

Great Ajax Corp.  
Form 4  
December 15, 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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2015  
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response... 0.5

(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)

12/14/2015

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 \_\_\_\_ Other (specify  
below) 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) |                     |
|------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------|------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|---------------------|
|                                          |                                      |                                                    | Code                           | V                                                                 | Amount | (A) or (D) | Price                                                                                         |                                                          |                                                       |                     |
| Common Stock, par value \$0.01 per share | 12/14/2015                           |                                                    | A                              |                                                                   | 1,000  | A          | \$ 11.906                                                                                     | 21,452 <u>(1)</u>                                        | I                                                     | By Aspen Uranus LLC |
| Common Stock, par value \$0.01 per share |                                      |                                                    |                                |                                                                   |        |            |                                                                                               | 2,070                                                    | D                                                     |                     |
|                                          |                                      |                                                    |                                |                                                                   |        |            |                                                                                               | 70                                                       | I                                                     | By wife             |

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|                                                      |                                             |   |                                                                                             |
|------------------------------------------------------|---------------------------------------------|---|---------------------------------------------------------------------------------------------|
| 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 daughter                                                                                 |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 70                                          | I | By daughter                                                                                 |
| 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>(1)</sup><br><u>          </u> | I | By Gregory<br>Funding LLC                                                                   |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 443,855 <sup>(1)</sup><br><u>(2)</u>        | I | By Aspen Yo<br>LLC                                                                          |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 7,018 <sup>(1)</sup><br><u>          </u>   | I | By Flanders<br>Street Capital<br>Partners I.,<br>L.P. <sup>(3)</sup><br><u>          </u>   |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 169,088 <sup>(1)</sup><br><u>          </u> | I | By Thetis<br>Asset<br>Management<br>LLC                                                     |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 5,923 <sup>(1)</sup><br><u>          </u>   | I | By<br>Mendelsohn<br>Family<br>Limited<br>Partnership<br><sup>(4)</sup><br><u>          </u> |

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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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>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

12/15/2015

\_\_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

- (1) 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.
- (2) Includes 274,667 shares held by Gregory Funding LLC and 169,088 shares held by Thetis Asset Management LLC reported herein.
- (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.
- (4) Mr. Mendelsohn and certain members of his family are partners of Mendelsohn Family Limited Partnership.

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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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