BIOLASE, INC Form 4 March 19, 2015

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

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

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading DREYER DAVID C Issuer Symbol BIOLASE, INC [BIOL] (First) (Middle) (Last) 3. Date of Earliest Transaction

(Check all applicable)

C/O 4 CROMWELL

(Month/Day/Year) Director 10% Owner Other (specify X_ Officer (give title 03/09/2015 below) SVP / Chief Financial Officer

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

IRVINE, CA 92618

1. Title of

Security

(Instr. 3)

X Form filed by One Reporting Person Form filed by More than One Reporting Person

(T)

(Instr. 4)

(Instr. 4)

(City) (State) (Zip)

(Month/Day/Year)

2. Transaction Date 2A. Deemed

(Street)

3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect Code Disposed of (D) Beneficially (D) or Indirect Beneficial Ownership

Owned

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

(Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) (A)

Following Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

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.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed 4. 5. Number of 6. Date Exercisable and 7. Title and Amount of Derivative Conversion (Month/Day/Year) Execution Date, if TransactionDerivative **Expiration Date Underlying Securities** Security or Exercise Code Securities (Month/Day/Year) (Instr. 3 and 4) any

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(Instr. 3)	Price of Derivative Security	(M	Ionth/Day/Year)	(Instr.	8)	Acquired (A Disposed of (Instr. 3, 4, 5)	f (D)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 1.99	03/09/2015		A		871,710		<u>(1)</u>	03/09/2025	Common Stock	871,710 (1)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DREYER DAVID C C/O 4 CROMWELL IRVINE, CA 92618

SVP / Chief Financial Officer

Signatures

/s/ Michael C. Carroll, attorney-in-fact for David C.
Dreyer 03/19/2015

**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).

The stock option vests as follows: 130,757 of the option shares shall vest and be exercisable on the one-year anniversary of the Reporting Person's first date of employment; 10,896 of the option shares shall vest and be exercisable on each one-month anniversary following the

(1) one-year anniversary for a period of 35 consecutive months; 10,909 of the option shares shall vest and be exercisable on the 36-month anniversary; and 348,684 option shares shall vest and be exercisable on March 9, 2025, subject to the Reporting Person's continued service with the Company through the applicable vesting dates.

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.

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