

MARRONE BIO INNOVATIONS INC

Form 4

August 09, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
Marrone Pamela G

2. Issuer Name and Ticker or Trading Symbol  
MARRONE BIO INNOVATIONS INC [MBII]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)  
C/O MARRONE BIO INNOVATIONS, INC., 2121 SECOND STREET, SUITE A-107

3. Date of Earliest Transaction (Month/Day/Year)  
08/07/2013

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

(Street)  
DAVIS, CA 95618

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

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

(City) (State) (Zip)

**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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	08/07/2013		C		3,416 A <u>(1)</u> 51,314	I	Jointly with Spouse
Common Stock	08/07/2013		C		1,820 A <u>(2)</u> 53,134	I	Jointly with Spouse
Common Stock	08/07/2013		C		689 A <u>(3)</u> 6,442	I	By Trust 42)
Common					712,375	D	

Stock

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
Convertible Promissory Note	\$ 8.4	08/07/2013		C	\$ 28,695 (1)	(1) (1)	Common Stock	3,416
Convertible Promissory Note	\$ 8.4	08/07/2013		C	\$ 15,292 (2)	(2) (2)	Common Stock	1,820
Convertible Promissory Note	\$ 8.4	08/07/2013		C	\$ 5,795 (3)	(3) (3)	Common Stock	689

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

Marrone Pamela G  
C/O MARRONE BIO INNOVATIONS, INC.  
2121 SECOND STREET, SUITE A-107  
DAVIS, CA 95618

X

CEO and President

## Signatures

/s/ Donald J. Glidewell, Donald J. Glidewell,  
Attorney-in-Fact

08/09/2013

\_\_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) Principal and accrued interest of \$28,695 under a convertible promissory note automatically converted into common stock upon the completion of the Issuer's initial public offering at a rate of \$8.40 per share.
- (2) Principal and accrued interest of \$15,292 under a convertible promissory note automatically converted into common stock upon the completion of the Issuer's initial public offering at a rate of \$8.40 per share.
- (3) Principal and accrued interest of \$5,795 under a convertible promissory note automatically converted into common stock upon the completion of the Issuer's initial public offering at a rate of \$8.40 per share.
- (4) Ownership is held by Florence H. Marrone TOD Pamela G. Marrone.
- (5) Lists original principal under the convertible promissory note as of March 16, 2012, the date of purchase.
- (6) Lists original principal under the convertible promissory note as of May 28, 2013, the date of purchase.

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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