

BEDU-ADDO FRANK
 Form 3
 March 25, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement		3. Issuer Name and Ticker or Trading Symbol	
Â BEDU-ADDO FRANK			(Month/Day/Year)		PDS Biotechnology Corp [PDSB]	
(Last)	(First)	(Middle)	03/15/2019		4. Relationship of Reporting Person(s) to Issuer	
300 CONNELL DRIVE, SUITE 4000					5. If Amendment, Date Original Filed(Month/Day/Year)	
(Street)					(Check all applicable)	
BERKELEY					6. Individual or Joint/Group Filing(Check Applicable Line)	
HEIGHTS,Â NJÂ 07922					_X_ Form filed by One Reporting Person	
(City)	(State)	(Zip)			___ Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	620,507	D	Â

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

SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	Â (1)	01/01/2020	Common Stock	17,724	\$ 4.69	D	Â
Employee Stock Option (Right to Buy)	Â (1)	07/27/2021	Common Stock	53,174	\$ 6.57	D	Â
Employee Stock Option (Right to Buy)	Â (1)	12/03/2022	Common Stock	219,535	\$ 6.57	D	Â
Employee Stock Option (Right to Buy)	Â (2)	03/14/2029	Common Stock	53,173	\$ 9.04	D	Â
Employee Stock Option (Right to Buy)	Â (2)	03/14/2029	Common Stock	179,786	\$ 9.04	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BEDU-ADDO FRANK 300 CONNELL DRIVE, SUITE 4000 BERKELEY HEIGHTS, NJ 07922	Â	Â	Â President/CEO	Â

Signatures

/s/ Frank
Bedu-Addo, Ph.D. 03/25/2019

**Signature of Reporting
Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) Stock Option fully vested in accordance with its terms
- (2) Stock Option fully vested on date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.