

NovaBay Pharmaceuticals, Inc.  
Form 8-K  
October 24, 2016

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**Date of earliest event reported: October 24, 2016**

**NovaBay Pharmaceuticals, Inc.**

**(Exact Name of Registrant as Specified in Charter)**

|   |                                 |   |
|---|---------------------------------|---|
| <b>Delaware</b>   | <b>001-33678</b>                | <b>68-0454536</b>                                       |
| <b>(State or Other Jurisdiction<br/>of Incorporation)</b> | <b>(Commission File Number)</b> | <b>(I.R.S.<br/>Employer<br/>Identification<br/>No.)</b> |

**2000 Powell Street, Suite 1150, Emeryville, CA 94608**

**(Address of Principal Executive Offices) (Zip Code)**

**(510) 899-8800**

**(Registrant's telephone number, including area code)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 8.01 Other Events.**

NovaBay Pharmaceuticals, Inc. (the “Company”) announced today its stockholders’ equity of approximately \$6,821,000 on a preliminary basis for September 30, 2016. Subject to review by the NYSE MKT, LLC, the Company may be deemed back in compliance with the NYSE MKT, LLC’s continued listing standards.

**Preliminary Stockholders’ Equity at September 30, 2016**

The following table sets forth the Company’s stockholders’ equity position on a preliminary basis as of September 30, 2016:

|   | <b>September<br/>30, 2016</b> |
|---|-------------------------------|
|   | <i>Preliminary</i>            |
| <b>STOCKHOLDERS’ EQUITY:*</b>   |                               |
| Common stock, par value \$0.01 per share; 240,000,000 shares authorized; and 14,865,507 shares issued and outstanding at September 30, 2016 | \$ 149                        |
| Additional paid-in capital  | 107,008                       |
| Accumulated deficit during development stage  | \$ (100,336 )                 |
| Total stockholders’ equity  | \$ 6,821                      |

\* Not reviewed by independent auditors

*The financial information contained in this Current Report on Form 8-K (“Form 8-K”) is preliminary and may be updated with the filing of the Company’s upcoming Quarterly Report on Form 10-Q for the three and nine months ended September 30, 2016 with the Securities and Exchange Commission. The financial information contained herein speaks only as of the date it is provided and the Company undertakes no obligation to update this financial information to reflect events or circumstances that occur after the date on which such information was provided.*

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**NovaBay  
Pharmaceuticals,  
Inc.**

(Registrant)

By: /s/ Justin M. Hall  
Justin M. Hall  
General Counsel

Dated: October 24, 2016