

CorMedix Inc.  
Form POS AM  
May 31, 2016

As filed with the Securities and Exchange Commission on May 31, 2016

Registration Statement No. 333-163380

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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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Post-Effective Amendment No. 3  
to Form S-1 on Form S-3

REGISTRATION STATEMENT UNDER  
THE SECURITIES ACT OF 1933

CORMEDIX INC.  
(Exact name of registrant as specified in its charter)

Delaware 2834 20-5894890  
(State or other  
jurisdiction  
of incorporation or (Primary Standard Industrial (I.R.S. Employer  
organization) Classification Code Number) Identification No.)

1430 US Highway 206, Suite 200  
Bedminster, New Jersey 07921  
Telephone: (908) 517-9500

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

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RANDY MILBY  
Chief Executive Officer  
CorMedix Inc.

1430 US Highway 206, Suite 200  
Bedminster, New Jersey 07921  
Telephone: (908) 517-9500

(Name, address, including zip code, and telephone number, including area code, of agent for service)

Copies to:

ALEXANDER M. DONALDSON  
Wyrick Robbins Yates & Ponton LLP  
4101 Lake Boone Trail, Suite 300  
Raleigh, North Carolina 27607  
Telephone: (919) 781-4000  
Fax: (919) 781-4865

Approximate date of commencement of proposed sale to the public: Not applicable.

If the only securities being registered on this Form are being offered pursuant to dividend or interest reinvestment plans, please check the following box.

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a registration statement pursuant to General Instruction I.D. or a post-effective amendment thereto that shall become effective upon filing with the Commission pursuant to Rule 462(c) under the Securities Act, check the following box.

If this Form is a post-effective amendment filed pursuant to General Instruction I.D. filed to register additional securities or additional classes of securities pursuant to Rule 413(b) under the Securities Act, check the following box.

Indicate by check mark whether the Registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See the definitions of "accelerated filer", "large accelerated filer" and "smaller reporting company" (as defined in Rule 12b-2 of the Act) (Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer  (Do not check if smaller reporting company)

Smaller reporting company

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EXPLANATORY NOTE

DEREGISTRATION OF SECURITIES

The Registrant is filing this Post-Effective Amendment No. 3 to this Registration Statement solely for the purpose of removing from registration the 8,471 shares of common stock issuable upon the exercise of warrants that remain unsold hereunder.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing a Form S-3 and has duly caused this Post-Effective Amendment No. 3 to Registration Statement to Form S-1 on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Bedminster, State of New Jersey, on May 31, 2016.

CORMEDIX INC.

By: */s/ Randy Milby*  
 Randy Milby  
 Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 3 to Registration Statement to Form S-1 on Form S-3 has been signed by the following persons in the capacities and on the dates indicated.

| Signature   | Capacity   | Date           |
|---|--|----------------|
| <i>/s/ Randy Milby</i><br>Randy Milby                         | Director and Chief Executive Officer<br>(Principal Executive Officer and<br>Principal Financial and Accounting<br>Officer) | May 31, 2016   |
| <i>/s/ Janet Dillione</i><br>Janet Dillione                   | Director   | May 31, 2016   |
| Matthew P. Duffy  | Director   | May ____, 2016 |
| <i>/s/ Michael W. George</i><br>Michael W. George             | Director   | May 31, 2016   |
| Myron Kaplan  | Director   | May ____, 2016 |
| <i>/s/ Steven W. Lefkowitz</i><br>Steven W. Lefkowitz         | Director   | May 31, 2016   |
| <i>/s/ Taunia Markvicka</i><br>Taunia Markvicka               | Director   | May 31, 2016   |
| <i>/s/ Antony E. Pfaffle, M.D.</i><br>Antony E. Pfaffle, M.D. | Director and Chief Scientific Officer  | May 31, 2016   |
| <i>/s/ Cora M. Tellez</i><br>Cora M. Tellez                   | Director   | May 31, 2016   |

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