

MARRONE BIO INNOVATIONS INC

Form 4

January 31, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Absi Hector

(Last) (First) (Middle)

C/O MARRONE BIO
INNOVATIONS, INC., 2121
SECOND STREET, STE. A-107

(Street)

DAVIS, CA 95618

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

MARRONE BIO INNOVATIONS
INC [MBII]

3. Date of Earliest Transaction
(Month/Day/Year)
01/29/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
Chief Operating Officer

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

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)
Common Stock	01/29/2013		M	26,250	A \$ 6.28	26,250	D
Common Stock	01/29/2013		S ⁽²⁾	26,250	D \$ 17 (3)	0	D

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

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information contained in this form are not
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SEC 1474
(9-02)

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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
Stock Option (Right to Buy)	\$ 6.28	01/29/2014		M	26,250	<u>(1)</u> 09/28/2022	Common Stock	26,250

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Absi Hector
C/O MARRONE BIO INNOVATIONS, INC.
2121 SECOND STREET, STE. A-107
DAVIS, CA 95618

Chief Operating Officer

Signatures

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

01/31/2014

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) The option vested with respect to 1/4th of the total shares subject to the option on the first anniversary of the vesting commencement date of September 28, 2013, and 1/48th of the total shares subject to the option monthly thereafter for 36 months.

(2) The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 Sales Plan adopted by the Reporting Person on December 13, 2013.

The transaction was executed in multiple trades and the price reported above reflects the weighted average purchase price. The Reporting Person hereby undertakes to provide upon request to the SEC Staff, the Issuer or the Security Holder of the Issuer, full information regarding the number of shares and prices at which each trade was effected.

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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