SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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 AF	PROVAL
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	hours per response:	0.5
	Estimated average burden	

1. Name and Address of Reporting Person [*] Nussbaum Ran		suer Name and Tick <u> Dxx Pharmace</u>				(Che	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner			
(Last) (First) (Middle) C/O ELOXX PHARMACEUTICALS, INC.	03/	ate of Earliest Trans 21/2018	action (I	Month	/Day/Year)			Officer (give title below)	e Oth belo	er (specify wv)
950 WINTER STREET, 4TH FLOOR NORT		Amendment, Date o	f Origin	al File	d (Month/Day/	'Year)	6. In Line	dividual or Joint/Gro	up Filing (Checł	Applicable
(Street) WALTHAM MA 02451 (City) (State) (Zip)							2	•		
Table I - No	n-Derivative	Securities Acc	quired	l, Dis	sposed of,	or Bei	neficiall	y Owned		
	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)

		Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	03/21/2018	Р		1,585	A	\$7.55	383,103	I	By Pontifax Investment Fund ⁽¹⁾
Common Stock	03/21/2018	Р		3,255	A	\$7.55	786,919	Ι	By Pontifax Investment Fund ⁽²⁾
Common Stock	03/21/2018	Р		1,760	Α	\$7.55	425,463	Ι	By Pontifax Investment Fund ⁽³⁾
Common Stock	03/22/2018	Р		1,441	A	\$8	384,544	Ι	By Pontifax Investment Fund ⁽¹⁾
Common Stock	03/22/2018	Р		2,959	A	\$8	789,878	Ι	By Pontifax Investment Fund ⁽²⁾
Common Stock	03/22/2018	Р		1,600	A	\$8	427,063	Ι	By Pontifax Investment Fund ⁽³⁾
Common Stock							2,287,937	Ι	By Pontifax Investment Fund ⁽⁴⁾
Common Stock							4,900,249	I	By Pontifax Investment Fund ⁽⁵⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(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)	Transaction	of	6. Date Exercisable and Expiration Date (Month/Day/Year)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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		Ta	ble II - Deriva) (e.g., p					options,		le sec	LOr	г			
1. Title of	2.	3. Transaction	3A. Deemed	4.ode		(6A)Nu	m(160e))r	ExDecties Elaker	isΩaatte and	7itletle	aSolidiares	8. Price of	9. Number of	10.	11. Nature
Benlamation	Conversion of Respises	e6Month/Dav/Year)	Execution Date, if any	Code	action (Instr.	Deriva	ative	Expiration D (Month/Day/	(ear)	Amour Securi	ties	Derivative Security	Securities	Ownership Form:	Of Indirect Beneficial
(Instr. 3)	Price of	ssuer held by Pontifa heral partner of Pontif	(Month/Day/Year)	(" 8)	an IV")	Secur	ities	PLP ("Pontif	ax IV") is the	Under	lying attuer of Ca	(Instr.5)	Beneficially	Direct (D)	Ownershi
("Managemen	Derivative	ieral partner of Pontif	ax IV. Mr. Nussbau	n is a M	anaging	Partner	ired of Ma	nagement 4. By	virtue of this		tive ship. Mr. Ni	issbaum may	be deemed to sha	^{re} (I) (Instr. 4)	dispositive
power with re	spect to the sh	ares held by Cayman	IV. Mr. Nussbaum o	lisclaims	benefic	iahawa	ership	of such shares,	except to the	extern at	his pecunia	ry interest the	erepenandethe inclu	ision of the sh	ares in this
report shall no	ot be deemed to	o be an admission of l	beneficial ownership	of the r	eported	shorepi	or purp	ooses of Section	16 of the Se	curities E	xchange Ac	t of 1934 or c	thranisaction(s)		
Mr. Nussbaun pecuniary inte	n may be deem	ssuer held by Pontifa: ted to share voting an the inclusion of the perwise.	d dispositive power	with resp	pect to the	he share	s held	by Israel IV. M	r. Nussbaum	disclaims	beneficial o	ownership of	such shares, excep	ot to the extent	of his
elationship, N of his pecunia	Ar. Nussbaum ry interest thei	ssuer held by Pontifa may be deemed to sh ein, and the inclusion	are voting and dispo	sitive po	wer wit	h respec	ct to the	e shares held by be an admissio	r China IV. M n of beneficia	r. Nussba	um disclain	ns beneficial o	ownership of such	shares, excep	t to the exter
Exchange Act	of 1934 or oth	ierwise.		' 0 - 1 -	• • •	• (• > •	(D)	Date	Expiration	• •	of Channe				
4 Represents	shares of the I	ssuer held by Pontifa	v (Cayman) III I P	("Fode"	an Y III'')	D(A);fa	v(R)an:	Exercisable	IILPARE ("Pont	ij _{fa} Ų iję ŗ'n	; Snares	al nartner of (Cauman III Donti	fay Managome	ant III C. D.

(2011) Ltd. ("Management III") is the general partner of Pontifax III. Mr. Nussbaum is a Managing Partner of Management III. By virtue of this relationship, Mr. Nussbaum may be deemed to share voting dispositive power with respect to the shares held by Cayman III. Mr. Nussbaum disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein, and the inclusion of the shares in this report shall not be deemed to be an admission of beneficial ownership of the reported shares for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise. 2011) Ltd. ("Management III") is the tner of Pontifa II. Mr. Nusst n is a Manag Partner of Ma ment III. By virtue of this rel ship, Mr. Nussbau ng and

5. Represents shares of the Issuer held by Pontifax (Israel) III, L.P. ("Israel III"). Pontifax III is the general partner of Israel III. Management III is the general partner of Pontifax III. Mr. Nussbaum is a Managing Partner of Management III. By virtue of this relationship, Mr. Nussbaum may be deemed to share voting and dispositive power with respect to the shares held by Israel III. Mr. Nussbaum disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein, and the inclusion of the shares in this report shall not be deemed to be an admission of beneficial ownership of the reported shares for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise.

Remarks:

/s/ Gregory Weaver, Attorney 03/23/2018 in Fact

** 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.

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