Najafi Ramin Form 4 March 18, 2008

# 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:

Expires:

January 31, 2005

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if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Najafi Ramin

2. Issuer Name and Ticker or Trading Symbol

Issuer

NovaBay Pharmaceuticals, Inc.

(Check all applicable)

[NBY]

(Middle)

(Last) (First) 3. Date of Earliest Transaction

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

5. Relationship of Reporting Person(s) to

(Month/Day/Year) 03/14/2008

below) below) Chief Executive Officer / President

C/O NOVABAY PHARMACEUTICALS, INC., 5980

(Street)

**HORTON STREET, SUITE 550** 

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

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

6. Individual or Joint/Group Filing(Check

Person

EMERYVILLE, CA 94608

(City)	(State)	(Zip) Tabl	e I - Non-D	<b>Derivative</b>	Secur	ities Ac	quired, Disposed	of, or Benefici	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)  (A) or		Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	03/14/2008		Code V P	Amount 1,000	(D)	Price \$ 2.77	(Instr. 3 and 4) 1,000	D	
Common Stock	03/14/2008		P	600	A	\$ 2.5	1,600	D	
Common Stock	03/14/2008		P	2,000	A	\$ 2.75	3,600	D	
Common Stock							3,117,500	I	By the Najafi Family

Trust dated September  $13,2006 \frac{(1)}{2}$ 

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.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transacti	5. orNumber	6. Date Exer Expiration D		7. Titl		8. Price of Derivative	9. Nu Deriv
Security	or Exercise		any	Code	of	(Month/Day	(Year)	Under	, ,	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative			Secur		(Instr. 5)	Bene
	Derivative				Securities			(Instr.	. 3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						_			or		
							Expiration		Number		
							Date		of		
				Code V	(A) (D)				Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Keiationsnips						
reporting of the real void		10% Owner	Officer	Other			
Najafi Ramin C/O NOVABAY PHARMACEUTICALS, INC. 5980 HORTON STREET, SUITE 550 EMERYVILLE, CA 94608	X		Chief Executive Officer	President			
Najafi Family Trust dated September 13, 2006 C/O NOVABAY PHARMACEUTICALS, INC. 5980 HORTON STREET, SUITE 550 EMERYVILLE, CA 94608		X					

# **Signatures**

/s/ Jason R. Wisniewski, as Attorney-in-Fact for Ramin Najafi				
**Signature of Reporting Person	Date			
/s/ Jason R. Wisniewski, as Attorney-in-Fact for the Najafi Family Trust dated September 13, 2006				
**Signature of Reporting Person	Date			

Reporting Owners 2 Edgar Filing: Najafi Ramin - Form 4

# **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) The shares are owned directly by the Najafi Family Trust dated September 13, 2006 and indirectly by Ramin Najafi as co-trustee of the trust.

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.