

Brady Roy O JR
Form SC 13D/A
November 22, 2005

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

**SCHEDULE 13D/A
Under the Securities Exchange Act of 1934
(Amendment No. 1)***

Pressure Biosciences, Inc.

(Name of Issuer)

Common Stock, Par Value \$0.01

(Title of Class of Securities)

74112E109

(CUSIP Number)

**Roy O. Brady, Jr.
25 Orchard Avenue
Providence RI 02906
(401)-751-1226**

(Name, Address and Telephone Number of Person Authorized to
Receive Notices and Communications)

October 19, 2005

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

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The information required on the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

-1-

CUSIP No. 74112E109

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).
Roy O. Brady, Jr.
263-80-9410

2. Check the Appropriate Box if a Member of a Group*
(a)
(b)

3. SEC Use Only

4. Source of Funds (See Instructions)
PF

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization
United States of America

| | |
|---------------------|------------------------------|
| Number of | 7. Sole Voting Power |
| Shares Beneficially | 75,990 |
| Owned by | 8. Shared Voting Power |
| Each | |
| Reporting | 9. Sole Dispositive Power |
| Person With | 75,990 |
| | 10. Shared Dispositive Power |

11. Aggregate Amount Beneficially Owned by Each Reporting Person
75,990

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares*

13. Percent of Class Represented by Amount in Row (11)
3.1%

14. Type of Reporting Person (See Instructions)
IN

CUSIP No. 74112E109

-
1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

Laura Louise Hawkins
556-70-6098

-
2. Check the Appropriate Box if a Member of a Group*
(a)
(b)

3. SEC Use Only

4. Source of Funds (See Instructions)
PF

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization
United States of America

| | |
|---------------------|------------------------------|
| Number of | 7. Sole Voting Power |
| Shares Beneficially | 16,043 |
| Owned by | 8. Shared Voting Power |
| Each | |
| Reporting | 9. Sole Dispositive Power |
| Person With | 16,043 |
| | 10. Shared Dispositive Power |

11. Aggregate Amount Beneficially Owned by Each Reporting Person
16,043

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares*

13. Percent of Class Represented by Amount in Row (11)
0.7

14. Type of Reporting Person (See Instructions)
IN

Item 1. Security and Issuer

This amendment relates to the Schedule 13D filed on February 17, 2005, in connection with Mr. Brady and Ms. Hawkins ownership of shares of Common Stock, par value \$0.01 of Pressure Biosciences, Inc., a Massachusetts corporation (the "Issuer"). The principal executive offices of the Issuer are located at 217 Perry Parkway, Gaithersburg, MD 20877.

Item 3. Source and Amount of Funds or Other Consideration

Since February 17, the date of the last filing, Mr. Brady has sold 76,058 shares for aggregate sales proceeds of \$422,249.13, net of brokerage commissions and fees; and Ms. Hawkins has sold 25,000 shares for aggregate sales proceeds of \$132,834.71 net of brokerage commissions and fees.

Item 5. Interest in Securities of the Issuer

(a) At the close of business on October 19, 2005, Mr. Brady was the beneficial owner of 75,990 shares of Common Stock and Ms. Hawkins was the beneficial owner of 16,043 shares of Common Stock. Mr. Brady and Ms. Hawkins ownerships represent 3.13% and 0.66% of the Issuer's issued and outstanding shares respectively, based on the Pressure Biosciences shares reported as outstanding in the company's Form 10-Q for the quarterly period ended September 30, 2005.

(b) Mr. Brady has sole power to vote or direct the vote and sole power to dispose or direct the disposition of 75,900 shares of Common Stock. Ms. Hawkins has sole power to vote or direct the vote and sole power to dispose or direct the disposition of 16,043 shares of Common Stock.

(c) On October 19, 2005 Mr. Brady and Ms. Hawkins ceased being the beneficial owners of shares representing more than 5% of the Pressure Biosciences shares outstanding.

(d) Not Applicable.

(e) Not Applicable.

(c) On

Item 7. Material to Be Filed as Exhibits

Exhibit E - Transactions in Pressure Biosciences shares for the past 60 days.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

/s/ Roy O. Brady, Jr.

/s/ Laura Louise Hawkins

Roy O. Brady, Jr.

Laura Louise Hawkins

Date: November 22, 2005

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001).

EXHIBIT E

Transactions in Pressure Biosciences shares for the past 60 days

| | Date | Number of shares sold | Price per share* |
|-----------------------|-------------|------------------------------|-------------------------|
| By Roy O. Brady, Jr.: | | | |
| | 9/22/05 | 15,100 | 6.20 |
| | 9/23/05 | 7,649 | 6.36 |
| | 9/27/05 | 400 | 4.85 |
| | 9/28/05 | 5,000 | 4.602 |
| | 9/29/05 | 2,890 | 4.61 |
| | 9/30/05 | 3,000 | 4.75 |
| | 10/04/05 | 50 | 4.75 |
| | 10/05/05 | 800 | 4.711 |
| | 10/10/05 | 11,500 | 5.26 |
| | 10/10/05 | 5,000 | 5.10 |
| | 10/11/05 | 6,200 | 5.25 |
| | 10/11/05 | 854 | 5.50 |
| | 10/12/05 | 800 | 5.35 |
| | 10/13/05 | 4,500 | 5.25 |
| | 10/17/05 | 600 | 5.40 |
| | 10/18/05 | 5,925 | 5.66 |
| | 10/19/05 | 5,790 | 5.50 |
| | | | |
| By Laura L. Hawkins: | | | |
| | | | |
| | 9/23/05 | 3,000 | 6.14 |
| | 10/10/05 | 7,000 | 5.09 |
| | 10/12/05 | 5,000 | 5.25 |
| | 10/13/05 | 5,000 | 5.02 |
| | 10/19/05 2 | 5,000 | 5.49 |

* exclusive of brokerage commissions and fees