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MARINUS PHARMACEUTICALS INC

Form 3 May 15, 2017

FORM 3

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

OMB APPROVAL

OMB Number:

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January 31, 2005

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, response... 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 *

À Lorianne Masuoka K.

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

05/11/2017

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

MARINUS PHARMACEUTICALS INC [MRNS]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Chief Medical Officer

5. If Amendment, Date Original

Filed(Month/Day/Year)

170 N. RADNOR CHESTER RD, SUITE 250

(Street)

Director

_X__ Officer

10% Owner 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

RADNOR, Â PAÂ 19087

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

Beneficially Owned

2. Amount of Securities

(Instr. 4)

Ownership

Form:

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

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

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

SEC 1473 (7-02)

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)

(Instr. 4)

Title

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

Amount or

4. Conversion or Exercise Price of

Ownership Form of Derivative Security:

5.

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

Date Expiration Exercisable Date

Number of Shares

Derivative Security

Direct (D) or Indirect (I)

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(Instr. 5)

Stock options (right to buy) $\hat{A} \stackrel{(1)}{=} 05/11/2027 \stackrel{Common}{Stock} 260,000 1.32 D \hat{A}

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lorianne Masuoka K.			Chief	
170 N. RADNOR CHESTER RD, SUITE 250	Â	Â	Medical	Â
RADNOR, PA 19087			Officer	

Signatures

/s/ Edward F. Smith, as Attorney-in-Fact

05/15/2017

**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) Options to purchase shares of common stock vests 25% on April 10, 2018 with the remaining 75% vesting in 36 equal monthly installments commencing on April 30, 2018.

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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