Freitag Gregory Gene Form 3 August 02, 2010

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

Expires:

response...

January 31, 2005

0.5

Estimated average burden hours per

INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement PRESSURE BIOSCIENCES INC [PBIO] A Freitag Gregory Gene (Month/Day/Year) 07/27/2010 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 909 KENWOOD PARKWAY (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner _X_ Director _X_ Form filed by One Reporting Officer _Other Person (give title below) (specify below) MINNEAPOLIS, MNÂ US Form filed by More than One 55403 Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â **COMMON STOCK** 216 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security	2. Date Exercisab	le and	3. Title and Ar	nount of	4.	5.	6. Nature of
(Instr. 4)	Expiration Date		Securities Underlying Derivative Security (Instr. 4)		Conversion	Ownership	Indirect
	(Month/Day/Year)				or Exercise	Form of	Beneficial
					Price of	Derivative	Ownership
	Date Exercisable	Expiration Date	Title	Amount or Number of	Derivative	Security:	(Instr. 5)
					Security	Direct (D)	
						or Indirect	

Edgar Filing: Freitag Gregory Gene - Form 3

				Shares		(I) (Instr. 5)	
SERIES B CONVERTIBLE PREFERRED STOCK	11/18/2009(1)	(3)	COMMON STOCK, PAR VALUE \$.01 PER SHARE	26,640	\$ 0	D	Â
SERIES B CONVERTIBLE PREFERRED STOCK PURCHASE WARRANT	11/18/2009(2)	08/12/2011	COMMON STOCK, PAR VALUE \$.01	26,640	\$ 23.8	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Othe		
Freitag Gregory Gene 909 KENWOOD PARKWAY MINNEAPOLIS, MN US 55403	ÂX	Â	Â	Â		

Signatures

Richard T. Schumacher, Attorney in Fact 08/02/2010

**Signature of Reporting Person

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).

Date

The terms of the Series B Convertible Preferred Stock contain a limitation on conversion which prevents the Reporting Person from

(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.

converting shares of Series B Convertible Preferred Stock into shares of Common Stock if, after giving effect to the conversion, the

- The Series B Convertible Preferred Stock 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
- (2) 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.
- (3) The Series B Convertible Preferred Stock has no expiration date.

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.

Reporting Owners 2