

Cellular Biomedicine Group, Inc.
Form 4
September 23, 2015

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Chan Andrew K

2. Issuer Name and Ticker or Trading Symbol
Cellular Biomedicine Group, Inc.
[CBMG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
530 UNIVERSITY AVENUE, #17
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
09/21/2015

____ Director
____ Officer (give title below) Other (specify below)
SVP Corp Bus Dev

PALO ALTO, CA 94301

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, 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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	09/21/2015		M		1,296 A \$ 3	D	155,274
Common Stock	09/21/2015		S		1,296 D \$ 20.8	D	153,978
Common Stock	09/21/2015		M		1,516 A \$ 5.61	D	155,494
Common Stock	09/21/2015		S		1,516 D \$ 20.8	D	153,978
Common Stock	09/21/2015		S		25,115 D \$ 20.8	D	128,863

Signatures

/s/ Andrew Chan

09/23/2015

**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) The option vested according to the following schedule: 1/36th per month following the vesting commencement date of February 20 2013.
- (2) The option vested according to the following schedule: 1/31st per month following the vesting commencement date of May 16, 2014.
- (3) This option vested in February 20, 2015, two years following the grant date of February 20, 2013.

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.