

Dillione Janet  
 Form 4  
 November 16, 2017

**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, 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)  
 11/14/2017

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)  
 \_\_\_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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock                    |                                      |  |                                | (A) or (D) Price  | 39,969  | D  |                                   |

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)**

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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 |
| Phantom Stock                              | \$ 0 <sup>(1)</sup>                                    | 11/14/2017                           | 11/14/2017   | A                              |   | 15,625 <sup>(2)</sup>                                    |     | <sup>(1)</sup>  | <sup>(1)</sup>  | Common Stock | 15,625                     |
| Phantom Stock                              | <sup>(1)</sup>   |                                      |  |                                |   |  |     | <sup>(1)</sup>  | <sup>(1)</sup>  | Common Stock | 20,833                     |
| Stock Option (Right to Buy Common Stock)   | \$ 2.24  |                                      |  |                                |   |  |     | <sup>(3)</sup>  | 02/21/2027      | Common Stock | 40,000                     |
| Restricted Stock Units                     | <sup>(4)</sup>   |                                      |  |                                |   |  |     | <sup>(4)</sup>  | <sup>(4)</sup>  | Common Stock | 15,357 <sup>(4)</sup>      |
| Phantom Stock                              | <sup>(1)</sup>   |                                      |  |                                |   |  |     | <sup>(1)</sup>  | <sup>(1)</sup>  | Common Stock | 3,472                      |
| Phantom Stock                              | <sup>(1)</sup>   |                                      |  |                                |   |  |     | <sup>(1)</sup>  | <sup>(1)</sup>  | Common Stock | 4,143                      |
| Stock Option (Right to Buy Common Stock)   | \$ 3.03  |                                      |  |                                |   |  |     | <sup>(5)</sup>  | 08/11/2025      | Common Stock | 50,000                     |
| Phantom Stock                              | <sup>(1)</sup>   |                                      |  |                                |   |  |     | <sup>(1)</sup>  | <sup>(1)</sup>  | Common Stock | 1,415                      |
| Stock Option (Right to Buy Common Stock)   | \$ 1.91  |                                      |  |                                |   |  |     | <sup>(6)</sup>  | 02/21/2026      | Common Stock | 95,000                     |
| Phantom Stock                              | <sup>(1)</sup>   |                                      |  |                                |   |  |     | <sup>(1)</sup>  | <sup>(1)</sup>  | Common Stock | 3,831                      |
| Phantom Stock                              | <sup>(1)</sup>   |                                      |  |                                |   |  |     | <sup>(1)</sup>  | <sup>(1)</sup>  | Common Stock | 2,767                      |

|               |     |     |     |              |        |
|---------------|-----|-----|-----|--------------|--------|
| Phantom Stock | (1) | (1) | (1) | Common Stock | 4,335  |
| Phantom Stock | (1) | (1) | (1) | Common Stock | 15,306 |

## Reporting Owners

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

## Signatures

/s/ Alexander M. Donaldson, by Power of Attorney 11/16/2017

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) 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.
- (2) These shares were credited automatically to the reporting person's account pursuant to the reporting person's election to defer the receipt of cash compensation for director's fees.
- (3) 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.
- (4) 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 units vest in full on the first anniversary of the date of grant, subject to continued service on the board.
- (5) 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.
- (6) 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. 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.