

# SECURITIES & EXCHANGE COMMISSION EDGAR FILING

## ENDRA Life Sciences Inc.

**Form: 4**

**Date Filed: 2018-11-15**

Corporate Issuer CIK: 1681682

**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

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

(Print or Type Responses)

1. Name and Address of Reporting Person <b>DIGIANDOMENICO ANTHONY</b>		2. Issuer Name and Ticker or Trading Symbol <b>ENDRA Life Sciences Inc. [NDRA]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)	
(Last) (First) (Middle) <b>C/O ENDRA LIFE SCIENCES INC., 3600 GREEN COURT, SUITE 350</b>		3. Date of Earliest Transaction (Month/Day/Year) <b>11/13/2018</b>			
(Street) <b>ANN ARBOR, MI 48105</b>		4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)		<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>			

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	11/13/2018		C		59,524 (1)	A	\$ 1.68	118,149	D	

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 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. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)	Date Exercisable	Expiration Date				
Convertible Promissory Note	\$ 1.68	11/13/2018		C		\$ 100,000	(2)	12/31/2018	Common Stock	59,524	\$ 100,000	\$ 0	D	

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DIGIANDOMENICO ANTHONY C/O ENDRA LIFE SCIENCES INC. 3600 GREEN COURT, SUITE 350 ANN ARBOR, MI 48105	X			

**Signatures**

/s/ Anthony DiGiandomenico by Mark Busch, attorney-in-fact	11/15/2018
<small>Signature of Reporting Person</small>	<small>Date</small>

**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) These shares of Common Stock were issued upon the conversion of the Convertible Promissory Note described in footnote (2).
- (2) Pursuant to the terms of the Convertible Promissory Note (the "Note"), the principal amount of the Note automatically converted into shares of the Issuer's Common Stock upon the consummation of a Qualified Financing (as defined in the Note) at the lowest per share price at which Common Stock was sold by the Issuer in the Qualified Financing, less a discount of 20%.

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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(Last) (First) (Middle) <b>C/O ENDRA LIFE SCIENCES INC., 3600 GREEN COURT, SUITE 350</b>		3. Date of Earliest Transaction (Month/Day/Year) <b>11/13/2018</b>			
(Street) <b>ANN ARBOR, MI 48105</b>		4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
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			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/13/2018		C		59,524 (1)	A	\$ 1.68	118,149	D	

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				Code	V		(A)	(D)	Date Exercisable	Expiration Date				
Convertible Promissory Note	\$ 1.68	11/13/2018		C		\$ 100,000	(2)	12/31/2018	Common Stock	59,524	\$ 100,000	\$ 0	D	

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