

NETWORK 1 TECHNOLOGIES INC  
Form SC 13G  
February 10, 2016

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, DC 20549**

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934**

**Network-1 Technologies, Inc.**

(Name of Issuer)

**Common Stock, par value \$0.01 per share**

(Title of Class of Securities)

**6412N109**

(CUSIP Number)

**December 31, 2015**

(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)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 4

**CUSIP No.**            **13G Page 2 of 4 Pages**  
**6412N109**

NAMES OF REPORTING  
PERSONS

I.R.S. IDENTIFICATION  
NOS. OF ABOVE PERSONS  
(ENTITIES ONLY)

**1**

John E. Herzog

CHECK THE APPROPRIATE  
BOX IF A MEMBER OF A  
GROUP\*

**2**

(a) "

(b) "

**3**

SEC USE ONLY  
CITIZENSHIP OR PLACE OF  
ORGANIZATION

**4**

United States

SOLE VOTING  
POWER

**5**

NUMBER OF  
SHARES

1,200,130  
SHARED VOTING  
POWER

**6**

SOLE DISPOSITIVE  
BENEFICIALLY POWER

**7**

OWNED BY

1,200,130  
SHARED  
DISPOSITIVE  
POWER

**8**

EACH 0  
REPORTING

PERSON  
WITH

AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON

9

1,200,130  
CHECK BOX IF THE  
AGGREGATE AMOUNT IN  
ROW (9) EXCLUDES  
CERTAIN SHARES

10

..  
PERCENT OF CLASS  
REPRESENTED BY  
AMOUNT IN ROW 9

11

5.2%  
TYPE OF REPORTING  
PERSON

12

IN

**Item 1(a).** Name of Issuer:  
Network-1 Technologies, Inc.

**Item 1(b).** Address of Issuer's Principal Executive Offices:

445 Park Avenue, Suite 912

New York, NY 10022

**Item 2(a).** Name of Person Filing:

This Statement on Schedule 13G is filed by John E. Herzog.

**Item 2(b).** Address of Principal Business Office or, if none, Residence:

824 Harbor Road, Southport, CT 06890-1410

**Item 2(c).** Citizenship:

Mr. Herzog is a United States citizen.

**Item 2(d).** Title of Class of Securities:

Common Stock, par value \$0.01 per share

**Item 2(e).** CUSIP Number: 6412N109

**Item 3. Not applicable.**

**Item 4. Ownership.**

The percentages used herein are calculated based upon 23,239,951 shares of Common Stock outstanding (as set forth in the Issuer's Form 10-Q for the period ended September 30, 2015 filed on November 16, 2015).

- (a) Amount Beneficially Owned: 1,200,130
- (b) Percent of Class: 5.2%
- (c) Number of shares as to which such person has:
  - (i) sole power to vote or to direct the vote: 1,200,130
  - (ii) shared power to vote or to direct the vote: 0
  - (iii) sole power to dispose or to direct the disposition of: 1,200,130
  - (iv) shared power to dispose or to direct the disposition of: 0

**Items 5-10. Not applicable.**

**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.

Date: February 10, 2016

/s/ John E. Herzog  
John E. Herzog

Page 4 of 4