

Moorby Tony
Form 4
February 22, 2013

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 *
Moorby Tony

2. Issuer Name and Ticker or Trading Symbol
Acacia Diversified Holdings, Inc.
[*iw3zccd]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
7873 EASTGATE BOULEVARD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/28/2012

____ Director _____ 10% Owner
____ Officer (give title below) Other (specify below)
None

MT. JULIET, TN 37122

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	02/28/2012		J ⁽¹⁾		500,000 ⁽²⁾	D	\$ 0 0
Common stock	02/28/2012		J ⁽⁷⁾		1,000 ⁽⁷⁾	D	\$ 0 0

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

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(9-02)

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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 Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Common stock purchase options	\$ 0.48 ⁽⁵⁾	02/28/2012		J ⁽³⁾	65,000	11/08/2009 ⁽⁴⁾ 02/28/2012	Common stock	65,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Moorby Tony 7873 EASTGATE BOULEVARD MT. JULIET, TN 37122				None

Signatures

/s/ Tony Moorby by /s/ Steven L. Sample, PoA 02/22/2013

__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 returned to issuer pursuant to terms of Settlement Agreement and Release of even date herewith.
- (2) Shares returned to issuer for cancellation and return to Issuer's treasury.
- (3) Common stock purchase options returned to issuer pursuant to terms of Settlement Agreement and Release of even date herewith
- (4) 50,000 common stock purchase options were exercisable on January 1, 2009, at an exercise price of \$0.50 per share.; and, 15,000 common stock purchase options were exercisable at \$0.10 per share, all of which options are now cancelled by issuer.
- (5) Average exercise price of the common stock purchase options
- (6) Average price based on options at issue dates
- (7) Shares returned to giftor pursuant to terms of Settlement Agreement and Release of even date herewith.

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.