

Celsion CORP
Form 4
September 21, 2012

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LINK MAX

(Last) (First) (Middle)

**C/O CELSION
CORPORATION, 997 LENOX
DRIVE, SUITE 100**

(Street)

LAWRENCEVILLE, NJ 08648

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Celsion CORP [CLSN]

3. Date of Earliest Transaction
(Month/Day/Year)
09/20/2012

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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	
Celsion Corporation Common Stock	09/20/2012		M		17,083 (1)	\$ 3.25 (1)	313,108 D
Celsion Corporation Common Stock	09/20/2012		M		34,542 (2)	\$ 2.77 (2)	347,650 D
Celsion Corporation Common Stock	09/20/2012		M		18,735 (3)	\$ 4.22 (3)	366,385 D

Stock

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 Amount Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Warrants to purchase Celsion Corporation Common Stock	\$ 3.25	09/20/2012		X	17,083 (1)	07/24/2011	06/20/2016	Celsion Corporation Common Stock	17,083
Warrants to purchase Celsion Corporation Common Stock	\$ 2.77	09/20/2012		X	34,542 (2)	11/26/2011	05/26/2017	Celsion Corporation Common Stock	34,542
Warrants to purchase Celsion Corporation Common Stock	\$ 4.22	09/20/2012		X	18,735 (3)	07/25/2011	07/25/2016	Celsion Corporation Common Stock	18,735

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LINK MAX C/O CELSION CORPORATION	X			

997 LENOX DRIVE, SUITE 100
LAWRENCEVILLE, NJ 08648

Signatures

Timothy J Tumminello, Controller and
CAO

09/21/2012

____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).

The Director purchased Celsion Corporation Common Stock through the exercise of warrants obtained in the January 2011 8%
(1) Convertible Preferred Stock Offering. These warrants were fully exercisable with an exercise price of \$3.25 per share. The Director has no immediate intent to sell these newly acquired shares.

The Director purchased Celsion Corporation Common Stock through the exercise of warrants obtained in the May 2011 PIPE Stock
(2) Offering. These warrants were fully exercisable with an exercise price of \$2.77 per share. The Director has no immediate intent to sell these newly acquired shares.

The Director purchased Celsion Corporation Common Stock through the exercise of warrants obtained in the July 2011 PIPE Stock
(3) Offering. These warrants were fully exercisable with an exercise price of \$4.22 per share. The Director has no immediate intent to sell these newly acquired shares.

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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