SEC Form 4

FORM 4

obligations may continue. See

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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Filed pursuant to Section 16(a) of the S	Securities Exchange Act of 1934

Instruction 1(b) or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person* (Check all applicable) Pulse Biosciences, Inc. [PLSE] **Danahy Kevin Patrick** Director 10% Owner Officer (give title Other (specify X 3. Date of Earliest Transaction (Month/Day/Year) below) below) (Last) (First) (Middle) 07/12/2023 **Chief Executive Officer** C/O PULSE BIOSCIENCES, INC. 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable 3957 POINT EDEN WAY Line) X Form filed by One Reporting Person (Street) Form filed by More than One Reporting HAYWARD 94545 CA Person Rule 10b5-1(c) Transaction Indication (City) (State) (Zip) Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 2. Transaction Date 2A. Deemed 5. Amount of 6. Ownership 7. Nature 1. Title of Security (Instr. 3) Transaction Execution Date Securities Form: Direct of Indirect if any (Month/Day/Year) Code (Instr. Beneficially (D) or Indirect Beneficial (Month/Day/Year) 8) (I) (Instr. 4) Owned Following Ownership (Instr. 4) Reported (A) or (D) Transaction(s) Code v Amount Price (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number of 6. Date Exercisable and 7. Title and Amount 8. Price of 9. Number of 11. Nature 10. 2. Conversion Transaction Derivative Derivative Date Execution Date Derivative Expiration Date of Securities derivative Ownership of Indirect if any (Month/Day/Year) Underlying Derivative Security (Instr. 3 and 4) Security (Instr. 3) Code (Instr. 8) Security (Instr. 5) or Exercise (Month/Dav/Year Securities (Month/Day/Year) Securities Form: Beneficial Price of Beneficially Direct (D) Ownership (Instr. 4) Acquired (A Derivative or Indirect or Disposed Owned Security of (D) (Instr. 3, 4 and 5) Following (I) (Instr. 4) Reported Transaction(s) Amount (Instr. 4) Expiration Date Number Date Exercisable v (D) (A) Title Code of Shares Stock Option Commo \$7.08 07/12/2023 A 200,000 (1) 07/12/2033 200,000 (2) 200,000 D (right to Stock buy)

Explanation of Responses

1. The option was granted on July 12, 2023 under the Issuer's 2017 Equity Incentive Plan. The shares subject to the option are subject to two tranches of performance-based vesting criteria tied to Issuer's market capitalization, with no vesting until the Issuer's market capitalization exceeds \$4 billion, in both cases, subject to the Reporting Person's continued service through each vesting milestone. 2. Not applicable.

<u>/s/ Kenneth B. Stratton, as</u>	0
Attorney-in-Fact	<u>0</u>

7/14/2023

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.