SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 19	34
or Section 30(h) of the Investment Company Act of 1940	

1. Name and Address of Reporting Person [*] Manko Joseph M. Jr.				2. Issuer Name and Ticker or Trading Symbol <u>KORU Medical Systems, Inc.</u> [KRMD]																	
						3. Date of Earliest Transaction (Month/Day/Year) 06/30/2023								Officer (g below)	ive title		Other (s below)	specify			
(Street)	4. If Ame					Amen	vmendment, Date of Original Filed (Month/Day/Year)							6. Indiv	6. Individual or Joint/Group Filing (Check Applicable Line)						
PHILADELPH	IA PA	19	103										x	Form filed by One Reporting Person X Form filed by More than One Reporting Person							
(City)	(State)	(Zi	p)																		
		Т	able I - Nor	n-De	rivativ	ve S	ecuriti	es Acq	uired,	Disp	osed of	, or Be	nefici	ially Ow	ned						
1. Title of Security (Instr. 3) Date 2. Transaction Date						n	2A. Deer Executio	3. Transad	tion	4. Securit	ies Acquired (A) or Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities		6. Ownership Form: Direct (D)		7. Nature of Indirect			
					lonth/Day/Year)		if any (Month/Day/Year)		Code (Instr. 8)						Beneficially Owned Following Reported		or Indirect (I) (Instr. 4)		Beneficial Ownership		
										v	Amount	(A) or (D) Pric		Price	Transaction (Instr. 3 and				(Instr. 4)		
Common Stock				06,	/30/20:	23			A		4,31	0	A	\$0 ⁽¹⁾	7,438	,434		I	By Horton Capital Partners Fund, LP ⁽²⁾		
Common Stock															2,344	,658		Ι	By Horton Freedom, L.P. ⁽²⁾		
	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)	Title of 2. 3. Transaction 3A. Deemed 4. Transactive Conversion Date Execution Date, Transacti			5. Number of Derivative			6. Date Exercisable and Expiration Date Sec (Month/Day/Year) Deri				7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securitie Beneficia Owned Following Reported Transact	e s ally g	ly Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				
					Code	v	(A)	(D)	Date Exercisa	able	Expiration Date	Title	1	Amount or Number of Shares		(Instr. 4)					
1. Name and Addre		ng Person [*]	4			_															
(Last) 1717 ARCH ST 37TH FLOOR	(Firs TREET	t)	(Middle)																		
(Street) PHILADELPH	IA PA		19103																		
(City)	(Stat	te)	(Zip)																		
1. Name and Addre						_															
(Last) 1717 ARCH ST 37TH FLOOR	(Firs TREET	t)	(Middle)																		
(Street) PHILADELPH	IA PA		19103																		
(City)	(Sta	te)	(Zip)																		
1. Name and Addre																					

(Last)	(First)	(Middle)							
1717 ARCH STREE	Т								
37TH FLOOR									
(Street)									
PHILADELPHIA	PA	19103							
(City)	(State)	(Zip)							
1. Name and Address of Reporting Person [*] Horton Capital Partners Fund, L.P.									
(Last)	(First)	(Middle)							
1717 ARCH STREE	Т								
37TH FLOOR									
(Street)									
PHILADELPHIA	PA	19103							
(City)	(State)	(Zip)							
1. Name and Address of									
Horton Freedom	<u>, L.P.</u>								
(Last)	(First)	(Middle)							
1717 ARCH STREE	Т								
37TH FLOOR									
(Street)									
	РА	19103							

Explanation of Responses:

1. See Exhibit 99.1 to this Form 4 for explanation of note (1).

2. See Exhibit 99.1 to this Form 4 for explanation of note (2).

Remarks:

The filing of this statement shall not be construed as an admission (a) that the person filing this statement is, for the purposes of Section 16 of the Securities Exchange Act of 1934, as amended, the beneficial owner of any equity securities covered by this statement, or (b) that this statement is legally required to be filed by such person.

<u>/s/ Joseph M. Manko, Jr.</u>	07/05/2023
<u>/s/ Joseph M. Manko, Jr.,</u> <u>Managing Member of Horton</u> <u>Capital Management, LLC</u>	07/05/2023
<u>/s/ Joseph M. Manko, Jr.,</u> <u>Managing Member of Horton</u> <u>Capital Partners, LLC</u>	07/05/2023
/s/ Joseph M. Manko, Jr., Managing Member of Horton Capital Partners, LLC, the General Partner of Horton Capital Partners Fund, LP	<u>07/05/2023</u>
<u>/s/ Joseph M. Manko, Jr.,</u> <u>Managing Member of Horton</u> <u>Capital Partners, LLC, the General</u> <u>Partner of Horton Freedom, L.P.</u>	07/05/2023
** 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.

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.

Explanation of Responses:

- (1) On June 30, 2023, Horton Capital Partners Fund, LP, a Delaware limited partnership ("HCPF"), was granted 4,310 shares of KORU Medical Systems, Inc. (the "Issuer") common stock ("Common Stock") in consideration for Mr. Manko's service as a Director of the Issuer for the quarter ended June 30, 2023.
- (2) This Form 4 is filed jointly by Horton Capital Management, LLC, a Delaware limited liability company ("HCM"), Horton Capital Partners LLC, a Delaware limited liability company ("HCP"), HCPF, and Joseph M. Manko, Jr. Pursuant to investment advisory agreements, HCM maintains investment and voting power with respect to shares of Common Stock of the Issuer held by HCPF and Horton Freedom, L.P., a Delaware limited partnership ("Horton Freedom"). However, despite the delegation of investment and voting power to HCM, HCP may be deemed to be the beneficial owner of such Common Stock because, in the event HCM's investment advisory agreement with respect to such Common Stock is terminated, HCP has the right to assume HCM's discretionary investment and voting authority with respect to such Common Stock. HCP is the general partner of HCPF and Horton Freedom. Mr. Manko is the managing member of both HCM and HCP.

The filing of this statement shall not be construed as an admission (a) that the person filing this statement is, for the purposes of Section 16 of the Securities Exchange Act of 1934, as amended, the beneficial owner of any equity securities covered by this statement, or (b) that this statement is legally required to be filed by such person.