

# FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL	
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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).

(Print or Type Responses)

1. Name and Address of Reporting Person * <b>HOROWITZ COREY M</b>			2. Issuer Name and Ticker or Trading Symbol <b>NETWORK 1 TECHNOLOGIES INC [NTIP-NYSE]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>CEO and Chairman</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>07/14/2019</b>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
6 BROOKLAWN DRIVE			4. If Amendment, Date Original Filed (Month/Day/Year)					
(Street) <b>WESTPORT, CT 06880</b>			(City) (State) (Zip)			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, \$.01 par value per share	07/14/2019		M		125,000	A	\$ 0	3,667,182	D	
Common Stock, \$.01 par value per share	07/14/2019		F		56,813	D	\$ 2.35	3,610,369 (2)	D	
Common Stock, \$.01 par value per share								2,157,097 (4)	I	By CMH Capital Management Corp.
Common Stock, \$.01 par value per share								67,470 (4)	I	By spouse
Common Stock, \$.01 par value per share								416,250 (4)	I	By trust / custodian
Common Stock, \$.01 par value per share								2,291 (4)	I	By Horowitz Partners
Common Stock, \$.01 par value per share								134,275 (4)	I	By CMH Capital Management Corp. Profit Sharing Plan

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

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**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 Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units (1)	(3)	07/14/2019		M	125,000	(3)	(3)	Common Stock	125,000	\$ 0	250,000	D	

## Reporting Owners

Reporting Owner Name /	Relationships
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Address	Director	10% Owner	Officer	Other
HOROWITZ COREY M 6 BROOKLAWN DRIVE WESTPORT, CT 06880	X	X	CEO and Chairman	

## Signatures

/s/ Corey M. Horowitz	07/16/2019
<small>Signature of Reporting Person</small>	<small>Date</small>

## 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).

(1) Each restricted stock unit represents a contingent right to receive one share of common stock.

(2) 56,813 shares of common stock were delivered by Mr. Horowitz to satisfy withholding taxes resulting in net shares issued to Mr. Horowitz of 68,187.

(3) 125,000 restricted stock units vested on July 14, 2019 in accordance with Mr. Horowitz's employment agreement, dated July 14, 2016, with the Issuer.

(4) Includes shares of common stock owned indirectly by Mr. Horowitz, and directly as follows: (i) 2,157,097 shares owned by CMH Capital Management Corp., an entity solely owned by Mr. Horowitz; (ii) 67,470 shares owned by Donna Slavitt, the wife of Mr. Horowitz, (iii) an aggregate of 416,250 shares held by two trusts and a custodian account for the benefit of Mr. Horowitz's three children; (iv) 2,291 shares of common stock held by Horowitz Partners, a general partnership of which Mr. Horowitz is a partner; and (v) 134,275 shares of common stock owned by CMH Capital Management Corp. Profit Sharing Plan, an entity of which Mr. Horowitz, as trustee, has sole voting and investment power with respect to the shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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