

NovaBay Pharmaceuticals, Inc.  
Form 8-A12B  
August 29, 2007

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-A**

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES**

**PURSUANT TO SECTION 12(b) OR (g) OF THE**

**SECURITIES EXCHANGE ACT OF 1934**

**NovaBay Pharmaceuticals, Inc.**

(Exact name of registrant as specified in its charter)

**California**  
(State of incorporation or organization)

**68-0454536**  
(I.R.S. Employer Identification No.)

**5980 Horton Street, Suite 550, Emeryville, California**  
(Address of principal executive offices)

**94608**  
(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

**Title of each class**

**Name of each exchange on which**

**to be so registered**  
**common stock, par value \$0.01 per share**

**each class is to be registered**  
**The American Stock Exchange**

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.

If this form relates to the registration of a class of securities pursuant Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box.

Securities Act registration statement file number to which this form relates: 333-140714 (if applicable)

Securities to be registered pursuant to Section 12(g) of the Act:

**Not Applicable**

(Title of Class)

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(Title of Class)

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**INFORMATION REQUIRED IN REGISTRATION STATEMENT**

**Item 1. Description of Registrant's Securities to be Registered.**

This registration statement relates to the registration with the Securities and Exchange Commission of shares of Common Stock, par value \$0.01 per share (the "Common Stock"), of NovaBay Pharmaceuticals, Inc., a California corporation (the "Registrant"). The description of the Common Stock contained under the caption "Description of Capital Stock" in the Registrant's Registration Statement on Form S-1, File No. 333-140714, first filed with the Securities and Exchange Commission on February 14, 2007, as amended (the "Registration Statement"), together with the description set forth under such caption included in the form of prospectus subsequently filed by the Registrant with the Securities and Exchange Commission pursuant to Rule 424(b) under the Securities Act of 1933, as amended, are incorporated herein by this reference in response to this item.

**Item 2. Exhibits.**

Not Applicable

**SIGNATURE**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant) NOVABAY PHARMACEUTICALS, INC.

Date August 29, 2007

By /s/ RAMIN NAJAFI  
Ramin ( Ron ) Najafi  
Chairman of the Board, Chief Executive Officer and President