

Gelbfish Gary A.
Form 3
August 07, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Gelbfish Gary A.

(Last) (First) (Middle)

C/O CORMEDIX INC.,Â 1430
U.S. HIGHWAY 206, SUITE
200

(Street)

BEDMINSTER,Â NJÂ 07921

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

08/03/2017

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

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

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

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock, \$0.001 par value per share 2,049,038

D Â

Common Stock, \$0.001 par value per share 14,000 ⁽¹⁾

I Landmark Foundation ⁽¹⁾

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|---------------------------------------------------------|---------------------|--------------------|-------------------------------------------------------|----------------------------------|------------------------------------|---------------------------------------------------------------------------|------------|
| Series C-3 Non-Voting Convertible Preferred Stock | 01/08/2014 | Â (2) | Common Stock, \$0.001 par value per share | 500,000 | \$ (2) | D | Â |
| Warrant (right to purchase Common Stock) | 01/08/2015 | 01/08/2020 | Common Stock, \$0.001 par value per share | 250,000 | \$ 0.9 | D | Â |
| Series A Common Stock Warrant (3) | Â (3) | Â (3) | Common Stock, \$0.001 par value per share | 1,000,000 | \$ 0.75 | D | Â |
| Series B Common Stock Warrant (4) | Â (4) | Â (4) | Common Stock, \$0.001 par value per share | 1,000,000 | \$ 1.05 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Gelbfish Gary A. C/O CORMEDIX INC. 1430 U.S. HIGHWAY 206, SUITE 200 BEDMINSTER, NJ 07921 | Â | Â | Â | Â |

Signatures

/s/ Alexander M. Donaldson, by Power of
Attorney

08/07/2017

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Held by Landmark Foundation, of which Dr. Gelbfish and his wife are trustees.
- (2) The conversion ratio is equal to the stated value of \$10.00 divided by the conversion price of \$1.00. The Series C-3 Non-Voting Convertible Preferred Stock is perpetual.

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- The Series A Common Stock warrant is exercisable any time after the Company publicly announces through the filing of a Current Report on Form 8-K that the Company has received Stockholder Approval and the amendment to the Company's Certificate of Incorporation has become effective (the "Initial Exercise Date"). The warrant shall be exercisable for a period of thirteen months from the Initial Exercise Date.
- (3)

- The Series B Common Stock warrant is exercisable any time after the Company publicly announces through the filing of a Current Report on Form 8-K that the Company has received Stockholder Approval and the amendment to the Company's Certificate of Incorporation has become effective (the "Initial Exercise Date"). The warrant shall be exercisable for a period of five years from the Initial Exercise Date.
- (4)

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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