

BIOLARGO, INC.  
Form 4  
December 31, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
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 \*  
CALVERT DENNIS P

(Last) (First) (Middle)  
16333 PHOEBE AVENUE  
(Street)

LA MIRADA, CA 90638

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/28/2012

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)  
President and Chief Executive

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                    | 12/28/2012                           |                                                    | A                              |                                                                   | 400,000                                                                                       | A                                                        | \$ 0<br>(1)                       |
| COMMON STOCK                    | 12/28/2012                           |                                                    | A                              |                                                                   | 497,507                                                                                       | A                                                        | \$ 0<br>(3)                       |
| COMMON STOCK                    | 12/31/2012                           |                                                    | G                              |                                                                   | 40,000                                                                                        | D                                                        | \$ 0<br>(4)                       |
|                                 |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          | 3,524,235                         |
|                                 |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          | 4,021,742                         |
|                                 |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          | 3,981,742                         |
|                                 |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          | D (2)                             |
|                                 |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          | D (2)                             |
|                                 |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          | D (2)                             |

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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------|
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------|

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships |           |                               |       |
|----------------------------------------------------------------|---------------|-----------|-------------------------------|-------|
|                                                                | Director      | 10% Owner | Officer                       | Other |
| CALVERT DENNIS P<br>16333 PHOEBE AVENUE<br>LA MIRADA, CA 90638 | X             |           | President and Chief Executive |       |

## Signatures

DENNIS P.  
CALVERT 12/31/2012

\*\*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) These shares were issued to Reporting Person as a bonus for bona-fide services provided to the Issuer.
- (2) Includes 1,528,695 shares owned indirectly by Reporting Person through a limited liability company owned and controlled by Reporting Person.
- (3) These shares were issued to the Reporting Person in exchange for a reduction of \$149,252 in unpaid salary owed to Reporting Person by Issuer.
- (4) These shares were gifted by Reporting Person to a registered charity.

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.