

# **SECURITIES & EXCHANGE COMMISSION EDGAR FILING**

**CICERO INC**

**Form: 4**

**Date Filed: 2020-04-24**

**Corporate Issuer CIK: 945384**

# FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287  
Estimated average burden hours  
per response... 0.5

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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 or Section 30(h) of the  
Investment Company Act of 1940

(Print or Type Responses)

|                                                        |                                            |                                                                                  |                                      |                                                                                                                                                                                                                                                          |                     |                                                                                                     |                                                                         |                                                                   |
|--------------------------------------------------------|--------------------------------------------|----------------------------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|-----------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| 1. Name and Address of Reporting Person<br>LANDIS MARK |                                            | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br>CICERO INC [CICN]          |                                      | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |                     |                                                                                                     |                                                                         |                                                                   |
| (Last) (First) (Middle)<br>10 HERITAGE HILLS DRIVE     |                                            | 3. Date of Earliest Transaction (Month/Day/Year)<br>04/20/2020                   |                                      |                                                                                                                                                                                                                                                          |                     |                                                                                                     |                                                                         |                                                                   |
| (Street)<br>WASHINGTON CROSSING, PA 18977              |                                            | 4. If Amendment, Date Original Filed(Month/Day/Year)                             |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> 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<br>(Instr. 3)                     | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year)                      | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5)                                                                                                                                                                                  |                     | 5. Amount of Securities Beneficially<br>Owned Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|                                                        |                                            |                                                                                  | Code V                               | Amount                                                                                                                                                                                                                                                   | (A) or<br>(D) Price |                                                                                                     |                                                                         |                                                                   |
| Common Stock                                           | 04/20/2020                                 |                                                                                  | A                                    | 300,000                                                                                                                                                                                                                                                  | A \$<br>0.0085      | 5,772,853                                                                                           | D                                                                       |                                                                   |

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

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 control number.

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable<br>and Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                               | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|                                                     |                                                                    |                                            |                                                             | Code V                               | (A) (D)                                                                                                | Date<br>Exercisable                                            | Expiration<br>Date | Title                                                               | Amount or<br>Number of Shares |                                                     |                                                                                                                            |                                                                                                       |                                                                    |

## Reporting Owners

| Reporting Owner Name / Address                                          | Relationships |           |         |       |
|-------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                         | Director      | 10% Owner | Officer | Other |
| LANDIS MARK<br>10 HERITAGE HILLS DRIVE<br>WASHINGTON CROSSING, PA 18977 | X             |           |         |       |

## Signatures

|                               |            |
|-------------------------------|------------|
| /s/ Mark Landis               | 04/24/2020 |
| 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).

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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|                                                        |                                            |                                                                                  | Code V                               | Amount                                                                                                                                                                                                                                                   | (A) or<br>(D) Price |                                                                                                     |                                                                         |                                                                   |
| Common Stock                                           | 04/20/2020                                 |                                                                                  | A                                    | 300,000                                                                                                                                                                                                                                                  | A \$<br>0.0085      | 5,772,853                                                                                           | D                                                                       |                                                                   |

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(e.g., puts, calls, warrants, options, convertible securities)

|                                                     |                                                                    |                                            |                                                             |                                      |                                                                                                        |                                                                |                    |                                                                     |                               |                                                     |                                                                                                                            |                                                                                                       |                                                                    |
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|                                                     |                                                                    |                                            |                                                             | Code V                               | (A) (D)                                                                                                | Date<br>Exercisable                                            | Expiration<br>Date | Title                                                               | Amount or<br>Number of Shares |                                                     |                                                                                                                            |                                                                                                       |                                                                    |

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