Murrah Judith Form 4 December 03, 2018

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

SECURITIES Form 5 obligations

may continue. See Instruction 1(b).

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 *

Murrah Judith

Symbol APPLIED DNA SCIENCES INC

2. Issuer Name and Ticker or Trading

[APDN]

(Last) (First) (Middle)

> (Month/Day/Year) 12/02/2018

50 HEALTH SCIENCES DRIVE

(Street)

3. Date of Earliest Transaction

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

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

below) Chief Information Officer

6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ 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

STONY BROOK, NY 11790 (City) (State) (Zip)

(Instr. 3)

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year)

Execution Date, if (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership Form: Direct (D) or Indirect Beneficial (I) (Instr. 4)

7. Nature of Indirect Ownership (Instr. 4)

Reported Transaction(s)

(Instr. 3 and 4) Code V Amount (D) Price

(A)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Conversion Security or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number of **Transaction**Derivative Code Securities Acquired

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amo Underlying Secu (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) | | | | | |
|--------------------------------------|------------------------------------|------------|------------------|--------------|----|---|--------|---------------------|-----------------|-----------------|----------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | An or Nu of |
| Stock Option (right to buy) | \$ 7.02 | 12/02/2018 | | D <u>(1)</u> | | | 33,334 | <u>(1)</u> | 12/02/2018(1) | Common Stock | 3: |
| Stock Option (right to buy) | \$ 7.02 | 12/02/2018 | | A <u>(1)</u> | | 33,334 | | 12/02/2018 | 12/01/2023 | Common Stock | 3: |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--------------------------------|---------------|-----------|-------------|-------|--|--|--|--|
| • 5 | Director | 10% Owner | Officer | Other | | | | |
| Murrah Judith | | | Chief | | | | | |
| 50 HEALTH SCIENCES DRIVE | | | Information | | | | | |
| STONY BROOK, NY 11790 | | | Officer | | | | | |

Signatures

/s/ Beth Jantzen, Attorney-in-Fact

**Signature of Reporting Person Dat

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).

The two reported transactions involve an amendment of an outstanding option to extend the expiration date of such option from

December 2, 2018 to December 1, 2023, resulting in the deemed cancellation of the "old" option and the grant of a replacement option.

(1) The option was originally granted on December 2, 2013 and provided for vesting (i) with respect to 25% of the underlying shares on the anniversary of the original grant date and (ii) with respect to the remaining underlying shares, ratably each anniversary thereafter until fully vested on the fourth anniversary of the original date of grant.

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.

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