

BAZI INTERNATIONAL, INC.

Form 5

March 01, 2012

**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 \*  
DIGIANDOMENICO ANTHONY

(Last) (First) (Middle)

1730 BLAKE STREET,Â SUITE  
305

(Street)

DENVER,Â COÂ 80202

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
BAZI INTERNATIONAL, INC.  
[BAZI.OB]3. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
12/31/20114. 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 ☐ Other (specify  
below) below)

6. Individual or Joint/Group Reporting

(check applicable line)

☒ 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	08/10/2011	Â	A	38,832 A	\$ 0.14 (1)	105,632 D	Â
Common Stock	11/14/2011	Â	A	62,500 A	\$ 0.04 (1)	168,132 D	Â

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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)

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 Security (Instr. 3 and 4)
					(A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Common Stock Option	\$ 0.18	03/18/2010	Â	A	13,888	Â 03/18/2010 03/17/2015	Common Stock 13,
Common Stock Option	\$ 0.18	03/18/2010	Â	A4	138,888	Â 09/18/2010 03/17/2015	Common Stock 138
Common Stock Option	\$ 2.19	Â	Â	Â	Â	Â 05/21/2007 05/20/2012	Common Stock 80,
Common Stock Option	\$ 1	Â	Â	Â	Â	Â 08/19/2009 08/18/2013	Common Stock 25,

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
DIGIANDOMENICO ANTHONY 1730 BLAKE STREET SUITE 305 DENVER, CO 80202	Â Â Â Â

## Signatures

/s/ Anthony  
DiGiandomenico  
03/01/2012  
\*\*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).

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- (1) Shares were issued in lieu of cash compensation otherwise due and payable to the members of the Board of Directors, and is based on \$2,500 divided by the fair market value of the Company's Common Stock on the date of grant.

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.