

Kogan Yakov
Form 4
November 03, 2009

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Kogan Yakov

2. Issuer Name **and** Ticker or Trading
Symbol
CLEVELAND BIOLABS INC
[CBLI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

73 HIGH STREET

(Street)

BUFFALO, NY 14203

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
11/02/2009

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
COO, Secretary

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

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	11/02/2009		S ⁽¹⁾	V Amount (A) or (D) Price 100 D \$ 3.68	703,100	D	
Common Stock	11/02/2009		S ⁽¹⁾	200 D \$ 3.69	702,900	D	
Common Stock	11/02/2009		S ⁽¹⁾	100 D \$ 3.7	702,800	D	
Common Stock	11/02/2009		S ⁽¹⁾	100 D \$ 3.76	702,700	D	
Common Stock	11/02/2009		S ⁽¹⁾	100 D \$ 3.77	702,600	D	

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Common Stock	11/02/2009	<u>S</u> (1)	500	D	\$ 3.8	702,100	D
Common Stock	11/02/2009	<u>S</u> (1)	200	D	\$ 3.81	701,900	D
Common Stock	11/02/2009	<u>S</u> (1)	100	D	\$ 3.84	701,800	D
Common Stock	11/02/2009	<u>S</u> (1)	800	D	\$ 3.92	701,000	D
Common Stock	11/02/2009	<u>S</u> (1)	100	D	\$ 3.99	700,900	D
Common Stock	11/02/2009	<u>S</u> (1)	200	D	\$ 3.94	700,700	D
Common Stock	11/02/2009	<u>S</u> (1)	300	D	\$ 3.93	700,400	D
Common Stock	11/02/2009	<u>S</u> (1)	500	D	\$ 3.9	699,900	D
Common Stock	11/02/2009	<u>S</u> (1)	500	D	\$ 3.91	699,400	D
Common Stock	11/02/2009	<u>S</u> (1)	900	D	\$ 3.89	698,500	D
Common Stock	11/02/2009	<u>S</u> (1)	1,300	D	\$ 3.88	697,200	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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)	8. D or S (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	\$ 8.36					04/06/2007	04/05/2017		37,500

Employee
Stock
Options
(Right to
Buy)

Common
Stock

Employee
Stock
Options
(Right to
Buy)

\$ 4

02/04/2008 02/03/2018

Common
Stock 137,250

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kogan Yakov 73 HIGH STREET BUFFALO, NY 14203	X		COO, Secretary	

Signatures

/s/ Yakov Kogan 11/03/2009

__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 sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan and represent approximately 0.8% of the reporting person's 715,200 shares held prior to adoption of the plan. The maximum sales subject to the plan in its entirety represent approximately 10.1% of the reporting person's shares held prior to adoption of the plan.

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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