

ALIMERA SCIENCES INC
Form 4
June 03, 2014

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 *
BAVP, L.P.

2. Issuer Name and Ticker or Trading Symbol
ALIMERA SCIENCES INC [ALIM]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
950 TOWER LANE, SUITE 700
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
04/03/2014

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

FOSTER CITY, CA 94404

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

(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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----------|-------|
| | | | Code | V | Amount (A) or (D) Price | | | | |
| Common Stock | 04/03/2014 | | S | | 14,500 (1) | D | 7.4679 (2) | 4,848,594 | D (3) |
| Common Stock | 04/04/2014 | | S | | 10,969 (1) | D | 7.2232 (4) | 4,837,625 | D (3) |
| Common Stock | 04/07/2014 | | S | | 26,400 (1) | D | 6.5986 (5) | 4,811,225 | D (3) |
| Common Stock | 04/08/2014 | | S | | 22,900 (1) | D | 6.4849 (6) | 4,788,325 | D (3) |

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| | | | | | | | | |
|--------------|------------|---|----------------------|---|------------------------|--------|-----------|--------------|
| Common Stock | 04/09/2014 | S | 18,400 <u>(1)</u> | D | \$ <u>(7)</u> | 6.6393 | 4,769,925 | D <u>(3)</u> |
| Common Stock | 04/10/2014 | S | 7,800 <u>(1)</u> | D | \$ <u>(8)</u> | 6.4839 | 4,762,125 | D <u>(3)</u> |
| Common Stock | 04/11/2014 | S | 23,000 <u>(1)</u> | D | \$ <u>(9)</u> | 6.5734 | 4,739,125 | D <u>(3)</u> |
| Common Stock | 04/14/2014 | S | 13,300 <u>(1)</u> | D | \$ <u>(10)</u> | 6.2894 | 4,725,825 | D <u>(3)</u> |
| Common Stock | 04/15/2014 | S | 7,000 <u>(1)</u> | D | \$ 6.28 <u>(11)</u> | | 4,718,825 | D <u>(3)</u> |
| Common Stock | 04/16/2014 | S | 10,900 <u>(1)</u> | D | \$ <u>(12)</u> | 6.2735 | 4,707,925 | D <u>(3)</u> |
| Common Stock | 04/17/2014 | S | 13,700 <u>(1)</u> | D | \$ <u>(13)</u> | 6.3015 | 4,694,225 | D <u>(3)</u> |
| Common Stock | 04/21/2014 | S | 9,500 <u>(1)</u> | D | \$ <u>(14)</u> | 6.2629 | 4,684,725 | D <u>(3)</u> |
| Common Stock | 04/22/2014 | S | 17,700 <u>(1)</u> | D | \$ <u>(15)</u> | 6.2744 | 4,667,025 | D <u>(3)</u> |
| Common Stock | 04/24/2014 | S | 300 <u>(1)</u> | D | \$ 6.25 | | 4,666,725 | D <u>(3)</u> |

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 number.

SEC 1474
(9-02)

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) | 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 Following Reported Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|---|

(Instr. 3,
4, and 5)

| Code | V | (A) | (D) | Date | Expiration | Title | Amount or Number of Shares |
|------|---|-----|-----|-------------|------------|-------|--|
| | | | | Exercisable | Date | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BAVP, L.P. 950 TOWER LANE, SUITE 700 FOSTER CITY, CA 94404 | | X | | |
| MITCHELL KATE 950 TOWER LANE, SUITE 700 FOSTER CITY, CA 94404 | | X | | |
| O'Driscoll Rory 950 TOWER LANE, SUITE 700 FOSTER CITY, CA 94404 | | X | | |
| Scale Venture Management I, LLC 950 TOWER LANE, SUITE 700 FOSTER CITY, CA 94404 | | X | | |

Signatures

| | | |
|--|--|------------|
| /s/ BAVP, LP, By: Scale Venture Management I, LLC, its General Partner, By: Kate Mitchell, Managing Member | | 06/03/2014 |
| __Signature of Reporting Person | | Date |
| /s/ Kate Mitchell | | 06/03/2014 |
| __Signature of Reporting Person | | Date |
| /s/ Rory O'Driscoll | | 06/03/2014 |
| __Signature of Reporting Person | | Date |
| /s/ Scale Management I, LLC, by: Kate Mitchell, Managing Member | | 06/03/2014 |
| __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) Shares sold pursuant to a 10b5-1 trading plan.
- (2) The shares were sold at prices ranging from \$7.41 to \$7.76. The reporting person will provide upon request to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (3) The shares are held by BAVP, LP ("BAVP"). The General Partner of BAVP is Scale Venture Management I, LLC ("Scale"). Kate Mitchell and Rory O'Driscoll are the managing members of Scale and share voting and investment power with respect to these shares. Each of the managing members of Scale disclaims beneficial ownership with respect to these shares except to the extent of their

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pecuniary interest therein.

- (4) The shares were sold at prices ranging from \$7.08 to \$7.42. The reporting person will provide upon request to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (5) The shares were sold at prices ranging from \$6.43 to \$6.92. The reporting person will provide upon request to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (6) The shares were sold at prices ranging from \$6.35 to \$6.67. The reporting person will provide upon request to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (7) The shares were sold at prices ranging from \$6.41 to \$6.77. The reporting person will provide upon request to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (8) The shares were sold at prices ranging from \$6.42 to \$6.74. The reporting person will provide upon request to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (9) The shares were sold at prices ranging from \$6.25 to \$6.84. The reporting person will provide upon request to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (10) The shares were sold at prices ranging from \$6.25 to \$6.49. The reporting person will provide upon request to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (11) The shares were sold at prices ranging from \$6.25 to \$6.40. The reporting person will provide upon request to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (12) The shares were sold at prices ranging from \$6.25 to \$6.38. The reporting person will provide upon request to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (13) The shares were sold at prices ranging from \$6.25 to \$6.45. The reporting person will provide upon request to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (14) The shares were sold at prices ranging from \$6.25 to \$6.37. The reporting person will provide upon request to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (15) The shares were sold at prices ranging from \$6.25 to \$6.39. The reporting person will provide upon request to the SEC, the issuer or security holder of the issuer, full information regarding the number of shares sold at each separate price.

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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