SEC Form 4

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person [*] FEBBO WILLIAM J			2. Issuer Name and Ticker or Trading Symbol OptimizeRx Corp [OPRX]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (I 400 WATER STRI	First) (Middle) EET, SUITE 200		- 3. Date of Earliest Transaction (Month/Day/Year) 09/15/2021				x	Officer (give title below) CHIEF EXECU	below)	· I		
	MI 48307 State) (Zip)	4. If <i>A</i>	4. If Amendment, Date of Original Filed (Month/Day/Year)					6. Indi Line) X	′			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
Date		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.					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 (pursuant to 10B5-1 plan) 09/1		09/15/2021		S		16,666	D	\$65.74	519,375	D		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 5. Number 1. Title of 3. Transaction 3A. Deemed 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 11. Nature 10. 2 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) Derivative Conversion Date (Month/Day/Year) Execution Date, if any Trar of Derivative Expiration Date (Month/Day/Year) Amount of Securities Derivative derivative of Indirect ctior Security (Instr. 3) or Exercise Price of Derivative Code (Instr. 8) Security Securities Beneficial Underlying Derivative (Month/Day/Year) Securities (Instr. 5) Beneficially Ownership Acquired Owned (Instr. 4) (A) or Disposed of (D) (Instr. 3, 4 Security (Instr. 3 and 4) Security Following Reported Transaction(s) (Instr. 4) and 5) Amount or Number Expiration Date Date Exercisable Code v (A) (D) Title Shares

Explanation of Responses:

1. These shares sold pursuant to a plan of disposition adopted on May 28, 2021 in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended.

<u>/s/ William Febbo</u>

** Signature of Reporting Person Date

09/17/2021

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.