

PROVECTUS BIOPHARMACEUTICALS, INC.
 Form 4
 March 31, 2016

FORM 4

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

OMB APPROVAL

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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 *
WACHTER ERIC PHD

(Last) (First) (Middle)

7327 OAK RIDGE HWY., SUITE A
 (Street)

KNOXVILLE, TN 37931

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
**PROVECTUS
 BIOPHARMACEUTICALS, INC.
 [PVCT]**

3. Date of Earliest Transaction
 (Month/Day/Year)
03/29/2016

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 Technology 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)			
				Code V	Amount	(A) or (D)	Price			
Common Stock	03/29/2016		O ⁽¹⁾		200,947	A	\$ 1 <u>(1)</u>	5,714,183	D	
Common Stock	03/29/2016		O ⁽¹⁾		106,000	A	\$ 1 <u>(1)</u>	930,248	I	By 401(k) Plan
Common Stock								4,867	I	By Trust

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

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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 Underlying Security (Instr. 3 and 4)
						Date Exercisable	Expiration Date	
Common Stock Warrants (right to buy)	\$ 1 ⁽¹⁾	03/29/2016		O ⁽¹⁾	306,947	11/16/2012	11/16/2017	Common Stock
Common Stock Warrants (right to buy)	\$ 0.85	03/29/2016		O ⁽¹⁾	306,947	03/29/2016	06/19/2020	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WACHTER ERIC PHD 7327 OAK RIDGE HWY., SUITE A KNOXVILLE, TN 37931	X		Chief Technology Officer	

Signatures

/s/ Eric Wachter,
Ph.D. 03/31/2016

**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) On March 29, 2016, the reporting person exercised 306,947 warrants pursuant to the Issuer's warrant exchange offer, at a discounted exercise price of \$0.50 per share. Under the terms of the warrant exchange offer, holders received, in addition to the common stock acquired upon exercise of their existing warrants, an equal number of new warrants to purchase the same number of shares of the Issuer's common stock at an exercise price of \$0.85 per share that will expire June 19, 2020.

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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