

Singh Parminder  
Form 4  
November 28, 2018

**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 \*  
Singh Parminder

(Last) (First) (Middle)

C/O CORIUM INTERNATIONAL, INC., 235 CONSTITUTION DRIVE

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Corium International, Inc. [CORI]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/27/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)

CTO & Vice President, R&D

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (D)  | Price                             |
|                                 |                                      |  |                                |   |   |  | \$                                |
| Common Stock                    | 11/27/2018                           |  | D <sup>(1)</sup>               |   | 16,127 <sup>(2)</sup>   | D  | 12.5                              |
|                                 |                                      |  |                                |   |   |  | 0                                 |
|                                 |                                      |  |                                |   |   |  | <u>(1)</u>                        |

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 |
| Employee Stock Option (Right to Buy)       | \$ 2.222   | 11/27/2018                           |  | D <sup>(1)</sup>               |   | 33,663   |     | <u>(3)</u>  | 12/12/2022      | Common Stock | 33,663                     |
| Employee Stock Option (Right to Buy)       | \$ 2.222   | 11/27/2018                           |  | D <sup>(1)</sup>               |   | 33,663   |     | <u>(3)</u>  | 02/19/2023      | Common Stock | 33,663                     |
| Employee Stock Option (Right to Buy)       | \$ 4.141   | 11/27/2018                           |  | D <sup>(1)</sup>               |   | 34,653   |     | <u>(3)</u>  | 01/26/2024      | Common Stock | 34,653                     |
| Employee Stock Option (Right to Buy)       | \$ 5.5   | 11/27/2018                           |  | D <sup>(1)</sup>               |   | 37,996   |     | <u>(3)</u>  | 12/02/2024      | Common Stock | 37,996                     |
| Employee Stock Option (Right to Buy)       | \$ 7.94  | 11/27/2018                           |  | D <sup>(1)</sup>               |   | 1  |     | <u>(3)</u>  | 12/07/2025      | Common Stock | 1                          |
| Employee Stock Option (Right to Buy)       | \$ 5.5   | 11/27/2018                           |  | D <sup>(1)</sup>               |   | 35,442   |     | <u>(3)</u>  | 12/02/2024      | Common Stock | 35,442                     |
| Employee Stock Option (Right to Buy)       | \$ 7.94  | 11/27/2018                           |  | D <sup>(1)</sup>               |   | 32,812   |     | <u>(3)</u>  | 12/07/2025      | Common Stock | 32,812                     |
|  | \$ 4.59  | 11/27/2018                           |  | D <sup>(1)</sup>               |   | 32,344   |     | <u>(3)</u>  | 12/21/2026      |              | 32,344                     |

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|                                      |          |            |                  |        |            |            |              |              |  |
|--------------------------------------|----------|------------|------------------|--------|------------|------------|--------------|--------------|--|
| Employee Stock Option (Right to Buy) |          |            |                  |        |            |            |              | Common Stock |  |
| Employee Stock Option (Right to Buy) | \$ 11.59 | 11/27/2018 | D <sup>(1)</sup> | 13,750 | <u>(3)</u> | 11/30/2027 | Common Stock | 13,750       |  |
| Employee Stock Option (Right to Buy) | \$ 5.5   | 11/27/2018 | D <sup>(1)</sup> | 1,112  | <u>(4)</u> | 12/02/2024 | Common Stock | 1,112        |  |
| Employee Stock Option (Right to Buy) | \$ 7.94  | 11/27/2018 | D <sup>(1)</sup> | 937    | <u>(4)</u> | 12/07/2025 | Common Stock | 937          |  |
| Employee Stock Option (Right to Buy) | \$ 4.59  | 11/27/2018 | D <sup>(1)</sup> | 15,956 | <u>(4)</u> | 12/21/2026 | Common Stock | 15,956       |  |
| Employee Stock Option (Right to Buy) | \$ 11.59 | 11/27/2018 | D <sup>(1)</sup> | 35,677 | <u>(4)</u> | 11/30/2027 | Common Stock | 35,677       |  |
| Employee Stock Option (Right to Buy) | \$ 5.5   | 11/27/2018 | D <sup>(1)</sup> | 450    | <u>(4)</u> | 12/02/2024 | Common Stock | 450          |  |
| Employee Stock Option (Right to Buy) | \$ 7.94  | 11/27/2018 | D <sup>(1)</sup> | 11,250 | <u>(4)</u> | 12/07/2025 | Common Stock | 11,250       |  |
| Employee Stock Option (Right to Buy) | \$ 4.59  | 11/27/2018 | D <sup>(1)</sup> | 19,200 | <u>(4)</u> | 12/21/2026 | Common Stock | 19,200       |  |
|                                      | \$ 11.59 | 11/27/2018 | D <sup>(1)</sup> | 10,573 | <u>(4)</u> | 11/30/2027 |              | 10,573       |  |



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- Pursuant to the Merger Agreement, at the effective time of the Merger, each unvested option to purchase Shares that was unexpired, unexercised and outstanding was converted into and substituted for the right to receive an amount equal to the product of (x) the number of unvested Shares issuable under such option multiplied by (y) the excess of (A) \$12.50 over (B) the per share exercise price of such option. This consideration will be paid monthly in accordance with the monthly vesting schedule that originally was applicable to such option.
- (4)

- Pursuant to the Merger Agreement, at the effective time of the Merger, each unvested RSU outstanding that had not yet been settled was converted into and substituted for the right to receive an amount equal to the product of (x) the number of Shares issuable under such RSU multiplied by \$12.50. This consideration will be paid annually in accordance with the annual vesting schedule that originally was applicable to such RSU.
- (5)

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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