

**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): July 15, 2010**

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**CRYO-CELL International, Inc.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**0-23386**  
(Commission  
File Number)

**22-3023093**  
(IRS Employer  
Identification No.)

**700 Brooker Creek Blvd., Suite 1800, Oldsmar, FL**  
(Address of principal executive offices)

**34677**  
(Zip Code)

**Registrant's telephone number, including area code: (813) 749-2100**

**Not applicable**  
(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 2.02. Results of Operations and Financial Condition.**

The information in this Item is furnished to, but not filed with, the Securities and Exchange Commission (the "Commission") solely under Item 12 of Form 8-K, "Results of Operations and Financial Condition."

On July 15, 2010 Cryo-Cell International, Inc. issued a press release that included financial information for the three months ended May 31, 2010. A copy of the press release is furnished as Exhibit 99.1 to this report and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(c) Exhibits

99.1 Press Release dated July 15, 2010

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

CRYO-CELL INTERNATIONAL, INC.  
(Registrant)

Date: July 20, 2010

By: /s/ Jill M. Taymans  
Name: Jill M. Taymans  
Title: Vice President, Finance

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**EXHIBIT INDEX**

**EXHIBIT  
NUMBER**

**EXHIBIT**

99.1

Press Release dated July 15, 2010.

**For Immediate Release****Contact:**

Lilian Stern (Investors) Investor Relations  
Stern IR  
212-362-1200  
lilian@sternir.com

Kristin Boza (Media Inquiries)  
Edelman  
312-233-1295  
kristin.boza@edelman.com

**CRYO-CELL INTERNATIONAL, INC. REPORTS SECOND QUARTER 2010 RESULTS*****Company Reports Consecutive Quarterly Profitability, Global Affiliate Growth and Developmental Progress with Proprietary Célle<sup>SM</sup> Menstrual Stem Cell Technology***

**OLDSMAR, Fla. – July 15, 2010 – Cryo-Cell International, Inc. (OTC Bulletin Board Symbol: CCEL)**(the “Company”), one of the world’s largest and most established family cord blood banks, today announced results for the second quarter ended May 31, 2010. Consolidated revenues for the second quarter of fiscal 2010 were \$4.3 million compared to \$4.7 million for the second quarter of fiscal 2009. The revenues for the second quarter of fiscal 2010 consisted of \$4.0 million in processing and storage revenue and \$327,000 in licensee income compared to \$4.2 million in processing and storage revenue and \$483,000 in licensee income in the same period in fiscal 2009. Licensee income for the three months ended May 31, 2010 consisted entirely of \$327,000 in royalty income earned on the processing and storage of cord blood stem cell specimens in geographic areas where the Company has license agreements. Licensee income for the 2009 period consisted of 408,000 in royalty income earned on the processing and storage of specimens in geographical areas where the Company has license agreements and \$75,000 related to an installment payment of a non-refundable up-front license fee from the licensee of the Company’s Célle program in India.

The Company reported net income in the second quarter of fiscal 2010 of \$354,000, or \$0.03 per basic common share, compared to net income of \$769,000, or \$0.07 per basic common share, in the second fiscal quarter of fiscal 2009. The decrease in net income for the three months ended May 31, 2010 principally resulted from a 9% decrease in revenue and a 3% increase in marketing, general and administrative expenses, which is partially offset by a 2% decrease in cost of sales. Although the Company experienced a 9% decrease in revenue, global affiliate revenue for specimens processed in the Company’s facility in Florida increased 10%. The Company believes that certain economic trends in fiscal 2010 have continued to affect discretionary consumer spending such as the slow economic recovery and looming concerns about the prospect of a double-dip recession; high unemployment and decreased availability of consumer credit. These factors, coupled with the increasingly prevalent option of public cord blood banking, have contributed to the decrease of revenue and earnings during the second quarter of 2010.

