

MANNINO RAPHAEL J

Form 5

February 14, 2006

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**Check this box if
no longer subject
to Section 16.Form 4 or Form
5 obligations
may continue.See Instruction
1(b).Form 3 Holdings
Reported
Form 4
Transactions
Reported**ANNUAL 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

OMB APPROVAL

OMB
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
MANNINO RAPHAEL J

(Last) (First) (Middle)

185 SOUTH ORANGE AVENUE

(Street)

2. Issuer Name and Ticker or Trading
SymbolBIODELIVERY SCIENCES
INTERNATIONAL INC [BDSI]3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/20054. If Amendment, Date Original
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Reporting

(check applicable line)

NEWARK, NJ 01703

(City) (State) (Zip)

☒ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	Â	Â	(2)	Â Â Â	155,009	D	Â

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 2270
(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. 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 Underlying Securities (Instr. 3 and 4)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option	\$ 3.4	10/21/2004	Â (2)	A(2)	2,058 Â	10/21/2005(1) 10/21/2014	Common Stock 2,058
Option	\$ 3.06	Â	Â	Â	Â Â	06/30/2003 09/30/2006	Common Stock 50,3
Option	\$ 11.8	Â	Â	Â	Â Â	06/30/2005 09/30/2006	Common Stock 22,8
Option	\$ 17.48	Â	Â	Â	Â Â	06/30/2005 09/30/2006	Common Stock 15,4
Option	\$ 5.5	Â	Â	Â	Â Â	03/06/2002 09/26/2007	Common Stock 20,0
Option	\$ 1.7	Â	Â	Â	Â Â	09/26/2004 09/26/2007	Common Stock 60,0
Option	\$ 1.63	Â	Â	Â	Â Â	01/31/2003 01/31/2008	Common Stock 20,0
Option	\$ 3.83	Â	Â	Â	Â Â	08/14/2003 08/14/2013	Common Stock 20,9
Option	\$ 3.83	Â	Â	Â	Â Â	08/14/2003 08/14/2013	Common Stock 20,0
Option	\$ 2.29	Â	Â	Â	Â Â	07/29/2004 07/29/2014	Common Stock 20,0
Option	\$ 2.94	Â	Â	Â	Â Â	07/28/2004 07/28/2014	Common Stock 20,0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MANNINO RAPHAEL J 185 SOUTH ORANGE AVENUE NEWARK,Â NJÂ 01703	Â X	Â	Â Director	Â

Signatures

Raphael J.
Mannino

02/13/2006

__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) Options vest as follows: 686 on 10/21/2005; 686 on 10/21/2006; 686 on 10/21/2007

(2) Not Applicable

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Remarks:

GrantÂ ofÂ stockÂ options

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.