

Schaub Russell
Form 4
August 14, 2018

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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2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Schaub Russell

(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)

08/01/2017

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)

PRESIDENT

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)
Common Stock, par value \$0.01 per share	08/01/2017		A	4,000 (1)	A \$ 65,685.838 13.95 (2)	D	
Common Stock, par value \$0.01 per share	08/10/2018		A	4,000 (3)	A \$ 74,626.958 13.58 (4)	D	

82.347 (5)

I

By wife

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Common
Stock, par
value
\$0.01 per
share

Common
Stock, par
value
\$0.01 per
share

Common
Stock, par
value
\$0.01 per
share

Common
Stock, par
value
\$0.01 per
share

1,120.147 ⁽⁵⁾ I

By
dependent
(Rebecca)

1,120.147 ⁽⁵⁾ I

By
dependent
(Benjamin)

1,120.147 ⁽⁵⁾ I

By
dependent
(Samuel)

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

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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. 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

Reporting Owners

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Director 10% Owner Officer Other

Schaub Russell

9400 SW BEAVERTON-HILLSDALE HWY

SUITE 131

BEAVERTON, OR 97005

X

PRESIDENT

Signatures

/s/ Russell

08/14/2018

Schaub

__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).

Granted pursuant to the 2016 Equity Incentive Plan, one third of which have vested on August 1, 2018 and the rest will vest equally on August 1, 2019 and August 1, 2020. The reporting person inadvertently failed to report this grant on Form 5 for the registrant's 2017 fiscal year.

(2) Includes the following shares acquired under the Issuer's Dividend Reinvestment Plan: 995.948 shares acquired on March 31, 2017 and 1,074.716 shares acquired on May 30, 2017.

(3) Granted pursuant to the 2016 Equity Incentive Plan, which will vest in three equal installments annually starting August 10, 2019.

(4) Includes the following shares acquired under the Issuer's Dividend Reinvestment Plan: 1,240.075 shares on August 30, 2017; 1,243.971 shares on December 1, 2017; 1,349.174 shares on March 30, 2018; and 1,107.9 shares on May 30, 2018.

Includes the following shares acquired under the Issuer's Dividend Reinvestment Plan: 1.389 shares on March 31, 2017; 1.499 shares on May 30, 2017; 1.611 shares on August 30, 2017; 1.616 shares on December 1, 2017; 1.753 shares on March 30, 2018; and 1.829 shares on May 30, 2018.

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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