

NovaBay Pharmaceuticals, Inc.

Form 4

November 20, 2012

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
NAQU AREA PIONEER PHARMA
CO., LTD.

(Last) (First) (Middle)

NO. 1000, WANGQIAO ROAD,
PUDONG AREA

(Street)

SHANGHAI, P.R. OF
CHINA 201201

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
NovaBay Pharmaceuticals, Inc.
[NBY]

3. Date of Earliest Transaction
(Month/Day/Year)
10/31/2012

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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) (A) or (D)	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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount		Price

Common
Stock 10/31/2012

P 1,200,000 A \$ 1.25 2,000,000 I

Shares are
held directly
by Pioneer
Pharma
(Singapore)
Pte. Ltd.
Pioneer
Pharma
(Singapore)
Pte. Lt ⁽¹⁾

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

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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 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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Warrant (2)	\$ 1.5	10/31/2012		P		1,200,000		11/01/2012	08/31/2012	Common Stock	1,200,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
NAQU AREA PIONEER PHARMA CO., LTD. NO. 1000, WANGQIAO ROAD, PUDONG AREA SHANGHAI, P.R. OF CHINA 201201	X

Signatures

/s/ Xinzhou
(Paul) Li 11/14/2012

**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).

The 2,000,000 shares of NovaBay's common stock held directly by Pioneer Pharma (Singapore) Pte. Ltd. Pioneer Pharma (Singapore) Pte. Ltd. is a 100% wholly-owned subsidiary of Naqu Area Pioneer Pharma Co. Ltd. and, as a result, Naqu Area Pioneer Pharma Co. Ltd. may be deemed to beneficially own the shares held by Pioneer Pharma (Singapore) Pte. Ltd.

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(2) Warrant to purchase common stock

The warrant to purchase NovaBay's common stock held directly by Pioneer Pharma (Singapore) Pte. Ltd. Pioneer Pharma (Singapore)

- (3) Pte. Ltd. is a 100% wholly-owned subsidiary of Naqu Area Pioneer Pharma Co. Ltd. and, as a result, Naqu Area Pioneer Pharma Co. Ltd. may be deemed to beneficially own the shares held by Pioneer Pharma (Singapore) Pte. Ltd.

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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