FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* Levinson Mitchell E.							2. Issuer Name and Ticker or Trading Symbol PULSE BIOSCIENCES, INC. [PLSE] 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner											wner	
(Last) (First) (Middle) 3957 POINT EDEN WAY						3. Date of Earliest Transaction (Month/Day/Year) 07/03/2024									Officer (give title Other (specify below) Chief Strategy Officer				
(Street) HAYWARD CA 94545						 4. If Amendment, Date of 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 											on		
(City) (State) (Zip)						Rule 10b5-1(c) Transaction Indication 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.													
		Tab	le I - No	n-Deriv	vative									lly Owned					
1. Title of Security (Instr. 3) 2. Trans Date (Month/					action	ction 2A. Deemed Execution Date,		3. Transa Code (3. 4. Securit Transaction Disposed Code (Instr. 5)		ties Acquired (A) or d Of (D) (Instr. 3, 4 and		5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of ndirect Beneficial Ownership		
									Code	v	Amount	(A) or (D)	Price	Transacti	Reported Transaction(s) (Instr. 3 and 4)			Instr. 4)	
Common	Stock			07/03	3/2024				X ⁽¹⁾		3,000	A	(2)	90,8	880		D		
Common	Stock			07/03/2024					X ⁽¹⁾		1,241	A	(2)	20,000		I S		Spouse	
Common Stock					3/2024	-			X ⁽¹⁾		322	A	(2)	7,999		I Fa		Immediate Family Member 1	
Common Stock				07/03	03/2024				X ⁽¹⁾		322	A	(2)	8,0	8,099		I 1	Immediate Family Member 2	
Common Stock				07/03	07/03/2024				X ⁽¹⁾		322	A	(2)	8,199		I F		Immediate Family Member 3	
		T	able II -								osed of			y Owned					
1. Title of Derivative Security (Instr. 3)	le of 2. 3. Transaction 3A. Deemed ative Conversion Date Execution Date If any		ed n Date,	d 4. Date, Transaction Code (Inst		5. Number 6		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numb derivativ Securitie Benefici Owned Followin Reporte Transac (Instr. 4)	re es ally ng d tion(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)			
									Date		Expiration		Amount or Number of						
Warrant					Code	V	(A)	(D)	Exercisal	ole	Date	Title	Shares					1	
(right to buy)	\$11	07/03/2024			P ⁽¹⁾		1,500	Ш	07/03/20	24	07/03/2029	Common Stock	1,500	(1)(2)	1,50	00	D		
Warrant (right to buy)	\$11	07/03/2024			P ⁽¹⁾		1,500		07/03/20	24	07/03/2029	Common Stock	1,500	(1)(2)	1,50	00	D		
Warrant (right to buy)	\$11	07/03/2024			P ⁽¹⁾		621		07/03/20	24	07/03/2029	Common Stock	621	(1)(2)	62	1	I	Spouse	
Warrant (right to buy)	\$11	07/03/2024			p (1)		621		07/03/20	24	07/03/2029	Common Stock	621	(1)(2)	62	1	I	Spouse	
Warrant (right to buy)	\$11	07/03/2024			P ⁽¹⁾		161		07/03/20	24	07/03/2029	Common Stock	161	(1)(2)	16	1	I	Immediate Family Member 1	
Warrant (right to buy)	\$11	07/03/2024			P ⁽¹⁾		161		07/03/20	24	07/03/2029	Common Stock	161	(1)(2)	16	1	I	Immediate Family Member 1	
Warrant (right to buy)	\$11	07/03/2024			P ⁽¹⁾		161		07/03/20	24	07/03/2029	Common Stock	161	(1)(2)	16	1	I	Immediate Family Member 2	
Warrant (right to buy)	\$11	07/03/2024			P ⁽¹⁾		161		07/03/20	24	07/03/2029	Common Stock	161	(1)(2)	16	1	I	Immediate Family Member 2	

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 Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Warrant (right to buy)	\$11	07/03/2024		P ⁽¹⁾		161		07/03/2024	07/03/2029	Common Stock	161	(1)(2)	161	I	Immediate Family Member 3
Warrant (right to buy)	\$11	07/03/2024		P ⁽¹⁾		161		07/03/2024	07/03/2029	Common Stock	161	(1)(2)	161	I	Immediate Family Member 3

Explanation of Responses:

- 1. The Reporting Person acquired the shares of common stock and the warrants pursuant to the exercise of subscription rights in connection with the Issuer's previously announced rights offering (the "Rights Offering"), as disclosed in the Registration Statement on Form S-3, as amended, and certain Current Reports on Form 8-K filed by the Issuer with the SEC.
- 2. Pursuant to the terms of the Rights Offering, the Reporting Person purchased units at a price of \$10.00 per unit, with each unit consisting of one share of common stock and two warrants each to purchase one half share of common stock at an exercise price of \$11.00 per whole share. The warrants differ only in their redemption provisions.

/s/ Kenneth B. Stratton, as Attorney-in-Fact 07/08/2024

** 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.