

MARRONE BIO INNOVATIONS INC

Form 4

January 31, 2014

**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 \*  
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  
 Officer (give title below)  Other (specify below)  
Chief Operating Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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)			
				(A) or (D)	Price					
Common Stock	01/29/2013		M	V	26,250	A	\$ 6.28	26,250	D	
Common Stock	01/29/2013		S <sup>(2)</sup>		26,250	D	\$ 17 <sup>(3)</sup>	0	D	

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

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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	(1) 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.
- (3) 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. 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.