Bley Keith R Form 4 March 06, 2013

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

3235-0287 Number:

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if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Bley Keith R

C/O NOVABAY

2. Issuer Name and Ticker or Trading

Symbol

NovaBay Pharmaceuticals, Inc.

[NBY]

(Last) (First) (Middle)

(Month/Day/Year)

03/05/2013

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

3. Date of Earliest Transaction

Director 10% Owner X\_ Officer (give title Other (specify

below) SVP Product Development

PHARMACEUTICALS, INC., 5980 **HORTON STREET, SUITE 550** 

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

EMERYVILLE, CA 94608

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

Code (Month/Day/Year) (Instr. 8)

3.

4. Securities TransactionAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

Code V Amount (D) Price

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (Instr. 4)

Ownership (Instr. 4)

(A)

Transaction(s) (Instr. 3 and 4)

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)

#### Edgar Filing: Bley Keith R - Form 4

| 1. Title of                | 2.          | 3. Transaction Date | 3A. Deemed         | 4.                    | 5. Number of 6. Date Exercisable and |                  | le and             | 7. Title and Amount  |                          |
|----------------------------|-------------|---------------------|--------------------|-----------------------|--------------------------------------|------------------|--------------------|----------------------|--------------------------|
| Derivative                 | Conversion  | (Month/Day/Year)    | Execution Date, if | TransactionDerivative |                                      | Expiration Date  |                    | Underlying Securitie |                          |
| Security                   | or Exercise |                     | any                | Code                  | Securities                           | (Month/Day/Year) |                    | (Instr. 3 and        | 4)                       |
| (Instr. 3)                 | Price of    |                     | (Month/Day/Year)   | (Instr. 8)            | Acquired (A) or                      |                  |                    |                      |                          |
|                            | Derivative  |                     |                    |                       | Disposed of (D)                      |                  |                    |                      |                          |
|                            | Security    |                     |                    |                       | (Instr. 3, 4, and                    |                  |                    |                      |                          |
|                            |             |                     |                    |                       | 5)                                   |                  |                    |                      |                          |
|                            |             |                     |                    | Code V                | (A) (D)                              | Date Exercisable | Expiration<br>Date | Title                | Amour<br>Numbe<br>Shares |
| Options (right to buy) (1) | \$ 1.15     | 03/05/2013          |                    | A                     | 150,000                              | 03/05/2014(2)    | 03/05/2023         | common<br>stock      | 150,0                    |

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Bley Keith R C/O NOVABAY PHARMACEUTICALS, INC. 5980 HORTON STREET, SUITE 550 EMERYVILLE, CA 94608

**SVP Product Development** 

## **Signatures**

/s/ Justin Hall, as Attorney in Fact for Keith
Bley
03/06/2013

\*\*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) Options granted pursuant to the NovaBay 2007 Omnibus Incentive Plan
- (2) 25% will vest on the first anniversary of the Grant Date. 6.25% will vest every three months thereafter.

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.

Reporting Owners 2