CorMedix Inc. Form 4 June 01, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *Lefkowitz Steven W			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			CorMedix Inc. [CRMD]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
			(Month/Day/Year)	X Director 10% Owner		
C/O CORN 202-206, S		745 ROUTE	05/28/2015	Officer (give title Other (specify below)		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
BRIDGEW	/ATER, NJ U	S 08807	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acc	quired, Disposed of, or Beneficially Owne		
1 T:41 f	2 Transportion I	Data 24 Daama	d 2 4 Committee Acquired (A)	5 Amount of 6 7 Noture		

(City)	(State)	(Zip) Tal	ble I - Non	-Derivativ	e Secu	ırities Acqu	iired, Disposed o	of, or Benefic	ially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securit or Dispos (Instr. 3, 4	ed of (4 and 5	(D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)	,	
Common Stock, \$0.001 par value per share	05/28/2015		S	10,000	D	\$ 6.1602 (11)	146,471	D	
Common Stock, \$0.001 par value per share	06/01/2015		S	29,072	D	\$ 6.6558 (12)	117,399	D	
Common Stock,							174,741	I (1)	Wade Capital

\$0.001 par value per share			Corporation Money Purchase Plan
Common Stock,			Reporting
\$0.001 par value per share	10,000	I (1)	Person's Wife

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

3. Transaction Date 3A. Deemed

1. Title of

2.

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SEC 1474

(9-02)

6. Date Exercisable and

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transactic Code (Instr. 8)	onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year) rivative curities quired o or sposed (D) str. 3,		Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock Option (right to buy)	\$ 2.02					<u>(2)</u>	01/09/2024	Common Stock, \$0.001 par value per share	200,00
Stock Option (right to buy)	\$ 2.02					<u>(7)</u>	01/09/2024	Common Stock, \$0.001 par value per share	30,00
Swries C-3 Non-Voting Convertible Preferred Stock	\$ 1					(3)	(3)	Common Stock, \$0.001 par value per share	45,00
Warrant (right to	\$ 0.9 (4)					01/08/2015	01/08/2020	Common Stock,	22,50

7. Title and Amount o

purchase Common Stock)				\$0.001 par value per share	
Series C-3 Non-Voting Convertible Preferred Stock	\$ 1	<u>(4)</u>	<u>(4)</u>	Common Stock, \$0.001 par value per share	30,00
Warrant (right to purchase Common Stock)	\$ 0.9 <u>(4)</u>	01/08/2015	01/08/2020	Common Stock, \$0.001 par value per share	15,00
Warrant (right to purchase Common Stock)	\$ 3.4375	08/20/2012	04/30/2015(10)	Common Stock, \$0.001 par value per share	5,000
Stock Option (right to buy)	\$ 0.9	<u>(5)</u>	03/20/2023	Common Stock, \$0.001 par value per share	120,00
Stock Option (right to buy)	\$ 0.68	<u>(6)</u>	12/05/2022	Common Stock, \$0.001 par value per share	150,00
Stock Option (right to buy)	\$ 0.29	<u>(7)</u>	01/06/2022	Common Stock, \$0.001 par value per share	30,00
Stock Option (right to buy)	\$ 1.1	(8)	08/11/2021	Common Stock, \$0.001 par value per share	30,00
Warrant (right to purchase Common Stock)	\$ 3.4375	<u>(9)</u>	04/30/2015(10)	Common Stock, \$0.001 par value per share	19,53
	\$ 3.4375	<u>(9)</u>	04/30/2015(10)		7,900

Warrant (right to purchase Common Stock)			Common Stock, \$0.001 par value per share	
Stock Option (right to buy)	\$ 5.62	<u>(7)</u> 03/01/202:	Common Stock, 5 \$0.001 par value per share	50,00

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

X

Lefkowitz Steven W C/O CORMEDIX INC. 745 ROUTE 202-206, SUITE 303 BRIDGEWATER, NJ US 08807

Signatures

/s/Alexander M. Donaldson by Power of Attorney

06/01/2015

**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) The reporting person beneficially owns these securities through Wade Capital Corporation Money Purchase Plan (an entity for which he has voting and investment control).
- (2) The options vested 100% on January 10, 2014.
 - On January 8, 2014, the reporting person acquired in a private placement (i) 4,500 shares of the Company's Series C-3 Non-Voting Convertible Preferred Stock, each share is convertible into 10 shares of Common Stock, \$0.001 par value per share at a conversion price
- (3) of \$1.00 per share; and (ii) a five-year warrant to purchase common stock at an exercise price of \$1.25 per share. The Series C-3 Preferred Stock and the warrants were purchased together at a purchase price of \$10.00 per share for each share of Series C-3 Preferred Stock
 - On January 8, 2014, the reporting person, through his ownership in Wade Capital Corporation Money Purchase Plan (an entity for which he has voting and investment control), acquired in a private placement (i) 3,000 shares of the Company's Series C-3 Non-Voting
- Convertible Preferred Stock, each share is convertible into 10 shares of Common Stock, \$0.001 par value per share at a conversion price of \$1.00 per share; and (ii) a five-year warrant to purchase common stock at an exercise price of \$1.25 per share. The warrant exercise price was decreased from \$1.25 per share to \$0.90 per share effective September 15, 2014. The Series C-3 Preferred Stock and the warrants were purchased together at a purchase price of \$10.00 per share for each share of Series C-3 Preferred Stock.
- (5) These options vest quarterly over two years beginning June 13, 2013.
- These options vested as follows: (a) fifty percent (50%) on the date of issuance of the CE Mark certification for Neutrolin in Europe, which occurred on July 5, 2013, and (b) fifty percent (50%) on December 31, 2013.
- (7) The options vest in full on the first anniversary of the date of grant.
- (8) The options vest ratably, one-third of which will vest on each of the grant date, the first anniversary and the second anniversary thereof.

Reporting Owners 4

- (9) The warrants were issued as part of the Company's initial public offering in March 2010 and were exercisable beginning six months after the effective date of the Company's registration statement related thereto.
- (10) The expiration date was originally 3/24/2015 and was extended to 4/30/2015.
- (11) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices \$6.15 to \$6.17, inclusive.
- (12) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices \$6.15 to \$7.10, inclusive.

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.