

MARRONE BIO INNOVATIONS INC
 Form 4
 August 09, 2013

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Syngenta Ventures Pte. Ltd.

2. Issuer Name and Ticker or Trading Symbol
 MARRONE BIO INNOVATIONS INC [MBII]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 1, HARBOUR FRONT AVENUE
 #03-03, KEPPEL BAY TOWER
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 08/07/2013

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

U0 098632

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

(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)
Common Stock	08/07/2013		C	(A) V Amount <u>(1)</u>	A <u>(1)</u> 2,153,638	D	
Common Stock	08/07/2013		C	(A) V Amount <u>(2)</u>	A <u>(2)</u> 2,221,904	D	

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

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SEC 1474 (9-02)

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 Number of Shares
Convertible Promissory Note	\$ 8.4	08/07/2013		C	\$ 13,350,694 (1)	(1)	(1)	Common Stock	1,589
Convertible Promissory Note	\$ 8.4	08/07/2013		C	\$ 573,434 (2)	(2)	(2)	Common Stock	68,3

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Syngenta Ventures Pte. Ltd.
1, HARBOUR FRONT AVENUE #03-03
KEPPEL BAY TOWER
U0 098632

X

Signatures

/s/ Donald J. Glidewell, Donald J. Glidewell,
Attorney-in-Fact

08/09/2013

__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) Principal and accrued interest of \$13,350,694 under a convertible promissory note automatically converted into common stock upon the completion of the Issuer's initial public offering at a rate of \$8.40 per share.
- (2) Principal and accrued interest of \$573,434 under a convertible promissory note automatically converted into common stock upon the completion of the Issuer's initial public offering at a rate of \$8.40 per share.
- (3) Lists original principal under the convertible promissory note as of December 6, 2012, the date of purchase.
- (4) Lists original principal under the convertible promissory note as of March 19, 2012, the date of purchase.

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.