FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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## INITIAL STATEMENT OF 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

or Sec	tion 30(n) of	the investment Company Ac	t of 1940					
Requiring (Month/Da	Statement ny/Year)	3. Issuer Name and Ticker or Trading Symbol electroCore, Inc. [ ECOR ]						
_		Issuer (Check all applicable)  X Director 10  Officer (give Ot		erson(s) to 10% Owner Other (specify below)		5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person		
Гable I - No	n-Derivat	ive Securities Benefi	icially Ov	vned				
1. Title of Security (Instr. 4)		Beneficially Owned (Instr.	Form: D (D) or Ir			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock		412,410 <sup>(1)</sup>	D	)				
Common Stock			I		By s	By spouse <sup>(2)</sup>		
Common Stock			I	I I		By spouse <sup>(3)</sup>		
Common Stock			I	I		By spouse <sup>(4)</sup>		
Common Stock		8,556	I	I		By spouse <sup>(5)</sup>		
					)			
2. Date Exercisable and Expiration Date (Month/Day/Year)				rity Conver		5. Ownership Form:	Ownership (Instr.	
Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security		or Indirect (I) (Instr. 5)	3,	
(6)	(6)	Common Stock	283,285	4.35		I	By spouse <sup>(6)</sup>	
(7)	(7)	Common Stock	113,314	4.4115		I	By spouse <sup>(7)</sup>	
	Table II - No  Table II - No  Compared to the property of the	Table II - Non-Derivat  Table II - Derivative g., puts, calls, warra  2. Date Exercisable and Expiration Date (Month/Day/Year)  Date (Month/Day/Year)  Date (Month/Day/Year)  Expiration Date (Month/Day/Year)	2. Date of Event Requiring Statement (Month/Day/Year) 12/08/2023  4. Relationship of Reporting Issuer (Check all applicable) X Director Officer (give title below)  2. Amount of Securities Beneficially Owned (Instr. 4)  412,410(1)  153,168  790  6,142  8,556  Table II - Derivative Securities Beneficially Owned (Instr. 4)  2. Date Exercisable and Expiration Date (Month/Day/Year)  3. Issuer Name and Ticket electroCore, Inc. [  4. Relationship of Reporting Issuer (Check all applicable) X Director Officer (give title below)  4. Relationship of Reporting Issuer (Check all applicable) X Director Officer (give title below)  4. Relationship of Reporting Issuer (Check all applicable) X Director Officer (give title below)  4. Relationship of Reporting Issuer (Check all applicable) X Director Officer (give title below)  4. Relationship of Reporting Issuer (Check all applicable) X Director Officer (give title below)  4. Relationship of Reporting Issuer (Check all applicable) X Director Officer (give title below)  4. Relationship of Reporting Issuer (Check all applicable) X Director Officer (give title below)  4. Relationship of Reporting Issuer (Check all applicable) X Director Officer (give title below)  4. Relationship of Reporting Issuer (Check all applicable) X Director Officer (give title below)  4. Relationship of Reporting Issuer (Check all applicable) X Director Officer (give title below)	2. Date of Event Requiring Statement (Month/Day/Year) 12/08/2023  4. Relationship of Reporting Person(s) Issuer (Check all applicable)  X. Director 10% O Officer (give title below)  2. Amount of Securities Beneficially Owned (Instr. 4)  4. Relationship of Reporting Person(s) Issuer (Check all applicable)  X. Director 10% O Officer (give title below)  2. Amount of Securities Beneficially Owned (Instr. 4)  4. Relationship of Reporting Person(s) Issuer (Check all applicable)  X. Director 10% O Officer (give title below)  3. Owner Beneficially Owned (Instr. 4)  4. Relationship of Reporting Person(s) Issuer (Check all applicable)  3. Officer (give title below)  4. Relationship of Reporting Person(s) Issuer (Check all applicable)  4. Relationship of Reporting Person(s) Issuer (Check all applicable)  4. Relationship of Reporting Person(s) Issuer (Check all applicable)  4. Relationship of Reporting Person(s) Issuer (Check all applicable)  4. Relationship of Reporting Person(s) Issuer (Check all applicable)  4. Relationship of Reporting Person(s) Issuer (Check all applicable)  4. Relationship of Reporting Person(s) Issuer (Check all applicable)  4. Relationship of Reporting Person(s) Issuer (Check all applicable)  4. Relationship of Reporting Person(s) Issuer (Check all applicable)  4. 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Amount of Securities Beneficially Owned (Instr. 4)  412,410(1) D  153,168 I  790 I  6,142 I  8,556 I  Table II - Derivative Securities Beneficially Owned g., puts, calls, warrants, options, convertible securities Underlying Derivative Securities Underlying Derivative Securities Of Shares  1. Table Expiration Date (Month/Day/Year)  2. Date Exercisable and Expiration Date (Month/Day/Year)  1. Title Common Stock 283,285 4.3	2. Date of Event Requiring Statement (Month/Day/Year) 12/08/2023  4. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director Officer (give title below)  2. Amount of Securities Beneficially Owned (Instr. 4)  2. Amount of Securities Beneficially Owned (Instr. 4)  2. Amount of Securities Beneficially Owned (Instr. 4)  4. Na Owner (Instr. 5)  412,410(1)  D  153,168  I By s  4. Na Owner (I) (Instr. 5)  412,410(1)  D  153,168  I By s  790  I By s  6,142  I By s  6,142  I By s  790  I By s  6,142  I By s  790  I By s  1 Summand of Securities Beneficially Owned (Instr. 4)  2. Date Exercisable and Expiration Date (Month/Day/Year)  2. Date Expiration Date (Month/Day/Year)  Title  Common Stock  283,285  4.35	Requiring Statement (Month/Day/Year)  12/08/2023  4. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director Officer (give title below)  Check all applicable) A Director Officer (give title below)  Check Applicable X Form filed I Person Form filed I Reporting I  2. Amount of Securities Beneficially Owned (Instr. 4)  2. Amount of Securities Beneficially Owned (Instr. 4)  A Nature of Indirect (D) or Indirect (D) (Instr. 5)  412,410(1) D  153,168 I By spouse(2)  790 I By spouse(3)  6,142 I By spouse(4)  8,556 I By spouse(4)  8,556 I By spouse(5)  Table II - Derivative Securities Beneficially Owned g., puts, calls, warrants, options, convertible security (Instr. 4)  2. Date Exercisable and Expiration Date (Month/Day/Year)  Title  Amount of Securities Securities Amount of Securities Security Security  Amount of Securities Security Security Security  Amount of Security Sec	

