# FORM 4

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

OMB APPR	OVAL	
OMB Number:	3235-0	287
Estimated average	burden	
nours per response	е	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 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

	Reporting Pe	rcon _	2 I N												
1. Name and Address of Reporting Person * HARIZMAN NIV			2. Issuer Name and Ticker or Trading Symbol NETWORK 1 TECHNOLOGIES INC [NTIP- NYSE]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  _X_ Director Officer (give title below)  Other (specify below)					
SH LAN	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/15/2019												
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)  X_Form filed by One Reporting Person  Form filed by More than One Reporting Person								
Т, СТ 06		(7' )										od by More than	One Reporting	CISOII	
	(State)	(Zip)		Tal	ole I -	Non-l	Deriv	ative S	ecurities	Acqui	ired, Disp	osed of, or	Beneficially	Owned	
(Instr. 3) Da		2. Transaction Date (Month/Day/Year)	any		Code (Instr. 8)			4. Securities Acquire (A) or Disposed of (D) (Instr. 3, 4 and 5)		of	Beneficia Reported	ally Owned Following I Transaction(s)		Ownership Form: I Direct (D)	7. Nature of Indirect Beneficial Ownership Instr. 4)
					C	ode	v	Amoui	\ /	Price				(I) (Instr. 4)	(mou. 1)
ock, \$.01	par value	01/15/2019			,	A			0 A	\$ 0	228,674			D	
port on a s	eparate line fo	or each class of secu	rities benefic	ially (	owned	F	Perso	ined i	n this fo	rm ar	e not req	uired to re	espond un	less	EC 1474 (9- 02)
												l			
onversion	Date	Execution Da Year) any	Code	ection 8)	of Deriv Secur Acqui (A) or Dispo of (D) (Instr. 4, and	ative ities ired rosed ) . 3, 15)	and E (Mon	expiration (c)	on Date /Year)	Am Unc Sec (Ins 4)	ount of derlying urities tr. 3 and Amount or	Derivative Security (Instr. 5)	Derivative Securities Beneficiall Owned Following Reported	Ownersh Form of Derivati Security Direct (I or Indire	D) ct
i e	ock, \$.01	(Street) (Street) (T, CT 06880 (State)  Dock, \$.01 par value  Foort on a separate line for the separate line f	(Street)  (Street)  (T, CT 06880  (State)  (Zip)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  Table II - D (e  Table III - D (e  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)	(First) (Middle) 3. Date of E O1/15/2019  (Street) 4. If Amend  (State) (Zip)  Trity 2. Transaction Date (Month/Day/Year) 2. Transaction Execution Enarty (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date Execution Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date Exercise (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date Exercise (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Transaction Date (Month/Da	(First) (Middle) 3. Date of Earliest 01/15/2019  4. If Amendment,  (State) (Zip) Tak  (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year) 3. Transaction Date (Leg., puts, calls, was any (Month/Day/Year)  (Month/Day/Year) 3. Transaction Date (Leg., puts, calls, was any (Month/Day/Year)  (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Transaction Code (Instr. 8)	NYSE]  SH LANE  (First) (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (A. If Amendment, Date of Earliest Transport of Earliest Trans	NYSE]  SH LANE  (Street)  (A. If Amendment, Date Origing  (Code Instr. 8)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Instr. 8)  (Instr. 8)	NYSE  SH LANE  (Street)  (A. If Amendment, Date Original File of Parties of Street of Code (Instr. 8)  (Month/Day/Year)  (Month/Day/Year)  (Code V)  Ock, \$.01 par value  Ock, \$.01 par value  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Code V)  (	NYSE]  (First) (Middle) 3. Date of Earliest Transaction (Month/Day 01/15/2019  4. If Amendment, Date Original Filed(Mont Onto Onto Onto Onto Onto Onto Onto O	NYSE]  (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 01/15/2019  4. If Amendment, Date Original Filed(Month/Day/Year) 4. If Amendment, Date Original Filed(Month/Day/Year)  (State)  (Zip)  Table I - Non-Derivative Securities Execution Date (A) or Disposed (Instr. 