

RespireRx Pharmaceuticals Inc.
Form 4
January 20, 2017

FORM 4

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

OMB APPROVAL

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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, 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 *
WEINGARTEN ROBERT N

2. Issuer Name and Ticker or Trading Symbol
RespireRx Pharmaceuticals Inc. [RSPI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
01/18/2017

Director 10% Owner
 Officer (give title below) Other (specify below)
EVP & Chief Financial Officer

C/O RESPIRERX PHARMACEUTICALS INC., 126 VALLEY ROAD, SUITE C

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

GLEN ROCK, NJ 07452

(City) (State) (Zip)

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 Ownership (Instr. 4)
			(A) or (D)	Code V	Amount	Price	

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)

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Options (to purchase shares of Common Stock)	\$ 3.9	01/18/2017		A	50,000	<u>(1)</u>	01/18/2022	Common Stock	50,000
Common Stock Options (to purchase shares of Common Stock)	\$ 7.3775 <u>(2)</u>					<u>(3)</u>	03/31/2021	Common Stock	73,847 <u>(2)</u>
Common Stock Options (to purchase shares of Common Stock)	\$ 6.396 <u>(2)</u>					<u>(4)</u>	08/18/2022	Common Stock	30,770 <u>(2)</u>
Common Stock Options (to purchase shares of Common Stock)	\$ 8.125 <u>(2)</u>					<u>(5)</u>	06/30/2022	Common Stock	46,154 <u>(2)</u>
Common Stock Options (to purchase shares of Common Stock)	\$ 16.25 <u>(2)</u>					<u>(6)</u>	07/17/2019	Common Stock	15,385 <u>(2)</u>

