

ALIMERA SCIENCES INC

Form 4

July 30, 2014

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Green Kenneth

(Last) (First) (Middle)

**6120 WINDWARD PARKWAY,
SUITE 290**

(Street)

ALPHARETTA, GA 30005

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ALIMERA SCIENCES INC [ALIM]

3. Date of Earliest Transaction
(Month/Day/Year)
02/11/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

SVP & Chief Scientific Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 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 Ownership (Instr. 4)
Common Stock	02/11/2014		G ⁽¹⁾	V 7,520 D \$ 0	2,500 ⁽²⁾	D	
Common Stock	02/11/2014		G	V 2,500 D \$ 0	0	D	
Common Stock	02/11/2014		G ⁽¹⁾	V 7,520 A \$ 0	7,520	I	See Footnote (1)
Common Stock	06/03/2014		G	V ⁽³⁾ 2,500 D \$ 0	0	D	
Common Stock	07/28/2014		M	73,529 A \$ 2.04	73,529	D	

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

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(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 or Number of Shares
Employee Stock Option (Right to Buy)	\$ 2.04	07/28/2014		M	73,529	⁽⁴⁾ 08/02/2014	Common Stock 73,529

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Green Kenneth
6120 WINDWARD PARKWAY, SUITE 290
ALPHARETTA, GA 30005

SVP & Chief Scientific Officer

Signatures

/s/ Kenneth
Green 07/29/2014

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).

- This transaction involved a gift of securities by the Reporting Person to his wife, who shares Reporting Person's household. The
- (1) Reporting Person disclaims beneficial ownership of shares held by his wife, and this report should not be deemed an admission that the Reporting Person is the beneficial owner of his wife's shares for purposes of Section 16 or for any other purpose.
- (2) Includes 2,500 shares of common stock acquired under the Alimera Sciences, Inc. 2010 Employee Stock Purchase Plan on October 31, 2013.

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- (3) The Reporting Person acquired 2,500 shares of common stock under the Alimera Sciences, Inc. 2010 Employee Stock Purchase Plan on April 30, 2014.

Became exercisable with respect to one-quarter (1/4) of the shares of stock which are subject to this option on August 2, 2004 (the "Initial

- (4) Vesting Date") and with respect to the remainder of the shares in equal increments quarterly over three (3) years beginning on the date three (3) months from the Initial Vesting Date.

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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