## FORM 4

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

	OMB APP	ROVAL
OM	B Number:	3235-028
Esti	burden	
hou	rs ner resnons	0 1

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	(S)																
	Name and Address of Reporting Person * rtnoy Mark L.				2. Issuer Name and Ticker or Trading Symbol CRYO CELL INTERNATIONAL INC [CCEL]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X_Director 10% Owner								
	(Last) (First) (Middle) 700 BROOKER CREEK BLVD., ST. 1800				3. Date of Earliest Transaction (Month/Day/Year) 03/08/2018							X_Officer (give title below) Other (specify below)  Co-Chief Executive Officer						
(Street)				4. If A	4. If Amendment, Date Original Filed(Month/Day/Year)						_X_ Fo	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person						
OLDSMAR, FL 34677										— For	Form filed by More than One Reporting Person							
(Cit	ty)	(State)	(Zip)				Ta	ble I - Non-	Deriva	tive Securiti	es Acq	quired, I	Disposed of	, or Benefic	cially Owned			
1.Title of S (Instr. 3)	Security		2. Transaction Date (Month/Day/Yea	ar) any	ution	ned Date, if ay/Year)	Cod (Ins	tr. 8)	(A) or (Instr.	Disposed of 3, 4 and 5)  (A) or	?(D)		Following tion(s)	rities Benefi Reported	Ov For Dia or (I)	m: ect (D ndirec	ip Indire Benef O) Owne	icial rship
Common	Stock						C	lode V	Amou	int (D)	Price	521,57	521 576		(ln D	str. 4)	4)	
Common												18,055			I		by 40	)1K
												91,529			I		by	ership
Reminder:	Report on a s	separate line for each	n class of securities b	beneficia	ally o	wned dire	ectly	Pers	sons w		uired 1	to resp	ond unles		n contained n displays a		SEC 147	4 (9-02)
	Report on a s	separate line for each	n class of securities b	beneficia	ally o	wned dire	ectly	Pers	sons w	are not requ	uired 1	to resp	ond unles				SEC 147	4 (9-02)
Reminder:	2. Conversion or Exercise Price of Derivative	3. Transaction Date	Table  3A. Deemed Execution Date, if	II - Deri (e.g., 4. Transac Code	ivativ , puts etion	s, calls, w 5. Numb of Deriv Securitie Acquired or Dispo	ties Avarra	Pers this curi	form a rently v resposed s, conve	are not requivalid OMB of or Bene or tible securing and	ficially ficially ficially fities)  7. Tof U	to resp ol numb	ond unles per. I Amount	ss the form	9. Number of Derivative Securities Beneficially Owned	f 10. Ow For De Sec	wnership orm of erivative curity:	11. Natur
Reminder:  1. Title of Derivative Security	2. Conversion or Exercise Price of	3. Transaction Date	Table  3A. Deemed Execution Date, if	II - Deri (e.g., 4. Transac Code	ivativ, puts	ve Securi s, calls, w 5. Numb of Deriv Securitie Acquired	eties Avarra oer eative es d (A) osed	Acquired, D nts, options 6. Date Ex Expiration	form a rently v resposed s, conve	are not requivalid OMB of or Bene or tible securing and	ficially ficially ficially fities)  7. Tof U	to respond number of numbe	ond unles per. I Amount	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially	f 10. Ow For De Sec Dir or 1	wnership orm of erivative curity: rect (D) Indirect	11. Natur of Indirec Beneficia Ownersh
Reminder:  1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	Table  3A. Deemed Execution Date, if	II - Deri (e.g., 4. Transac Code	ivativ, puts	ve Securi s, calls, w 5. Numb of Deriv Securitie Acquired or Dispo of (D) (Instr. 3,	eties Avarra oer eative es d (A) osed	Acquired, D nts, options 6. Date Ex Expiration	sons we form a rently visposed s, convergercisable Date my/Year	are not requivalid OMB of or Bene or tible securing and	ficially ficially ficially fities)  7. Tof U	to respondent of the responden	ond unles per. I Amount	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported	f 10. Ow For De Sec Dir or 1	wnership orm of erivative curity: rect (D) Indirect	11. Natur of Indirec Beneficia Ownersh
Reminder:  1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	Table  3A. Deemed Execution Date, if	II - Deri (e.g., 4. Transac Code (Instr. 8	ivativative, puts	s, calls, w 5. Numb of Deriv Securitie Acquired or Dispo of (D) (Instr. 3, and 5)	per ative es d (A) ssed	Acquired, Date Expiration (Month/Da	sons was form a rently was specific to the second of the s	are not requivalid OMB of or Bene rtible security and Expiration	ficially ities)  7. Tof U Secu (Inst	to respondent of the responden	Amount or Number	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction	f 10. Ow For De Sec Dir or 1	wnership orm of crivative curity: rect (D) Indirect	11. Natur of Indirec Beneficia Ownersh
Reminder:  1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	Table  3A. Deemed Execution Date, if	II - Deri (e.g., 4. Transac Code (Instr. 8	ivativative, puts	s, calls, w 5. Numb of Deriv Securitie Acquired or Dispo of (D) (Instr. 3, and 5)	per ative es d (A) ssed	Acquired, Date Expiration (Month/Da	e e e e	ere not required to the control of t	ficially find the first state of	to respondent to	Amount or Number of Shares	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	f 10. Ow For De Sec Dir or 1	wnership orm of crivative curity: rect (D) Indirect hstr. 4)	11. Natur of Indirec Beneficia Ownersh
Reminder:  1. Title of Derivative Security (Instr. 3)  Stock Option Stock	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	Table  3A. Deemed Execution Date, if	II - Deri (e.g., 4. Transac Code (Instr. 8	ivativative, puts	s, calls, w 5. Numb of Deriv Securitie Acquired or Dispo of (D) (Instr. 3, and 5)	per ative es d (A) ssed	Persthis curi Acquired, Date, options 6. Date Expiration (Month/Da  Date Exercisable 12/01/2	eently visposectors, convergence of the convergence	e and Expiration Date  12/01/202	ficially ities) 7. Trof U Sect (Institute I Con S I Co	to respondent to	Amount or Number of Shares 200,000	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	f 10. Ow For De Sec Dir or 1	whership rm of erivative curity: rect (D) Indirect	11. Natur of Indirec Beneficia Ownersh

### **Reporting Owners**

			Relationships	
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Portnoy Mark L. 700 BROOKER CREEK BLVD. ST. 1800 OLDSMAR, FL 34677	X		Co-Chief Executive Officer	

### **Signatures**

/s/ Mark Portnoy	03/14/2018
**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) Share of Common Stock held by Capital Asset Fund # 1 Limited Partnership, as to which Mark L. Portnoy may be deemed the beneficial owner as its general partner.
- $\textbf{(2)} \ \ \textbf{Stock options vest 1/3 on date of grant, 1/3 on December 1, 2016 and 1/3 on December 1, 2017.}$
- $\textbf{(3)} \ \ \textbf{Stock options will vest 1/3 on date of grant, 1/3 on December 1, 2018 and 1/3 on December 1, 2019.$

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.