ADELMAN JASON T

Form 4

January 07, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

OMB APPROVAL

Expires:

January 31,

2005

0.5

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Check this box

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 * ADELMAN JASON T

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol BOND LABORATORIES, INC.

(Month/Day/Year)

[BNLB.OB]

12/28/2012

below)

(Check all applicable)

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

Director Officer (give title

10% Owner Other (specify

CIPHER CAPITAL PARTNERS C/O ROTHSCHILD, 1251 AVENUE OF THE AMERICAS, **SUITE 936**

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

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

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

NEW YORK, NY 10020

(City) (State) (Zip) 1.Title of 2. Transaction Date 2A. Deemed

(Month/Day/Year)

3. 4. Securities Acquired (A) 5. Amount of Transactionr Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

Securities Ownership Beneficially Form: Owned Direct (D) or Indirect Following

7. Nature of Indirect Beneficial Ownership (Instr. 4)

(A) or

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

Code V Amount (D) Price

Common Stock

Security

(Instr. 3)

12/28/2012

P 4,202,260

A (1)

12,971,808 D

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

Execution Date, if

(Month/Day/Year)

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SEC 1474 (9-02)

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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. Transacti Code (Instr. 8)	5. ioiNumber of Derivativ Securitie Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Dat (Month/Day/Y e s	on Date Underl		Amount of Securities 4)
				Code V	' (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Warrant	\$ 0.3					11/15/2012	11/15/2015	Common Stock	667,083 (2)
Series C Convertible Preferred Stock	(3)					11/15/2012	<u>(4)</u>	Common Stock	1,334,000 (5)

Reporting Owners

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other

ADELMAN JASON T CIPHER CAPITAL PARTNERS C/O ROTHSCHILD 1251 AVENUE OF THE AMERICAS, SUITE 936 NEW YORK, NY 10020

Signatures

/s/ Jason T. 01/07/2013 Adelman

**Signature of Date

Reporting Person

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 Reporting Person acquired the shares of Issuer's common stock ("Common Stock") for aggregate consideration of \$50,000 in a **(1)** privately negotiated transaction.
- The Warrant contains a provision preventing the exercise of the Warrant if, as a result of such exercise, the Reporting Person would (2) beneficially own, together with all other shares of Common Stock beneficially owned by the Reporting Person, in excess of 9.99% of the Issuer's Common Stock issued and outstanding.
- (3) Each share of Series C Convertible Preferred Stock ("Series C Preferred") is convertible into 40,000 shares of Common Stock.
- (4) The Series C Preferred is perpetual.

Reporting Owners 2

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The Certificate of Designations, Preferences and Rights of the Series C Preferred contains a provision preventing the conversion of the (5) Series C Preferred if, as a result of such conversion, the Reporting Person would beneficially own, together with all other shares of Common Stock beneficially owned by the Reporting Person, in excess of 4.99% of the Issuer's Common Stock issued and outstanding.

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.