2022 that were subject to the achievement of performance based measures.
- The closing price of the Company's common stock as reported on the NYSE American on December 2, 2025.
- Includes 71,944 shares of restricted stock granted on December 1, 2023 that vest on the third anniversary of their date of grant (December 1, 2026). In addition, included are 71,944 shares of restricted stock Mr. Dewan is eligible to earn in the future under the Company's Annual Incentive Compensation Program, but for which the final amounts granted will be subject to the achievement of future performance based measures.
- Represents shares of restricted common stock withheld by the issuer to satisfy the reporting person's tax withholding obligation in connection with the vesting of 238,353 shares of restricted common stock previously granted to the reporting person that vested on December 2, 2025.
- The closing price of the Company's common stock as reported on the NYSE American on January 7, 2026.

## Remarks:

/s/ Derek E. Dewan

01/09/2026

\*\* 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.