NovaBay Pharmaceuticals, Inc.

Form 3

December 24, 2014

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

OMB APPROVAL

OMB Number:

3235-0104

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement NovaBay Pharmaceuticals, Inc. [NBY] Hoon Russell A. (Month/Day/Year) 12/15/2014 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O NOVABAY (Check all applicable) PHARMACEUTICALS, INC.. 5980 HORTON 10% Owner Director STREET, SUITE 550 _X__ Officer Other (give title below) (specify below) (Street) 6. Individual or Joint/Group Senior Vice President Filing(Check Applicable Line) _X_ Form filed by One Reporting Person EMERYVILLE, Â CAÂ 94608 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) (Instr. 5) Form: Direct (D) or Indirect (Instr. 5) Â Restricted Stock Unit 29,702 D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not

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

required to respond unless the form displays a

currently valid OMB control number.

3. Title and Amount of 6. Nature of Indirect 1. Title of Derivative 2. Date Exercisable and Beneficial Security **Expiration Date** Securities Underlying Conversion Ownership (Month/Day/Year) (Instr. 4) Derivative Security or Exercise Form of Ownership

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	Date Exercisable	Expiration Date	(Instr. 4)		Price of	Derivative	(Instr. 5)
			Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (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.	â	â	Senior Vice President	Â	
5980 HORTON STREET, SUITE 550	A	A	A Sellioi vice Fresident	A	
EMERYVILLE, CA 94608					

Signatures

/s/ Justin Hall as attorney in fact for Russel Hoon

**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.

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