

Mobiquity Technologies, Inc.
Form 4
April 22, 2015

FORM 4

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

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,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Trepeta Michael D.

2. Issuer Name **and** Ticker or Trading
Symbol
Mobiquity Technologies, Inc.
[MOBQ]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
600 OLD COUNTRY ROAD,
SUITE 541

3. Date of Earliest Transaction
(Month/Day/Year)
04/22/2015

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below) Co-CEO

(Street)
GARDEN CITY, NY 11530

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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	(D)	Price

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date	7. Title and Underlying
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and
			Code V	(A)	(D)	Title
Common Stock Options	\$ 0.59	03/01/2014	D ⁽²⁾		100,000	03/01/2014 03/01/2024 Common Stock
Common Stock Options	\$ 0.3	04/22/2015	A	300,000 ⁽⁴⁾	04/22/2015 ⁽³⁾	04/22/2025 Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Trepeta Michael D. 600 OLD COUNTRY ROAD, SUITE 541 GARDEN CITY, NY 11530	X		Co-CEO	

Signatures

/s/ Michael D.
Trepeta

04/22/2015

 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).

(1) Not applicable

(2) Options terminated as these options were not approved by the board on the date of the original Form 4 filing, but have now been granted effective April 22, 2015.

(3) These options are exercisable the later of April 22, 2015 or the date that the issuer's stockholders approve an increase in the authorized number of shares underlying the issuer's 2009 Plan.

(4) This represents 100,000 options granted to Mr. Trepeta as a director, plus 100,000 options granted to Mr. Trepeta pursuant to this employment agreement for 2014 and 2015.

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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