

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person*</b> <u>Plesha Scott M.</u>  (Last) (First) (Middle) <u>C/O BIODELIVERY SCIENCES INTL, INC.,</u> <u>4131 PARKLAKE AVE. SUITE 225</u>  (Street) <u>RALEIGH NC 27612</u>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>BIODELIVERY SCIENCES</u> <u>INTERNATIONAL INC [ BDSI ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)  See Remarks
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>01/29/2020</u>	
	<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>	

**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			

**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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Options (right to buy)	\$6.17 <sup>(1)</sup>	01/29/2020		A <sup>(2)</sup>		158,576		(2)	01/29/2030	Common Stock	158,576	\$0	158,576	D	
Restricted Stock Units	\$0.0	01/29/2020		A <sup>(3)</sup>		32,609		(4)	01/29/2023	Common Stock	32,609	\$0	32,609	D	

**Explanation of Responses:**

- The exercise price of the stock options issued to the Reporting Person is the volume-weighted average price of the Issuer's common stock for the 30-day period ending on January 28, 2020.
- The stock options were issued to the Reporting Person on January 29, 2020, pursuant to a grant under the Issuer's 2019 Stock Option and Incentive Plan (the "Plan"). The award is subject to time-based vesting and will vest in equal portions on: (i) January 29, 2021; (ii) January 29, 2022; and (iii) January 29, 2023.
- The Restricted Stock Units ("RSUs") were issued to the Reporting Person on January 29, 2020, pursuant to a grant under the Plan. The award is subject to time-based vesting and will vest in equal portions on: (i) January 29, 2021; (ii) January 29, 2022; and (iii) January 29, 2023.
- Upon vesting, each RSU entitles the Reporting Person to one share of the Issuer's common stock.

**Remarks:**

President and Chief Commercial Officer

/s/ Scott Plesha

01/31/2020

\*\* Signature of Reporting Person

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.