

STROMMEN JACK B.

Form 4

May 22, 2018

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
STROMMEN JACK B.

2. Issuer Name **and** Ticker or Trading
Symbol
BIOLARGO, INC. [BLGO]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
7108 31ST AVENUE NORTH
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/18/2018

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

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

MINNEAPOLIS, MN 55427

(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)
Common Stock	05/18/2018		C ⁽¹⁾	V Amount (A) or (D) Price 2,201,714 A \$ 0.3	4,308,012	D	

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
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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)**

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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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares

Convertible Promissory Note	\$ 0.3 ⁽³⁾	05/18/2018		C	\$ 650,000	10/08/2015 06/01/2018	Common Stock	2,166,667
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Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
STROMMEN JACK B. 7108 31ST AVENUE NORTH MINNEAPOLIS, MN 55427	X

Signatures

/s/ John R. Browning, Attorney
in fact 05/22/2018

__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).
- Shares were issued to Reporting Person in exchange for conversion of the promissory note reported as "disposed" in Table II, issued in
- (1) exchange for a \$650,000 investment in Issuer's 2015 Unit Offering, and include shares issued as payment of principal at \$0.30 per share and accrued interest at \$0.25 per share.
 - (2) Represents the conversion price set forth in the Convertible Promissory Note reported herein.
 - (3) Reporting Person elected to reduce conversion price of subject promissory note from \$0.35 to \$0.30 through the payment of \$39,000.
 - (4) Upon reduction of conversion price to \$0.30, number of shares of common stock underlying the note increased from 1,857,143 to 2,166,667.

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.