

CorMedix Inc.  
Form 4  
May 17, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Dillione Janet

(Last) (First) (Middle)

C/O CORMEDIX INC., 1430 U.S.  
HIGHWAY 206, SUITE 200

(Street)

BEDMINSTER, NJ 07921

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
CorMedix Inc. [CRMD]

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/15/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock                    | 05/15/2017                           | 05/15/2017   | P                              |   | 21,231  | A  | \$ 0.475                          |
|                                 |                                      |  |                                |   |   |  | 39,969                            |
|                                 |                                      |  |                                |   |   |  | (1)                               |

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

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SEC 1474  
(9-02)

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

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| 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) |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of Shares |
| Stock Option (Right to Buy Common Stock)   | \$ 2.24  |                                      |  |                                |   | (2)  | 02/21/2027  | Common Stock | 40,000                     |
| Restricted Stock Units                     | (3)  |                                      |  |                                |   | (3)  | (3)   | Common Stock | 15,357 (3)                 |
| Phantom Stock                              | (4)  |                                      |  |                                |   | (4)  | (4)   | Common Stock | 3,472                      |
| Phantom Stock                              | (4)  |                                      |  |                                |   | (4)  | (4)   | Common Stock | 4,143                      |
| Stock Option (Right to Buy Common Stock)   | \$ 3.03  |                                      |  |                                |   | (5)  | 08/11/2025  | Common Stock | 50,000                     |
| Phantom Stock                              | (4)  |                                      |  |                                |   | (4)  | (4)   | Common Stock | 1,415                      |
| Stock Option (Right to Buy Common Stock)   | \$ 1.91  |                                      |  |                                |   | (2)  | 02/21/2026  | Common Stock | 95,000                     |
| Phantom Stock                              | (4)  |                                      |  |                                |   | (4)  | (4)   | Common Stock | 3,831                      |
| Phantom Stock                              | (4)  |                                      |  |                                |   | (4)  | (4)   | Common Stock | 2,767                      |
| Phantom Stock                              | (4)  |                                      |  |                                |   | (4)  | (4)   | Common Stock | 4,335                      |
| Phantom Stock                              | (4)  | 05/15/2017                           | 05/15/2017   | A                              | 15,306  | (4)  | (4)   | Common Stock | 15,306                     |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Dillione Janet<br>C/O CORMEDIX INC.<br>1430 U.S. HIGHWAY 206, SUITE 200<br>BEDMINSTER, NJ 07921 | X             |           |         |       |

## Signatures

|   |            |
|---|------------|
| /s/ Alexander M. Donaldson, by Power of<br>Attorney | 05/17/2017 |
| **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).

- This transaction was executed in multiple trades at prices ranging from \$0.473 to \$0.475. The price reported in Column 4 is a weighted average price. The reporting person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transactions were effected.
- (1) average price. The reporting person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transactions were effected.
  - (2) The options vest in full on the first anniversary of the date of grant, subject to continued service on the board.
  - (3) Each restricted stock unit represents the right to receive one share of CorMedix Inc. common stock. The restricted stock units vest in full on the first anniversary of the date of grant, subject to continued service on the board.
  - (4) Each share of phantom stock is the economic equivalent of one share of common stock. The shares of phantom stock become payable in common stock on the tenth business day of January of the year following the reporting person's termination of service as a director.
  - (5) The options vest as follows: 1/3 on 8/12/2015, 1/3 on 8/12/2016, and 1/3 on 8/12/2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.