

FORM 4

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

OMB APPROVAL	
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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

(Print or Type Responses)

1. Name and Address of Reporting Person * Moran Timothy P. <small>(Last) (First) (Middle)</small> C/O MOTUS GI HOLDINGS, INC., 1301 EAST BROWARD BLVD, 3RD FLOOR <small>(Street)</small> FT. LAUDERDALE, FL 33301 <small>(City) (State) (Zip)</small>		2. Issuer Name and Ticker or Trading Symbol Motus GI Holdings, Inc. [MOTS]		3. Date of Earliest Transaction (Month/Day/Year) 02/13/2019		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Executive Officer	
		4. If Amendment, Date Original Filed (Month/Day/Year)		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			

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)	Price			
Common Stock, par value \$0.0001 per share	02/13/2019		A		174,648 (1)	A	\$ 0	199,648	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 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 Underlying Securities (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		Date Exercisable	Expiration Date						Title
Stock Option (right to buy)	\$ 4.30	02/13/2019		A		28,944	(2)	02/13/2029	Common Stock, par value \$0.0001 per share	28,944	\$ 0	28,944	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Moran Timothy P. C/O MOTUS GI HOLDINGS, INC. 1301 EAST BROWARD BLVD, 3RD FLOOR FT. LAUDERDALE, FL 33301	X		Chief Executive Officer	

Signatures

/s/ Andrew Taylor, power of attorney <small>Signature of Reporting Person</small>	02/15/2019 <small>Date</small>
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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).

On February 13, 2019, the Reporting Person was granted 174,648 Common Stock restricted stock units. 165,000 of the restricted stock units vest in substantially equal quarterly (1) installments over four years commencing on October 1, 2018. 9,648 of the restricted stock units vest in substantially equal quarterly installments over four years commencing on February 13, 2019. Each restricted stock unit represents a contingent right to receive one share of Common Stock.

The option award was made in accordance with the terms of the Issuer's 2016 Equity Incentive Plan (the "2016 Plan"). The option vests in substantially equal quarterly installments (2) over three years commencing from the date of grant. The exercise price is based on the closing price for the shares of the Common Stock on the date of grant in accordance with the

terms of the 2016 Plan.

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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