FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

vvasinigton,	D.C. 20040	

OMB APP	ROVAL
OMB Number:	3235-02

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

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

OMB APPE	ROVAL						
OMB Number:	3235-0287						
Estimated average burden							
hours per response:	0.5						

Name and Address of Reporting Person* <u>Errico Joseph P</u>											Symbol		Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director X 10% Owner  Officer (give title)  Other (cree)ity					
(Last) 150 ALI	,	*	(Middle)					rans	action (	Month	/Day/Year)		X Officer (give title Other (specify below)  See Remarks					
(Street) BASKIN RIDGE	NG N	1J	07920		4	. If An	nendment, D	ate o	f Origin	al Filed	d (Month/Day	/Year)		ie) $egin{array}{ccc} X &  ext{Form fil} \end{array}$	led by One	e Report	ting Persor	.
(City)	2)	State)	(Zip)											Person				
		T	able I - N	on-De	rivat	ive S	Securities	Ac	quire	d, Di	sposed of	, or Ber	neficial	y Owned				
1. Title of	Security (Ins	tr. 3)		Date		ear)	Execution Da if any	.			4. Securities Disposed Of	Acquired ( (D) (Instr. 3	A) or 3, 4 and 5)	Securities Beneficially Owned Fol	у	Form: D (D) or In	irect Ir direct B . 4) O	direct eneficial wnership
									Code	v	Amount	(A) or (D)	Price	Transaction	n(s) d 4)			130.4)
Common	Stock			04/0	1/201	9			S		10,408(1)(2)	) D	\$6.97	<sup>2)</sup> 571,9	941	Г		
Common	Stock													69,4	44	Ι	2 E	010 ynasty
Common	Stock													55,7	29	I		
Common	Stock													111,3	318	Ι	i v	entures
Common	Stock													46,3	78	I	In P	ore nvestment artners,
Common	Stock													406,5	566	I	i v	entures
Common	Stock													24,7	79	I		entures
Common	Stock													40,2	80	I	E	CNG,
Common	Stock													382,€	507	I	II P	leuroCore nvestment artners,
		Part   Part																
1. Title of Derivative Security (Instr. 3)	1. Title of Derivative Conversion Date Security Or Exercise (Month/Day/Year) if any			ed Date,	4. Transaction Code (Insti		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		6. Date Exer		cisable and	e and 7. Title and A of Securities Underlying Derivative Se		Derivative Security (Instr. 5)	derivativ Securitie Beneficia Owned Followin Reported Transact	ve Owners les Form: ially Direct (  or Indii ng (I) (Inst		of Indirect Beneficial Ownership
					Code	v	(A)	(D)		isable		Title	or Number		(Instr. 4)	.,		
Stock Option (Right to Buy)	\$6.72	04/01/2019			A		106,112 <sup>(4)</sup>		04/01	/2020	04/01/2029		106,11	2 \$0.00	106,1	112	D	

	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. Transa Code ( 8)		5. Number Derivative Securities Acquired (a or Dispose (D) (Instr. 3 and 5)	A) d of	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Restricted Stock Units <sup>(3)</sup>	\$0.00	04/01/2019		A		25,706 <sup>(5)</sup>		04/01/2020	(5)	Common Stock	25,706	\$0.00	25,706	D	

## **Explanation of Responses:**

- 1. These shares were sold pursuant to the Reporting Person's written trading plan pursuant to Rule 10b5-1 of the Securities Exchange Act of 1934, as amended.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$6.55 to \$7.08 per share. The Reporting Person undertakes to provide to electroCore, Inc., any security holder of electroCore, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold by it at each separate price on April 1, 2019.
- 3. Restricted Stock Units ("RSUs"). Each RSU represents a contingent right to receive one share of Common Stock of the Issuer.
- 4. On April 1, 2019, the Reporting Person was granted 106,112 options to purchase shares of Common Stock of the Issuer, with 25% of such options vesting on the first anniversary of the date of grant and the remainder vesting in equal quarterly installments over the succeeding three year period.
- 5. On April 1, 2019, the Reporting Person was granted 25,706 RSUs, with 25% of such RSUs vesting on the first anniversary of the date of grant and the remainder vesting in equal quarterly installments over the succeeding three year period.

## Remarks:

/s/ John L. Cleary, II, attorneyin-fact 04/02/2019

\*\* 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 Number.