Instruction 1(b).

longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

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

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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

1. Name and Address of Reporting Person * Shea Courtney C.				2. Issuer Name and Ticker or Trading Symbol Professional Diversity Network, Inc. [IPDN]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director 10% Owner				
(Last) (First) (Middle) C/O PROFESSIONAL DIVERSITY, NETWORK, INC., 801 W. ADAMS, SIXTH FLOOR				3. Date of Earliest Transaction (Month/Day/Year) 03/22/2020						Officer (give	title below)	Othe	r (specify below)	
(Street) CHICAGO, IL 60607				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							of, or Benef	icially Owne	d	
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	r) any		te, if Code (Inst		(A)	(A) or Disposed of (D)		Owned Following Re Transaction(s)		1	Ownership of Form:	eneficial
			(Month/	Day/Ye		Cod	le V An			Instr. 3 and 4)	r. 3 and 4)		or Indirect (In	wnership nstr. 4)
							a current	tly valid OM ed of, or Ben	B contro	l number.				
		3A. Deemed Execution Date, if	(e.g., puts, calls, w 4. 5. Ni ff Transaction of Code Deri r) (Instr. 8) Secu		warra Numbe	varrants, options, oumber 6. Date Expiration (Month/Daurities united or posed		vertible secur isable and te	7. Title of Und	e and Amount lerlying	Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect	Beneficial
Derivative Security		(Month/Day/Year)	(Instr. 8	Ac (A Di	sposed	l	`	(Car)		3 and 4)	-	Beneficially Owned Following Reported	Form of Derivative Security: Direct (D) or Indirect	Ownershi (Instr. 4)
			(Instr. 8	Ac (A Di of (Ir	equired) or sposed	l l	. •	(Call)			-	Beneficially Owned Following	Form of Derivative Security: Direct (D) or Indirect	Beneficial Ownershi (Instr. 4)
			Code	Ac (A Di of (Ir an	equired) or sposed (D) astr. 3, 4	i i 4,	Date Exercisable	Expiration Date			-	Beneficially Owned Following Reported Transaction(Form of Derivative Security: Direct (D) or Indirect (S) (I)	Beneficia Ownershi (Instr. 4)
r (FESSIONA W. ADAM O, IL 6060 curity	rtney C. (First) FESSIONAL DIVERSITY, W. ADAMS, SIXTH FLO (Street) O, IL 60607 O (State) curity Leport on a separate line for each of the content of th	rtney C. (First) (Middle) FESSIONAL DIVERSITY, NETWORK, W. ADAMS, SIXTH FLOOR (Street) O, IL 60607 (State) (Zip) curity 2. Transaction Date (Month/Day/Year) report on a separate line for each class of securities be Table II -	rtney C. (First) (Middle) FESSIONAL DIVERSITY, NETWORK, W. ADAMS, SIXTH FLOOR (Street) O, IL 60607 (State) 2. Transaction Date (Month/Day/Year) Report on a separate line for each class of securities beneficially Table II - Derivative, e.g., put 2. Transaction Date (Month/Day/Year) A Derivative, e.g., put Conversion O Date (Month/Day/Year) (Month/Day/Year) A Derivative, e.g., put Execution Date, if Code	rtney C. Professional D (First) (Middle) FESSIONAL DIVERSITY, NETWORK, W. ADAMS, SIXTH FLOOR (Street) O, IL 60607 Curity 2. Transaction Date (Month/Day/Year) Report on a separate line for each class of securities beneficially owned Table II - Derivative Securices, puts, calls, Conversion of Exercise (Month/Day/Year) 2. Table II - Derivative Securices, puts, calls, Conversion of Exercise (Month/Day/Year) A3. Deemed Execution Date, if Transaction of Code Transaction Date (Month/Day/Year) Conversion of Exercise (Month/Day/Year)	rtney C. Professional Divers (Middle) FESSIONAL DIVERSITY, NETWORK, W. ADAMS, SIXTH FLOOR (Street) O, IL 60607 (State) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Professional Divers 3. Date of Earliest Trans 03/22/2020 4. If Amendment, Date of Execution