## FORM 4

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

OMB APPRO	VAL
OMB Number:	3235-0287
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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).

#### 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

1. Name and Address of Reporting Person* MANUSO JAMES S J				2. Issuer Name and Ticker or Trading Symbol Ocuphire Pharma, Inc. [OCUP]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)XDirector10% Owner					
(Last) (First) (Middle) C/O OCUPHIRE PHARMA, INC., 37000 GRAND RIVER AVE, SUITE 120				3. Date of Earliest Transaction (Month/Day/Year) 11/19/2020							-	Offi	icer (give	title below)	Oti	er (specify bel	ow)
(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)								6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _Form filed by More than One Reporting Person					
FARMINGTON HILLS, MI 48335 (City) (State) (Zip)				Table I. Non Desiration C. 1911							s Acquir	ured, Disposed of, or Beneficially Owned					
1.Title of S (Instr. 3)	1.Title of Security (Instr. 3) 2. Transaction Date			2A. Deemed Execution Date, i any (Month/Day/Yea		ed Date, if	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		uired 5 of (D) C	d 5. Amount of S Owned Follow Transaction(s)		Securities Beneficially ring Reported		6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership
						y/ 1 car)	C	ode V	Amount (A)		Price	(Instr. 3 and 4)				or Indirect (I) (Instr. 4)	(Instr. 4)
Common	Stock		11/19/2020					P	4,434	4 A	<u>(1)</u> 1	4,570	)			D	
			Execution Date, if Transaction of Expiration Date		required to respond availd OMB control not ficially Owned tites)  7. Title and Amount of Underlying Securities (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)  Reported Transaction (Instr. 4)		ned SEC	1474 (9-02						
	Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transac Code	ts, c	5. Num of Derivat Securiti Acquire (A) or Dispose of (D) (Instr. 3	ber ive ies ed	equired, Dists, options, 6. Date Exe	posed oconvertercisable	of, or Bene tible securi e and	ficially Continues  7. Title of Under Securities	Owned and Amerlying es and 4)	nount	8. Price of Derivative Security	Derivative Securities Beneficially Owned Following Reported Transaction	Owners Form o Derivat Securit Direct ( or Indii	Owner v: (Instr. 4
Security	Conversion or Exercise Price of Derivative	Date	3A. Deemed Execution Date, if any	4. Transac Code	ts, c	5. Num of Derivat Securiti Acquire (A) or Dispose of (D) (Instr. 3	ber ive ies ed	equired, Dists, options, 6. Date Exe	posed (converted state)	of, or Bene tible securi e and	ficially Continues  7. Title of Under Securities	and Arrerlying es and 4)  Arror Nu	mount mount	8. Price of Derivative Security	Derivative Securities Beneficially Owned Following Reported Transaction	Owners Form o Derivat Securit Direct ( or India (s) (I)	thip of India Benefic Owner (Instr. 4
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative	Date	3A. Deemed Execution Date, if any	(e.g., pu 4. Transac Code (Instr. 8	tts, c	alls, wan 5. Num of Derivat Securiti Acquire (A) or Dispose of (D) (Instr. 3 and 5)	rrantiber iive iies ed ed 3, 4,	equired, Dists, options, 6. Date Exc Expiration (Month/Da	posed (converted state)  posed (converted stat	of, or Bene tible securi e and	ficially Cities)  7. Title of Unde Securiti (Instr. 3	Arror Nu of Sh	mount mount	8. Price of Derivative Security	Derivative Securities Beneficially Owned Following Reported Transaction	Owners Form o Derivat Securit Direct ( or India (s) (I)	thip of India Benefic Owner (Instr. 4

### **Reporting Owners**

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
MANUSO JAMES S J C/O OCUPHIRE PHARMA, INC. 37000 GRAND RIVER AVE, SUITE 120 FARMINGTON HILLS, MI 48335	X					

#### **Signatures**

/s/ Emily J. Johns, by Power of Attorney	11/25/2020
**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).
- (1) The Reporting Person purchased shares, Series A Warrants and Series B Warrants as part of a private placement for an aggregate price of \$25,000
- (2) Ssubject to adjustment based on certain price reset provisions.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.