

BIOLASE, INC
Form 4
December 18, 2015

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 *
SCHULER JACK W

2. Issuer Name and Ticker or Trading Symbol
BIOLASE, INC [BIOL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
100 NORTH FIELD DRIVE, SUITE 360

3. Date of Earliest Transaction (Month/Day/Year)
11/24/2015

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

(Street)
LAKE FOREST, IL 60045

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 11/24/2015 | | P | | 100 | A | \$ 0.92 (2) |
| Common Stock | 11/25/2015 | | P | | 44,200 | A | \$ 0.9 (2) |
| Common Stock | 11/26/2015 | | P | | 2,045 | A | \$ 0.89 (2) |
| Common Stock | 11/30/2015 | | P | | 16,752 | A | \$ 0.9 (2) |
| | 12/02/2015 | | P | | 5,900 | A | 5,954,600 |

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| | | | | | | | | | |
|--------------|------------|---|--------|---|--|-------------------|-----------|---|-----------------|
| Common Stock | | | | | | \$ 0.85 (2) | | | By Trust (1) |
| Common Stock | 12/03/2015 | P | 16,427 | A | | \$ 0.81 (2) | 5,971,027 | I | By Trust (1) |
| Common Stock | 12/04/2015 | P | 5,286 | A | | \$ 0.81 (2) | 5,976,313 | I | By Trust (1) |
| Common Stock | 12/07/2015 | P | 8,561 | A | | \$ 0.8 (2) | 5,984,874 | I | By Trust (1) |
| Common Stock | 12/08/2015 | P | 14,596 | A | | \$ 0.79 (2) | 5,999,470 | I | By Trust (1) |
| Common Stock | 12/09/2015 | P | 5,704 | A | | \$ 0.79 (2) | 6,005,174 | I | By Trust (1) |
| Common Stock | 12/10/2015 | P | 31,699 | A | | \$ 0.78 (2) | 6,036,873 | I | By Trust (1) |
| Common Stock | 12/11/2015 | P | 7,078 | A | | \$ 0.77 (2) | 6,043,951 | I | By Trust (1) |
| Common Stock | 12/14/2015 | P | 42,923 | A | | \$ 0.74 (2) | 6,086,874 | I | By Trust (1) |
| Common Stock | 12/15/2015 | P | 28,000 | A | | \$ 0.72 (2) | 6,114,874 | I | By Trust (1) |
| Common Stock | | | | | | | 14,800 | I | By spouse |

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.

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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 | 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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nature of Derivative Security Beneficially Owned |
|--|---|--------------------------------------|--|--------------------------------|------------------------------------|--|---|--|---|
|--|---|--------------------------------------|--|--------------------------------|------------------------------------|--|---|--|---|

Security

Acquired
(A) or
Disposed
of (D)
(Instr. 3,
4, and 5)

Follo
Repo
Trans
(Instr

| Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|------|---|-----|-----|---------------------|--------------------|-------|--|
|------|---|-----|-----|---------------------|--------------------|-------|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SCHULER JACK W 100 NORTH FIELD DRIVE SUITE 360 LAKE FOREST, IL 60045 | | X | | |
| Jack W. Schuler Living Trust 100 NORTH FIELD DRIVE SUITE 360 LAKE FOREST, IL 60045 | | X | | |

Signatures

/s/ Jack Schuler, as self and as Trustee of the Jack W. Schuler Living Trust

12/18/2015

__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) These shares are held by the Jack W. Schuler Living Trust (the "Trust"). Mr. Schuler serves as sole trustee to the Trust.

The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices within a \$1.00 range. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price for each transaction reported in this Form 4.

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.