

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

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

(Print or Type Responses)

1. Name and Address of Reporting Person* Berecz Elizabeth		2. Issuer Name and Ticker or Trading Symbol Nemus Bioscience, Inc. [NMUS]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director ____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) Chief Financial Officer	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/04/2014		
650 TOWN CENTER DRIVE, SUITE 620					
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)		
COSTA MESA, CA 92626					
(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			

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

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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		Date Exercisable	Expiration Date						Title
Stock Option (Right to Buy)	\$ 0.42 (1)	12/04/2014(1)		A(1)		100,000	(2)	10/31/2024	Common Stock	100,000	\$ 0	100,000	D	
Stock Option (Right to Buy)	\$ 0.42 (3)	12/04/2014(3)		A(3)		150,000	(4)	11/21/2024	Common Stock	150,000	\$ 0	150,000	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Berecz Elizabeth 650 TOWN CENTER DRIVE SUITE 620 COSTA MESA, CA 92626			Chief Financial Officer	

Signatures

/s/ Elizabeth Berecz 12/05/2014
**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).

- The Board of Directors of the Company approved the grant of Stock Options on October 31, 2014, at an exercise price of fair market value. The Company engaged an independent third party to establish the fair market value on the date of grant. On December 4, 2014, the Board of Directors of the Company accepted the valuation report and set the exercise price at \$0.42 per share.
- (1) Reporting Person's right to receive Stock Options vest over a five year period, with the first 20% of the total Stock Options vesting on the one year anniversary of the grant date the remainder of the shares will vest in equal installments on a annual basis thereafter, such that the Stock Options are fully vested on October 31, 2019.
 - (2) The Board of Directors of the Company approved the grant of Stock Options on November 21, 2014, at an exercise price of fair market value. The Company engaged an independent third party to establish the fair market value on the date of grant. On December 4, 2014, the Board of Directors of the Company accepted the valuation report and set the exercise price at \$0.42 per share.
 - (3) Reporting Person's right to receive Stock Options vest over a five year period, with the first 20% of the total Stock Options vesting on the one year anniversary of the grant date the remainder of the shares will vest in equal installments on a annual basis thereafter, such that the Stock Options are fully vested on November 21, 2019.
 - (4)

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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