CorMedix Inc. Form 3 April 14, 2010

# FORM 3

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**OMB APPROVAL** 

**OMB** Number:

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**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 \*

Statement

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

 **PHARMABIO** (Month/Day/Year) 03/24/2010

DEVELOPMENT INC

CorMedix Inc. [CRMD.U]

(Last) (First) (Middle)

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O QUINTILES **TRANSNATIONAL** 

CORP., Â 4820 EMPEROR

**BLVD** 

(Street)

Director

(Check all applicable)

\_\_X\_\_ 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

DURHAM, NCÂ 27703

1. Title of Security

(Instr. 4)

(City) (State) (Zip)

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

Form:

4. Nature of Indirect Beneficial 3. Ownership

Table I - Non-Derivative Securities Beneficially Owned

Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

SEC 1473 (7-02)

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.

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** (Instr. 4)

5. Conversion or Exercise

Price of

Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

#### Edgar Filing: CorMedix Inc. - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
12% Convertible Notes	(1)(2)	(1)(2)	Units consisting of common stock and warrant (3)	394,781 ( <u>3)</u>	\$ <u>(1)</u> <u>(2)</u>	D	Â

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PHARMABIO DEVELOPMENT INC C/O QUINTILES TRANSNATIONAL CORP. 4820 EMPEROR BLVD DURHAM, NCÂ 27703

 $\hat{A}$   $\hat{A}$   $\hat{A}$   $\hat{A}$   $\hat{A}$ 

# **Signatures**

/s/ Beverly L. Rubin, Secretary

04/14/2010

\*\*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).
  - On April 9, 2010, Cormedix, Inc. (the "Issuer") notified PharmaBio Development Inc. ("PharmaBio") that, based on the pricing on March 25, 2010 of its initial public offering of 1,925,000 Units at \$6.50 per Unit, the automatic conversion of PharmaBio's 12% Convertible
- (1) Notes into Units upon the consummation at the Issuer's initial public offering had resulted in PharmaBio being the beneficial owner of over ten percent of the Issuer's common stock on a fully diluted basis. Each Unit consists of two shares of common stock and a warrant to purchase one share of common stock at an exercise price of \$3.4375 per share.
- Each warrant will become exercisable upon the earlier to occur of the expiration of the underwriters' over allotment option or its exercise in full (in connection with the Issuer's initial public offering), and will expire on March 24, 2015, or earlier upon redemption. The Units will automatically separate and each of the common stock and warrants will trade separately on the NYSE Amex on May 23, 2010 unless an earlier date is specified by the underwriters for the Issuer's initial public offering.
  - The Issuer advised that the \$2.0 million outstanding principal amount of the 12% Convertible Notes, and all accrued interest thereon (\$566,080), had automatically converted into 394,781 Units, representing 789,563 shares of common stock and warrants exercisable to
- (3) acquire 394,781 shares of common stock at a price of \$3.4375 per share. Each warrant will become exercisable upon the earlier to occur of the expiration of the underwriters' over allotment option or its exercise in full, and will expire on March 24, 2015, or earlier upon redemption.

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.

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