## FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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)

#### 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

1. Name and Address of Reporting Person* PORTNOY DAVID					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						
700 BRC		(First) REEK BLVD., S	(Middle) SUITE 1800	3. Date of 03/19/2			Γrans	action (Mo	onth/I	Day/Y	ear)		X	Officer (give		Executive		cify below)	
(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)							_X_ F	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _ Form filed by More than One Reporting Person							
OLDSM.	AR, FL 34	(State)	(Zip)																
		(State)		Table I - Non-Derivative Securities Acqu															
1.Title of S (Instr. 3)	ecurity		2. Transaction Date (Month/Day/Year)	2A. Deer Execution any (Month/I	n Dat	e, if	3. Tra Code (Instr		(A)	or Di	ties Acquisposed of 4 and 5)				•		Ownersh Form: Oirect (E	7. Nature of Indirect Beneficial Ownership direct (Instr. 4)	
							Со	ode V	Λm	ount	(A) or (D)	Price				(	I) Instr. 4)	(=====	,
Common	Stock		03/19/2013				F		76.		Δ	\$ 1.96	5,617	5,617		I		As Co Son	ust for
Common Stock		03/19/2013				F		764	4		\$ 1.96	4,764		I		As Co Daug	ust for hter		
Common Stock			03/19/2013				F		1,2	.77		\$ 1.96	201,015		I		By L	LC (2)	
Common	Stock												13,951			I	-	By 40	)1K
Common	Stock												144,7	144,724		I		By Corpo	oration
Common	Stock												20,893		I	)			
Common Stock												199,080		I		By IF	RA.		
Common Stock					51,0		51,67	51,678 I			-	By Spouse							
Common Stock												55,219		I		By Corpo	Corporation		
Reminder:	Report on a s	eparate line for eac	h class of securities	beneficia	lly ov	vned d	lirect		-		o respo	nd to	the co	llection o	f informat	ion conta	ained	SEC 147	4 (9-02)
														respond ( control no	unless the umber.	form			
			Table II					cquired,					lly Own	ied					
1. Title of Derivative Security (Instr. 3)	Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code	tion I	5.	ative ities ired sed	Expiration Date of U (Month/Day/Year) Secu			7. Tit of Ur Secur	. Title and Amount		8. Price of Derivative Security (Instr. 5)		ve S F S S S S S S S S S S S S S S S S S	wnership orm of erivative ecurity: virect (D) r Indirect	11. Nature of Indirec Beneficia Ownershi (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisal	ole	Expi Date	ration	Title		Amount or Number of Shares					
Stock Option	\$ 1.72							12/01/2	011	12/0	)1/2021		nmon ock	200,000		200,0	00	D	
Stock Option	\$ 2.9						_	08/31/2	011	08/3	31/2021		nmon ock	100,000		300,0	00	D	
Repor	ting O	wners																	

Relationships

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

## **Signatures**

/s/ David I. Portnoy	03/19/2013
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 PartnerCommunity, as to which David I. Portnoy may be deemed the beneficial owner as Chairman of the Board and Secretary and as 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) Shares of Common Stock held by Mayim Investments Limited Partnership, as to which David I.Portnoy may be deemed the beneficial owner as the managing member and owner of Mayim Management, LLC, which is the general partner of Mayim Management Limited Partnership, which is the general partner of Mayim Investment Limited Partnership.
- (3) Shares of Common Stock held by uTIPu, Inc., as to which David I. Portnoy may be deemed the beneficial owner as Chairman of the Board and Secretary.

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.