

# FORM 4

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response...	0.5

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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person Struve Clayton A	2. Issuer Name and Ticker or Trading Symbol PRESSURE BIOSCIENCES INC [pbio]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) _____ Other (specify below) _____
(Last) (First) (Middle) 175 W JACKSON BLVD, SUITE 440	3. Date of Earliest Transaction (Month/Day/Year) 12/28/2012	
(Street) CHICAGO, IL 60604	4. If Amendment, Date Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person <input checked="" type="checkbox"/>
(City) (State) (Zip)	<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>	

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3A. 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			
common stock	12/28/2012		J(1)		1,000,000 (1)	D	(2)	228,600 (3)	D	

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 (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 Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series H Convertible Preferred	(4)	12/28/2012		J(1)		10,000		(5)	(5)	common stock	1,000,000 (1)	(2)	10,000	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Struve Clayton A 175 W JACKSON BLVD SUITE 440 CHICAGO, IL 60604		X		
CSS LLC/IL 175 WEST JACKSON BLVD SUITE 440 CHICAGO, IL 60604				indirect owner (a)

## Signatures

Clayton A Struve	01/02/2013
<small>Signature of Reporting Person</small>	Date
mitchell r bialek	01/02/2013
<small>Signature of Reporting Person</small>	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).
- Reporting Person has exchanged shares of common stock for Series H Convertible Preferred at a conversion ratio of one (1) preferred share to 100 common shares. Reporting Person has exchanged 1,000,000 common shares for (1) Preferred contains a limitation on conversion which prevents the Reporting Person from converting any Series H Convertible Preferred if, after giving effect to the conversion, the Reporting Person would beneficially own more than 9.99%, 14.99% or 19.99%, upon not less than 61 days prior written notice to the Company. The Reporting Person disclaims beneficial ownership of such securities except to the extent of the Reporting Person's pro-rata share of the conversion.
- (2) Reporting Person paid \$0.8025 per share for common stock, since this was a non-cash exchange of common stock for the Series H Convertible Preferred the reported price was the closing price of Company's common stock on a conversion price of \$0.8025/share
- (3) 51,665 directly and 176,935 indirectly through css, llc
- (4) Conversion ratio of one (1) series H preferred share to 100 common shares, based on conversion price at \$0.8025/share.
- (5) The Series H Convertible Preferred contain a limitation on conversion which prevents the Reporting Person from converting any Series H Convertible Preferred if, after giving effect to the conversion, the Reporting Person would beneficially own more than 9.99%, 14.99% or 19.99%, upon not less than 61 days prior written notice to the Company

### Remarks:

(a) Reporting Person, Clayton A Struve, is a member manager of CSS, LLC and has an indirect beneficial ownership of shares held in the name of CSS, LLC. CSS, LLC disclaims any beneficial ownership of such securities.

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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