

Acacia Diversified Holdings, Inc.

Form 4

January 20, 2016

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Sample Steven L

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

13575 58TH STREET #138

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/19/2016

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

CLEARWATER, FL 33760

(City) (State) (Zip)

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

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	01/19/2016 ⁽¹⁾		P	1,700 ⁽²⁾	A 2.25 ⁽³⁾	5,517,179 ⁽⁴⁾	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
number.**

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 of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sample Steven L 13575 58TH STREET #138 CLEARWATER, FL 33760	X	X		

Signatures

/s/ Steven L
Sample
01/20/2016
**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) Reporting Person purchased shares on the open market on 1/19/2016 and 1/20/2016.
- (2) Reporting Person acquired 1,700 Common shares for his own account on the open market at an average price per share of \$2.25 on January 19 and 20, 2016.
- (3) Reporting Person acquired 1,700 Common shares for his own account on the open market at an average price per share of \$2.25 on January 19 and 20, 2016.
- (4) Following these transactions, the Reporting Person owned 5,517,179 shares of Common stock of Issuer. With the exception of 2,500,000 of those shares, Reporting Person disclaims any beneficial ownership in securities held by others, and disclaims beneficial ownership of any other person in his securities. The referenced 2,500,000 shares are currently held in trust by another person who holds a Proxy from Reporting Person to vote those shares and has a Right of First Refusal to Purchase those Common shares between April 4 and May 4, 2019, but who does not currently have beneficial ownership in those shares.

Remarks:

Following these transactions, the Reporting Person owned 5,517,179 shares of Common stock of Issuer. With the exception of
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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