

PROVECTUS BIOPHARMACEUTICALS, INC.

Form 4

March 31, 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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
CULPEPPER PETER R

2. Issuer Name **and** Ticker or Trading
Symbol
PROVECTUS
BIOPHARMACEUTICALS, INC.
[PVCT]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Interim CEO, CFO, COO

(Last) (First) (Middle)
7327 OAK RIDGE HWY., SUITE A
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/29/2016

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

KNOXVILLE, TN 37931

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/29/2016		O ⁽¹⁾		133,333	A	\$ 1 (1) 1,384,496
Common Stock	03/29/2016		O ⁽¹⁾		27,333	A	\$ 1 (1) 1,411,829
Common Stock	03/29/2016		O ⁽¹⁾		106,000	A	\$ 1 (1) 296,503

By 401(k)
plan

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

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SEC 1474
(9-02)

displays a currently valid OMB control 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
Common Stock Warrants (right to buy)	\$ 1 ⁽¹⁾	03/29/2016		O ⁽¹⁾		133,333		11/16/2012	11/16/2017	Common Stock	133,333
Common Stock Warrants (right to buy)	\$ 0.85	03/29/2016		O ⁽¹⁾		133,333		03/29/2016	06/19/2020	Common Stock	133,333
Common Stock Warrants (right to buy)	\$ 1 ⁽¹⁾	03/29/2016		O ⁽¹⁾		133,333		12/03/2012	12/03/2017	Common Stock	133,333
Common Stock Warrants (right to buy)	\$ 0.85	03/29/2016		O ⁽¹⁾		133,333		03/29/2016	06/19/2020	Common Stock	133,333

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
CULPEPPER PETER R 7327 OAK RIDGE HWY., SUITE A KNOXVILLE, TN 37931	Interim CEO, CFO, COO

Signatures

/s/ Peter R.
Culpepper

03/31/2016

 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).

- On March 29, 2016, the reporting person exercised 266,666 warrants pursuant to the Issuer's warrant exchange offer, at a discounted exercise price of \$0.50 per share, which exercise consisted of: (i) an exercise of 133,333 shares pursuant to a warrant issued on November 16, 2012, with an original exercise price of \$1.00 per share and (ii) an exercise of 133,333 shares pursuant to a warrant issued on
- (1) December 3, 2012, with an original exercise price of \$1.00 per share. Under the terms of the warrant exchange offer, holders received, in addition to the common stock acquired upon exercise of their existing warrants, an equal number of new warrants to purchase the same number of shares of the Issuer's common stock at an exercise price of \$0.85 per share that will expire June 19, 2020.

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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