Urdea Michael S
Form 4
December 21, 2018

FORM 4

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

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

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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).

(Print or Type Responses)

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

(Last) (First) (Middle)

100 BUNCE MEADOWS DRIVE

(Street)

ALAMO, CA 94507

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
12/19/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	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 Amo Underlying Secu (Instr. 3 and 4)

(Instr. 3)	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	Ar or Nu of Sh
Non-Qualified Stock Option	$ 3.4	12/19/2018[(1)]		D			2,833	[(1)]	07/18/2028	Common Stock	2
Non-Qualified Stock Option	$ 3.4	12/19/2018[(1)]		A		2,833		[(2)]	12/19/2028	Common Stock	2
Non-Qualified Stock Option	$ 3.4	12/19/2018[(1)]		D			2,767	[(1)]	07/18/2028	Common Stock	2
Non-Qualified Stock Option	$ 3.4	12/19/2018[(1)]		A		2,767		[(2)]	12/19/2028	Common Stock	2
Non-Qualified Stock Option	$ 3.4	12/19/2018[(1)]		D			2,834	[(1)]	07/18/2028	Common Stock	2
Non-Qualified Stock Option	$ 3.4	12/19/2018[(1)]		A		2,834		[(2)]	12/19/2028	Common Stock	2

Reporting Owners

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

Signatures

/s/ Michael S. Urdea	12/21/2018
**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) The reported transactions involved an amendment of an outstanding stock option, resulting in the deemed cancellation of the old stock option granted on July 18, 2018 and the grant of a replacement stock option dated December 19, 2018, which includes the same exercise price of $3.40 and a new expiration date of December 19, 2028.

(2) Stock options vest 5/12th for the first month then 1/12th per month for the remaining months for a total of 12 months.

(3) 2015 Nonqualified Stock Option Plan.

(4) 2013 Equity Incentive Plan.

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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