

MARINUS PHARMACEUTICALS INC  
 Form 4  
 January 19, 2017

**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 \*  
**VITULLO NICOLE**

(Last) (First) (Middle)

**C/O DOMAIN ASSOCIATES,  
 LLC, ONE PALMER SQUARE**

(Street)

**PRINCETON, NJ 08542**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**MARINUS PHARMACEUTICALS  
 INC [MRNS]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**01/17/2017**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| Common Stock                    | 01/17/2017                           |  | A                              | (A)<br>4,500<br>(1)   | \$ 0 7,800  | D  |  |
| Common Stock                    |                                      |  |                                |   | 2,476,886   | I  | By Domain Partners VI, L.P. (3)            |
| Common Stock                    |                                      |  |                                |   | 17,000  | I  | By DP VI Associates, L.P. (3)              |
| Common Stock                    |                                      |  |                                |   | 42,550  | I  | By Domain Associates,                      |

LLC <sup>(3)</sup>

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

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(9-02)

**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 Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (Right to Buy)                | \$ 1.21  | 01/17/2017                           |  | A                              | 10,500  | <sup>(2)</sup> 01/17/2027                                | Common Stock  | 10,500                        |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| VITULLO NICOLE<br>C/O DOMAIN ASSOCIATES, LLC<br>ONE PALMER SQUARE<br>PRINCETON, NJ 08542 | X             | X         |         |       |

## Signatures

/s/ Lisa A. Kraeutler,  
Attorney-in-Fact

01/19/2017

\_\_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) Represents shares of restricted stock which vest on 01/17/2018. Each share of restricted stock represents the right to receive, at settlement, one share of Common Stock.
- (2) The options vest in 12 equal monthly installments commencing 01/31/2017.

## Edgar Filing: MARINUS PHARMACEUTICALS INC - Form 4

The Reporting Person is a managing member of Domain Associates, LLC and a managing member of One Palmer Square Associates VI, LLC, the sole general partner of Domain Partners VI, L.P. and DP VI Associates, L.P. Pursuant to Instruction 4(b)(iv) of Form 4, the

- (3) Reporting Person has elected to report as indirectly beneficially owned the entire number of securities owned by each such entity, however she disclaims beneficial ownership of any securities, and any proceeds thereof, that exceed her pecuniary interest therein and/or that are not actually distributed to her.

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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