

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person* Wheeler Jonathan H.		2. Issuer Name and Ticker or Trading Symbol CRYO CELL INTERNATIONAL INC [CCEL]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/22/2020		
700 BROOKER CREEK BLVD, SUITE 1800			4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(Street) 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. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								74,700	D	

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

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

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option	\$ 2.04							07/10/2012 ⁽¹⁾	07/10/2022	Common Stock	7,500	7,500	D		
Stock Option	\$ 1.95							07/19/2013 ⁽²⁾	07/19/2023	Common Stock	7,500	7,500	D		
Stock Option	\$ 2.4							07/22/2014 ⁽³⁾	07/22/2024	Common Stock	7,500	7,500	D		
Stock Option	\$ 3.08							07/09/2015 ⁽⁴⁾	07/09/2025	Common Stock	7,500	7,500	D		
Stock Option	\$ 7.53							08/30/2019 ⁽⁵⁾	08/30/2029	Common Stock	7,500	7,500	D		
Stock Option	\$ 7.74							11/25/2019 ⁽⁶⁾	11/25/2029	Common Stock	5,300	5,300	D		
Stock Option	\$ 7.85	09/22/2020		A		5,300		09/22/2020	09/22/2020	Common Stock	5,300	\$ 7.85	5,300	D	

Reporting Owners

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

Signatures

/s/ Jonathan Wheeler	09/24/2020
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) Stock options vest at a rate of 1/12 per month commencing on July 10, 2012.
 - (2) Stock options vest at a rate of 1/12 per month commencing on July 19, 2013.
 - (3) Stock options vest at a rate of 1/12 per month commencing on July 22, 2014.
 - (4) Stock options vest at a rate of 1/12 per month commencing on July 9, 2015.
 - (5) Stock options vest at a rate of 1/12 per month commencing on August 30, 2019.
 - (6) Stock options vest at a rate of 1/12 per month commencing on November 25, 2019.

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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