

INOVIO PHARMACEUTICALS, INC.

Form 4

March 13, 2017

**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 \*  
**KIES PETER**

(Last) (First) (Middle)

**C/O INOVIO  
PHARMACEUTICALS,  
INC., 10480 WATERIDGE CIRCLE**

(Street)

**SAN DIEGO, CA 92121**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**INOVIO PHARMACEUTICALS,  
INC. [INO]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**03/09/2017**

4. 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 below)  Other (specify below)  
CFO

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. 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		
Common Stock	03/09/2017		M	V	25,000 \$ 0 (1)	56,219	D
Common Stock	03/09/2017		F		9,171 \$ 6.61	47,048	D
Common Stock						4,500	I By Spouse

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**

SEC 1474 (9-02)

required to respond unless the form displays a currently valid OMB control number.

**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 Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Restricted Stock Unit	(1)	03/09/2017		M		25,000	(1)	(1)	Common Stock
Common Stock Options	\$ 6.68	03/10/2017		A		100,000	03/10/2017(2)	03/10/2027	Common Stock
Restricted Stock Unit	(3)	03/10/2017		A		61,300	(3)	(3)	Common Stock

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

KIES PETER  
C/O INOVIO PHARMACEUTICALS, INC.  
10480 WATERIDGE CIRCLE  
SAN DIEGO, CA 92121

CFO

## Signatures

Peter Kies 03/13/2017

\*\*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).

Each restricted stock unit represents a contingent right to receive one share of common stock. The vesting schedule for the 75,000 restricted stock units is as follows: 25,000 shares vested on March 9, 2017; 25,000 shares will vest on March 9, 2018; 25,000 shares will vest on March 9, 2019. Vested units of restricted stock can be settled in shares of common stock, cash or a combination of both.

(2) The vesting schedule for the 100,000 options is as follows: 25,000 shares vested on March 10, 2017; 25,000 shares will vest on March 10, 2018; 25,000 shares will vest on March 10, 2019; 25,000 shares will vest on March 10, 2020

(3) Each restricted stock unit represents a contingent right to receive one share of common stock. The vesting schedule for the 61,300 restricted stock units is as follows: 20,433 shares will vest on March 10, 2018; 20,434 shares will vest on March 10, 2019; 20,433 shares will vest on March 10, 2020. Vested units of restricted stock can be settled in shares of common stock, cash or a combination of both.

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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