PROVECTUS PHARMACEUTICALS INC

Form 4

September 24, 2007

Check this box

if no longer

Section 16.

subject to

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

OMB Number:

3235-0287

Expires:

January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

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0.5

OMB APPROVAL

Form 4 or 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

SECURITIES

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

ADAMS DONALD E

PROVECTUS

3. Date of Earliest Transaction

(Check all applicable)

Symbol

PHARMACEUTICALS INC

Director

X__ 10% Owner

[PVCT]

(Last) (First) (Middle)

(Month/Day/Year)

Officer (give title below)

_ Other (specify

06/08/2006

(Street)

(State)

(Zip)

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

Person

SAN LUIS OBISPO, CA 93401

(City)

370 CRESTMONT DRIVE

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned
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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. Securitie omr Disposed (Instr. 3, 4	d of (E and 5)))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common stock	06/08/2006		C	518,657 (1)	A	\$ 0.737	5,006,250	D	
Common stock	06/08/2006		C	28,727 (2)	A	\$ 0	5,034,977	D	
Common stock	08/11/2006		S	15,000	D	\$ 1.13	5,019,977	D	
Common stock	01/16/2007		S	6,000	D	\$ 1.22	5,013,977	D	
Common stock	01/17/2007		S	2,000	D	\$ 1.23	5,011,977	D	

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Common stock	01/22/2007	S	6,000	D	\$ 1.2	5,005,977	D
Common stock	01/24/2007	S	1,500	D	\$ 1.2	5,004,477	D
Common stock	01/27/2007	P	679,048 (3)	A	\$ 1.05	5,683,525	D
Common stock	01/31/2007	S	2,000	D	\$ 1.17	5,681,525	D
Common stock	02/06/2007	S	4,000	D	\$ 1.13	5,677,525	D
Common stock	02/07/2007	S	4,772	D	\$ 1.15	5,672,753	D
Common stock	02/13/2007	S	8,000	D	\$ 1.12	5,664,753	D
Common stock	02/20/2007	S	2,000	D	\$ 1.13	5,662,753	D
Common stock	02/23/2007	S	2,000	D	\$ 1.14	5,660,753	D
Common stock	03/02/2007	S	2,000	D	\$ 1.14	5,658,753	D
Common stock	03/07/2007	S	4,000	D	\$ 1.15	5,654,753	D
Common stock	03/19/2007	S	2,000	D	\$ 1.24	5,652,753	D
Common stock	03/21/2007	S	2,000	D	\$ 1.29	5,650,753	D
Common stock	04/03/2007	S	4,000	D	\$ 1.47	5,646,753	D
Common stock	04/11/2007	S	630	D	\$ 1.45	5,646,123	D
Common stock	09/04/2007	S	20,000	D	\$ 2.075	5,626,123	D
Common stock	09/05/2007	S	25,000	D	\$ 2.4	5,601,123	D
Common stock	09/06/2007	S	50,000	D	\$ 2.8	5,551,123	D
Common stock	09/06/2007	S	5,000	D	\$ 2.86	5,546,123	D
Common stock	09/06/2007	S	5,000	D	\$ 2.99	5,541,123	D
	09/06/2007	S	5,000	D	\$ 2.89	5,536,123	D

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Common stock							
Common stock	09/06/2007	S	5,000	D	\$ 2.9	5,531,123	D
Common	09/22/2007	S	5,000	D	\$ 2.98	5,526,123	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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Ame Underlying Sect (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Ar Nu Sh
\$382,250 8% Convertible Note	\$ 0.737	06/08/2006		C	547,384 (6)	11/26/2005(4)	11/26/2006	Common Stock	54

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
ADAMS DONALD E 370 CRESTMONT DRIVE		X					
SAN LUIS OBISPO, CA 93401							

Signatures

/s/ DONALD E.

ADAMS 09/24/2007

**Signature of Reporting Person Date

Reporting Owners 3

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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) Issued upon the conversion of an 8% Convertible Note in the principal amount of \$382,250 reported on Form 3, dated March 29, 2006, at a conversion price of \$0.737 per share.
- (2) Shares received in satisfaction of accrued and unpaid interest of Convertible Note described above.
- (3) Shares purchased in a Private Placement under Regulation D of the Securities Act of 1933, as amended.
- (4) Convertible Note was convertible into shares of Common Stock at any time at the sole discretion of the Reporting Person.
- Does not include (i) 1,116,667 shares of Common Stock issuable upon the exercise of a warrant at a purchase price of \$0.935 per share and expiring on December 31, 2010 and (ii) 533,333 shares of Common Stock issuable upon the exercise of a warrant at a purchase price of \$0.99per share and expiring on March 30, 2010.
- (6) Consists of (i) 518,657 shares of Common Stock issued upon the conversion of the principal amount of the Convertible Note and (ii) 28,727 shares of Common Stock issued in satisfaction of accrued and unpaid interest on the Convertible Note.

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.