

Weiner David B.  
Form 4  
March 13, 2018

**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 \*  
Weiner David B.

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)  
03/09/2018

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

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                    | 03/09/2018                           |  | M                              |   | 10,000 | A          | <u>(1)</u> | 750,956   | D  |   |
| Common Stock                    | 03/09/2018                           |  | M                              |   | 5,333  | A          | <u>(2)</u> | 756,289   | D  |   |
| Common Stock                    | 03/10/2018                           |  | M                              |   | 11,667 | A          | <u>(3)</u> | 767,956   | D  |   |

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form**

SEC 1474  
(9-02)

**displays a currently valid OMB control number.**

**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 Amount of Underlying Securities (Instr. 3 and 4) | 8. Title and Amount of Underlying Securities (Instr. 3 and 4) |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|---|--------------|----------------------------|
|  |  |                                      |  | Code                           | V   | (A)  | (D) | Date Exercisable  | Expiration Date   | Title        | Amount or Number of Shares |
| Restricted Stock Unit                      | (1)  | 03/09/2018                           |  | M                              |   | 10,000   |     | (1)   | (1)   | Common Stock | 10,000                     |
| Restricted Stock Unit                      | (2)  | 03/09/2018                           |  | M                              |   | 5,333  |     | (2)   | (2)   | Common Stock | 5,333                      |
| Restricted Stock Unit                      | (3)  | 03/10/2018                           |  | M                              |   | 11,667   |     | (3)   | (3)   | Common Stock | 11,667                     |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Weiner David B.<br>660 W. GERMANTOWN PIKE<br>SUITE 110<br>PLYMOUTH MEETING, PA 19462 |               |           | X       |       |

## Signatures

/s/ David B. Weiner  
03/13/2018

\*\*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 30,000 (1) restricted stock units is as follows: 10,000 shares vested on March 9, 2017; 10,000 shares vested on March 9, 2018; 10,000 shares will vest on March 9, 2019. Vested units of restricted stock can be settled in shares of common stock, cash or a combination of both.

Each restricted stock unit represents a contingent right to receive one share of common stock. The vesting schedule for the 16,000 (2) restricted stock units is as follows: 5,334 shares vested on March 9, 2017; 5,333 shares vested on March 9, 2018; 5,333 shares will vest on March 9, 2019. Vested units of restricted stock can be settled in shares of common stock, cash or a combination of both.

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- Each restricted stock unit represents a contingent right to receive one share of common stock. The vesting schedule for the 35,000
- (3) restricted stock units is as follows: 11,667 shares vested on March 10, 2018; 11,667 shares will vest on March 10, 2019; 11,666 shares will vest on March 10, 2020. Vested units of restricted stock 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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