

FORM 3

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

OMB APPROVAL	
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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person * Truetzel David W.		2. Date of Event Requiring Statement (Month/Day/Year) 02/12/2014	3. Issuer Name and Ticker or Trading Symbol AMEDICA Corp [AMDA]	
(Last) (First) (Middle) C/O AMEDICA CORPORATION, 1885 WEST 2100	(Street) SALT LAKE CITY, UT 84119		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(City) (State) (Zip)	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)
Common Stock	3,297 (1)	D	

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

SEC 1473 (7-02)

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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)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		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)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Warrant to Purchase Shares of Common Stock	(2)	(2)	Common Stock	1,212	\$ (2)	I	By Truetzel Revocable Trust (2)
Series C Preferred Stock	(3)	(3)	Common Stock	2,779 (3)	\$ (3)	I	See Footnote (4)
Series E Preferred Stock	(5)	(5)	Common Stock	337 (5)	\$ (5)	D	
Series E Preferred Stock	(5)	(5)	Common Stock	8,285 (5)	\$ (5)	I	See Footnote (4)
Series F Preferred Stock	(6)	(6)	Common Stock	15,625 (6)	\$ (6)	I	By Truetzel Revocable Trust (2)

Reporting Owners

	Relationships
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Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Truetzel David W. C/O AMEDICA CORPORATION, 1885 WEST 2100 SALT LAKE CITY, UT 84119	X			

Signatures

/s/ Jonathan Ursprung		02/12/2014
<small>**Signature of Reporting Person</small>		<small>Date</small>

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).

Consists of 3,297 restricted stock units, each of which represents a contingent right to receive one share of Issuer's Common Stock. The

(1) restricted stock units vest on the earlier of a change in control or the date of the expiration of the lock up period imposed on the Reporting Person after completion of the closing of the underwritten initial public offering of shares of the Issuer's Common Stock.

(2) The warrant is held by Truetzel Revocable Trust, to which the Reporting Person and his spouse are the sole beneficiaries. The warrant has and exercise price of \$25.77 per share of Common Stock and is exercisable at any time and expires on August 30, 2018.

(3) The Series C Convertible Preferred Stock was issued on February 24, 2006 and is convertible at any time and converts automatically upon the closing of a Qualified Public Offering as defined in Section 2(c) of the Certificate of Designation, Preferences, and Rights of Series C Convertible Preferred Stock of Amedica Corporation dated February 24, 2006, on a 1.1206-for-1 basis, and such conversion rate is reflected in the amount of securities underlying the security.

(4) Shares held by Spinal Management, LLC, of which the Reporting Person is a 50% member. The Reporting Person disclaims beneficial ownership except to the extent of any pecuniary interest therein.

(5) Upon the closing of the Issuer's initial public offering of shares of its Common Stock, each share of Series E Convertible Preferred Stock will convert into 1.1363 shares of the Issuer's Common Stock pursuant to the terms of the Certificate of Designation for Series E Convertible Preferred Stock of the Issuer. This conversion is reflected in column 3 in the amount of securities underlying the derivative securities.

(6) Upon the closing of the Issuer's initial public offering of shares of its Common Stock, each share of Series F Convertible Preferred Stock will convert into 6.44370 shares of the Issuer's Common Stock pursuant to the terms of the Certificate of Designation for Series F Convertible Preferred Stock of the Issuer. This conversion is reflected in column 3 in the amount of securities underlying the derivative securities.

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.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints Kevin Ontiveros, the Chief Legal Officer, Chief Compliance Officer, and Corporate Secretary of Amedica Corporation (the "Company"), Amy N. Wood, Corporate Paralegal for the Company, and Daniel Kajunski, Anthony Hubbard, Kanasha Herbert, Jonathan Ursprung and Caroline Gammill, each of Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C., signing singly, with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, forms and authentication documents for EDGAR Filing Access;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such forms and authentication documents;
- (3) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director and/or 10% shareholder of the Company, Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (4) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (5) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney- in - fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact, on behalf of the undersigned pursuant to this Power of Attorney, shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed this 26th day of Nov, 2013.

/s/ David Truetzel

Signature

David Truetzel

Print Name