

INOVIO PHARMACEUTICALS, INC.

Form 4

March 13, 2017

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Weiner David B.

2. Issuer Name **and** Ticker or Trading
Symbol
INOVIO PHARMACEUTICALS,
INC. [INO]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
660 W. GERMANTOWN
PIKE, SUITE 110

3. Date of Earliest Transaction
(Month/Day/Year)
03/09/2017

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

(Street)

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

PLYMOUTH MEETING, PA 19462

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/09/2017		M		5,334	A	(1) 728,956
Common Stock	03/09/2017		M		10,000	A	(2) 738,956

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

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SEC 1474
(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
Restricted Stock Unit	(1)	03/09/2017		M	5,334	(1) (1)	Common Stock
Restricted Stock Unit	(2)	03/09/2017		M	10,000	(2) (2)	Common Stock
Common Stock Option	\$ 6.68	03/10/2017		A	60,000	03/10/2017(3) 03/10/2027	Common Stock
Restricted Stock Unit	(4)	03/10/2017		A	35,000	(4) (4)	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Weiner David B. 660 W. GERMANTOWN PIKE SUITE 110 PLYMOUTH MEETING, PA 19462	X			

Signatures

/s/ David B. Weiner
03/13/2017

**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).

Each restricted stock unit represents a contingent right to receive one share of common stock. The vesting schedule for the 16,000 (1) restricted stock units is as follows: 5,334 shares vested on March 9, 2017; 5,333 shares will vest on March 9, 2018; 5,333 shares will vest on March 9, 2019. Vested units of restricted stock can be settled in shares of common stock, cash or a combination of both.

Each restricted stock unit represents a contingent right to receive one share of common stock. The vesting schedule for the 30,000 (2) restricted stock units is as follows: 10,000 shares vested on March 9, 2017; 10,000 shares will vest on March 9, 2018; 10,000 shares will vest on March 9, 2019. Vested units of restricted stock can be settled in shares of common stock, cash or a combination of both.

(3)

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The vesting schedule for the 60,000 options is as follows: 15,000 shares vested on March 10, 2017; 15,000 shares will vest on March 10, 2018; 15,000 shares will vest on March 10, 2019; 15,000 shares will vest on March 10, 2020.

- Each restricted stock unit represents a contingent right to receive one share of common stock. The vesting schedule for the 35,000
- (4) restricted stock units is as follows: 11,666 shares will vest on March 10, 2018; 11,667 shares will vest on March 10, 2019; 11,667 shares will vest on March 10, 2020. Vested units of restricted stock can be settled in shares of common stock, cash or a combination of both.

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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