

OMB APPROVAL	
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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

1. Name and Address of Reporting Person * <u>ODONNELL FRANCIS E JR</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)	2. Issuer Name and Ticker or Trading Symbol <u>BIODELIVERY SCIENCES</u> <u>INTERNATIONAL INC [BDSI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/17/2019</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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			

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
Restricted Stock Units	\$0.00	04/17/2019		A		45,000		(1)	05/09/2020	Common Stock	45,000	\$0.00	45,000	D	
Stock Options (Right to Buy)	\$4.96	04/17/2019		A		22,500		(2)	04/17/2029	Common Stock	22,500	\$0.00	22,500	D	

Explanation of Responses:

- The restricted stock units ("RSUs") were issued to the Reporting Person on April 17, 2019, as compensation for service on the Issuer's board of directors. The RSUs vest as follows: (i) 22,500 RSUs vest in the first open window following the filing of the Company's Quarterly Report on Form 10-Q for the quarter ended March 31, 2019, and (ii) 22,500 RSUs vest in the first open window following the filing of the Company's Quarterly Report on Form 10-Q for the quarter ended March 31, 2020.
- The stock options ("options") were issued to the Reporting Person on April 17, 2019, as compensation for service on the Issuer's board of directors. The options vest as follows: (i) 11,250 options vest in the first open window following the filing of the Company's Quarterly Report on Form 10-Q for the quarter ended March 31, 2019, and (ii) 11,250 RSUs vest in the first open window following the filing of the Company's Quarterly Report on Form 10-Q for the quarter ended March 31, 2020. The exercise price of the options is the volume-weighted average price of the Issuer's Common Stock for the 30-day period ending April 16, 2019.

Remarks:

/s/ Francis E. O'Donnell Jr. 04/19/2019

** 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.