

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-05-16** | Period of Report: **2013-05-14**  
SEC Accession No. [0001209191-13-026781](#)

([HTML Version](#) on [secdatabase.com](#))

### REPORTING OWNER

#### **CONSTANTINO CHARLES A**

CIK: **923082**

Type: **4** | Act: **34** | File No.: **000-13898** | Film No.: **13851199**

Mailing Address

*8383 SENECA TURNPIKE  
NEW HARTFORD NY 13413*

### ISSUER

#### **VERAMARK TECHNOLOGIES INC**

CIK: **747605** | IRS No.: **161192368** | State of Incorpor.: **DE** | Fiscal Year End: **1231**  
SIC: **7372** Prepackaged software

Mailing Address

*1565 JEFFERSON RD  
SUITE 120  
ROCHESTER NY 14623*

Business Address

*1565 JEFFERSON RD  
SUITE 120  
ROCHESTER NY 14623  
5853816000*

# FORM 4

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

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

OMB APPROVAL	
OMB Number:	3235-0287
Expires:	02/28/2011
Estimated average burden hours per response	0.5

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person <b>CONSTANTINO CHARLES A</b>			2. Issuer Name and Ticker or Trading Symbol <b>VERAMARK TECHNOLOGIES INC</b> [VERA]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/14/2013		6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person	
1565 JEFFERSON RD, SUITE 120			4. If Amendment, Date Original Filed(Month/Day/Year)			
(Street) ROCHESTER, NY 14623						
(City)	(State)	(Zip)				

**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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)			
VERA Common Stock	05/14/2013		X (1)		30,000	A	\$0.48	45,000	D

**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 Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
VERA Option Right To Purchase	\$0.48	05/14/2013	05/14/2013	X (1)			30,000	05/15/2006	05/15/2013	VERA	30,000	\$ 0	30,000	D	

#### Explanation of Responses:

1. Director executed an 'exercise and hold' transaction of 30,000 stock options that were scheduled to expire on May 15, 2013.

#### Signatures

/s/ Ronald C. Lundy, Attorney-in-Fact for Charles A. Constantino

05/16/2013

\*\* 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.**