

ARMSTRONG JR. JOHN L.  
Form 4  
January 11, 2019

**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 \*  
ARMSTRONG JR. JOHN L.

(Last) (First) (Middle)

C/O CORMEDIX INC., 400  
CONNELL DRIVE, SUITE 5000

(Street)

BERKELEY HEIGHTS, NJ 07922

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/10/2019

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)

Exec VP of Tech Operations

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  | 306,890   | 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)

**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 |
| Stock Option (Right to Buy Common Stock)   | \$ 1.66  | 01/10/2019                           |  | A                              | 45,000  | (1)  | 01/10/2029  | Common Stock | 45,000                     |
| Stock Option (Right to Buy Common Stock)   | \$ 2.18  |                                      |  |                                |   | (2)  | 03/01/2025  | Common Stock | 100,000                    |
| Stock Option (Right to Buy Common Stock)   | \$ 1.52  |                                      |  |                                |   | (3)  | 11/14/2024  | Common Stock | 10,000                     |
| Stock Option (Right to Buy Common Stock)   | \$ 3.25  |                                      |  |                                |   | (4)  | 07/28/2025  | Common Stock | 15,000                     |
| Stock Option (Right to Buy Common Stock)   | \$ 2.51  |                                      |  |                                |   | (5)  | 03/08/2026  | Common Stock | 200,000                    |

## Reporting Owners

| Reporting Owner Name / Address             | Relationships |           |                            |       |
|--|---------------|-----------|----------------------------|-------|
|  | Director      | 10% Owner | Officer                    | Other |
| ARMSTRONG JR. JOHN L.<br>C/O CORMEDIX INC. |               |           | Exec VP of Tech Operations |       |

400 CONNELL DRIVE, SUITE 5000  
BERKELEY HEIGHTS, NJ 07922

## Signatures

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

01/11/2019

\_\_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).

- These options were granted on 1/10/2019. These options vest, subject to continued employment, as follows: 35% of the options vest over
- (1) time, with 25% vested on the grant date and 25% vesting on the first, second and third anniversaries of the grant date; and 65% of the options vest upon the achievement of certain milestones.
  - (2) The option vests based on certain performance milestones. The option will be forfeited if such milestones are not met by certain dates.
  - (3) These options vested upon the achievement of certain milestones, subject to continued employment.
  - (4) One third of these options vested upon the achievement of a certain milestone and one third vested on each of December 31, 2015 and July 28, 2015.
  - (5) 15,000 of these options vest monthly over four years, beginning on March 9, 2016, 20,000 vest upon the achievement of a certain milestone, subject to continued employment, and the rest vested upon the achievement of certain milestones.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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