## SEC Form 4

## 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden 0.5 hours per response:

| 1. Name and Address PLUMB RUS | s of Reporting Person<br>SELL H | *                   | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>Biota Pharmaceuticals, Inc.</u> [ BOTA ] | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)       |                                     |                          |  |  |  |  |  |  |  |  |  |
|-------------------------------|---------------------------------|---------------------|---|--|-------------------------------------|--------------------------|--|--|--|--|--|--|--|--|--|
|                               |                                 |                     |   | X  | Director                            | 10% Owner                |  |  |  |  |  |  |  |  |  |
| (Last)                        |                                 |                     | 3. Date of Earliest Transaction (Month/Day/Year)  | Х  | Officer (give title<br>below)       | Other (specify<br>below) |  |  |  |  |  |  |  |  |  |
| . ,                           | NDS PARKWAY,                    | SUITE 100           | 12/05/2013  | CEO & President  |                                     |                          |  |  |  |  |  |  |  |  |  |
| (Street)                      |                                 |                     | 4. If Amendment, Date of Original Filed (Month/Day/Year)  | 6. Individual or Joint/Group Filing (Check Applicable Line)                      |                                     |                          |  |  |  |  |  |  |  |  |  |
| ALPHARETTA                    | GA                              | 30009               |   | X  | Form filed by One Reportir          | ng Person                |  |  |  |  |  |  |  |  |  |
| (City)                        | (State)                         | (Zip)               |   |  | Form filed by More than O<br>Person | ne Reporting             |  |  |  |  |  |  |  |  |  |
|                               | Т                               | able I - Non-Deriva | ative Securities Acquired, Disposed of, or Benefic  | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |                                     |                          |  |  |  |  |  |  |  |  |  |

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) |  | Execution Date,<br>if any |      |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and 5) |               |       | Securities<br>Beneficially<br>Owned Following    | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |
|---------------------------------|--|---------------------------|------|---|--|---------------|-------|--|---|
|                                 |  |                           | Code | v | Amount   | (A) or<br>(D) | Price | - Reported<br>Transaction(s)<br>(Instr. 3 and 4) | (Instr. 4)  |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | 5. Number<br>Derivative<br>Securities<br>Acquired<br>or Disposi<br>of (D) (Ins<br>4 and 5) | (A)<br>ed | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                                     | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | Reported                     | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|--|-----------|--|--------------------|---|-------------------------------------|---|------------------------------|--|--|
|   |   |  |   | Code                         | v | (A)  | (D)       | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares |   | Transaction(s)<br>(Instr. 4) |  |  |
| Stock<br>Option<br>(Right to<br>Buy)                | \$4.13  | 12/05/2013                                 |   | Α                            |   | 100,000  |           | (1)  | 12/05/2023         | Common<br>Stock   | 100,000                             | \$0.00  | 100,000                      | D  |  |
| Market<br>Stock<br>Units                            | (2)   | 12/05/2013                                 |   | A                            |   | 25,000 <sup>(2)</sup>  |           | (3)  | (3)                | Common<br>Stock   | 25,000                              | \$0.00  | 25,000                       | D  |  |

### Explanation of Responses:

1. This option is a performance based option that will be 100% vested and exercisable upon hitting the primary endpoint for the Issuer's Phase 2 IGLOO trial on or before June 30, 2015, as determined by the Issuer's Compensation Committee in its sole discretion.

2. Each Market Stock Unit (MSU) represents a right to receive up to 2.5 shares of the Issuer's common stock. The vesting amount will be determined based on the twenty day trailing average stock price of the Issuer's common stock measured as of the last day of the performance period beginning on December 5, 2013 and ending on January 1, 2017.

3. Unless earlier forfeited under the terms of the MSU or accelerated upon a change of control transaction, each MSU vests and converts into no more than 2.5 shares of the Issuer's common stock on January 1, 2017.

### **Remarks:**

# /s/ Russell Plumb

12/09/2013

\*\* Signature of Reporting Person

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.