

NovaBay Pharmaceuticals, Inc.  
 Form 3  
 January 08, 2016

**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 *<br>Â Hall Justin<br>(Last) (First) (Middle) | 2. Date of Event Requiring Statement<br>(Month/Day/Year)<br>12/29/2015 | 3. Issuer Name and Ticker or Trading Symbol<br>NovaBay Pharmaceuticals, Inc. [NBY] | 4. Relationship of Reporting Person(s) to Issuer<br><br>(Check all applicable)<br><br><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below) (specify below)<br>General Counsel | 5. If Amendment, Date Original Filed(Month/Day/Year) |
|---|--|--|---|--|

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

EMERYVILLE, Â CA Â 94608  
 (City) (State) (Zip)

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 Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock                       | 400  | D   | Â  |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(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<br>(Instr. 5) |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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|                                       | Date Exercisable | Expiration Date | (Instr. 4)<br>Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) |   |
|---------------------------------------|------------------|-----------------|---------------------|----------------------------|------------------------------|--|---|
| Incentive Stock Option (right to buy) | Â (1)            | 02/01/2023      | Common Stock        | 1,200                      | \$ 30.5                      | D  | Â |
| Incentive Stock Option (right to buy) | Â (2)            | 09/26/2023      | Common Stock        | 760                        | \$ 42.75                     | D  | Â |
| Incentive Stock Option (right to buy) | Â (3)            | 09/26/2024      | Common Stock        | 1,200                      | \$ 18.75                     | D  | Â |
| Incentive Stock Option (right to buy) | Â (4)            | 10/01/2025      | Common Stock        | 2,000                      | \$ 6.75                      | D  | Â |
| Restricted Stock Units                | Â (5)            | Â (5)           | Common Stock        | 1,000                      | \$ (6)                       | D  | Â |

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director    10% Owner    Officer    Other

Hall Justin  
C/O NOVABAY PHARMACEUTICALS, INC.  
5980 HORTON STREET, SUITE 550  
EMERYVILLE, CA 94608

Â            Â            Â General Counsel    Â

## Signatures

/s/ Justin M. Hall                      01/08/2016

\_\_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) Represents options granted pursuant to the 2007 Omnibus Incentive Plan. 25% vested on February 1, 2014, the first anniversary of the grant date. 6.25% vests every three months thereafter.
- (2) Represents options granted pursuant to the 2007 Omnibus Incentive Plan. 25% vested on September 26, 2014, the first anniversary of the grant date. 6.25% vests every three months thereafter.
- (3) Represents options granted pursuant to the 2007 Omnibus Incentive Plan. 25% vested on September 26, 2015, the first anniversary of the grant date. 6.25% vests every three months thereafter.
- (4) Represents options granted pursuant to the 2007 Omnibus Incentive Plan. 25% will vest on October 1, 2016, the first anniversary of the grant date. 6.25% vests every three months thereafter.
- (5) Represents restricted stock units granted on October 1, 2015 pursuant to the 2007 Omnibus Incentive Plan. 100% will vest on October 1, 2016, the first anniversary of the grant date.
- (6) Each restricted stock unit is the economic equivalent of one share of NovaBay Pharmaceuticals, Inc. common stock.

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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