

NAVIDEA BIOPHARMACEUTICALS, INC.

Form 3

November 25, 2013

FORM 3UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
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burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *Â Platinum-Montaur Life
Sciences, LLC

(Last) (First) (Middle)

152 WEST 57TH
STREET,Â 54TH FLOOR

(Street)

NEW YORK,Â NYÂ 10019

(City) (State) (Zip)

2. Date of Event Requiring
Statement(Month/Day/Year)
11/13/20133. Issuer Name **and** Ticker or Trading Symbol

NAVIDEA BIOPHARMACEUTICALS, INC. [NAVB]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner
☐ Officer ☒ Other
(give title below) (specify below)
See Explanation of Responses6. 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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)Common Stock, par value \$0.001 ⁽¹⁾

10,073,375

I

By: Platinum Partners Value
Arbitrage Fund, LPReminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security4. Conversion
or Exercise5. Ownership
Form of6. Nature of Indirect
Beneficial
Ownership

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	Date Exercisable	Expiration Date	(Instr. 4)		Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
			Title	Amount or Number of Shares			
Series B Convertible Preferred Stock ⁽¹⁾	06/22/2010	Â ⁽²⁾	Common Stock	26,199,240 ⁽³⁾	\$ ⁽³⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Platinum-Montaur Life Sciences, LLC 152 WEST 57TH STREET 54TH FLOOR NEW YORK, NY 10019	Â	Â	Â	See Explanation of Responses
Platinum Partners Value Arbitrage Fund, LP C/O WALKERS CORPORATE SERVICES LIMITED WALKER HOUSE, 87 MARY STREET GEORGETOWN, GRAND CAYMAN, KY 1-9002	Â	Â X	Â	Â

Signatures

Platinum-Montaur Life Sciences, LLC, by Platinum Partners Value Arbitrage Fund L.P. as operating member and Platinum Management (NY) LLC, as general partner, by /s/ Uri Landesman, President 11/25/2013

__Signature of Reporting Person

Date

Platinum Partners Value Arbitrage Fund L.P., by Platinum Management (NY) LLC, as general partner, by /s/ Uri Landesman, President 11/25/2013

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

- This Form 3 is filed jointly by Platinum-Montaur Life Sciences, LLC ("Montaur") and Platinum Partners Value Arbitrage Fund L.P. ("PPVA" and, together with Montaur, the "Reporting Persons") in respect of securities held directly by them. Effective November 13, 2013, the Issuer appointed Michael M. Goldberg, M.D., Portfolio Manager of Montaur, to the Board of Directors of the Issuer (the "Board"). Dr. Goldberg has agreed that for as long as he is a member of the Board he will not, directly or indirectly, have any power to direct or cause the direction of voting or disposition of any securities of the Issuer directly or beneficially owned by the Reporting Persons and any other persons or entities controlling, controlled by, or under common control with them. The Reporting Persons and their respective officers, members, managers and affiliates disclaims beneficial ownership of the securities disclosed herein, except to the extent of any pecuniary interest therein, and this report shall not
- (1) The Series B Convertible Preferred Stock shall automatically convert into shares of Common Stock on December 31, 2013, subject to the limitations of the 9.99% Blocker (described below).
- Pursuant to the Certificate of Designations of the Series B Convertible Preferred Stock, each share of Series B Convertible Preferred Stock is convertible into 3,270 shares of Common Stock provided that the conversion would not result in the holder owning more than 9.99% of the Common Stock outstanding at the time of conversion except on 61 days' prior written notice to the Issuer that the holder waives such limitation (the "9.99% Blocker").
- (3)

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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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