

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 13)*

Network-1 Technologies, Inc.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

64121N109

(CUSIP Number)

12/31/2025

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☒ Rule 13d-1(c)

☐ Rule 13d-1(d)

SCHEDULE 13G

CUSIP No. 64121N109

1	Names of Reporting Persons Steven D. Heinemann
2	Check the appropriate box if a member of a Group (see instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)
3	Sec Use Only
4	Citizenship or Place of Organization UNITED STATES

Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 1,340,408.00
	6	Shared Voting Power 0.00
	7	Sole Dispositive Power 1,340,408.00
	8	Shared Dispositive Power 0.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 1,340,408.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) <input type="checkbox"/>	
11	Percent of class represented by amount in row (9) 5.9 %	
12	Type of Reporting Person (See Instructions) IN	

Comment for Type of Reporting Person: Note to 5, 7 and 9: Includes 886,908 shares of common stock owned by Goose Hill Capital LLC, of which Mr. Heinemann is the sole member.

SCHEDULE 13G

CUSIP No.	64121N109
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1	Names of Reporting Persons Goose Hill Capital LLC	
2	Check the appropriate box if a member of a Group (see instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)	
3	Sec Use Only	
4	Citizenship or Place of Organization FLORIDA	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 886,908.00
	6	Shared Voting Power 0.00
	7	Sole Dispositive Power 886,908.00
	8	Shared Dispositive Power 0.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 886,908.00	

10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) <input type="checkbox"/>
11	Percent of class represented by amount in row (9) 3.9 %
12	Type of Reporting Person (See Instructions) OO

Comment for Type of Reporting Person: Note to Item 5. This filing constitutes an exit filing for Goose Hill Capital LLC which, as of the date of this filing, has ceased to be the beneficial owner of more than 5 percent of the referenced class of securities.

SCHEDULE 13G

Item 1.

- (a) **Name of issuer:**
Network-1 Technologies, Inc.
- (b) **Address of issuer's principal executive offices:**
65 Locust Avenue, Third Floor, New Canaan, Connecticut 06840

Item 2.

- (a) **Name of person filing:**
This statement is filed by Steven D. Heinemann and Goose Hill Capital LLC.
- (b) **Address or principal business office or, if none, residence:**
The address of the principal business office of Steven D. Heinemann and Goose Hill Capital LLC is 12378 Indian Road, North Palm Beach, Florida 33408.
- (c) **Citizenship:**
Steven D. Heinemann is a United States citizen.
Goose Hill Capital LLC is a Florida limited liability company.
- (d) **Title of class of securities:**
Common Stock, par value \$0.01 per share
- (e) **CUSIP No.:**
64121N109

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) ☐ An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) ☐ A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) ☐ A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k) ☐ Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

(a) Amount beneficially owned:

Steven D. Heinemann: 1,340,408(1)

Goose Hill Capital LLC: 886,908

(1) Includes 886,908 shares of common stock owned by Goose Hill Capital LLC, of which Mr. Heinemann is the sole member.

(b) Percent of class:

The percentages used herein are calculated based upon 22,819,661 shares of Common Stock outstanding (as set forth in the Issuer's Form 10-Q for the quarterly period ended September 30, 2025 filed on November 6, 2025).

Steven D. Heinemann: 5.9%

Goose Hill Capital LLC: 3.9% %

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

Steven D. Heinemann: 1,340,408(1)

Goose Hill Capital LLC: 886,908

(1) Includes 886,908 shares of common stock owned by Goose Hill Capital LLC, of which Mr. Heinemann is the sole member.

(ii) Shared power to vote or to direct the vote:

Steven D. Heinemann: 0

Goose Hill Capital LLC: 0

(iii) Sole power to dispose or to direct the disposition of:

Steven D. Heinemann: 1,340,408(1)

Goose Hill Capital LLC: 886,908

(1) Includes 886,908 shares of common stock owned by Goose Hill Capital LLC, of which Mr. Heinemann is the sole member.

(iv) Shared power to dispose or to direct the disposition of:

Steven D. Heinemann: 0

Goose Hill Capital LLC: 0

Item 5. Ownership of 5 Percent or Less of a Class.

☒ Ownership of 5 percent or less of a class

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certifications:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under ?? 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Steven D. Heinemann

Signature: /s/ Steven D. Heinemann
Name/Title: Individual
Date: 02/10/2026

Goose Hill Capital LLC

Signature: /s/ Steven D. Heinemann
Name/Title: Authorized Person
Date: 02/10/2026

Exhibit Information

Exhibit 99 - Joint Filing Agreement

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned agree to the joint filing on behalf of each of them of a Statement on Schedule 13G (including any and all amendments thereto) with respect to the Common Stock, \$0.01 par value, of Network-1 Technologies, Inc., a Delaware corporation, and further agree that this Joint Filing Agreement shall be included as an Exhibit to such joint filings.

The undersigned further agree that each party hereto is responsible for the timely filing of such Statement on Schedule 13G and any amendments thereto, and for the accuracy and completeness of the information concerning such party contained therein; provided, however, that no party is responsible for the accuracy or completeness of the information concerning any other party, unless such party knows or has reason to believe that such information is inaccurate.

This Joint Filing Agreement may be signed in counterparts with the same effect as if the signature on each counterpart were upon the same instrument.

IN WITNESS WHEREOF, the undersigned have executed this Joint Filing Agreement as of February 10, 2026.

/s/ Steven D. Heinemann
Steven D. Heinemann

GOOSE HILL CAPITAL LLC

By: /s/ Steven D. Heinemann
Name: Steven D. Heinemann
Title: Authorized Person