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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden 0.5 hours per response...

(Instr. 4)

(Instr. 4)

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 or Section 30(h) of the Investment Company Act of 1940

(Print or Ty	pe Response	es)													
1. Name and Address of Reporting Person PORTNOY DAVID (Last) (First) (Middle) 700 BROOKER CREEK BLVD, SUITE 1800				2. Issuer Name and Ticker or Trading Symbol CRYO CELL INTERNATIONAL INC [CCEL]							X Director				
				3. Date of Earliest Transaction (Month/Day/Year) 08/25/2022							_X_ Officer (give tit	X_Officer (give title below)Other (specify below) Chairman, Co-CEO			
OLDSM	AR, FL 34	(Street)		4. If Amendmen	t, Date	Original	l Filed	(Month/Day/	Year)		6. Individual or Jo _X_ Form filed by One Form filed by Mor	Reporting Pers	son	cable Line)	
(Ci		(State)	(Zip)		7	Γable I ·	- Non	-Derivativ	ve Secur	ities A	cquired, Disposed of,	or Benefici	ially Owned		
1.Title of S (Instr. 3)	Security		2. Transaction Date (Month/Day/Year	2A. Deemed Execution Date any (Month/Day/Ye	if Co	Γransact de str. 8)	ion	4. Securi (A) or Di (Instr. 3,	isposed o	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Owne Form	rship Indi Ben (D) Owr	eficial ership
						Cada	V	A	(A) or	Duissa			(I)	ì	1. 4)
Common	Stock					Code	v	Amount	(D)	Price	102,586		(Instr		Spouse
Common											98,162		I		401K
Common	ISTOCK									\$	96,102		1	Бу	401K
Common	Stock		08/25/2022			M		70,270	A	3.14	860,742		D		
Common Stock										152,882		I	By Cor	poration	
Common Stock										15,611		I	for	etodian ighter	
Common	Stock										9,974		I		stodian Son (2)
Common	Stock										59,027		I	Ву	LLC
Common	Stock										199,080		I	Ву	IRA
Common	Stock										55,219		I	By Cor	poration
Common	Stock										11,352		I		stodian Son
Common	Stock										11,242		I		etodian Son
Common Stock										10,783		I		stodian Son	
Common	ı Stock										9,122		I	for	etodian nghter
Reminder:	Report on a	separate line for each	a class of securities be	eneficially owned of	lirectly	or indir	Pers	form are	not re	quire	the collection of in			SEC 1	474 (9-02)
			Table	II - Derivative Se (e.g., puts, cal			red, D	oisposed o	f, or Be	neficia	lly Owned				
1. Title of Derivative Security (Instr. 3)	Conversion	3. Transaction Date (Month/Day/Year)	Execution Date, if	5. Nu Fransaction of De Code Secur Instr. 8) Acqui	mber rivative ities red (A) sposed 3, 4,	6. Date Date (Mont	e Exe	•		ation	7. Title and Amount of Underlying Securities Instr. 3 and 4)	Derivative	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s	Form of Derivativ Security: Direct (D or Indirect	(Instr. 4)

and 5)

			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option	\$ 3.14	08/25/2022	M		70,270		04/15/2016	04/15/2026	Common Stock	70,270	\$ 3.14	0	D	
Stock Option	\$ 7.92						03/08/2018	03/08/2023	Common Stock	23,636		23,636	D	
Stock Option	\$ 7.53						08/30/2019	08/30/2029	Common Stock	26,243		26,243	D	
Stock Option	\$ 7.28						12/20/2019	12/20/2029	Common Stock	23,636		23,636	D	
Stock Option	\$ 12.27						12/22/2021(3)(4)	12/22/2024	Common Stock	553		553	D	
Stock Option	\$ 12.27						12/22/2021(3)(5)	12/22/2028	Common Stock	280,000		280,000	D	
Stock Option	\$ 13.5						12/22/2021(3)(4)	12/22/2024	Common Stock	24,447		24,447	D	

Reporting Owners

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
PORTNOY DAVID 700 BROOKER CREEK BLVD SUITE 1800 OLDSMAR, FL 34677	X	X	Chairman, Co-CEO					

Signatures

/s/ David Portnoy	08/29/2022
**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) Shares of Common Stock held by Mayim Investment Limited Partnership as is David I. Portnoy my be deemed the beneficial owner as the managing member and owner of Mayim Management, LLC, which is the general partner of Mayim Investment Limited Partnership.
- (2) Shares of Common Stock held by uTIPu, Inc., as to which David I. Portnoy may be deemed the beneficial owner as the Chairman of the Board and Secretary.
- (3) The stock options are subject to the approval of the 2022 Equity Incentive Plan, which vote is expected to occur at the Company's 2022 Annual Meeting.
- (4) One-third of the stock options will vest on December 22, 2022, one-third will vest on December 22, 2023 and one-third on December 22, 2024.
- (5) Stock options vest immediately if the price of the Company's common stock reaches \$25.00 per share during the seven-year option term.

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

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.