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).

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

| Name and Address of Reporting Person* Davies Allison | | | | | <u>GE</u> | 2. Issuer Name and Ticker or Trading Symbol GENERATION INCOME PROPERTIES, INC. [GIPR] | | | | | | | | . (Check | Relationship of Reporting Person(s) to Iss (Check all applicable) Director | | | | | |
|----------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------|--------------------------------------------|------------------------------------------------------|-----------------------------------------------------------------------------------------------|-----------|-----------------------------------------------------------------------------------------|---------|----------------------------------------------------------------------------------------------------------|------------------|----------------------------------------------------------|---------------------------------------------------|------------------------------------|--------|-----------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|-----------------------------------------------|--------------------------------------------------------------------------|--------------------------------------------------------------------|--|
| (Last) (First) (Middle) 401 EAST JACKSON STREET, SUITE 3300 | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 03/01/2023 | | | | | | | | X | below) | | Treas | Other (specify below) Freasurer | | |
| (Street) TAMPA (City) | FL (State) | 33 (Zij | 602 | | 4. If A | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Indiv | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| | | Та | ble I - Noi | n-Der | ivativ | e Se | curitie | s Acq | uired, l | Disp | osed of, | , or E | 3enefi | cially Ow | ned | | | | | |
| Date | | | | ransaction e enth/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) | | Execution Date, if any | | | | | ities Acquired (A) or d Of (D) (Instr. 3, 4 ar | | | Securities Beneficially Following | Beneficially Owned Following Reported | | nership : Direct (D) direct (I) : 4) | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | | Code | v | | | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | | | (Instr. 4) | | | | |
| Common Stock 03/0 | | | | | 01/202 | 3 | | A 19,366 ⁽¹⁾ A | | \$0 | 19,3 |),366 | | 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 Day if any (Month/Day/ | ate, | | ransaction ode (Instr. | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisab Expiration Date (Month/Day/Year) | | Securities Under | | derlying curity | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) | | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Date Exercisa | | Expiration Date | Title | | Amount or Number of Shares | | (Instr. 4) | ·-/ | | | |

Explanation of Responses:

1. Represents grant of restricted shares pursuant to the Generation Income Properties, Inc. 2020 Omnibus Incentive Plan that vest as to one third of the granted shares on each of the first three anniversaries of the grant date.

/s/ Allison Davies

03/03/2023

** 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.