

DESANTIS CARL
Form 4
August 01, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
DESANTIS CARL

2. Issuer Name and Ticker or Trading Symbol
INTEGRATED BIOPHARMA INC
[INBP.OB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O CDS INTERNATIONAL HOLDINGS, 3299 NW SECOND AVE

3. Date of Earliest Transaction (Month/Day/Year)
07/31/2018

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

(Street)

BOCA RATON, FL 33431

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

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

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	07/31/2018	07/24/2018	J		8,230,769	A	0.65 <u>(1)</u>
Common Stock					12,766,982	I	1 <u>(3)</u>

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control

SEC 1474 (9-02)

number.

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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
6% secured convertible note due 2020, as amended	\$ 0.65	07/24/2018	07/31/2018	C	\$ 5,350,000 (1) (4)	06/27/2012	02/29/2020	Common Stock	8,2

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DESANTIS CARL C/O CDS INTERNATIONAL HOLDINGS 3299 NW SECOND AVE BOCA RATON, FL 33431	X	X		

Signatures

/s/ Carl DeSantis 08/01/2018

**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) Common stock issued to CD Financial, LLC as the result of CD Financial, LLC exercising the conversion right under the amended and restated convertible subordinated debt of \$5.3 million held by CD Financial, LLC of which the Reporting Person is a member.
- (2) Includes 100,000 shares of common stock issuable upon exercise of presently exercisable stock options.
- (3) Includes (i) 10,524,173 shares of common stock owned by CD Financial LLC of which the Reporting Person is a member and (ii) 2,242,809 shares of common stock owned by Carl DeSantis Revocable Trust.
- (4) On July 31, 2018, the Issuer issued 8,230,769 shares upon the receipt of a conversion notice from CD Financial, LLC settling the 6% secured convertible note in full.

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.