

UNITED STATES SECURITIES AND EXCHANGE **COMMISSION**

Washington, D.C. 20549

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INITIAL STATEMENT OF 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 Report Person *- ROSENSON ALAN D | Sta (M | Date of Event Requirement (onth/Day/Year) /15/2009 | - | 3. Issuer Name and Ticker or Trading Symbol PRESSURE BIOSCIENCES INC [PBIO] | | | | |
| (Last) (First) (N 22803 BRIDLE TRAIL | Middle) | /15/2009 | Person(s | 4. Relationship of Reporting Person(s) to Issuer | | | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| (Street) KILDEER, IL US 60047 | | | _X_ Dire | (Check all applicable X_Director Officer (give title below) Other below) | | Filing(Chec _X_ Form file | dual or Joint/Group neck Applicable Line) filed by One Reporting Person filed by More than One Reporting | |
| (City) (State) | (Zip) | Table | I - Non-Deri | vative Se | curities R | Person eneficially (| Dwned | |
| Title of Security Instr. 4) 2. B | | 2. Amo | ount of Securitie | Owno Form (D) o | ership Ow i: Direct (Insert ect (I) | 4. Nature of Indirect Beneficial Ownership | | |
| Common Stock | Common Stock | | 22,537 | | D | | | |
| not requi number. | who respon red to respo | d to the collectiond unless the factorial of the factoria | ion of information displays ed (e.g., puts, c.) 3. Title and An | f information contained displays a currently value, puts, calls, warrants, on the contained displays and Amount of critics Underlying 4. | | nis form are MB control , convertible : | securities) 6. Nature of Indirect Beneficial Ownership (Instr. 5) | |
| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | | |
| | | | Common Stock, par | 121 500 | ¢ 12.5 | D | | |
| 15-Month Preferred Stock Purchase Warrant | 02/12/2009 | 05/12/2010 | value \$.01 per share | 131,500 | \$ 12.3 | D | | |

| Reporting Owner Name / Address | Relationships | | | | | |
|--------------------------------|---------------|-----------|---------|-------|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | |
| ROSENSON ALAN D | | | | | | |
| 22803 BRIDLE TRAIL | X | | | | | |
| KILDEER, IL US 60047 | | | | | | |

Signatures

| Richard T. Schumacher, Attorney-in-Fact | 09/17/2009 | |
|---|------------|--|
| **Signature of Reporting Person | Date | |

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

 The terms of the Series A Convertible Preferred Stock contain a limitation on conversion which prevents the Reporting Person from converting shares of Series A Convertible Preferred Stock into shares of Common Stock if, after giving effect to the conversion, the
- (1) Reporting Person would beneficially own more than 4.99% of the outstanding shares of Common Stock. The Reporting Person may elect to increase this limitation to 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 pecuniary interest in such securities.
 - The 30-Month Common Warrants contain a limitation on exercise which prevents the Reporting Person from exercising any Warrants if, after giving effect to the exercise, the Reporting Person would beneficially own more than 4.99% of the outstanding shares of Common
- (2) Stock. The Reporting Person may elect to increase this limitation to 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 pecuniary interest in 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.

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.