FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Machinatan	D C	20540	
Nashington,	D.C.	20049	

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

OMB APPROVAL 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 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 Instruction 1(b).

1. Name and Address of Reporting Person* Rourke Mark B.				2. Issuer Name and Ticker or Trading Symbol SHYFT GROUP, INC. [SHYF]						(Che	eck all app	ship of Reporting F applicable) rector		10% Ov	ner				
(Last)	(Fir	st) (M	Middle)			3. Date of Earliest Transaction (Month/Day/Year) 05/15/2024							Office below	er (give title v)		Other (s below)	specify		
C/O THE SHYFT GROUP 41280 BRIDGE STREET			4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)					Line	ndividual or Joint/Group Filing (Check Applicable e) X Form filed by One Reporting Person				.					
(Street) NOVI	M	4	8375			Form filed by More than One Rep Person								orting					
(City)	(St	ate) (Z	Zip)		$ _{\square}$	Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Institute Check this box to indicate that a transaction was made pursuant to						to a co Instruc	contract, instruction or written plan that is intended to action 10.				nded to		
		Table	I - No	n-Deriva	ative S	Secu	rities	Acq	uired	, Dis	posed of	, or E	3ene	ficia	lly Own	ed			
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da			y/Year) Execution		ution [ution Date,		Transaction Disposed Code (Instr. 5)		es Acquired (A) o Of (D) (Instr. 3, 4		A) or 3, 4 and	Benefic Owned	ies cially Following	Form:	: Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) (D)	or P	Price	Transa	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)
Common	stock(1)			05/15/2	2024			A		9,523	A	\ \$	\$12.5	7 30,627			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)	if any	emed ion Date, /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) (Month/Day/Year) T. Title and Amount of Securities Underlying Derivative Security (In 3 and 4)			(3. Price of Derivative Security Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	y [0	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)				
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amo or Num of Shar	ber					

Explanation of Responses:

1. Restricted Stock Units with one-year vesting

/s/ Joshua A. Sherbin as

Attorney In Fact for Mark B. 05/17/2024

Rourke

** 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.