

Dillione Janet
 Form 4
 March 22, 2018

FORM 4

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

OMB APPROVAL

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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)
 ONE WAYSIDE ROAD
 (Street)
 BURLINGTON, MA 01803
 (City) (State) (Zip)

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

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/21/2018

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)
 ___X___ 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 | 02/21/2018 ⁽¹⁾ | 02/21/2018 | M | | 15,357 | A | \$ 0 <u>(1)</u> |
| | | | | | 107,409 | D | |

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 |
| Restricted Stock Units | \$ 0 | 02/21/2018 | 02/21/2018 | M | | 15,357 | | <u>(1)</u> | <u>(1)</u> | Common Stock | 15,357 |
| Stock Option (Right to Buy Common Stock) | \$ 0.57 | | | | | | | <u>(2)</u> | 02/16/2028 | Common Stock | 40,000 |
| Restricted Stock Units | <u>(3)</u> | | | | | | | <u>(3)</u> | <u>(3)</u> | Common Stock | 10,000 |
| Restricted Stock Units | <u>(3)</u> | | | | | | | <u>(3)</u> | <u>(3)</u> | Common Stock | 4,000 |
| Phantom Stock | <u>(4)</u> | | | | | | | <u>(4)</u> | <u>(4)</u> | Common Stock | 13,392 |
| Phantom Stock | <u>(4)</u> | | | | | | | <u>(4)</u> | <u>(4)</u> | Common Stock | 15,625 |
| Phantom Stock | <u>(4)</u> | | | | | | | <u>(4)</u> | <u>(4)</u> | Common Stock | 20,833 |
| Stock Option (Right to Buy Common Stock) | \$ 2.24 | | | | | | | <u>(5)</u> | 02/21/2027 | Common Stock | 40,000 |
| Phantom Stock | <u>(4)</u> | | | | | | | <u>(4)</u> | <u>(4)</u> | Common Stock | 3,472 |
| Phantom Stock | <u>(4)</u> | | | | | | | <u>(4)</u> | <u>(4)</u> | Common Stock | 4,143 |
| Stock Option (Right to Buy) | \$ 3.03 | | | | | | | <u>(6)</u> | 08/11/2025 | Common Stock | 50,000 |

| | | | | | |
|--|---------|--|-----|------------|---------------------|
| Common Stock) | | | | | |
| Phantom Stock | (4) | | (4) | (4) | Common Stock 1,415 |
| Stock Option (Right to Buy Common Stock) | \$ 1.91 | | (7) | 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) | | (4) | (4) | Common Stock 15,306 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Dillione Janet ONE WAYSIDE ROAD BURLINGTON, MA 01803 | | | | |

Signatures

/s/ Alexander M. Donaldson, by Power of Attorney 03/22/2018

__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).
- (1) These Restricted Stock Units were granted on 2/21/2017. Each restricted stock unit represents the right to receive one share of CorMedix Inc. common stock. The restricted stock vested in full on the first anniversary of the date of grant, which was February 21, 2018.
- (2) These options were granted on 2/16/2018. These options vest in full on the first anniversary of the date of grant, subject to continued service on the board.
- (3) These Restricted Stock Units were granted on 2/16/2018. Each restricted stock unit represents the right to receive one share of CorMedix Inc. common stock. The restricted stock vests 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)

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These options were granted on 2/21/2017. The options vest in full on the first anniversary of the date of grant, subject to continued service on the board.

- (6) These options were granted on 8/12/2015. The options vest as follows: 1/3 on 8/12/2015, 1/3 on 8/12/2016, and 1/3 on 8/12/2017.
- (7) These options were granted on 2/21/2016. These options vest in full on the first anniversary of the date of grant, subject to continued service on the board.

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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