

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

COUNTERPATH CORP

Form: 4

Date Filed: 2019-05-08

Corporate Issuer CIK: 1236997

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

OMB APPROVA	L
OMB Number:	3235-0287
Estimated average burden I	nours
per response	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

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

See Ins	truction 1(b).	'			`	ĺ'n	vestm	ent (Company	/ Act	of 1940			()				
		Reporting Person*							Ficker or Tra	_	•		Į.	5. Relationship o		Person(s) to Is		
(Las		(First)	(Middle)						saction (M		•			Director 10% Owner X Officer (give title below) Other (specify below)				
3780 BAY	RIDGE AV	/ENUE		0	5/06/	/20	19		<u> </u>		, ,				Chief	Financial Office	er	
		(Street)		4.	If Am	nend	dment,	Date	Original Fil	l ed Mor	nth/Day/Year)		-	6. Individual or Jo X_Form filed by One	Reporting Per	son	able Line)	
	VER, A1 V												-	Form filed by More	e than One Rep	oorting Person		
(City	y)	(State)	(Zip)						Table I - I	Non-E	Derivative	Secur	ities Acqui	red, Disposed o	of, or Bene	ficially Owned		
1.Title of Security (Instr. 3)		2. Transac Date (Month/Da		2A. Deemed Execution Date, if any (Month/Day/Year)		e, if C	. Transaction ode nstr. 8)	or		. Securities Acquired (A) r Disposed of (D) nstr. 3, 4 and 5) (A)		5. Amount of Sec Owned Following (Instr. 3 and 4)	•	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
									Code	٧	Amount	or (D)	Price				(I) (Instr. 4)	(111501. 4)
Common	Shares													30,463.3518			D	
Common	Shares		05/06/20)19					Α		39.3979 (2)	Α	\$ 2.5382 <u>(3)</u>	30,502.7497			D	
Common	Shares		05/06/20)19					Α		19.182 (2)	Α	\$ 2.6066 (3)	30,521.9317		D		
Reminder: F	Renort on a se	parate line for each	n class of securiti	es hene	eficialle	v o	wned d	irectly	or indirect	lv								
	ioport on a se	parate into for each	Totals of security	oo bene	moian	<i>y</i> 0.	Wilda a		1	Perso form a		quired	to respond	lection of inforr				1474 (9-02)
			т	able II -					-		-		eneficially (Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date, any (Month/Day/Yea	Code	9	n	5. Num of Deri Securit Acquire or Disp of (D) (Instr. 3 and 5)	ivative (Month/Day/Year) Expiration Date (Instr. (Ins		7. Title and Underlying (Instr. 3 an			of 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)	Form of Derivative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Co	de	٧	(A)	(D)	Date Exe	rcisab	Expiration Date	on	Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
Stock Options	\$ 13.1								06/12/2	014	1) 12/12/	2018	Commo	20.000		20,000	D	
Stock Options	\$ 2.4								07/14/2	016 ⁽	1) 07/14/	2021	Commo	n 20,000		40,000	D	
Stock Options	\$ 2.89								12/14/2	017 <mark>(</mark>	1) 12/14/	2022	Commo	n 50,000		90,000	D	
Deferred Share Units	<u>(4)</u>								12/14/	2009	(4	<u>1)</u>	Commo	n 8,065.50 (4)		8,064.50	D	
Deferred Share Units	<u>(4)</u>								06/18/2	2010	(4	<u>1)</u>	Commo	5,000 (4)		13,064.50	D	
Deferred Share Units	<u>(4)</u>								03/10/2	2011	<u>(4</u>	<u>1)</u>	Commo	2,202.60 (4)		15,267.10	D	
Deferred Share Units	<u>(4)</u>								07/25/2	2011	<u>(4</u>	<u>1)</u>	Commo	n 5,405.40 (4)		20,672.50	D	
Deferred Share Units	<u>(4)</u>								07/19/2	2012	2 (4	<u>1)</u>	Commo	n 1,710.80 (4)		22,383.30	D	
Deferred Share	<u>(4)</u>								07/25/2	013 <mark>(</mark>	<u>5)</u> <u>(</u> 4	<u>1)</u>	Commo	n 2,513.90		24,897.20	D	

