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

SCHEDULE 13D

(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO § 240.13d-2(a)

(Amendment No. 2)1

<u>Pulse Biosciences, Inc.</u> (Name of Issuer)

Common Stock, par value \$0.001 per share (Title of Class of Securities)

74587B 10 1 (CUSIP Number)

ADAM W. FINERMAN, ESQ.
OLSHAN FROME WOLOSKY LLP
1325 Avenue of the Americas
New York, New York 10019
(212) 451-2300
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

April 18, 2017
(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of $\S\S 240.13d-1(e)$, 240.13d-1(f) or 240.13d-1(g), check the following box \Box .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7 for other parties to whom copies are to be sent.

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the *Notes*).

3 SEC USE ONLY 4 SOURCE OF FUNDS PF) 🗆			
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) (b) 3 SEC USE ONLY 4 SOURCE OF FUNDS PF 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION U.S.A NUMBER OF SHARES BENEFICIALLY OWNED BY 8 SHARED VOTING POWER SHARED VOTING POWER) 🗆			
4 SOURCE OF FUNDS PF 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION U.S.A NUMBER OF SHARES BENEFICIALLY OWNED BY 8 SHARED VOTING POWER				
PF CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION U.S.A NUMBER OF SHARES BENEFICIALLY 2,898,192 OWNED BY 8 SHARED VOTING POWER				
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION U.S.A NUMBER OF SHARES BENEFICIALLY 2,898,192 OWNED BY 8 SHARED VOTING POWER				
U.S.A NUMBER OF 7 SOLE VOTING POWER SHARES BENEFICIALLY 2,898,192 OWNED BY 8 SHARED VOTING POWER	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR □			
NUMBER OF SHARES BENEFICIALLY 2,898,192 OWNED BY 8 SHARED VOTING POWER				
OWNED BY 8 SHARED VOTING POWER				
REPORTING - 0 -				
PERSON WITH 9 SOLE DISPOSITIVE POWER 2,898,192				
10 SHARED DISPOSITIVE POWER - 0 -				
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,898,192	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 20.4%				
14 TYPE OF REPORTING PERSON IN	TYPE OF REPORTING PERSON			

The following constitutes Amendment No. 2 to the Schedule 13D filed by the undersigned (the "Amendment No. 2"). This Amendment No. 2 amends the Schedule 13D as specifically set forth herein.

Item 3. Source and Amount of Funds or Other Consideration.

Item 3 is hereby amended and restated to read as follows:

The Shares purchased by the Reporting Person were purchased with personal funds, in open market purchases. The aggregate purchase price of the 2,898,192 Shares beneficially owned by Mr. Duggan is approximately \$29,939,876, including brokerage commissions.

Item 5. <u>Interest in Securities of the Issuer.</u>

Items 5(a)-(c) are hereby amended and restated to read as follows:

The aggregate percentage of Shares reported owned by the Reporting Person is based on 14,175,299 Shares outstanding, as of April 3, 2017, which is the total number of Shares outstanding as reported in the Issuer's Definitive Proxy Statement on Schedule 14A, filed with the Securities and Exchange Commission on April 18, 2017.

(a) As of the close of business on April 19, 2017, Mr. Duggan beneficially owned 2,898,192 Shares.

Percentage: Approximately 20.4%

- (b) 1. Sole power to vote or direct vote: 2,898,192
 - 2. Shared power to vote or direct vote: 0
 - 3. Sole power to dispose or direct the disposition: 2,898,192
 - 4. Shared power to dispose or direct the disposition: 0
- (c) The transactions in the Shares by Mr. Duggan since the filing of Amendment No. 1 to the Schedule 13D are set forth in Schedule A and are incorporated herein by reference.

SIGNATURES

After reasonable inquiry and to the best of his knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: April 19, 2017

/s/ Robert W. Duggan Robert W. Duggan

SCHEDULE A

<u>Transactions in the Shares Since the Filing of Amendment No. 1 to the Schedule 13D</u>

Type of Security	Securities Purchased/(Sold)	Price Per Share(\$)	Date of <u>Purchase / Sale</u>		
ROBERT W. DUGGAN					
Common Stock	150,123	23.77	04/19/2017		
Common Stock	61,819	25.49	04/18/2017		
Common Stock	107,300	24.81	04/17/2017		