

Kim Jong Joseph
Form 4
March 12, 2019

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Kim Jong Joseph

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

(Street)

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

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Executive Officer

PLYMOUTH MEETING, PA 19462

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

(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	03/09/2019		M		57,333	A	\$ 3.34
Common Stock	03/09/2019		F ⁽²⁾		16,329	D	\$ 3.34
Common Stock	03/10/2019		M		105,700	A	\$ 3.34
Common Stock	03/10/2019		F ⁽⁴⁾		30,104	D	\$ 3.34
Common Stock					1,750,000	I	

By Family Limited

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Common Stock	Quantity	Code	Partnership
Common Stock	33,563	I	By Daughter: EK
Common Stock	33,775	I	By Son: JK1
Common Stock	5,975	I	By Spouse
Common Stock	33,533	I	By Son: JK2

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 (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Restricted Stock Unit	<u>(1)</u>	03/09/2019		M			57,333	<u>(1)</u>	<u>(1)</u>	Common Stock
Restricted Stock Unit	<u>(3)</u>	03/10/2019		M			105,700	<u>(3)</u>	<u>(3)</u>	Common Stock
Common Stock Option	\$ 3.34	03/08/2019		A			298,100	03/08/2019 ⁽⁵⁾	03/08/2029	Common Stock
Restricted Stock Unit	<u>(6)</u>	03/08/2019		A			191,100	<u>(6)</u>	<u>(6)</u>	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kim Jong Joseph 660 W. GERMANTOWN PIKE SUITE 110 PLYMOUTH MEETING, PA 19462	X		Chief Executive Officer	

Signatures

/s/ Jong Joseph
Kim

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).

(1) Each restricted stock unit represents a contingent right to receive one share of common stock. The vesting schedule for the 172,000 restricted stock units was as follows: 57,334 shares vested on March 9, 2017; 57,333 shares vested on March 9, 2018; 57,333 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.

(3) Each restricted stock unit represents a contingent right to receive one share of common stock. The vesting schedule for the 317,100 restricted stock units is as follows: 105,700 shares vested on March 10, 2018; 105,700 shares vested on March 10, 2019; 105,700 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 298,100 options is as follows: 74,525 shares vested on March 8, 2019; 74,525 shares will vest on March 8, 2020; 74,525 shares will vest on March 8, 2021; 74,525 shares will vest on March 8, 2022.

(6) Each restricted stock unit represents a contingent right to receive one share of common stock. The vesting schedule for the 191,100 restricted stock units is as follows: 63,700 shares will vest on March 8, 2020; 63,700 shares will vest on March 8, 2021; 63,700 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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