

MENDELSON LAWRENCE  
Form 4  
May 02, 2018

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden 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).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MENDELSON LAWRENCE

(Last) (First) (Middle)

9400 SW  
BEAVERTON-HILLSDALE  
HWY., SUITE 131

(Street)

BEAVERTON, OR 97005

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Great Ajax Corp. [AJX]

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/02/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
CHIEF EXECUTIVE OFFICER

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 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) |   |                                |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|---|--------------------------------|
|  |                                      |  |                                | (A) or (D)  | Price   |  |   |   |                                |
|  |                                      |  |                                | Code  | V   | Amount   |   |   |                                |
| Common Stock, par value \$0.01 per share | 05/02/2018                           |  | A                              | 49,156<br>(1)   | A   | \$ 15.53   | 454,763 (2)   | I | By Thetis Asset Management LLC |
| Common Stock, par value \$0.01 per share |                                      |  |                                |   |   |  | 70  | I | By wife                        |
|  |                                      |  |                                |   |   |  | 70  | I | By daughter                    |

Edgar Filing: MENDELSON LAWRENCE - Form 4

|  |   |   |   |
|--|---|---|---|
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share |   |   |   |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 70  | I | By son  |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 274,667 <sup>(3)</sup>                          | I | By Gregory<br>Funding LLC                             |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 726,212 <sup>(4)</sup><br><u><sup>(5)</sup></u> | I | By Aspen Yo<br>LLC                                    |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 7,018 <sup>(6)</sup>                            | I | By Flanders<br>Street Capital<br>Partners I.,<br>L.P. |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 19,070  | D |   |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 5,923 <sup>(7)</sup>                            | I | By<br>Mendelsohn<br>Family<br>Limited<br>Partnership  |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 45,938 <sup>(8)</sup>                           | I | By Great<br>Ajax FS LLC                               |

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 Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                         |       |
|--|---------------|-----------|-------------------------|-------|
|  | Director      | 10% Owner | Officer                 | Other |
| MENDELSON LAWRENCE<br>9400 SW BEAVERTON-HILLSDALE HWY,<br>SUITE 131<br>BEAVERTON, OR 97005 | X             |           | CHIEF EXECUTIVE OFFICER |       |

## Signatures

/s/ Lawrence Mendelsohn 05/02/2018

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) Payment of management fee to Thetis Asset Management LLC for first quarter ended March 31, 2018.  
The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission that the reporting person is the beneficial owner of all of the reported shares for purposes of Section 16 or for any other purpose.
- (3) The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission that the reporting person is the beneficial owner of all of the reported shares for purposes of Section 16 or for any other purpose.
- (4) The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission that the reporting person is the beneficial owner of all of the reported shares for purposes of Section 16 or for any other purpose.
- (5) Includes 274,667 shares held by Gregory Funding LLC, 405,607 shares held by Thetis Asset Management LLC and 45,938 shares held by Great Ajax FS LLC reported herein.
- (6)

## Edgar Filing: MENDELSON LAWRENCE - Form 4

The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission that the reporting person is the beneficial owner of all of the reported shares for purposes of Section 16 or for any other purpose.

(7) Mr. Mendelsohn and certain members of his family are partners of Mendelsohn Family Limited Partnership.

The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the

(8) inclusion of these shares in this report shall not be deemed an admission that the reporting person is the beneficial owner of all of the reported shares for purposes of Section 16 or for any other purpose.

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.