Heinemann Steven D. Form 4 October 11, 2017

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB Number:

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

3235-0287 January 31, Expires: 2005

Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person *

(First)

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Heinemann Steven D.

Symbol

NETWORK 1 TECHNOLOGIES

INC [NTIP]

(Check all applicable)

C/O GOOSE HILL CAPITAL,

(Middle)

3. Date of Earliest Transaction

Director _X__ 10% Owner __ Other (specify Officer (give title

10/09/2017

(Month/Day/Year)

below)

LLC, 12378 INDIAN ROAD

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

NORTH PALM BEACH, FL 33408

(State)

(Street)

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secur	ities Acqui	red, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securit omr Dispos (Instr. 3,	ed of (5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common			Code V	Amount	(A) or (D)	Price	Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)			
Stock							585,233	D		
Common Stock	10/09/2017		S	10,900	D	\$ 4.2674	2,656,682	I	By Goose Hill Capital, LLC	
Common Stock	10/10/2017		S	7,300	D	\$ 4.4076	2,649,382	I	By Goose Hill Capital, LLC	

								By Goose
Common	10/11/2017	C	0.501	ъ	\$	0.646.701	T	Hill
Stock	10/11/2017	S	2,591	D	4.2058	2,646,791	1	Capital,
								LLC

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securities	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3 and 4	4)	Own
	Security				Acquired					Follo
					(A) or					Repo
					Disposed					Trans
					of (D)					(Instr
					(Instr. 3,					
					4, and 5)					
								Amou	nt	
								or	ıı	
						Date Expiration Exercisable Date	Title Number	er		
							Date	of		
				Code V	(A) (D)			Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
.1	Director	10% Owner	Officer	Other			
Heinemann Steven D. C/O GOOSE HILL CAPITAL, LLC 12378 INDIAN ROAD NORTH PALM BEACH, FL 33408		X					

Signatures

/s/ Steven D. 10/11/2017 Heinemann **Signature of Reporting 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). Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

Edgar Filing: Heinemann Steven D. - Form 4

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.