FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

OMB APPE	ROVAL				
OMB Number:	3235-0287				
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hours per response:	0.5				

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Common Stock Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Following (Month/Day/Year) Securities Acquired (A) or Date (Month/Day/Year) Securities Acquired (Month/Day/Year) Securities Acquired (Month/Day/Year) Securities Securities (Month/Day/Year) Securities Securities Securities (Month/Day/Year)	1. Name and Address of Reporting Person* KEEN VICTOR F (Last) (First) (Middle) C/O THE CORETEC GROUP INC. 6804 SOUTH CANTON AVENUE, SUITE 150					2. Issuer Name and Ticker or Trading Symbol CORETEC GROUP INC. [CRTG] 3. Date of Earliest Transaction (Month/Day/Year) 12/11/2020 4. If Amendment, Date of Original Filed (Month/Day/Year)								(Check X X A X A A A A A A A A A A A A A A A	Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner X Officer (give title Other (specify below)					
City	, ,	Ok	OK 74136											1 ′	X Form filed by One Reporting Person Form filed by More than One Reporting					
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Deemed Execution Date, if any (Month/Day/Year) 2. Deemed Execution Date, if any (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Deemed Execution Date, if any (Month/Day/Year) 2. Deemed Execution Date, if any (Month/Day/Year) 2. Deemed Execution Date, if any (Month/Day/Year) 3. Transaction (Sol (Instr. 4) 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficial Downership (Instr. 4) 6. Ownership (Form: Direct Beneficial Downership (Instr. 4) 7. Nature of Indirect Beneficial Downership (Instr. 4) 8. Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 3) 2. Conversion Date (Execution Date, if any (Month/Day/Year) 2. Derivative Security (Instr. 3) 3. Transaction Date (Month/Day/Year) 4. Securities Acquired, Disposed of (D) (Instr. 4) 5. Number of Derivative Securities (Month/Day/Year) 6. Date Exercisable and Transaction Securities (Month/Day/Year) 7. Title and Amount of Derivative Securities (Month/Day/Year) 8. Number of Securities (Month/Day/Year) 8. Number of Derivative Securities (Month/Day/Year) 8. Number of Securities (Month/Day/Year) 8. Number of Derivative Securities (Month/Day/Year) 8. Number of Securities (Month/Day/Year) 8. Number of Derivative Securities (Month/Day/Year) 8. Number of Derivative Securities (Month/Day/Year) 8. Number of Derivative Securities (Month/Day/Year) 8. Amount of Day (North Day	(City)	(Sta	ate) (Z	Zip)												1 0130	, , , , , , , , , , , , , , , , , , ,			
Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Code V Amount (A) or (P) Price Code V Amount (B) or (Instr. 3, 4 and 5) Execution Beneficially Owned Following Reported Transaction(s) (Instr. 4) Code V Amount (B) or (Instr. 3) (Instr. 4) (Ins	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
Common Stock 12/11/2020 S(1) S(1)	Date			Year)	Execution Date, ear) if any			Transaction Disposed Of (D) Code (Instr.						Securities Beneficially Owned Following		Form: Direct (D) or Indirect		of Indirect Beneficial Ownership		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Securities Acquired (A) or Derivative Securities (Instr. 3) Price of Derivative Security (Instr. 3) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4)										v	Amount	(A)	or	rice	Transa	ction(s)			(111511.4)	
(e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 3) 1. Title of Derivative Security (Instr. 3) 1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Instr. 3) 2. Conversion or Exercise (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) 4. Transaction Code (Instr. 8) 5. Number of Expiration Date (Month/Day/Year) 5. Number of Expiration Date (Month/Day/Year) 6. Date Exercisable and Expiration Date (Month/Day/Year) 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Securities Underlying Derivative Security (Instr. 5) 9. Number of derivative Security (Instr. 5) Ownership Form: Direct (D) Ownership Or Indirect (I) (Instr. 4) 10. Ownership Form: Direct (D) Ownership (Instr. 4) 11. Nature Amount of Securities (Month/Day/Year) 12. Amount of Securities (I) (Instr. 4)	Common Stock 12/11/20			20				S ⁽¹⁾		5,503,413 ⁽	2)	D \$	\$ 0.1 ⁽¹⁾	4,02	27,065 ⁽²⁾		I	Carlton James		
Derivative Security (Instr. 3) Price of Derivative Security Security Security Price of Derivative Security Se																				
	Derivative Conversion or Exercise (Instr. 3) Price of Derivative Execution Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) 8			Transa Code (of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4			Expiration Date Ai (Month/Day/Year) Si Ui Di			Amou Secu Unde Deriv Secu	Amount of Securities Underlying Derivative Security (Inst 3 and 4)		rivative curity	derivative Securities Beneficiall Owned Following Reported Transactio	Ownersh Form: Direct (D) or Indirect (I) (Instr.	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership		

Explanation of Responses:

- 1. On December 11, 2020, Carlton James Ltd. sold an aggregate of 37,500,000 shares of common stock in a private transaction at a price per share equal to \$0.10, reducing Mr. Keen's pecuniary interest in the shares held by Carlton James Ltd. by 5,503,413 shares.
- 2. Represents Reporting Person's pecuniary interest in shares sold and held by Carlton James Ltd.

/s/ Victor F. Keen

12/11/2020

** Signature of Reporting Person

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.