CorMedix Inc. Form 4 October 31, 2014

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

may continue. See Instruction 1(b).

30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person * TELLEZ CORA M

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

CorMedix Inc. [CRMD]

(Check all applicable)

(Last)

(City)

(First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

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

C/O CORMEDIX INC., 745 ROUTE 10/29/2014

202-206, SUITE 303

(Street)

4. If Amendment, Date Original

Applicable Line)

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

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

below)

BRIDGEWATER, NJ US 08807

(State)

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) any

(Zip)

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 6. Ownership 7. Nature of 5. Amount of Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported

(A) or Amount

(D)

Transaction(s)

(Instr. 3 and 4)

Common

Stock,

share

\$0.001 par 10/29/2014 value per

10/29/2014

(Month/Day/Year)

 \mathbf{C} 50,000 52,300

Price

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)

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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 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. Transacti Code (Instr. 8)	Secur Acqu (A) o Disp (D)	urities uired or oosed of r. 3, 4,	6. Date Exercisals Expiration Date (Month/Day/Year		7. Title and Amoun Underlying Securit (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Stock Option (right to buy)	\$ 2.05						(1)	04/03/2024	Common Stock, \$0.001 par value per share	30,0
Common Stock Warrants (right to buy) (2)	\$ 0.9						01/08/2014	01/08/2020	Common Stock, \$0.001 par value per share	25,0
Series C-3 Non-Voting Convertible Preferred Stock (2) (3)	\$ 1	10/29/2014	10/29/2014	C		5,000	10/29/2014(2)	(2)(3)	Common Stock, \$0.001 par value per share	50,0

Reporting Owners

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			

X

TELLEZ CORA M C/O CORMEDIX INC. 745 ROUTE 202-206, SUITE 303 BRIDGEWATER, NJ US 08807

Signatures

/s/Alexander M. 10/31/2014 Donaldson

**Signature of Reporting Date
Person

Reporting Owners 2

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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 shares vest 1/3 on date of grant, 1/3 on first anniversary of date of grant and 1/3 on second anniversary of date of grant.

 On January 8, 2014, the reporting person acquired through a private placement, (i) 5,000 shares of the Company's Series C-3 Non-Voting Convertible Preferred Stock, each share convertible into 10 shares of Common Stock, \$0.001 par value per share; and (ii) a five-year
- (2) warrant to purchase common Stock at an exercise price of \$1.25 per share. The Series C-3 Non-voting Convertible Preferred Stock and warrants were purchased together at a purchase price of \$10.00 per share. The warrant exercise price was decreased to \$0.90 per share effective September 15, 2014.
- (3) Each share of Series C-3 Non-Voting Convertible Preferred Stock converted into 10 shares of Common Stock, \$0.001 par value per share. 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.