

KIES PETER

Form 4

March 12, 2019

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 *
KIES PETER

(Last) (First) (Middle)

**C/O INOVIO
PHARMACEUTICALS, INC., 6769
MESA RIDGE ROAD**

(Street)

SAN DIEGO, CA 92121

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
03/08/2019

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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	03/09/2019		M		25,000	A	<u>(1)</u>	104,354	D
Common Stock	03/09/2019		<u>F</u> ⁽²⁾		8,591	D	\$ 3.34	95,763	D
Common Stock	03/10/2019		M		20,433	A	<u>(3)</u>	116,196	D
Common Stock	03/10/2019		<u>F</u> ⁽⁴⁾		7,066	D	\$ 3.34	109,130	D
								4,500	I
									By Spouse

Common
Stock

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

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(9-02)

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 S (Instr. 3 and
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Restricted Stock Unit	<u>(1)</u>	03/09/2019		M	25,000	<u>(1)</u> <u>(1)</u>	Common Stock
Restricted Stock Unit	<u>(3)</u>	03/10/2019		M	20,433	<u>(3)</u> <u>(3)</u>	Common Stock
Common Stock Option	\$ 3.34	03/08/2019		A	100,500	03/08/2019 ⁽⁵⁾ 03/08/2029	Common Stock
Restricted Stock Unit	<u>(6)</u>	03/08/2019		A	64,400	<u>(6)</u> <u>(6)</u>	Common Stock

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

KIES PETER
C/O INOVIO PHARMACEUTICALS, INC.
6769 MESA RIDGE ROAD
SAN DIEGO, CA 92121

CFO

Signatures

Peter Kies 03/12/2019

**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 75,000

(1) restricted stock units was as follows: 25,000 shares vested on March 9, 2017; 25,000 shares vested on March 9, 2018; 25,000 shares vested on March 9, 2019.

(2) The transaction reported represents the withholding of shares by the issuer to satisfy the reporting person's tax withholding obligations in connection with the vesting and settlement of the restricted stock units award reported in footnote (1) herein.

Each restricted stock unit represents a contingent right to receive one share of common stock. The vesting schedule for the 61,300

(3) restricted stock units is as follows: 20,434 shares vested on March 10, 2018; 20,433 shares vested on March 10, 2019; 20,433 shares will vest on March 10, 2020. Vested restricted stock units can be settled in shares of common stock, cash or a combination of both.

(4) The transaction reported represents the withholding of shares by the issuer to satisfy the reporting person's tax withholding obligations in connection with the vesting and settlement of the restricted stock units award reported in footnote (3) herein.

(5) The vesting schedule for the 100,500 options is as follows: 25,125 shares vested on March 8, 2019; 25,125 shares will vest on March 8, 2020; 25,125 shares will vest on March 8, 2021; 25,125 shares will vest on March 8, 2022.

Each restricted stock unit represents a contingent right to receive one share of common stock. The vesting schedule for the 64,400

(6) restricted stock units is as follows: 21,467 shares will vest on March 8, 2020; 21,467 shares will vest on March 8, 2021; 21,466 shares will vest on March 8, 2022. Vested restricted stock units 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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