

DAMASIO JOSEPH LUIS JR
 Form 4
 August 17, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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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 *
 DAMASIO JOSEPH LUIS JR

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)
 10 LEWIS COURT
 (Street)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP of Finance

NEW BEDFORD, MA US 02740
 (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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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 Amount of Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	(A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V				
Incentive Stock Option	\$ 3.51	08/15/2012 ⁽¹⁾	D		8,000	<u>(1)</u>	02/12/2017	Common Stock	8,000
Incentive Stock Option	\$ 1	08/15/2012 ⁽¹⁾	A		8,000	<u>(1)</u>	02/12/2017	Common Stock	8,000
Incentive Stock Option	\$ 2.75	08/15/2012 ⁽¹⁾	D		3,000	<u>(1)</u>	09/25/2018	Common Stock	3,000
Incentive Stock Option	\$ 1	08/15/2012 ⁽¹⁾	A		3,000	<u>(1)</u>	09/25/2018	Common Stock	3,000
Incentive Stock Option	\$ 0.77	08/15/2012 ⁽¹⁾	D		16,000	<u>(1)</u>	03/12/2019	Common Stock	16,000
Incentive Stock Option	\$ 0.6	08/15/2012 ⁽¹⁾	A		16,000	<u>(1)</u>	03/12/2019	Common Stock	16,000
Incentive Stock Option	\$ 1.05	08/15/2012 ⁽¹⁾	D		10,000	<u>(1)</u>	09/09/2021	Common Stock	10,000
Incentive Stock Option	\$ 1	08/15/2012 ⁽¹⁾	A		10,000	<u>(1)</u>	09/09/2021	Common Stock	10,000
Incentive Stock Option	\$ 0.65	08/15/2012 ⁽¹⁾	D		5,000	<u>(1)</u>	12/20/2021	Common Stock	5,000
Incentive Stock Option	\$ 0.6	08/15/2012 ⁽¹⁾	A		5,000	<u>(1)</u>	12/20/2021	Common Stock	5,000
Incentive Stock Option	\$ 0.8	08/15/2012 ⁽¹⁾	D		15,000	<u>(1)</u>	03/13/2022	Common Stock	15,000
Incentive Stock Option	\$ 0.6	08/15/2012 ⁽¹⁾	A		15,000	<u>(1)</u>	03/13/2022	Common Stock	15,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DAMASIO JOSEPH LUIS JR 10 LEWIS COURT NEW BEDFORD, MA US 02740			VP of Finance	

Signatures

Joseph Damasio
Jr 08/17/2012

__Signature of Date
Reporting Person

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.

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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