SEC Form 4	
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FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

or Section So(n) of the investment company Act of 1940											
1. Name and Addre	ss of Reporting Persc UGLAS P	n [*]	2. Issuer Name and Ticker or Trading Symbol <u>OptimizeRx Corp</u> [OPRX]		tionship of Reporting Perso all applicable) Director	on(s) to Issuer 10% Owner					
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year) 01/29/2021	Х	Officer (give title below) CHIEF FINANCIAL	Other (specify below) OFFICER					
(Street) ROCHESTER MI 48307		48307	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Filing Form filed by One Repor Form filed by More than	rting Person					
(City)	(State)	(Zip)			Person						

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. 4. Securities Acquired (A) or Transaction Disposed Of (D) (Instr. 3, 4 and Code (Instr. 3) 5)		5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock ⁽¹⁾	01/29/2021		S		5,032	D	\$47.25	85,902	D	
Common Stock	01/29/2021		М		4,315	Α	\$7.51	90,217	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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of Deri Sec Acq (A) Disp of (I	oosed D) tr. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		e Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option	\$7.51	01/29/2021		М			4,315	03/31/2020	03/11/2025	Common Stock	4,315	\$7.51	107,134	D	

Explanation of Responses:

1. These shares sold pursuant to a plan of disposition adopted on September 22, 2020 in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended. This sale completes the plan.

<u>/s/ Doug Baker</u>	
** Signature of Reporting Pe	erson

01/29/2021 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.