

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

COUNTERPATH CORP

Form: 4

Date Filed: 2019-02-08

Corporate Issuer CIK: 1236997

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549OMB APPROVAL
OMB Number: 3235-0287
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per response... 0.5

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person Karp David			2. Issuer Name and Ticker or Trading Symbol COUNTERPATH CORP [CPAH]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☒ Director ☐ 10% Owner ☒ Officer (give title below) ☐ Other (specify below) Chief Financial Officer			
(Last) (First) (Middle) 3780 BAYRIDGE AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 02/06/2019						
(Street) VANCOUVER, A1 V7V 3J2			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			
(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 Indirect Beneficial Ownership (Instr. 4)		
Common Shares					29,850.6122	D			
Common Shares	02/06/2019		A	155.0308 (2)	\$ 1.9609 (3)	30,005.643	D		
Common Shares	02/06/2019		A	78.1491 (2)	\$ 1.945 (3)	30,083.7921	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	Title	Amount or Number of Shares		
Stock Options	\$ 13.1							06/12/2014 (1)	12/12/2018	Common shares	20,000	20,000	D
Stock Options	\$ 2.4							07/14/2016 (1)	07/14/2021	Common	20,000	40,000	D
Stock Options	\$ 2.89							12/14/2017 (1)	12/14/2022	Common	50,000	90,000	D
Deferred Share Units	(4)							12/14/2009	(4)	Common	8,065.50 (4)	8,064.50	D
Deferred Share Units	(4)							06/18/2010	(4)	Common	5,000 (4)	13,064.50	D
Deferred Share Units	(4)							03/10/2011	(4)	Common	2,202.60 (4)	15,267.10	D
Deferred Share Units	(4)							07/25/2011	(4)	Common	5,405.40 (4)	20,672.50	D
Deferred Share Units	(4)							07/19/2012	(4)	Common	1,710.80 (4)	22,383.30	D
Deferred Share Units	(4)							07/25/2013 (5)	(4)	Common	2,513.90 (4)	24,897.20	D
Deferred Share Units	(4)							07/11/2014 (5)	(4)	Common	6,048.40 (4)	30,945.60	D
Deferred Share	(4)							07/17/2015 (5)	(4)	Common	7,970.40 (4)	38,916.00	D

Deferred Share Units	(4)						07/14/2016	(4)	Common	8,076.00		46,992.00	D	
Deferred Share Units	(4)						07/14/2017	(4)	Common	13,376		60,368	D	
Deferred Share Units	(4)						07/26/2018	(4)	Common	22,830.00		83,198.00	D	
Deferred Share Units	(4)						12/14/2018	(4)	Common	40,000		123,198	D	

Reporting Owners

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

Signatures

/s/ David Karp	02/08/2019
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.

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