

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB 3235-
Number: 0104
Estimated average
burden hours per
response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person * SETH SANDESH		2. Date of Event Requiring Statement (Month/Day/Year) 01/06/2015	3. Issuer Name and Ticker or Trading Symbol RELMADA THERAPEUTICS, INC. [RLMD]	
(Last) (First) (Middle) C/O RELMADA THERAPEUTICS, INC., 546 FIFTH AVENUE, 14TH FLOOR	(Street) NEW YORK, NY 10036		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(City) (State) (Zip)	5. If Amendment, Date Original Filed(Month/Day/Year)			
6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person				

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Options/Warrants (2)	(1)	02/26/2024	Common Stock	48,662	\$ 1.5	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SETH SANDESH C/O RELMADA THERAPEUTICS, INC. 546 FIFTH AVENUE, 14TH FLOOR NEW YORK, NY 10036	X			

Signatures

/s/ Sandesh Seth 01/16/2015

Explanation of Responses:

* 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).

(1) The options were granted on February 26, 2014 (the "Grant Date"). The stock options vest on the Grant Date based on the following vesting schedule: Twenty-five percent (25%) of the stock options of the initial grant shall vest on the first anniversary of the Grant Date and the remaining seventy-five percent (75%) shall vest in equal quarterly increments of 6.25% of the option grant over the following three (3) year period.

Does not include warrants to be granted to Mr. Seth and/or his affiliates held by the placement agent in connection with the following transactions consummated by the company: (i) an offering that closed on September 30, 2013 (an aggregate of 1,250,000 warrant shares exercisable at \$0.80 per share to be allocated to designees of the placement agent), (ii) the going public offering that commenced in May 2014 (an aggregate of 4,290,950 warrant shares exercisable at \$1.50 per share to be allocated to designees of the placement agent), (iii) the (2) transaction with Medeor, Inc. that closed on December 31, 2013 (an aggregate of 200,000 warrant shares exercisable at \$1.10 per share to be allocated to designees of the placement agent), and (iv) the notes financing that was conducted by the Company in 2012 and 2013 (an aggregate of 140,625 warrant shares exercisable at \$0.80 per share to be allocated to designees of the placement agent). In addition, does not include warrants to be granted to Mr. Seth and/or his affiliates by an advisory firm of the Company (an aggregate of 8,655,783 warrant shares exercisable at \$0.001 per share to be allocated to designees of the advisory firm).

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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