

MARRONE BIO INNOVATIONS INC  
 Form 3  
 December 28, 2015

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Johnson Timothy B		(Month/Day/Year)	MARRONE BIO INNOVATIONS INC [MBII]	
(Last)	(First)	(Middle)	12/17/2015	
C/O MARRONE BIO INNOVATIONS, INC.,Â 1540 DREW AVENUE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)	(Check all applicable)			
	<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)	
	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person	
	(give title below) (specify below)		<input type="checkbox"/> Form filed by More than One Reporting Person	
	VP Field Development Technical			
DAVIS,Â CAÂ 95618				
(City)	(State)	(Zip)		

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	Â (1)	01/23/2021	Common Stock	2,559	\$ 1.1926	D	Â
Stock Option (Right to Buy)	Â (2)	12/14/2021	Common Stock	3,186	\$ 1.1423	D	Â
Stock Option (Right to Buy)	Â (3)	08/02/2023	Common Stock	1,274	\$ 12	D	Â
Stock Option (Right to Buy)	Â (4)	09/27/2023	Common Stock	33,333	\$ 18.01	D	Â
Stock Option (Right to Buy)	Â (5)	09/23/2024	Common Stock	6,000	\$ 2.87	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships				Other
	Director	10% Owner	Officer		
Johnson Timothy B C/O MARRONE BIO INNOVATIONS, INC. 1540 DREW AVENUE DAVIS, CA 95618	Â	Â	Â VP Field Development Technical	Â	

## Signatures

/s/ Linda V. Moore, as attorney  
in-fact 12/28/2015

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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 original option for 9,559 shares vested with respect to 1/4th of the total shares subject to the option on the first anniversary of the
- (1) vesting commencement date of January 1, 2012, and with respect to 1/48th of the total shares subject to the option monthly thereafter for 36 months. 7,000 shares subject to the original option have been issued upon prior exercises.
  - (2) The option vests with respect to 1/60th of the total shares subject to the option on the vesting commencement date of December 1, 2011, and with respect to 1/60th of the total shares subject to the option monthly thereafter.
  - (3) The option vests with respect to 1/4th of the total shares subject to the option on the first anniversary of the vesting commencement date of August 2, 2013, and with respect to 1/48th of the total shares subject to the option monthly thereafter for 36 months.
  - (4) The option vests with respect to 1/4th of the total shares subject to the option on the first anniversary of the vesting commencement date of September 27, 2013, and with respect to 1/48th of the total shares subject to the option monthly thereafter for 36 months.
  - (5) The option vests with respect to 100% of the total shares subject to the option on December 31, 2015.

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**Remarks:**  
 No securities are beneficially owned. Exhibit list: Exhibit 24 Power of Attorney

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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