6,048.40

<u>(4)</u>

D

30,945.60

<u>(4)</u>

Common

07/11/2014⁽⁵⁾

Units Deferred

Share

Units

<u>(4)</u>

Deferred Share Units	<u>(4)</u>				07/17/2015 ⁽⁵⁾	<u>(4)</u>	Common	7,970.40 (4)	38,916.00	D	
Deferred Share Units	<u>(4)</u>				07/14/2016	<u>(4)</u>	Common	8,076.00	46,992.00	D	
Deferred Share Units	<u>(4)</u>				07/14/2017	<u>(4)</u>	Common	13,376	60,368	D	
Deferred Share Units	<u>(4)</u>				07/26/2018	<u>(4)</u>	Common	22,830.00	83,198.00	D	
Deferred Share Units	<u>(4)</u>				12/14/2018	<u>(4)</u>	Common	40,000	123,198	D	

Reporting Owners

Reporting Owner Name / Address		Relationships										
Reporting Owner Name / Address	Director	10% Owner	Officer	Other								
Karp David												
3780 BAYRIDGE AVENUE			Chief Financial Officer									
VANCOUVER, A1 V7V 3J2												

Signatures

/s/ David Karp	05/08/2019
-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).
- (1) Options vest as to 12.5% after 6 months and 1/42 per month thereafter as per company plan.
- (2) These shares were purchased through an Employee Share Purchase Plan.
- (3) Canadian dollars.
- (4) Each deferred share unit is convertible into one common share of CounterPath Corporation at no additional cost. There is no expiry date. Deferred share units vest as to one-third of the number granted on each of the first, second and third anniversaries of the grant date.
- (5) The deferred share units vest one third over three years beginning on the first anniversary of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

FORM 4

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

OMB APPROVA	L
OMB Number:	3235-0287
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

See IIIs	ituction 1(b).					ļ	Inv	estme	ent (Company	Act	of 1940							
(Print or Type	e Responses)																		
 Name and Karp Davi 		Reporting Person-								icker or Tra	_	•		!	5. Relationship o		Person(s) to Is ck all applicable)	
3780 BAY	RIDGE AV	(First) ENUE		(Middle)		Date //			Tran	saction (Mo	onth/[Day/Year)			X_ Officer (give titl			(specify below)	
	.==	(Street)			4. I	lf Ame	enc	dment,	Date	Original Fil	edMor	nth/Day/Year)		-	6. Individual or Jo _X_ Form filed by One Form filed by More	Reporting Per	son	able Line)	
VANCOU (City	VER, A1 V	7V 3J2 (State)		(Zip)	_					Table I N	lon F	Octivativa	Coour	ition Angui	red, Disposed o				
1.Title of Sec				2. Transaction	n 2	2A. D	eei	med	3	Transactio		4. Securiti		· · ·	5. Amount of Sec			6.	7. Nature
(Instr. 3)	y			Date (Month/Day/Yea		Execution Date, if any (Month/Day/Year)		if C	Code		or Dispose	r Disposed of (D) nstr. 3, 4 and 5)		Owned Following Reported Transaction(s (Instr. 3 and 4)			Ownership Form: Direct (D)		
						(, _	, , , , o.	,	Code	٧	Amount	(A) or (D)	Price				or Indirect (I) (Instr. 4)	(Instr. 4)
Common	Shares								$^{+}$	Oode	•	Amount	(D)	_	30,463.3518			D	
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Reminder: B	eport on a se	parate line for each	ı class	of securities	benefi	icially	/ OV	vned di	rectly	or indirect	lv								
		<u> </u>				,			,	F	Perso		•		lection of inforr				1474 (9-02)
												are not red control nu	•	•	d unless the for	m displays	a currently va	ilid	
				Tab						•		•		eneficially (Owned				
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					Cod	e '	v	(A)	(D)	Date Exer	rcisab	Expiration Date	on	Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
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07/11/2014⁽⁵⁾

<u>(4)</u>

Common

6,048.40

<u>(4)</u>

D

30,945.60

Deferred

Share

Units

<u>(4)</u>

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3780 BAYRIDGE AVENUE			Chief Financial Officer								
VANCOUVER, A1 V7V 3J2											

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