Edgar Filing: NEUROBIOLOGICAL TECHNOLOGIES INC /CA/ - Form 4

NEUROBIOLOGICAL TECHNOLOGIES INC /CA/

Form 4 March 07, 2006

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

2005

if no longer subject to Section 16. Form 4 or Form 5

Check this box

January 31, Expires:

Estimated average burden hours per response... 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * PETTI STEPHEN J | | rting Person * | 2. Issuer Name and Ticker or Trading Symbol NEUROBIOLOGICAL TECHNOLOGIES INC /CA/ [NTII] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
|---|---|----------------|--|--|--|--|--|
| TECHNOLO | (First) (Middle) ROBIOLOGICAL LOGIES, INC., 2000 STREET, SUITE 800 | | 3. Date of Earliest Transaction (Month/Day/Year) 03/03/2006 | Director 10% Owner Selfow Officer (give title Other (specify below) | | | |
| (Street) EMERYVILLE, CA 94608 | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| (City) | (State) | (Zip) | Table I - Non-Derivative Securities Acq | quired, Disposed of, or Beneficially Owned | | | |

| 1.Title of | 2. Transaction Date | 2A. Deemed | 3. | 4. Securitie | s Acqui | red | 5. Amount of | 6. | 7. Nature of |
|------------|---------------------|--------------------|-----------------------------------|--------------|-----------|------------|------------------|--------------|--------------|
| Security | (Month/Day/Year) | Execution Date, if | Transaction(A) or Disposed of (D) | | | Securities | Ownership | Indirect | |
| (Instr. 3) | | any | Code | (Instr. 3, 4 | and 5) | | Beneficially | Form: Direct | Beneficial |
| | | (Month/Day/Year) | (Instr. 8) | | | | Owned | (D) or | Ownership |
| | | | | | | | Following | Indirect (I) | (Instr. 4) |
| | | | | | (4) | | Reported | (Instr. 4) | |
| | | | | | (A) | | Transaction(s) | | |
| | | | C-J- V | A | or (D) | D | (Instr. 3 and 4) | | |

Amount

Common D (1) 03/03/2006 S 150,000 2,030,818 Stock

Code V

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Price

(D)

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 | 2. Conversion | 3. Transaction Date (Month/Day/Year) | | 4. Transactio | 5. orNumber | 6. Date Exerc Expiration D | | 7. Title at Amount of | | 8. Price of Derivative | 9. Nu Deriv |
|------------------------|---|--------------------------------------|----------------------|------------------|---|-------------------------------|--------------------|-----------------------|-------------------------|----------------------------|---|
| Security (Instr. 3) | or Exercise Price of Derivative Security | (monda, Day, Teal) | any (Month/Day/Year) | Code (Instr. 8) | of (Month/Day/Y) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | | | (Instr. 5) Be Ov Fo Re Tra | Secur Bene Owne Follo Repo Trans (Instr |
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | or Title Nu of | nount umber uares | | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

PETTI STEPHEN J C/O NEUROBIOLOGICAL TECHNOLOGIES, INC. 2000 POWELL STREET, SUITE 800 EMERYVILLE, CA 94608

VP of Product Development

Signatures

/s/ Alice Byrd, by power of attorney

03/06/2006

**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) The reporting person's spouse may deemed to be a beneficial owner of the 50% of the securities reported herein.

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.

Reporting Owners 2