

Bonfiglio Gregory A.  
Form 3  
July 28, 2011

**FORM 3**

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

OMB APPROVAL

OMB  
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**INITIAL STATEMENT OF 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 \*

Â Bonfiglio Gregory A.

(Last) (First) (Middle)

384-8 OYSTER POINT BLVD.

(Street)

SOUTH SAN

FRANCISCO,Â CAÂ 94080

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

06/05/2011

3. Issuer Name **and** Ticker or Trading Symbol  
VistaGen Therapeutics, Inc. [VSTA]

4. Relationship of Reporting  
Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_ Officer \_\_\_\_ Other  
(give title below) (specify below)

5. 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 Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security  
(Instr. 4)

2. Amount of Securities  
Beneficially Owned  
(Instr. 4)

3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)

4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

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

SEC 1473 (7-02)

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form displays a  
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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security  
(Instr. 4)

2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)

Date Expiration  
Exercisable Date

3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)

Title Amount or  
Number of  
Shares

4. Conversion  
or Exercise  
Price of  
Derivative  
Security

5. Ownership  
Form of  
Derivative  
Security:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)

6. Nature of Indirect  
Beneficial  
Ownership  
(Instr. 5)

## Edgar Filing: Bonfiglio Gregory A. - Form 3

Stock Option (Right To Buy)	03/21/2008	03/21/2018	Common Stock	12,500	\$ 2.1	D	Â
Stock Option (Right To Buy)	03/24/2009	03/24/2019	Common Stock	7,500	\$ 1.13	D	Â
Stock Option (Right To Buy)	Â <u>(1)</u>	11/04/2019	Common Stock	10,000	\$ 1.5	D	Â
Stock Option (Right To Buy)	Â <u>(2)</u>	12/30/2019	Common Stock	125,000	\$ 1.5	D	Â
Stock Option (Right To Buy)	Â <u>(3)</u>	04/26/2021	Common Stock	50,000	\$ 1.75	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bonfiglio Gregory A. 384-8 OYSTER POINT BLVD. SOUTH SAN FRANCISCO, CA 94080	Â	Â	Â	Â

## Signatures

/s/ Gregory A. Bonfiglio 07/27/2011

      Signature of Reporting Person Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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) The option vests periodically over a period of two years, becoming fully vested on November 1, 2011.

(2) The option vests periodically over a period of three years, becoming fully vested on December 30, 2012.

(3) The option vests periodically over a period of four years, becoming fully vested on April 25, 2015.

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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