

Great Ajax Corp.
Form 4
May 13, 2015

FORM 4

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

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

OMB APPROVAL

OMB
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(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)

05/13/2015

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)
X 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)
Common Stock, par value \$0.01 per share	05/13/2015		P	1,000 A \$ 12.97	4,000 ⁽¹⁾	I	By Mendelsohn Family Lited Partnership ⁽²⁾
Common Stock, par value \$0.01 per share	05/13/2015		P	1,000 A \$ 12.97	2,070	D	
					70	I	By wife

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Common Stock, par value \$0.01 per share			
Common Stock, par value \$0.01 per share	70	I	By daughter
Common Stock, par value \$0.01 per share	70	I	By daughter
Common Stock, par value \$0.01 per share	70	I	By son
Common Stock, par value \$0.01 per share	274,667 ⁽¹⁾ <u> </u>	I	By Gregory Funding LLC
Common Stock, par value \$0.01 per share	399,355 ⁽¹⁾ ⁽³⁾ <u> </u>	I	By Aspen Yo LLC
Common Stock, par value \$0.01 per share	7,018 ⁽¹⁾ <u> </u>	I	By Flanders Street Capital Partners I., L.P. ⁽⁴⁾ <u> </u>
Common Stock, par value \$0.01 per share	16,842 ⁽¹⁾ <u> </u>	I	By Aspen Uranus
Common Stock, par value \$0.01 per share	124,588 ⁽¹⁾ <u> </u>	I	By Thetis Asset Management LLC

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				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
9400 SW BEAVERTON-HILLSDALE HWY
SUITE 131
BEAVERTON, OR 97005

CHIEF EXECUTIVE OFFICER

Signatures

/s/ Joanne Sur for Lawrence Mendelsohn,
Attorney-in-Fact

05/13/2015

__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).

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.

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

(2) Includes 274,557 shares of Gregory Funding LLC and 124,667 shares of Thetis Asset Management LLC reported above.

(3) Flanders Street Capital Partners I, L.P. is managed by Flanders Street Capital Management which is wholly owned by Mr. Mendelsohn. Mr. Mendelsohn and his wife are general partners or agents of certain members of Flanders Street Capital Partners I, L.P.

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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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