

Humeau Laurent
Form 3
March 12, 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 Humeau Laurent | | (Month/Day/Year) | INOVIO PHARMACEUTICALS, INC. [INO] | |
| (Last) | (First) | (Middle) | 03/08/2019 | |
| C/O INOVIO PHARMACEUTICALS, INC.,Â 6769 MESA RIDGE RD. | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| SAN DIEGO,Â CAÂ 92121 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Chief Scientific Officer | |

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 | 22,201 | D | Â |

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

SEC 1473 (7-02)

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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 | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------|------------------|---------------------------|--------------|----------------------------|---------------|---------------------------------------|---|
| Restricted Stock Unit | Â <u>(1)</u> | 03/08/2029 ⁽¹⁾ | Common Stock | 2,666 | \$ <u>(1)</u> | D | Â |
| Restricted Stock Unit | Â <u>(2)</u> | 03/10/2027 ⁽²⁾ | Common Stock | 5,624 | \$ <u>(2)</u> | D | Â |
| Restricted Stock Unit | Â <u>(3)</u> | 03/05/2028 | Common Stock | 53,133 | \$ <u>(3)</u> | D | Â |
| Common Stock Option | Â <u>(4)</u> | 01/06/2024 | Common Stock | 20,000 | \$ 10 | D | Â |
| Common Stock Option | Â <u>(4)</u> | 03/05/2025 | Common Stock | 25,000 | \$ 7.56 | D | Â |
| Common Stock Option | Â <u>(4)</u> | 03/09/2026 | Common Stock | 18,000 | \$ 7.02 | D | Â |
| Common Stock Option | Â <u>(4)</u> | 03/10/2027 | Common Stock | 13,750 | \$ 6.68 | D | Â |
| Common Stock Option | Â <u>(4)</u> | 03/05/2018 | Common Stock | 126,500 | \$ 4.29 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Humeau Laurent C/O INOVIO PHARMACEUTICALS, INC. 6769 MESA RIDGE RD. SAN DIEGO, CA 92121 | Â | Â | Â Chief Scientific Officer | Â |

Signatures

/s/ Laurent
Humeau

03/12/2019

**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) Each restricted stock unit represents a contingent right to receive one share of common stock. The 2,666 restricted stock vested on March 9, 2019.

(2) Each restricted stock unit represents a contingent right to receive one share of common stock. The vesting schedule for the 5,624 restricted stock units is as follows: 2,812 shares vested on March 10, 2019; 2,812 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.

(3)

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Each restricted stock unit represents a contingent right to receive one share of common stock. The vesting schedule for the 53,133 restricted stock units is as follows: 26,567 shares will vest on March 5, 2020; 26,566 shares will vest on March 5, 2021. Vested restricted stock units can be settled in shares of common stock, cash or a combination of both.

- The common stock options will vest over a period of three years, with 25% of the shares underlying the option vesting immediately, and
- (4) 25% on the first, second, and third anniversaries of the date of grant. The expiration date of this option reported in the table is the day of the tenth anniversary of the grant date of the option.

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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