8)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A)  (A) or Disposed of, Or Bete (e.g., puts, calls, warrants, options, convertible security or (Month/Day/Year)  (Month/Day/Year)	NYSE]  SH LANE  (Middle)  3. Date of Earliest Transaction (Month/Day/Year)  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  (State)  (State)  (Zip)  Table I - Non-Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3, 4 and 5)  (A) or Or Orott on a separate line for each class of securities beneficially owned directly or  Table II - Derivative Securities Acquired, Disposed of, or Beneficially owned directly or  Table II - Derivative Securities Acquired (A) or Disposed of, or Beneficially owned directly or  Table II - Derivative Securities Acquired, Disposed of, or Beneficially owned directly or  Table II - Derivative Securities Acquired, Disposed of, or Beneficially owned directly or  Table II - Derivative Securities Acquired (B, or Derivative Securities)  3. Transaction Date (E.g., puts, calls, warrants, options, convertible securities)  A Sound Experiation Date (A) or Disposed of (D) (Instr. 8)  Securities Acquired (A) or Disposed of (D) (Instr. 8)  Date Exercise (A) or Disposed of (D) (Instr. 8)  Date Exercise (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Exercise (Code (Instr. 8) (Instr. 8)  Date Exercise (Instr. 8)  Date Expiration Title (Instr. 8)	NYSE]  SH LANE  (Kireet)  (State)  (State)  (State)  (Zip)  Table I - Non-Derivative Securities Acquired (Instr. 3)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (State)  (Zip)  Table I - Non-Derivative Securities Acquired (A) or Disposed of (Instr. 3)  (Instr. 3)  (Month/Day/Year)  (Month/	NYSE]  SH LANE  (Street)  A. If Amendment, Date Original Filed(Month/Day/Year)  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  6. Individual or Joint/ X. Form filed by More than  Table I - Non-Derivative Securities Acquired, Disposed of, or I  (Month/Day/Year)  2. Transaction Date (A) or Disposed of (Instr. 8)  (Instr. 3, 4 and 5)  Code  V Amount (A) or Price  Persons who respond to the collection of ir contained in this form are not required to refusion and cegurity of the form displays a currently valid OMB contained in this form are not required to refusion and Expiration Date (e.g., puts, calls, warrants, options, convertible securities)  3. Transaction Date (Month/Day/Year)  3. Transaction Date Exercise (Month/Day/Year)  4. Securities (Month/Day/Year)  4. S. Nimber (A) or Disposed of, or Beneficially Owned Underlying Securities (Instr. 3 and 4)  4. Title and Amount of Derivative (Month/Day/Year)  Code (Instr. 3)  Amount of Date Exercise (Month/Day/Year)  Date Date Exercise (Month/Day/Year)  Date Date Exercise (Month/Day/Year)  Date Date	NYSE]  SH LANE  (Street)  (A. If Amendment, Date Original Filed(Month/Day/Year)  (Street)  (Street)  (Street)  (Street)  (Street)  (A. If Amendment, Date Original Filed(Month/Day/Year)  (Street)  (Street)  (Street)  (Street)  (Street)  (A. If Amendment, Date Original Filed(Month/Day/Year)  (Month/Day/Year)  (Month/Day/	NYSE]  SH LANE  (Middle)  3. Date of Earliest Transaction (Month/Day/Year)  01/15/2019  4. If Amendment, Date Original Filed(Month/Day/Year)  (State)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Instr. 3, 4 and 5)  (Instr. 3, 4 and 4)  (Instr. 5)  (Instr. 5)  (Instr. 5)  (Instr. 5)  (Instr. 5)  (Instr. 6)  (Instr. 4)  (Instr. 5)  (Instr. 3)  (Instr. 3)  (Instr. 3)  (Instr. 3)  (Instr. 4)  (Instr. 5)  (Instr. 4)  (Instr. 5)  (Instr. 3)  (Inst

#### **Reporting Owners**

Describer Occurs Name / Address	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
HARIZMAN NIV 8 SHADBUSH LANE WESTPORT, CT 06880	X					

### **Signatures**

/s/ Niv Harizman	01/16/2019
Signature of Reporting Person	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).

Represents common stock underlying 15,000 restricted stock units, each representing a contingent right to receive one share of common stock. The 15,000 restricted stock (1) units vest over a one year period in four equal quarterly installments of 3,750 shares of common stock on March 15, 2019, June 15, 2019, September 15, 2019 and December 15, 2019, subject to Mr. Harizman continuing to serve on the Board. The shares are deliverable to the reporting person upon each vesting date.

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

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 nu	mber.