

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

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and A	ddress of R	eporting P	erson *		2.	Iss	uer Name	and Tick	er or	Trad	ing S	Symbo	ol		5. Relationshi (Check all app		orting Person	n(s) to Issi	uer
Margolis Je	eff Eliot				R	lesj	pireRx]	Pharma	ceu	tical	ls In	ıc. [RSP	[]		, ,			
(Las	t) (Fir	st) (N	Middle)		3.	Da	te of Earli	est Trans	actio	n (MM	I/DD/Y	YYYY)		X Director X Officer (g	simo titlo bolo		10% Owner	G. halanı)
C/O RESPI								6/1	6/20	016					VP, Treasure			Other (speci	ity below)
PHARMA			C., 126	Ó															
VALLEY F		reet)			1	If /	1 mandma	nt, Date C	rigi	nol Ei	lad a	AM/DI	\/\/\/\/\/\	(Z)	6. Individual o	or Ioint/G	roup Filing	(Charle Amel	liaahla Tina)
	`	,			→.	. 11 /	Amenanie	iii, Date C	лıgı	11a1 1'1	icu (N	VIIVI/DI	J/ 1 1 1 1	1)	o. marviduai c	Ji Joint/G	roup rining	(Спеск Аррі	ncable Line)
GLEN RO	,														X Form filed by		rting Person One Reporting F	Person	
((City) (S	tate) (2	Zip)																
			Table	I - Non	-De	eriv	ative Seci	ırities Ac	quir	ed, D	ispos	sed of	f, or B	Bene	eficially Own	ed			
1. Title of Security				2. Trans.		2A	. Deemed	3. Trans. Co		4. Sec	urities	Acqui	red (A)	5.	Amount of Securi	ties Benefici		6.	7. Nature
(Instr. 3)							ecution te, if any	(Instr. 8)			or Disposed of (D) Instr. 3, 4 and 5)				Following Reported Transaction(s) (Instr. 3 and 4)			Ownership Form:	Beneficial
																		Direct (D) or Indirect	Ownership (Instr. 4)
								Code	v	Amou		(A) or (D)	Price					(I) (Instr. 4)	
Common Stock				6/16/201	16			J (1)		50000	000	D	\$0 <u>(1</u>)	10)134944		D	
Common Stock				6/16/201	16			J (1)		50000	000	A	\$0 <u>(1</u>)	5	000000		I	Ву
													<u> </u>	1					Spouse
	Tal	ble II - De	rivative	Securit	ties	Be	neficially	Owned (e.g.	, puts	s, cal	ls, wa	ırrant	ts, o	ptions, conve	rtible sec	curities)		
Title of Derivate Security	2. Conversion	3A. Deer Execution	med 4. Tra				of Securities	6. Date Exercisable and 7. Expiration Date Se					8. Price of Derivative 9. Number of derivative		10. Ownership	11. Nature of Indirect			
(Instr. 3)	or Exercise Price of Derivative	Date	Date, if a					A) or	Expiration i		Date		Derivative		ve Security Security		Securities	Form of	Beneficial
													(Instr. 3	and	14)	(Instr. 5)	Owned	Derivative Security:	Ownership (Instr. 4)
	Security								Date	;	Expi	ration	Title		Amount or Number of		Following Reported	Direct (D) or Indirect	
				Co	de	V	(A)	(D)	Exe	cisable	Date		Title		Shares		Transaction(s) (Instr. 4)	(I) (Instr. 4)	
Common Stock Warrants (right to buy)	\$0.021	6/16/2016		J !	(1)			787363		<u>(2)</u>	9/30/	/2020	Comm		787363	\$0 <u>(1)</u>	787363	D	
Common Stock Warrants (right to buy)	\$0.021	6/16/2016		J !	(1)		787363			(2)	9/30/	/2020	Comm		787363	\$0 (<u>1</u>)	787363	I	By Spouse
Common Stock Options (to											2/21	/2021	Comm						
purchase shares of Common	\$0.0227	6/16/2016		J	(1)			9000000		<u>(3)</u>	3/31/	/2021	Stock		9000000	\$0 (1)	15000000	D	
Stock)			1																
Common Stock Options (to	E0 0225	C/1 C/201 C			(I)		0000000			<u>(3)</u>	3/31/	/2021	Comm	non	0000000	-a (1)	000000		By
purchase shares of Common	\$0.0227	6/16/2016		J	11		9000000			(3)			Stock	k	9000000	\$0 (1)	9000000	I	Spouse
Stock) Common Stock																			
Options (to purchase shares	\$0.0197	6/16/2016		J !	(1)			3000000		<u>(4)</u>	8/18/	/2022	Comm		3000000	so (1)	7000000	D	
of Common Stock)	\$6.6177	0/10/2010		"				200000					Stock	k	200000	30 —	700000		
Common Stock																			
Options (to purchase shares	\$0.0197	6/16/2016		J !	<u>(1)</u>		3000000			<u>(4)</u>	8/18/	/2022	Comm Stock		3000000	so (1)	3000000	I	By Spouse
of Common Stock)													Stock	n.					Spouse
Common Stock Options (to																			
purchase shares	\$0.025	6/16/2016		J !	(1)			5000000		<u>(5)</u>	6/30/	/2022	Comm Stock		5000000	\$0 (<u>1</u>)	10000000	D	
of Common Stock)																			
Common Stock Options (to											6/20	/2022	Comm	ner					Rv
purchase shares of Common	\$0.025	6/16/2016		J i	(1)		5000000			<u>(5)</u>	0/30/	/2022	Comm Stock		5000000	\$0 (<u>1</u>)	5000000	I	By Spouse

