

NovaBay Pharmaceuticals, Inc.
Form 3
December 24, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Hoon Russell A.
(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
12/15/2014

3. Issuer Name and Ticker or Trading Symbol
NovaBay Pharmaceuticals, Inc. [NBY]

4. Relationship of Reporting Person(s) to Issuer

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

C/O NOVABAY
PHARMACEUTICALS,
INC.,Â 5980 HORTON
STREET, SUITE 550

(Street)

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

EMERYVILLE,Â CAÂ 94608

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

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

Restricted Stock Unit

29,702

D Â

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)

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

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Stock Option (right to buy)	09/20/2014	09/20/2021	Common Stock	40,000	\$ 1.01	D	Â
Stock Option (right to buy)	02/17/2012	02/17/2022	Common Stock	4,014	\$ 1.44	D	Â
Stock Option (right to buy)	09/26/2012	09/26/2022	Common Stock	20,000	\$ 1.22	D	Â
Stock Option (right to buy)	01/10/2014 ⁽¹⁾	01/10/2023	Common Stock	20,000	\$ 1.13	D	Â
Stock Option (right to buy)	09/26/2014 ⁽¹⁾	09/26/2023	Common Stock	50,000	\$ 1.71	D	Â
Stock Option (right to buy)	09/26/2015 ⁽¹⁾	09/26/2024	Common Stock	50,000	\$ 0.75	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hoon Russell A. C/O NOVABAY PHARMACEUTICALS, INC. 5980 HORTON STREET, SUITE 550 EMERYVILLE, CA 94608	Â	Â	Â Senior Vice President	Â

Signatures

/s/ Justin Hall as attorney in fact for Russel Hoon 12/24/2014

__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) 25% vests on the anniversary of the grant date. Remaining shares vest quarterly over the next three years.

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.