

Urdea Michael S
 Form 4
 June 13, 2018

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Urdea Michael S

2. Issuer Name and Ticker or Trading Symbol
 PRESSURE BIOSCIENCES INC [PBIO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 100 BOUNCE MEADOWS DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 06/11/2018

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

ALAMO, CA 94507

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	

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

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SEC 1474 (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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying (Instr. 3 and 4)
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	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
SERIES AA CONVERTIBLE PREFERRED STOCK	\$ 2.5	06/11/2018	J	20.2					06/11/2018	06/11/2019	COMMON STOCK
COMMON STOCK WARRANT	\$ 3.5	06/11/2018	J	20,200					06/11/2018	06/11/2023	COMMON STOCK
COMMON STOCK WARRANT	\$ 3.5	06/11/2018	J	2,739					03/31/2016 ⁽¹⁾	03/31/2021	COMMON STOCK

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Urdea Michael S 100 BOUNCE MEADOWS DRIVE ALAMO, CA 94507	X			

Signatures

/s/ Michael S
Urdea 06/13/2018
 **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) On June 11, 2018, Pressure BioSciences, Inc. (the "Issuer") entered into a letter agreement with Mr. Urdea (the "Reporting Person"). The Reporting Person previously held a convertible debenture with a face value of \$50,600 (the "Debenture") and warrants to purchase common stock (the "Debenture Warrants"). Pursuant to the letter agreement, the Reporting Person agreed to convert the principal due to him pursuant to the Debenture into shares of Series AA Convertible Preferred Stock with a conversion price of \$2.50 per share. The Reporting Person was also: (a) issued amended Debenture Warrants (originally issued on March 31, 2016) such that the exercise price is now \$3.50 per share; and (b) issued a new warrant with an exercise price of \$3.50 per share to purchase such number of shares of common stock as equal 100% of the number of shares of common stock issuable upon conversion of the Series AA Convertible Preferred Stock shares received as a result of the Debenture conversion.

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.