

Gaines George  
Form 4  
August 29, 2017

**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 \*  
Gaines George

2. Issuer Name and Ticker or Trading Symbol  
CRYO CELL INTERNATIONAL  
INC [CCEL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
700 BROOKER CREEK BLVD.,  
SUITE 1800

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/18/2017

Director  10% Owner  
 Officer (give title below)  Other (specify below)

(Street)  
OLDSMAR, FL 34677

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)
Common Stock				(A) or (D)	1,050,000	I	By IRA

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

**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 control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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 Underlying Securities (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 2.8							08/30/2011	08/30/2021	Common Stock	20,000 <u>(1)</u>
Stock Options	\$ 2.04							07/10/2012 <sup>(2)</sup>	07/10/2022	Common Stock	7,500
Stock Options	\$ 1.95							07/19/2013 <sup>(3)</sup>	07/19/2023	Common Stock	7,500
Stock Options	\$ 2.4							07/22/2014 <sup>(4)</sup>	07/22/2024	Common Stock	7,500
Stock Options	\$ 3.08							07/09/2015 <sup>(5)</sup>	07/09/2025	Common Stock	7,500
Stock Options	\$ 3.5							07/06/2016 <sup>(6)</sup>	07/06/2026	Common Stock	7,500
Stock Option	\$ 7	07/18/2017		A		7,500		07/18/2017 <sup>(7)</sup>	07/18/2027	Common Stock	7,500

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director   10% Owner   Officer   Other
Gaines George 700 BROOKER CREEK BLVD., SUITE 1800 OLDSMAR, FL 34677	X

## Signatures

George Gaines                                  08/29/2017  
 \*\*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).
- (1) Stock options vest at a rate of 1/3 per year commencing on August 30, 2011.
- (2) Stock options vest at a rate of 1/12 per month commencing on July 10, 2012.

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- (3) Stock options vest at a rate of 1/3 per month commencing on July 19, 2013.
- (4) Stock options vest at a rate of 1/12 per month commencing on July 22, 2014.
- (5) Stock options vest at a rate of 1/12 per month commencing on July 9, 2015.
- (6) Stock options vest at a rate of 1/12 per month commencing on July 6, 2016.
- (7) Stock options vest at a rate of 1/12 per month commencing on July 18, 2017.

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

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