	Tal	ble II - Dei	rivative Se	curities	Bei	neficially	Owned (e.g. , puts	, calls, wa	arrants, o	ptions, conve	rtible sec	urities)		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date		4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	derivative Securities Beneficially Owned	Derivative Security:	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s)	Direct (D) or Indirect (I) (Instr. 4)	
Stock)															
Common Stock Options (to purchase shares of Common Stock)	\$0.05	6/16/2016		J (1)			1363637	<u>(6)</u>	7/17/2019	Common Stock	1363637	\$0 (<u>1)</u>	1363636	D	
Common Stock Options (to purchase shares of Common Stock)	\$0.05	6/16/2016		J (1)		1363637		<u>(6)</u>	7/17/2019	Common Stock	1363637	\$0 (<u>1</u>)	1363637	I	By Spouse

Explanation of Responses:

- (All dispositions and acquisitions set forth on this Form 4 reflect estate planning transactions. In each case, securities jointly held by Mr. Margolis and his
- 1) spouse are being transferred so they are held in the spouse's name only.
- (These Warrants were acquired by Mr. Margolis and his spouse in his capacity as President of Aurora Capital LLC, which served as placement agent in the
- 2) Company's unit offering with each unit consisting of one share of common stock and warrants to purchase two additional shares of common stock, and represent his share of the Placement Agent Warrants awarded at each closing of that transaction. The warrants are currently exercisable.
- (These Common Stock Options vest in four equal installments: 25 percent on March 31, 2016 (the grant date), 25 percent on June 30, 2016, 25 percent on
- 3) September 30, 2016, and 25 percent on December 31, 2016.
- (These Common Stock Options vest in four equal installments: 25 percent on December 31, 2015, 25 percent on March 31, 2016, 25 percent on June 30, 2016,
- 4) and 25 percent on September 30, 2016.
- (These Common Stock Options vested in three installments: 50 percent on June 30, 2015, 25 percent on September 30, 2015, and 25 percent on December 31,
- 5) 2015, and are all currently vested and exercisable.
- (These Common Stock Options vested in three equal installments on July 17, 2014, September 30, 2014 and December 31, 2014, and are all currently vested
- 6) and exercisable.

Reporting Owners

Reporting Owner Name / Address	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
Margolis Jeff Eliot C/O RESPIRERX PHARMACEUTICALS INC. 126 VALLEY ROAD, SUITE C GLEN ROCK, NJ 07452	X		VP, Treasurer & Secretary	,					

Signatures

/s/ Jeff E. Margolis

**Signature of Reporting Person

Date

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 control number.