CRYO CELL INTERNATIONAL INC

Form 4

March 31, 2015

FORM 4

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

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response...

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

Section 16.

subject to

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * PORTNOY DAVID

2. Issuer Name and Ticker or Trading

Symbol

(Check all applicable)

5. Relationship of Reporting Person(s) to

Issuer

CRYO CELL INTERNATIONAL INC [CCEL]

X Director _X__ Officer (give title

10% Owner Other (specify

700 BROOKER CREEK BLVD., **SUITE 1800**

(Street)

(First)

(Middle)

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

03/27/2015

below) Co-Chief Executive Officer

4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year)

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

OLDSMAR, FL 34677

(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. Transactic Code (Instr. 8)	(A) or		5. Amount of Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	03/27/2015		P	633	A	\$ 2.55	48,516	I	By 401K	
Common Stock	03/30/2015		P	650	A	\$ 2.55	49,166	I	By 401K	
Common Stock	03/31/2015		P	1,000	A	\$ 2.55	50,166	I	By 401K	
Common Stock							9,122	I	As Cust for Daughter	
Common Stock							9,974	I	As Cust for Son	

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Common Stock	184,407	D			
Common Stock	78,864	I	By Spouse		
Common Stock	148,224	I	By Corporation (1)		
Common Stock	78,176	I	By LLC (2)		
Common Stock	199,080	I	By IRA		
Common Stock	55,219	I	By Corporation 2		
Common Stock	17,000	I	By Father-in-law		
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.					

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8. P Der Sec (Ins

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of	2.	3. Transaction Date	3A. Deemed	4. 5.		6. Date Exercisable and		7. Title and Amount of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Date		Underlying Securities	
Security	or Exercise		any	Code	of	of (Month/Day/Year)		(Instr. 3 and 4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	ative			
	Derivative				Securities				
	Security				Acquired				
					(A) or				
					Disposed				
					of (D)				
					(Instr. 3,				
					4, and 5)				
						D.	E		Amount or
						Date	Expiration	Title	Number of
				Code V	(A) (D)	Exercisable	Date		Shares
Stock								Common	
Option	\$ 1.72					12/01/2011	12/01/2021	Stock	200,000
Option								Stock	
Stock	4.2. 0					00/01/0011	00/01/0001	Common	100.000
Option	\$ 2.9					08/31/2011	08/31/2021	Stock	100,000
option								Dioon	

(e.g., puts, calls, warrants, options, convertible securities)

Reporting Owners

Reporting Owner Name / Address

Relationships

2 Reporting Owners

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Director 10% Owner Officer Other

PORTNOY DAVID

Co-Chief

700 BROOKER CREEK BLVD., SUITE 1800 X Executive

OLDSMAR, FL 34677

Officer

Signatures

/s/ David I. Portnoy 03/31/2015

**Signature of Date
Reporting Person

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).
- Shares of Common Stock held by PartnerCommunity, as to which David I. Portnoy may be deemed the beneficial owner as Chairman of (1) the Board and Secretary and as managing member of Mayim Management, LLC, which may exercise investment and voting discretion over such shares of Common Stock in accordance with the Investment Advisory Agreement.
- Shares of Common Stock held by Mayim Investments Limited Partnership, as to which David I.Portnoy may be deemed the beneficial owner as the managing member and owner of Mayim Management, LLC, which is the general partner of Mayim Management Limited Partnership, which is the general partner of Mayim Investment Limited Partnership.
- (3) Shares of Common Stock held by uTIPu, Inc., as to which David I. Portnoy may be deemed the beneficial owner as Chairman of the Board and Secretary.

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.

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