During the second quarter, Cryo-Cell announced results of a study published in the cover article of Stem Cells and Development journal showing that stem cells harvested from menstrual blood may one day be a potential source for stem cell therapies in stroke and other central nervous system disorders. After injecting MenSCs into animals induced with simulated stroke, the data shows immediate behavioral recovery at an early period after transplantation; and those subjects who were exposed to MenSCs exhibited a significantly reduced death rate. Based on the continued success of MenSCs in the research

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setting, Cryo-Cell is actively expanding its portfolio of research collaborations with world renowned scientists committed to study this novel stem cell population for a broad range of regenerative therapeutic development. The Company believes that the emerging cellular therapeutics industry focused on the repair and regeneration of the human body to treat a broad range of diseases; in addition to the prospective development of cosmeceutical applications such as anti-aging therapies combined with the growing interest in development of personalized medicine; may potentially serve to drive exponential growth of the global stem cell industry in the coming years.

“We continue to be encouraged by Cryo-Cell’s performance through the second quarter of fiscal 2010, which includes consecutive quarterly profitability and 10% revenue growth in Cryo-Cell’s global affiliate processing revenue for specimens processed in the Company’s facility in Florida,” stated Mercedes A. Walton, Chairman and CEO. “Cryo-Cell’s cord blood banking business is solid and continues to generate strong recurring revenues; global revenue growth and positive cash flow from operations.” Walton continued, “Moving forward, we continue to believe that Cryo-Cell’s highly differentiated growth strategy may possibly be significantly fueled by the Company’s proprietary Célle menstrual stem cell (MenSC) technology and the potential revenues that may possibly be generated from Célle processing and storage services; combined with potential revenues from future possible therapeutic development that may utilize Célle technology. With continuing profitability in Cryo-Cell’s core business and revenue growth in the Company’s global affiliate network; combined with the vast potential upside associated with the Company’s expansive Célle technology portfolio, we believe that Cryo-Cell may be solidly well-positioned to continue to build shareholder value in both the coming periods and over the longer-term horizon.”

As of May 31, 2010, the Company had \$8.1 million in cash, cash equivalents, marketable securities and other investments. The Company had no long-term debt at the end of the quarter.

#### **About Cryo-Cell International, Inc.**

Based in Oldsmar, Florida, with greater than 200,000 clients worldwide, Cryo-Cell is one of the largest and most established family cord blood banks. ISO 9001:2008 certified and accredited by the AABB, Cryo-Cell operates in a state-of-the-art Good Manufacturing Practice and Good Tissue Practice (cGMP/cGTP)-compliant facility. In November 2007, the Company launched Célle<sup>SM</sup> (pronounced “C-L”), the world’s first-ever commercial service allowing women to cryopreserve their own menstrual stem cells. Cryo-Cell is a publicly traded company. OTC Bulletin Board Symbol: CCEL. Expectant parents or healthcare professionals may call 1-800-STOR-CELL (1-800-786-7235) or visit [www.cryo-cell.com](http://www.cryo-cell.com).

#### **About C’elle**

The Célle<sup>SM</sup> service was introduced in November 2007 as the first and only service that empowers women to collect and cryopreserve menstrual flow containing undifferentiated adult stem cells for future utilization by the donor or possibly their first-degree relatives in a manner similar to umbilical cord blood stem cells. For more information, visit [www.celle.com](http://www.celle.com).

#### **Forward-Looking Statement**

Statements wherein the terms “believes”, “intends”, “projects”, “anticipates”, “expects”, and similar expressions as used are intended to reflect “forward-looking statements” of the Company. The information contained herein is subject to various risks, uncertainties and other factors that could cause actual results to differ materially from the results anticipated in such forward-looking statements or paragraphs, many of which are outside the control of the Company. These uncertainties and other factors include the actual strength of its momentum, actual future shareholder and enterprise value, the success of the Company’s global expansion initiatives and product diversification, the Company’s future ownership stake in future therapies emerging from its collaborative research partnerships, the success related to its IP portfolio, the Company’s future competitive position in stem cell innovation, future success of its core business, the future costs to the Company related to R&D initiatives, the actual return on investment relative to the

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Safti-Cell acquisition and those risks and uncertainties contained in risk factors described in documents the Company files from time to time with the Securities and Exchange Commission, including the most recent Annual Report on Form 10-K, Quarterly Reports on Form 10-Q and any Current Reports on Form 8-K filed by the Company. The Company disclaims any obligations to subsequently revise any forward-looking statements to reflect events or circumstances after the date of such statements.