

FORM 4

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

| OMB APPROVAL | |
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| 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 * Urdea Michael S | | | 2. Issuer Name and Ticker or Trading Symbol PRESSURE BIOSCIENCES INC [PBIO] | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) | | | | |
|--|---|---|---|---|--|--|-------|--|---|--|
| (Last) (First) (Middle) 100 BOUNCE MEADOWS DRIVE | | | 3. Date of Earliest Transaction (Month/Day/Year) 06/11/2018 | | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | | | | |
| (Street) ALAMO, CA 94507 | | | 4. If Amendment, Date Original Filed (Month/Day/Year) | | | | | | | |
| (City) (State) (Zip) | | | 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 (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 | | | | | |
| SERIES AA CONVERTIBLE PREFERRED STOCK | \$ 2.5 | 06/11/2018 | | J | | 20.20 | | 06/11/2018 | 06/11/2019 | COMMON STOCK 20,200 | \$ 2,500 | 20.20 | D | |
| COMMON STOCK WARRANT | \$ 3.5 | 06/11/2018 | | J | | 20,200 | | 06/11/2018 | 06/11/2023 | COMMON STOCK 20,200 | (1) | 20,200 | D | |
| COMMON STOCK WARRANT | \$ 3.5 | 06/11/2018 | | J | | 2,739 | | 03/31/2016(1) | 03/31/2021 | COMMON STOCK 2,739 | (1) | 2,739 | D | |

Reporting Owners

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

Signatures

/s/ Michael S Urdea 06/13/2018
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).

On June 11, 2018, Pressure BioSciences, Inc. (the "Issuer") entered into a letter agreement with Mr. Urdea (the "Reporting Person"). The Reporting Person previously held a convertible debenture with a face value of \$50,600 (the "Debenture") and warrants to purchase common stock (the "Debenture Warrants"). Pursuant to the letter agreement, the Reporting Person agreed to convert the principal due to him pursuant to the Debenture into shares of Series AA Convertible Preferred Stock with a conversion price of \$2.50 per share. The Reporting Person was also: (a) issued amended Debenture Warrants (originally issued on March 31, 2016) such that the exercise price is now \$3.50 per share; and (b) issued a new warrant with an exercise price of \$3.50 per share to purchase such number of shares of common stock as equal 100% of the number of shares of common stock issuable upon conversion of the Series AA Convertible Preferred Stock shares received as a result of the Debenture conversion.

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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