Date of Execution Date, if (any (Month/Day/Year)) Professional Divers 3. Date of Earliest Trans 03/22/2020 4. If Amendment, Date of Execution Date, if (Ir	rtney C. Professional Diversity (First) (Middle) FESSIONAL DIVERSITY, NETWORK, W. ADAMS, SIXTH FLOOR (Street) O, IL 60607 Curity 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) A January Code (Instr. Code (Instr. Code (Lego, puts, calls, warrants, Conversion Date Conversion Date Sample II - Derivative Securities Acqueege, puts, calls, warrants, Code (Lego, puts, calls, warrants, Code) Table II - Derivative Securities Acqueege, puts, calls, warrants, Code (Lego, puts, calls, warrants, Code) Transaction Date Execution Date, if Transaction of	rtney C. Professional Diversity Network, In (Middle) FESSIONAL DIVERSITY, NETWORK, W. ADAMS, SIXTH FLOOR (Street) O, IL 60607 (State) (State) (Zip) Table I - Non-Derive (Any (Month/Day/Year)) Curity 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 8) (Instr. 8) Persons in this for a current (e.g., puts, calls, warrants, options, concerning to the Conversion Date (Execution Date, if Conversion) 2.	Professional Diversity Network, Inc. [IPDN] (First) (Middle) FESSIONAL DIVERSITY, NETWORK, W. ADAMS, SIXTH FLOOR (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) O, IL 60607 (State) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Table I - Non-Derivative Securities Acquired, Acquired, Disposed of, or Benevices, puts, calls, warrants, options, convertible securities and Execution Date, if Conversion Date [2.] 3. Transaction Date [2.] 3. Transaction Date [3. Transaction Code (Instr. 8) (A) or Code V Amount (A) or Code acquired, Disposed of, or Benevices, puts, calls, warrants, options, convertible securities and Execution Date, if Transaction of Expiration Date [4.] 5. Number (6. Date Exercisable and Expiration Date) [5. Date Exercisable and Expiration Date] [6. Date Exercisable and Execution Date] [6. Date Exercisable and Execution Date] [6. Date Exercisable and Expiration Date]	rtney C. Professional Diversity Network, Inc. [IPDN] (First) (Middle) (Strest) (Month/Day/Year) (O., IL 60607 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (O., IL 60607 (State) (Zip) Table I - Non-Derivative Securities Acquired Execution Date, if (Month/Day/Year) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (Instr. 8) (Instr. 3, 4 and 5) (O.) (Instr. 8) (Price Instrument of the inthis form are not required a currently valid OMB control (e.g., puts, calls, warrants, options, convertible securities) (O.) (Instr. 8) (Instr.	rtney C. Professional Diversity Network, Inc. [IPDN] XDirector	rtney C. Professional Diversity Network, Inc. [IPDN] X_Director Officer (give title below)	Professional Diversity Network, Inc. [IPDN] (First) (Middle) (FESSIONAL DIVERSITY, NETWORK, W. ADAMS, SIXTH FLOOR (Street) (Street) (State) (Zip) (Zip) (Zip) (Zip) (Zip) (Month/Day/Year) (Zip) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (A) State (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 3 and 4) (I	Professional Diversity Network, Inc. [IPDN] X_Director 10% Owner 10% O

Reporting Owners

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Shea Courtney C. C/O PROFESSIONAL DIVERSITY NETWORK, INC., 801 W. ADAMS, SIXTH FLOOR CHICAGO, IL 60607	X					

Signatures

/s/ Courtney Shea	06/29/2020
**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).

- (1) Such 6,775 restricted stock units shall be vested on March 22, 2021.
- (2) Each restricted stock unit represents the contingent right to receive one share of common stock upon vesting of the unit.

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

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