

OptimizeRx Corp  
Form 8-K  
March 31, 2016

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF**

**THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): March 29, 2016

OptimizeRx Corporation

(Exact name of registrant as specified in its charter)

Nevada

(State or other jurisdiction  
of incorporation)

000-53605

(Commission File Number)

26-1265381

(I.R.S. Employer  
Identification No.)

400 Water Street, Suite 200, Rochester, MI 48307

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: 248.651.6568

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(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**SECTION 5 – Corporate Governance and Management**

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On March 29, 2016, our Board of Directors adopted an Amended and Restated OptimizeRx Corp. 2013 Incentive Plan (the “Amended Plan”) that amends the terms of the original OptimizeRx Corp. 2013 Incentive Plan (the “Plan”) to increase the number of available shares of common stock reserved under the Plan from 1,500,000 shares to 4,000,000 shares. There were no other changes made in the Amended Plan.

The description of the Amended Plan in this Current Report on Form 8-K is a summary and is qualified in its entirety by the terms of the Amended Plan attached as Exhibit 10.1 to this Current Report on Form 8-K and incorporated herein by reference.

**SECTION 9 – Financial Statements and Exhibits**

**Item 9.01 Financial Statements and Exhibits**

**Exhibit No. Description**

10.1 Amended and Restated OptimizeRx Corp. 2013 Incentive Plan

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**OptimizeRx Corporation**

/s/ Doug Baker  
Doug Baker  
Chief Financial Officer

Date: March 31, 2016