

Kaplan Myron
Form 4
February 20, 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 *
Kaplan Myron

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
02/16/2018

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

C/O KLEINBERG, KAPLAN,
WOLFF & COHEN, PC, 551 FIFTH
AVENUE, 18TH FLOOR

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

NEW YORK, NY 10176

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Price | | | |
| Common Stock | | | | | 284,166 | D | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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) | Amount or Number of Shares | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|-----------------|--------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to Buy Common Stock) | \$ 0.57 | 02/16/2018 | 02/16/2018 | A | | 40,000 | | (1) | 02/16/2028 | Common Stock | 40,000 |
| Restricted Stock Units | (2) | 02/16/2018 | 02/16/2018 | A | | 10,000 | | (2) | (2) | Common Stock | 10,000 |
| Restricted Stock Units | (2) | 02/16/2018 | 02/16/2018 | A | | 12,000 | | (2) | (2) | Common Stock | 12,000 |
| Restricted Stock Units | (3) | | | | | | | (3) | (3) | Common Stock | 5,000 |
| Stock Option (Right to Buy Common Stock) | \$ 2.24 | | | | | | | (5) | 02/21/2027 | Common Stock | 40,000 |
| Restricted Stock Units | (4) | | | | | | | (4) | (4) | Common Stock | 10,000 |
| Stock Option (Right to Buy Common Stock) | \$ 4.28 | | | | | | | (6) | 04/28/2026 | Common Stock | 50,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Kaplan Myron
C/O KLEINBERG, KAPLAN, WOLFF & COHEN, PC
551 FIFTH AVENUE, 18TH FLOOR
NEW YORK, NY 10176

Signatures

/s/ Alexander M. Donaldson, by power of
attorney

02/20/2018

__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 options were granted on 2/16/2017. The options vest in full on the first anniversary of the date of grant, subject to continued service on the board.

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 units vest in full on the first anniversary of the date of grant, subject to continued service on the board.
 - (2) The restricted stock units were granted on 11/6/2017. 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 November 6, 2017, subject to continued service on the board.
 - (3) 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 February 21, 2017, subject to continued service on the board.
 - (4) 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.
 - (5) These options were granted on 4/28/2016. These options shall vest as follows: 1/3 on 4/28/2016, 1/3 on 4/28/2017, and 1/3 on 4/28/2018.

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.