

Kogan Yakov  
 Form 4  
 November 22, 2010

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
 Kogan Yakov

2. Issuer Name and Ticker or Trading Symbol  
 CLEVELAND BIOLABS INC  
 [CBLI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 73 HIGH STREET  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/17/2010

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 COO, Secretary

BUFFALO,, NY 14203

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

(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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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

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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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	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)

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options (Right to Buy)	\$ 8.36								04/06/2007	04/05/2017	Common Stock	37,500
Employee Stock Options (Right to Buy)	\$ 4								02/04/2008	02/03/2018	Common Stock	137,250
Employee Stock Options (Right to Buy) <sup>(1)</sup>	\$ 3.79								03/01/2010	02/02/2010	Common Stock	30,000
Employee Stock Options (Right to Buy)	\$ 3.44								05/18/2010	05/17/2020	Common Stock	105,000
Employee Stock Options (Right to Buy) <sup>(1)</sup>	\$ 3.91								08/18/2010	08/17/2020	Common Stock	3,856
Employee Stock Options (Right to Buy) <sup>(2)</sup>	\$ 6.09	11/17/2010			A				11/17/2010	11/16/2020	Common Stock	4,255

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kogan Yakov 73 HIGH STREET BUFFALO,, NY 14203	X		COO, Secretary	

## Signatures

/s/ Yakov Kogan                      11/22/2010  
 \*\*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).  
 Effective March 1, 2010, Cleveland BioLabs, Inc. hired Leah Brownlee as an employee. Ms. Brownlee is the spouse of the reporting person. The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- (1) On November 17, 2010, with the approval of the Compensation Committee, Cleveland BioLabs, Inc. issued stock options to Ms. Brownlee.
- (2)

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. ht="17" valign="bottom">

Construction work in progress

370

**Total property, plant, and equipment (at original cost)**

29.007

Accumulated depreciation and decommissioning

(12.891)

**Net property, plant, and equipment**

16.116

**Other Noncurrent Assets**

Regulatory assets

1,982

Nuclear decommissioning trust funds

1,463

Other

1.020

**Total other noncurrent assets**

4.465

**TOTAL ASSETS**

\$ 27,773

**LIABILITIES AND EQUITY****Liabilities**

Accounts payable

Trade creditors

470

Related parties

205

Regulatory Balancing Accounts

172

Other

335

Accrued taxes

765

Rate reduction bonds

1,157

QUID's

-

Deferred income taxes

1,447

Deferred tax credits

128

Asset retirement obligations

1,211

Pre-petition secured debt

2,837

Pre-petition liabilities

Explanation of Responses:

4

	3,960
Pre-petition financing debt	
	5,676
Preferred Stock With Mandatory Redemption Provisions	
	137
Other liabilities	
	<u>3,671</u>
<b>Total liabilities</b>	
	<u><b>22,171</b></u>
<b>Preferred Stock With Mandatory Redemption Provisions</b>	
	-
<b>Stockholders' Equity</b>	
Preferred stock without mandatory redemption provisions	
Nonredeemable--5% to 6%, outstanding 5,784,825 shares	
	145
Redeemable--4.36% to 7.04%, outstanding 5,973,456 shares	
	149
Common stock, \$5 par value, authorized 800,000,000 shares; issued 321,314,760 shares	
	1,606
Additional paid in capital	
	1,964
Reinvested earnings	
	1,819
Accumulated other comprehensive loss	
	<u>(81)</u>
<b>Total stockholders' equity</b>	
	<u><b>5,602</b></u>

**TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY**

\$ 27,773

**PACIFIC GAS AND ELECTRIC COMPANY  
U.S. TRUSTEE BALANCE SHEET  
AS OF NOVEMBER 30, 2003**

**Notes**

1 These unaudited financial statements are prepared for the U.S. Trustee and differ from the requirements of generally accepted accounting principles in that they exclude certain financial statements (statements of cash flows, stockholders equity, and other comprehensive income), relevant footnotes and certain reclassifications.

2 These unaudited financial statements were prepared using certain assumptions and estimates. These assumptions and estimates are subject to revision. Further, the amounts shown in this statement, when reported on a quarterly basis, may differ materially due to adjustments in accruals, changes in facts and circumstances, changes in estimates, further analysis, and other factors.

3 Cash and cash equivalents have been reduced for uncleared checks. On the balance sheet included with the Utility's Annual Report, Form 10-K and 10-Q, uncleared checks are treated as an accounts payable liability.

**PACIFIC GAS AND ELECTRIC COMPANY  
U.S. TRUSTEE INCOME STATEMENT  
FOR THE MONTH ENDED NOVEMBER 30, 2003  
AND THE THIRTY-TWO MONTHS ENDED NOVEMBER 30, 2003  
(in millions)**

	<b>Month ended November 30, 2003</b>	<b>Case to date thirty-two months ended November 30, 2003</b>
OPERATING REVENUES	\$ 862	\$ 28,078
OPERATING EXPENSES:		
Cost of Electric Energy	178	4,078
Cost of Gas	158	3,178
Operating and Maintenance	231	7,475
Depreciation, Decommissioning, and Amortization	<u>103</u>	<u>2,998</u>
Total Operating Expenses	<u>670</u>	<u>17,729</u>
OPERATING INCOME (LOSS)	<u>192</u>	<u>10,349</u>
Interest Income (Expense)	(68)	(2,353)
Professional Fees	(1)	(79)

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Other Income and (Expense)	0	8
PRE-TAX INCOME (LOSS)	<u>123</u>	<u>7,925</u>
Income Taxes	46	3,032
EARNINGS (LOSS)	77	4,893
Preferred Dividend Requirement	1	62
Cumulative Effect of Change in Accounting Principle	-	1
EARNINGS (LOSS) AVAILABLE FOR (ALLOCATED TO) COMMON STOCK	\$ 76	\$ 4,830

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**PACIFIC GAS AND ELECTRIC COMPANY**  
**U.S. TRUSTEE INCOME STATEMENT**  
**FOR THE MONTH ENDED NOVEMBER 30, 2003**  
**AND THE THIRTY-TWO MONTHS ENDED NOVEMBER 30, 2003**

**Notes**

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The results for the month of November 2003 are not indicative of future earnings. Future earnings could differ materially.

3 These unaudited financial statements were prepared using certain assumptions and estimates, including the estimated amount payable to the California Department of Water Resources (DWR). The estimated amount recorded is subject to revision and actual results could differ materially. Revenues collected on behalf of the DWR and the related costs are not reflected in these unaudited financial statements as Pacific Gas and Electric Company is a collection agent for the DWR.

4 Case to date results reflect the entire thirty-two month period ended November 30, 2003. The bankruptcy petition date is April 6, 2001.