## **Explanation of Responses:**

- 1. Includes (a) 326,437 shares of Common Stock held by Dr. Theofilos directly pursuant to a self-directed IRA, and (b) 85,973 shares of Common Stock held in a joint account with his spouse, Kathryn Theofilos.
- 2. These shares are held by Happy Holstein, LLLP, a Florida limited liability limited partnership, of which Happy Holstein Management, LLC is the general partner, of which Kathryn Theofilos, the reporting person's spouse, is the manager. The filing of this Form 3 shall not be deemed an admission that the reporting person is the beneficial owner of these shares of common stock.
- 3. These shares are held by MCKT, LLC, a Florida limited liability company of which Kathryn Theofilos, the reporting person's spouse, is the manager. The filing of this Form 3 shall not be deemed an admission that the reporting person is the beneficial owner of these shares of common stock.
- 4. These shares are held by the reporting person's adult children, over which Kathryn Theofilos, the reporting person's spouse, shares voting and dispositive power. The filing of this Form 3 shall not be deemed an admission that the reporting person is the beneficial owner of these shares of common stock.
- 5. The filing of this Form 3 shall not be deemed an admission that the reporting person is the beneficial owner of these shares of common stock.
- 6. The holder of the common stock warrants is Happy Holstein Management, LLC, of which Kathryn Theofilos, the reporting person's spouse, is the manager. These warrants will become exercisable on February 2, 2024 and will expire on February 2, 2029, subject to the Beneficial Ownership Limitation (as defined below). Pursuant to the terms of the warrants, the warrants may not be exercised if the holder, together with its affiliates and any persons who are members of a Section 13(d) group with the holder, would beneficially own more than 9.99% of the number of shares of common stock outstanding immediately after giving effect to such exercise (the "Beneficial Ownership Limitation"). The filing of this Form 3 shall not be deemed an admission that the reporting person is the beneficial owner of these common stock warrants.
- 7. The holder of the prefunded common stock warrants is Happy Holstein Management, LLC, of which Kathryn Theofilos, the reporting person's spouse, is the manager. The prefunded common stock warrants are immediately exercisable and will expire on the date they are exercised in full, subject to the Beneficial Ownership Limitation. The filing of this Form 3 shall not be deemed an admission that the reporting person is the beneficial owner of these prefunded common stock warrants.

/s/ Charles Steve Theofilos 12/18/2023

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  If the form is filed by more than one reporting person, see Instruction 5 (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.