Canarick Robert Form 4 February 15, 2007

#### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB APPROVAL

Number:

3235-0287

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January 31, 2005

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if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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

may continue.

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Canarick Robert

(Last)

(City)

2. Issuer Name and Ticker or Trading

Symbol

5. Relationship of Reporting Person(s) to

Issuer

INTEGRATED BIOPHARMA INC

[INBP]

(Month/Day/Year)

02/07/2007

X Director 10% Owner

6. Individual or Joint/Group Filing(Check

(Check all applicable)

Officer (give title below)

Other (specify

C/O INTEGRATED BIOPHARMA,

(Street)

(State)

(First)

(Middle)

(Zip)

INC., 225 LONG AVENUE

4. If Amendment, Date Original

3. Date of Earliest Transaction

Ionth/Day/Year) Applicable Line)

\_X\_ Form filed by One Reporting Person

Form filed by More than One Reporting

Filed(Month/Day/Year)

HILLSIDE, NJ 07205

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities Form: Direct Indirect (Instr. 3) Code (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A)

(A) Transaction(s) or (Instr. 3 and 4)

Code V Amount (D) Price

Restricted

Stock Unit 02/07/2007

A 10,200 A

\$ 53,533 <u>(1)</u>

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)

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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 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. I Des Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options	\$ 6.8	02/07/2007		A	4,800	(2)	02/07/2017	Common Stock	4,800	

## **Reporting Owners**

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other

Canarick Robert C/O INTEGRATED BIOPHARMA, INC. 225 LONG AVENUE HILLSIDE, NJ 07205



## **Signatures**

/s/Robert 02/15/2007 Canarick

\*\*Signature of Date Reporting Person

## **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).
  - ) On February 7, 2007, the Reporting Person was granted 10,200 Restricted Stock Units as compensation for serving as a director of the Issuer. Each Restricted Stock Unit consists of a right to the issuance of one share of common stock, par value \$.01 ("Common Stock").
- (1) The Restricted Stock Units are subject to a three-year vesting period. None of the Restricted Stock Units are included in the amount of securities beneficially owned following the reported transaction in column 5, as none of the Restricted Stock Units will vest in the next 60
- On February 7, 2007, the Reporting Person was granted a stock option to purchase 4,800 shares of Common Stock at an exercise price of \$6.80 per share for serving as a director of the Issuer. These stock options are subject to a three-year vesting period, with an initial annual vesting date of December 20, 2007. None of these stock options are included in the amount of derivative securities beneficially owned following the reported transaction in column 9, as none of the stock options will vest in the next 60 days.

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.

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