Corium International, Inc.
Form 4
April 08, 2014

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Eastman Ronald W

(Last) (First) (Middle)

C/O ESSEX WOODLANDS HEALTH VENTURES, 335 BRYANT STREET, THIRD FLOOR

(Street)

PALO ALTO, CA 94301

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
04/08/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director
_____ Officer (give title below)
__X__ 10% Owner
_____ Other (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 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/08/2014		C		679,115	A	(1)	679,115	I	See footnote (3)
Common Stock	04/08/2014		C		2,028,309	A	(1)	2,707,424	I	See footnote (3)
Common Stock	04/08/2014		X		397,718	A	(4)	3,105,142	I	See footnote (3)

Common Stock	04/08/2014		X	26,385	A	(4)	3,131,527	I	See footnote (3)
Common Stock	04/08/2014		X	214,149	A	(4)	3,345,676	I	See footnote (3)
Common Stock	04/08/2014		X	1,114	A	(4)	3,346,790	I	See footnote (3)
Common Stock	04/08/2014		X	218,279	A	(4)	3,565,069	I	See footnote (3)
Common Stock	04/08/2014		X	794	A	(5)	3,565,863	I	See footnote (3)
Common Stock	04/08/2014		X	397	A	(5)	3,566,260	I	See footnote (3)
Common Stock	04/08/2014		C	3,387,146	A	(6)	6,953,406	I	See footnote (3)
Common Stock	04/08/2014		C	1,999,898	A	(6)	8,953,304	I	See footnote (3)
Common Stock	04/08/2014		P	400,000	A	$ 8	9,353,304	I	See footnote (3)

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

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 Amo Underlying Secur (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am Nu Sha
	(1)	04/08/2014		C			6,859,066	(1)	(1)		

Series B Convertible Preferred Stock							Common Stock	6
Series C Convertible Preferred Stock	(1)	04/08/2014	C	20,485,926	(1)	(1)	Common Stock	2,(
Warrant to Purchase Common Stock	(4)	04/08/2014	X	397,718	(4)	08/02/2017	Common Stock	3
Warrant to Purchase Common Stock	(4)	04/08/2014	X	26,385	(4)	08/02/2017	Common Stock	2
Warrant to Purchase Common Stock	(4)	04/08/2014	X	214,149	(4)	08/02/2017	Common Stock	2
Warrant to Purchase Common Stock	(4)	04/08/2014	X	1,114	(4)	08/02/2017	Common Stock	
Warrant to Purchase Common Stock	(4)	04/08/2014	X	218,279	(4)	08/02/2017	Common Stock	2
Warrant to Purchase Series C Convertible Preferred Stock	(5)	04/08/2014	X	109,015	(5)	07/02/2020	Common Stock	1
Warrant to Purchase Series C Convertible Preferred Stock	(5)	04/08/2014	X	54,507	(5)	12/29/2020	Common Stock	5
Convertible Promissory Notes	(6)	04/08/2014	C	3,387,146	(6)	07/01/2017	Common Stock	3,3
Convertible Promissory Notes	(6)	04/08/2014	C	1,999,898	(6)	07/01/2017	Common Stock	1,9

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Eastman Ronald W C/O ESSEX WOODLANDS HEALTH VENTURES 335 BRYANT STREET, THIRD FLOOR PALO ALTO, CA 94301	X	X		

Signatures

/s/Lowell Segal, Attorney-in-fact	04/08/2014
**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).

(1) The shares of Series B Convertible Preferred Stock and Series C Convertible Preferred Stock automatically converted into Common Stock in connection with the Issuer's initial public offering and had no expiration date.

(2) The number of shares reflects a 10.1-for-1 reverse stock spilt of all outstanding shares of Common Stock effected on March 21, 2014.

(3) The securities are held of record by Essex Woodlands Health Ventures Fund VII, L.P. (the "Fund"). The Reporting Person may be deemed to share voting and investment power over securities held by the Fund.

(4) The warrants were automatically net exercised in connection with the Issuer's initial public offering at an exercise price of $2.12100 per share.

(5) The warrants were automatically net exercised in connection with the Issuer's initial public offering at an exercise price of $7.41140 per share.

(6) The principal amount and accrued interest automatically converted into the specified number of shares of Common Stock in connection with the Issuer's initial public offering.

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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