

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROVAL | |
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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

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

| | | | | | | | | |
|---|---------|----------|--|--|--|---|--|--|
| 1. Name and Address of Reporting Person* <u>Schneider Carine</u> | | | 2. Issuer Name and Ticker or Trading Symbol <u>LogicMark, Inc. [LGMK]</u> | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below) | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) <u>08/05/2024</u> | | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person | | |
| <u>2801 DIODE LANE</u> | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) <u>08/06/2024</u> | | | | | |
| (Street) <u>LOUISVILLE KY 40299</u> | | | | | | | | |
| (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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|----------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock ⁽¹⁾ | 08/05/2024 | | A | | 21,486 | A | \$0.4554 | 21,986 | 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. 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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|-------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | | | | | Title |
| Series A Common Stock Purchase Warrant ⁽¹⁾⁽²⁾ | \$0.1593 ⁽³⁾ | 10/01/2024 ⁽²⁾ | | A | | 62,772 ⁽³⁾ | | 10/01/2024 ⁽²⁾ | 08/05/2029 | Common Stock | 62,772 ⁽³⁾ | \$0.005 | 62,772 ⁽³⁾ | D | |
| Series B Common Stock Purchase Warrant ⁽¹⁾⁽²⁾ | \$0.4654 | 10/01/2024 ⁽²⁾ | | A | | 21,486 | | 10/01/2024 ⁽²⁾ | 02/05/2027 | Common Stock | 21,486 | \$0.005 | 21,486 | D | |

Explanation of Responses:

- Each of the shares of the Company's common stock, par value \$0.0001 per share (the "Common Stock"), the Series A Common Stock Purchase Warrants (the "Series A Warrants"), the Series B Common Stock Purchase Warrants (the "Series B Warrants"), and any other securities held by the reporting person that are convertible, exchangeable or exercisable into shares of Common Stock, are subject to the terms and conditions of a lock-up agreement entered into between the issuer (the "Company") and the reporting person, which prevents the offer, sale or other disposition thereof, subject to certain exceptions, for a period of 60 days from the date of the closing of the Company's offering of its securities pursuant to the Company's registration statement on Form S-1, as amended (File No. 333-179133), declared effective by the U.S. Securities and Exchange Commission ("SEC") on August 1, 2024.
- This Form 4 amendment is being filed by the reporting person in order to reflect the acquisition by the reporting person of the Series A Warrants and the Series B Warrants on October 1, 2024, the date on which the Company obtained the approval of its stockholders for the issuance of all shares of Common Stock issuable upon exercise of each of the Series A Warrants and Series B Warrants in accordance with Rule 5635(d) of The Nasdaq Stock Market LLC (the "Stockholder Approval"), on which the exercisability of each of the Series A Warrants and the Series B Warrants was conditioned. Accordingly, the dates in Columns 3 and 6 of Table II of the Form 4 filed by the reporting person with the SEC on August 6, 2024 (the "Original Form 4") are hereby amended to October 1, 2024.
- This Form 4 amendment is also being filed by the reporting person to amend the exercise price reported in Column 2 of Table II of the Original Form 4 and the number of shares of Common Stock reported in Columns 5, 7 and 9 of Table II of the Original Form 4 to reflect such information as of the date of Stockholder Approval.

/s/ Carine Schneider

10/03/2024

** 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.