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MARRONE BIO INNOVATIONS INC

Form 3

December 28, 2015

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

(Print or Type Responses)

1. Name and Address of Reporting

Person *

Hood Nancy

(Last)

(First) (Middle)

Statement

(Month/Day/Year)

12/17/2015

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

MARRONE BIO INNOVATIONS INC [MBII]

4. Relationship of Reporting Person(s) to Issuer

Filed(Month/Day/Year)

C/O MARRONE BIO INNOVATIONS, INC., 1540

DREW AVENUE

(Street)

Director

(give title below) (specify below)

VP Marketing

_X__ Officer

(Check all applicable)

10% Owner Other

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

5. If Amendment, Date Original

Reporting Person

DAVIS, CAÂ 95618

(City) (State) (Zip)

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial

Ownership (Instr. 5) Form:

Direct (D) or Indirect (I) (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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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 Security

4. 5. Conversion or Exercise

6. Nature of Indirect Ownership Beneficial Ownership Form of (Instr. 5)

Derivative

Security:

(Instr. 4)

Title

Derivative Security

Price of

Direct (D)

Expiration Exercisable Date

Amount or Number of

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				Shares		or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	(1)	12/17/2025	Common Stock	75,000	\$ 1.23	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
Topolong of the Tunner Fiducion	Director	10% Owner	Officer	Other
Hood Nancy C/O MARRONE BIO INNOVATIONS, INC. 1540 DREW AVENUE DAVIS Â CA Â 95618	Â	Â	VP Marketing	Â

Signatures

/s/ Linda V. Moore, as attorney in-fact 12/28/2015

**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).
- The option vests with respect to 1/4th of the total shares subject to the option on the first anniversary of the vesting commencement date of December 17, 2015, and with respect to 1/48th of the total shares subject to the option monthly thereafter for 36 months.

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Remarks:

No securities are beneficially owned. Exhibit list: Exhibit 24 Power of Attorney.

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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