

FORM 4

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

OMB APPROVAL
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

| | | |
|---|---|--|
| 1. Name and Address of Reporting Person Scott John K Jr. | 2. Issuer Name and Ticker or Trading Symbol NAVIDEA BIOPHARMACEUTICALS, INC. [NAVB] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |
| (Last) (First) (Middle) 4995 BRADENTON AVE., SUITE 240 | 3. Date of Earliest Transaction (Month/Day/Year) 08/30/2022 | |
| (Street) DUBLIN, OH 43017 | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) (State) (Zip) | 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) |
|-------------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|-------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 08/31/2022 | | A | | 2,500 (1) (2) | A | \$ 0 | 8,103,395 | D | |
| Common Stock | | | | | | | | 10,139 | I | By spouse and children (3) |
| Series G Redeemable Preferred Stock | | | | | | | | 3,260 | D | |

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

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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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------|---|----------------------------|--|--|--|--|
| | | | | Code | V | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Series F Redeemable Convertible Preferred Stock | \$ 0.8 | 08/30/2022 | | S(4) | | 1,740 | 04/10/2022 | (5) | Common Stock | 2,175,000 | \$ 1,379.31 (4) | 0 | D | |
| Series I Convertible Preferred Stock | \$ 0.45 | 08/30/2022 | | p(6) | | 2,400 | 08/30/2022 | (7) | Common Stock | 5,332,800 | (6) | 2,400 | D | |
| Warrant to Purchase Common Stock | \$ 0.5 | 08/30/2022 | | p(6) | | 2,400 | 08/30/2022 | 08/30/2027 | Common Stock | 5,332,800 | (6) | 2,400 | D | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Scott John K Jr. 4995 BRADENTON AVE., SUITE 240 DUBLIN, OH 43017 | X | X | | |

Signatures

/s/ Erika L. Eves for John K. Scott, Jr. by power of attorney

09/01/2022

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) Stock issued under the Amended and Restated 2014 Stock Incentive Plan in partial payment of monthly non-employee director fees.

(2) Issuance deferred at the request of the Reporting Person.

(3) Includes 2,639 shares of Common Stock owned by the Reporting Person's spouse and 7,500 shares of Common Stock owned by the Reporting Person's children. The Reporting Person may be deemed to have shared voting and/or dispositive power with respect to such shares.

(4) Series F Redeemable Convertible Preferred Stock, par value \$.001 per share, was surrendered to pay the subscription price for the units purchased in the Rights Offering. The fair market value of the Series F Redeemable Convertible Preferred Stock surrendered in the Rights Offering was determined by the Issuer's board of directors based on an independent appraisal obtained by the Issuer.

(5) Series F Redeemable Convertible Preferred Stock, par value \$.001 per share, was convertible at any time and had no expiration date.

(6) The Reporting Person acquired the Series I Convertible Preferred Stock and Warrants to Purchase Common Stock pursuant to the exercise of subscription rights in connection with the Issuer's previously announced rights offering ("Rights Offering"), as disclosed in the Registration Statement on Form S-1, as amended, and Prospectus Supplement No. 1 filed by the Issuer with the Securities and Exchange Commission. Pursuant to the Rights Offering, the Reporting Person purchased units at a subscription price of \$1,000 per unit, with each unit consisting of one (1) share of Series I Convertible Preferred Stock and one (1) Warrant to Purchase 2,222 shares of Common Stock.

(7) Series I Convertible Preferred Stock, par value \$.001 per share, is convertible at any time and has no expiration 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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