

PRESSURE BIOSCIENCES INC
 Form 4
 August 17, 2012

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 *
FRITZSCHE R WAYNE

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)
1311 TRAIL GLEN LANE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/15/2012

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

LUTZ, FL US 33549
 (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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying S (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8) Code	(A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title
				(A)	(D)			
Non-Qualified Stock Option	\$ 2.68	08/15/2012 ⁽¹⁾	D		10,000	<u>(1)</u>	11/19/2013	Common Stock
Non-Qualified Stock Option	\$ 1	08/15/2012 ⁽¹⁾	A	10,000		<u>(1)</u>	11/19/2013	Common Stock
Non-Qualified Stock Option	\$ 2.64	08/15/2012 ⁽¹⁾	D		5,000	<u>(1)</u>	03/01/2014	Common Stock
Non-Qualified Stock Option	\$ 1	08/15/2012 ⁽¹⁾	A	5,000		<u>(1)</u>	03/01/2014	Common Stock
Non-Qualified Stock Option	\$ 2.92	08/15/2012 ⁽¹⁾	D		15,000	<u>(1)</u>	06/17/2015	Common Stock
Non-Qualified Stock Option	\$ 1	08/15/2012 ⁽¹⁾	A	15,000		<u>(1)</u>	06/17/2015	Common Stock
Non-Qualified Stock Option	\$ 4.12	08/15/2012 ⁽¹⁾	D		15,000	<u>(1)</u>	03/01/2016	Common Stock
Non-Qualified Stock Option	\$ 1	08/15/2012 ⁽¹⁾	A	15,000		<u>(1)</u>	03/01/2016	Common Stock
Non-Qualified Stock Option	\$ 3.97	08/15/2012 ⁽¹⁾	D		15,000	<u>(1)</u>	04/15/2016	Common Stock
Non-Qualified Stock Option	\$ 1	08/15/2012 ⁽¹⁾	A	15,000		<u>(1)</u>	04/15/2016	Common Stock
Non-Qualified Stock Option	\$ 4.5	08/15/2012 ⁽¹⁾	D		10,000	<u>(1)</u>	04/15/2018	Common Stock
Non-Qualified Stock Option	\$ 1	08/15/2012 ⁽¹⁾	A	10,000		<u>(1)</u>	04/15/2018	Common Stock
Non-Qualified Stock Option	\$ 0.77	08/15/2012 ⁽¹⁾	D		20,000	<u>(1)</u>	03/12/2019	Common Stock
Non-Qualified Stock Option	\$ 0.6	08/15/2012 ⁽¹⁾	A	20,000		<u>(1)</u>	03/12/2019	Common Stock
Non-Qualified Stock Option	\$ 0.77	08/15/2012 ⁽¹⁾	D		45,000	<u>(1)</u>	03/12/2019	Common Stock
Non-Qualified Stock Option	\$ 0.6	08/15/2012 ⁽¹⁾	A	45,000		<u>(1)</u>	03/12/2019	Common Stock

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director 10% Owner Officer Other

FRITZSCHE R WAYNE
1311 TRAIL GLEN LANE X
LUTZ, FL US 33549

Signatures

Richard T Schumacher, Attorney
in fact 08/17/2012

__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 and the grant of a replacement stock option.

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