CorMedix Inc. Form 4 February 23, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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OMB APPROVAL

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Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * GEORGE MICHAEL W

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

CorMedix Inc. [CRMD]

(First) (Middle) (Last)

(Street)

(State)

3. Date of Earliest Transaction

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

(Check all applicable)

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

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

Filed(Month/Day/Year)

(Month/Day/Year)

02/21/2017

BEDMINSTER, NJ 07921

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

(City)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

(Zip)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership (Instr. 4) (Instr. 4)

(A) or

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (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 Conversion Security or Exercise

3. Transaction Date 3A. Deemed

(Month/Day/Year) Execution Date, if any

4. 5. Number of TransactionDerivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy Common Stock)	\$ 2.24	02/21/2017	02/21/2017	A	40,000		<u>(1)</u>	02/21/2027	Common Stock	40,000
Restricted Stock Units	<u>(2)</u>	02/21/2017	02/21/2017	A	12,232		(2)	(2)	Common Stock	12,232
Phantom Stock	\$ 0 (3)						(3)	(3)	Common Stock	3,472
Phantom Stock	\$ 0 (3)						(3)	(3)	Common Stock	4,143
Stock Option (Right to Buy Common Stock)	\$ 2.11						<u>(4)</u>	04/05/2024	Common Stock	15,000
Stock Option (Right to Buy Common Stock)	\$ 2.79						<u>(1)</u>	02/27/2024	Common Stock	30,000
Stock Option (Right to Buy Common Stock)	\$ 5.62						<u>(1)</u>	03/01/2025	Common Stock	50,000
Phantom Stock	\$ 0 (3)						(3)	(3)	Common Stock	1,847
Phantom Stock	\$ 0 (3)						(3)	<u>(3)</u>	Common Stock	1,176
Phantom Stock	\$ 0 (3)						(3)	(3)	Common Stock	2,459

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Phantom Stock	\$ 0 <u>(3)</u>	(3)	(3)	Common Stock	3,125
Stock Option (Right to Buy Common Stock)	\$ 1.91	<u>(1)</u>	02/21/2026	Common Stock	90,000
Phantom Stock	\$ 0 <u>(3)</u>	(3)	(3)	Common Stock	3,968
Phantom Stock	\$ 0 <u>(3)</u>	(3)	(3)	Common Stock	2,767
Phantom Stock	\$ 0 <u>(3)</u>	(3)	(3)	Common Stock	4,335

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
GEORGE MICHAEL W C/O CORMEDIX INC. 1430 HIGHWAY 206, SUITE 200 BEDMINSTER, NJ 07921	X					

Signatures

/s/ Alexander M. Donaldson, by Power of Attorney 02/23/2017

**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).
- (1) These options vest in full on the first anniversary of the date of grant, subject to continued service on the board.
- (2) 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.
- (3) 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.
- (4) 5,000 shares vest upon completion of the April 2014 milestone, 10,000 shares vest upon completion of another milestone by the third quarter of 2014.

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.

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