

# FORM 4

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

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

## 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 <b>PORTNOY DAVID</b>		2. Issuer Name and Ticker or Trading Symbol <b>CRYO CELL INTERNATIONAL INC [CCEL]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Co-Chief Executive Officer</b>	
(Last) <b>700 BROOKER CREEK BLVD., SUITE 1800</b>	(First) <b></b>	(Middle) <b></b>	3. Date of Earliest Transaction (Month/Day/Year) <b>11/21/2019</b>		
(Street) <b>OLDSMAR, FL 34677</b>			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
(City)	(State)	(Zip)	<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>		

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								151,224	I	By Corporation (1)
Common Stock								58,011	I	By 401K
Common Stock								9,122	I	as Cust for Daughter
Common Stock								9,974	I	as Cust for Son
Common Stock								78,864	I	By Spouse
Common Stock								59,027	I	By LLC (2)
Common Stock								199,080	I	By IRA
Common Stock								55,219	I	By Corporation 2 (3)
Common stock	11/21/2019		S		89,510 (7)	D	\$ 3.3	491,623	D	
Common stock	11/21/2019		S		40,390 (7)	D	\$ 3.2	452,233	D	
Common stock	11/21/2019		S		27,572 (7)	D	\$ 4	424,661	D	

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)**

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				
Stock Option	\$ 1.72						12/01/2011	12/01/2021	Common Stock	200,000		200,000	D	
Stock Option	\$ 2.9						08/31/2011	08/31/2021	Common Stock	100,000		100,000	D	
Stock Option	\$ 3.14						04/15/2016 (4)	04/15/2026	Common Stock	70,270		70,270	D	

Stock Option	\$ 7.92						(5)	03/08/2023	Common Stock	23,636		23,636	D	
Stock Option	\$ 7.53	08/30/2019		A		26,243	(6)	08/30/2029	Common Stock	26,243	\$ 7.53	26,243	D	

## Reporting Owners

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

## Signatures

/s/ David Portnoy		11/25/2019
<small>**Signature of Reporting Person</small>		<small>Date</small>

## 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 Partner Community, as to which David I. Portnoy may be deemed the beneficial owner as the Chairman of the Board and Secretary and as the managing member of Mayim Management, LLC, which may exercise investment and voting discretion over such shares of Common Stock in accordance with the Investment Advisory Agreement.
- (2) Share of Common Stock held by Mayim Investment Limited Partnership, as to David I. Portnoy may be deemed the beneficial owner as the managing member and owner Mayim Management, LLC, which is the general partner of Mayim Management Limited Partnership, which is the general partner of Mayim Investment Limited Partnership.
- (3) Share 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.
- (4) Stock options vest 1/3 on date of grant, 1/3 December 1, 2016 and 1/3 December 1, 2017.
- (5) Stock options will vest 1/3 on date of grant, 1/3 December 1, 2018 and 1/3 on December 1, 2019.
- (6) Stock options will vest 1/3 upon date of grant, 1/3 on December 1, 2019 and 1/3 on November 30, 2020.
- (7) Shares surrendered as a result of the ratification of stock issuances and equity awards at the Company's Annual Meeting of Shareholders on November 21, 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.