

FORM 4

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

OMB APPROVAL

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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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person Aklog Lishan		2. Issuer Name and Ticker or Trading Symbol PAVmed Inc. [PAVM]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chairman and CEO	
(Last) (First) (Middle) ONE GRAND CENTRAL PLACE, SUITE 4600		3. Date of Earliest Transaction (Month/Day/Year) 05/23/2016			
(Street) NEW YORK, NY 10165		4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> 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	05/23/2016		P		2,900	A	(1)	8,000	D	
Common Stock	05/24/2016		P		2,000	A	(2)	10,000	D	
Common Stock								5,713,879	I	By HCFP/Capital Partners III LLC (3)
Common Stock								2,520,532	I	By Pavilion Venture Partners LLC (4)
Common Stock								87,020	I	By HCFP Inc. (5)
Common Stock								125,000	I	By HCFP/Capital Partners IIIB LLC (6)
Common Stock								20,000	I	By HCFP/AG LLC (7)

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

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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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Warrants	\$ 5	05/23/2016		P	2,900		10/28/2016	01/29/2022	Common Stock	2,900	(1)	8,000	D	
Warrants	\$ 5	05/24/2016		P	2,000		10/28/2016	01/29/2022	Common Stock	2,000	(2)	10,000	D	
Warrants	\$ 5						10/28/2016	01/29/2022	Common Stock	5,713,879		5,713,879	I	By HCFP/Capital Partners III LLC (3)
Warrants	\$ 5						10/28/2016	01/29/2022	Common Stock	12,000		2,220,532	I	By Pavilion Venture Partners LLC (4)

Warrants	\$ 5						10/28/2016	01/29/2022	Common Stock	87,020		387,020	I	By HCFP Inc. (5)
Warrants	\$ 5						10/28/2016	01/29/2022	Common Stock	125,000		125,000	I	By HCFP/Capital Partners IIIB LLC (6)
Warrants	\$ 5						10/28/2016	01/29/2022	Common Stock	20,000		20,000	I	By HCFP/AG LLC (7)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Aklog Lishan ONE GRAND CENTRAL PLACE SUITE 4600 NEW YORK, NY 10165	X	X	Chairman and CEO	
HCFP/Capital Partners III LLC ONE GRAND CENTRAL PLACE SUITE 4600 NEW YORK, NY 10165		X		
Pavilion Venture Partners LLC ONE GRAND CENTRAL PLACE SUITE 4600 NEW YORK, NY 10165		X		

Signatures

/s/ Dr. Lishan Aklog		05/25/2016
<small>Signature of Reporting Person</small>		Date
/s/ Dr. Lishan Aklog, as manager of HCFP/Capital Partners III LLC		05/25/2016
<small>Signature of Reporting Person</small>		Date
/s/ Dr. Lishan Aklog, as manager of Pavilion Venture Partners LLC		05/25/2016
<small>Signature of Reporting Person</small>		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) The reporting person purchased units, each unit consisting of one share of the issuer's common stock and one warrant. Each warrant entitles the holder to purchase one share of the issuer's common stock at an exercise price of \$5.00 per share, subject to adjustment. The units were purchased at a weighted average price of approximately \$9.59431 per unit. These units were purchased in multiple transactions at prices ranging from \$9.4349 to \$9.70, inclusive. The reporting person undertakes to provide to PAVmed Inc., any security holder of PAVmed Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of units sold at each separate price within the ranges set forth in this footnote to this Form 4.

(2) The reporting person purchased units, each unit consisting of one share of the issuer's common stock and one warrant. Each warrant entitles the holder to purchase one share of the issuer's common stock at an exercise price of \$5.00 per share, subject to adjustment. The units were purchased at a weighted average price of approximately \$9.669925 per unit. These units were purchased in multiple transactions at prices ranging from \$9.44 to \$9.75, inclusive. The reporting person undertakes to provide to PAVmed Inc., any security holder of PAVmed Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of units sold at each separate price within the ranges set forth in Footnote 1 and 3 to this Form 4.

(3) Dr. Aklog is a member and a co-manager of HCFP/Capital Partners III LLC, and shares joint voting and dispositive power over the shares held by this entity. Dr. Aklog disclaims beneficial ownership of shares held by this entity, except to the extent of his proportionate pecuniary interest therein.

(4) Dr. Aklog is a member and sole manager of Pavilion Venture Partners LLC, and has sole voting and dispositive power over the shares held by this entity. Dr. Aklog disclaims beneficial ownership of shares held by this entity, except to the extent of his proportionate pecuniary interest therein.

(5) Dr. Aklog is a controlling shareholder of HCFP Inc., and shares joint voting and dispositive power over the shares held by this entity. Dr. Aklog disclaims beneficial ownership of shares held by this entity, except to the extent of his proportionate pecuniary interest therein.

(6) Dr. Aklog is a member and a co-manager of the entity that acts as sole manager of HCFP/Capital Partners IIIB LLC, and shares joint voting and dispositive power over the shares held by this entity. Dr. Aklog disclaims beneficial ownership of shares held by this entity, except to the extent of his pecuniary interest therein.

(7) Dr. Aklog is a co-manager of HCFP/AG LLC, and shares joint voting and dispositive power over the shares held by this entity. Dr. Aklog disclaims beneficial ownership of shares held by this entity, except to the extent of his pecuniary interest therein.

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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