

SCHUMACHER RICHARD T
 Form 4
 May 02, 2012

FORM 4

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

OMB APPROVAL

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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 *
 SCHUMACHER RICHARD T

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)
 130 LAKE RIDGE DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 04/30/2012

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

TAUNTON, MA US 02780

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

(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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	04/30/2012		C	93,786	A \$ 0.8025	462,152	D
Common Stock	04/30/2012		J ⁽³⁾	4,652	A \$ 0.8025	466,804	D

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

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 (9-02)

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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 Underlying Security (Instr. 3 and 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title
Series C Convertible Preferred Stock	\$ 0.8025	04/30/2012		C	5,018	04/08/2011 (1)	Common Stock
Common Stock Purchase Warrant	\$ 2.38	04/30/2012		C	50,180	04/08/2011 04/08/2014	Common Stock
Common Stock Purchase Warrant	\$ 0.74	04/30/2012		C	46,894	04/05/2012 04/05/2017	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHUMACHER RICHARD T 130 LAKE RIDGE DRIVE TAUNTON, MA US 02780	X		CEO	

Signatures

Richard T
Schumacher 05/02/2012

**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).

- (1) The Series C Convertible Preferred Stock has no expiration date.
- (2) Pursuant to a certain Securities Purchase Agreement, dated April 8, 2011, among the Company, the Reporting Person and the other purchasers named therein, the Reporting Person purchased 5,018 "Units" at a purchase price of \$15.00 per Unit. Each Unit consisted of (i) one share of Series C Convertible Preferred Stock convertible into 10 shares of common stock and (ii) a warrant to purchase one share of Common Stock, which warrant is exercisable until April 8, 2014. The Reporting Person exchanged these securities for 93,786 shares of the company's common stock with a value of \$0.8025 per share and warrants to purchase 46,894 shares of the company's common stock

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at an exercise price of \$0.74 per share.

(3) The shares acquired are the result of a 5% stock dividend on Pressure BioSciences, Inc. Series C Convertible Preferred Stock.

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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