FEINSTEIN MICHAEL
Form 5
February 08, 2010

FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).
Form 3 Holdings Reported
Form 4 Transactions Reported

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

ANNUAL 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

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1. Name and Address of Reporting Person *
FEINSTEIN MICHAEL

(Last) (First) (Middle)

C/O NOCOPI TECHNOLOGIES INC.,,Â 9C PORTLAND ROAD

(Street)

WEST CONSHOHOCKEN,Â PAÂ 19428

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
NOCOPI TECHNOLOGIES INC/MD/ [NNUP]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Chairman of the Board

6. Individual or Joint/Group Reporting

(check applicable line)

_X_ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common stock, $.01 par value	01/15/2009	Â	P4	10,000	A	$ 0.08	2,151,281	D	Â
Common stock, $.01 par value	01/22/2009	Â	P4	10,000	A	$ 0.07	2,161,281	D	Â
Common stock, $.01	02/23/2009	Â	P4	10,000	A	$ 0.09	2,171,281	D	Â

par value									
Common stock, $.01 par value	03/12/2009	Â	P4	10,000	A	$ 0.07	2,181,281	D	Â
Common stock, $.01 par value	04/09/2009	Â	P4	25,000	A	$ 0.06	2,206,281	D	Â
Common stock, $.01 par value	04/16/2009	Â	P4	25,000	A	$ 0.04	2,231,281	D	Â
Common stock, $.01 par value	04/17/2009	Â	P4	10,000	A	$ 0.04	2,241,281	D	Â
Common stock, $.01 par value	11/18/2009	Â	P4	11,600	A	$ 0.055	2,252,881	D	Â
Common stock, $.01 par value	11/19/2009	Â	P4	8,000	A	$ 0.055	2,260,881	D	Â
Common stock, $.01 par value	11/25/2009	Â	P4	15,000	A	$ 0.05	2,275,881	D	Â
Common stock, $.01 par value	Â	Â	Â	Â	Â	Â	656,000	I	Pension plan
Common stock, $.01 par value	Â	Â	Â	Â	Â	Â	100,000	I	IRA

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

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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 Amoun Underlying Securiti (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amou Numb Share
	$ 0.17	04/29/2009	Â	J4 (1)	Â	50,000	04/30/2004	04/29/2009		50,0

Stock Option (Right to Buy)									Common Stock	
Stock Option (Right to Buy)	$ 0.17	04/29/2009	Â	J4 (1)	Â	100,000	01/01/2005	04/29/2009	Common Stock	100,
Stock Option (Right to Buy)	$ 0.1	Â	Â	Â	Â	Â	01/01/2006	04/29/2010	Common Stock	100,
Stock Option (Right to Buy)	$ 0.215	Â	Â	Â	Â	Â	01/01/2007	04/29/2011	Common Stock	100,
Stock Option (Right to Buy)	$ 0.45	Â	Â	Â	Â	Â	01/01/2009	04/29/2013	Common Stock	100,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FEINSTEIN MICHAEL C/O NOCOPI TECHNOLOGIES INC., 9C PORTLAND ROAD WEST CONSHOHOCKEN,Â PAÂ 19428	Â X	Â	Â Chairman of the Board	Â

Signatures

Michael A. Feinstein, M.D.	02/08/2010
**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) Expiration of stock options.

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