

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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☐ 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

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 * <u>Rudolph Michael</u> (Last) (First) (Middle) <u>C/O MARATHON PATENT GROUP, INC.</u> <u>1180 N. TOWNE CENTER DRIVE, SUITE 100</u> (Street) <u>LAS VEGAS, NV 89144</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Marathon Patent Group, Inc. [MARA]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)	
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/04/2020</u>		
	4. If Amendment, Date of Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting 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. 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	06/30/2020		C		10,025 ⁽³⁾	A	\$0.91	10,025	D	
Common	09/30/2020		C		10,121 ⁽⁴⁾	A	\$1.96	20,146	D	
Common	11/30/2020		S		9,000	D	\$6.0912	11,146	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. 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 Securities Underlying Derivative Security (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: 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				
Employee Stock Option (right to buy)	\$2.04	05/04/2020		D			50,000	(1)	08/12/2024	Common	50,000	\$0	0	D	
RSUs	\$0	05/04/2020		A		62,500		(2)	05/04/2021	Common	62,500	\$0	62,500	D	
RSUs	\$0	06/30/2020		D			15,625	(2)	05/04/2021	Common	9,375	\$0.91	46,875	D	
RSUs	\$0	09/30/2020		D			15,625	(2)	05/04/2021	Common	9,375	\$1.96	31,250	D	

Explanation of Responses:

- Vesting fifty (50%) percent on the date of grant and twenty-five (25%) percent following on each six (6) months anniversary of the date of grant provided awardee is still eligible under the Company's 2018 Equity Incentive Plan subject to acceleration following a change of control.
- Vesting quarterly in equal amounts of 15,625 per quarter starting June 30, 2020.
- 15,625 shares which vested net of shares forfeited for tax purposes.
- 15,625 shares which vested net of shares forfeited for tax purposes.

/s/ Michael Rudolph

12/02/2020

** Signature of Reporting Person

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.

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