SEC	Form 4
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number:

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

3235-0287 Estimated average burden 0.5 hours per response:

1. Name and Address	1 0	*	2. Issuer Name and Ticker or Trading Symbol <u>DISCOVERY LABORATORIES INC /DE/</u> [5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
			DSCO]	X	Director	10% Owner		
(Last)	ast) (First) (Middle)			x	Officer (give title below)	Other (specify below)		
2600 KELLY RD			3. Date of Earliest Transaction (Month/Day/Year) 03/27/2015	iest Transaction (Month/Day/Year) President & CEO				
SUITE 100								
,			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	idual or Joint/Group Filinc	(Check Applicable		
(Street)				Line)				
WARRINGTON	РА	18976		X	Form filed by One Repo	orting Person		
					Form filed by More than Person	n One Reporting		
(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)	Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code V		Amount	(A) or (D) Price		Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock								39,711 ⁽¹⁾	I	By Trust
Common Stock								22,646	D	

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. Transa Code (8)		5. Number Derivativ Securitie Acquired or Dispos of (D) (In 3, 4 and 5	re ss I (A) sed str.	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Incentive Stock Option (Right to Buy)	\$1.17	03/27/2015		A		97,437		03/27/2016 ⁽²⁾	03/27/2025	Common Stock	97,437	\$0	97,437	D	
Non- Qualified Stock Option (Right to Buy)	\$1.17	03/27/2015		A		252,563		03/27/2016 ⁽²⁾	03/27/2025	Common Stock	252,563	\$0	252,563	D	

Explanation of Responses:

1. Holding amount represents issuer's matching stock contribution pursuant to 401(k) plan.

2. This employee stock option shall vest in a series of three successive, equal installments beginning with the first anniversary of the grant.

Remarks:

John G. Cooper

** Signature of Reporting Person

03/31/2015 Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.