## Edgar Filing: SPENCER JOHN N JR - Form 4

SPENCER JO	HN N JR									
Form 4	10									
January 04, 20								OMB A	PPROVAL	
FORM	4 UNITED	STATES		RITIES A			E COMMISSION		3235-0287	7
Check this I if no longer subject to Section 16. Form 4 or Form 5 obligations	<b>STATEM</b> Filed pur	suant to S	F CHAI	WNERSHIP OF	Expires: Estimated burden hou response	Expires:January 31Expires:2005Estimated averageburden hours perresponse0.5				
may continu <i>See</i> Instruct 1(b).	ue.			•	•	mpany Act ny Act of 1	t of 1935 or Sectio 1940	on		
(Print or Type Res	sponses)									
1. Name and Address of Reporting Person <u>*</u> SPENCER JOHN N JR			2. Issuer Name <b>and</b> Ticker or Trading Symbol GeoVax Labs, Inc. [GOVX]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(Last) (First) (Middle)			of Earliest T			(Check all applicable)			
1900 LAKE PARK DRIVE, SUITE 380			(Month/Day/Year) 12/30/2011				X_ Director 10% Owner Officer (give title Other (specify below) below)			
(Street)			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				
SMYRNA, G	A 30080						Person	More than One R	eporting	
(City)	(State)	(Zip)	Tat	ole I - Non-	Derivativ	e Securities A	Acquired, Disposed o	of, or Beneficia	lly Owned	
	Transaction Date Ionth/Day/Year)	2A. Deema Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or d of (D) 4 and 5) (A) or	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)	
Reminder: Report	t on a separate line	for each cl	ass of sec							
Kenninder, Kepon			435 01 500	unities belle	Perse infor requi	ons who res mation con red to resp ays a curre	spond to the collect tained in this form ond unless the for ontly valid OMB col	are not m	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	D
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	S

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(Instr. 3)	Price of Derivative Security	Derivative		(Instr. 8)	nstr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			(1		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 0.91	12/30/2011		А	25,000		<u>(1)</u>	12/30/2021	Common Stock	25,000

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
SPENCER JOHN N JR 1900 LAKE PARK DRIVE SUITE 380 SMYRNA, GA 30080	X						
Signatures							
/s/ John N.	1/04/2012						

Spencer, Jr. <u>\*\*</u>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).
- (1) Stock option becomes exercisable in three equal annual installments on the first three anniversary dates of the grant.

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.