

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

Cord Blood America, Inc.

Form: 4

Date Filed: 2018-02-26

Corporate Issuer CIK: 1289496

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

☐ 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 Type Responses)

| | | | | | | | |
|--|--|--|--------------------------------------|---|---|---|---|
| 1. Name and Address of Reporting Person CRYO CELL INTERNATIONAL INC | | 2. Issuer Name and Ticker or Trading Symbol Cord Blood America, Inc. [CBAI] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) | | | |
| (Last) (First) (Middle) 700 BROOKER CREEK BLVD., SUITE 1800, | | 3. Date of Earliest Transaction (Month/Day/Year) 02/22/2018 | | | | | |
| (Street) OLDSMAR, FL 34677 | | 4. If Amendment, Date Original Filed (Month/Day/Year) | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | | | |
| (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 | 02/22/2018 | | P | 5,050 A \$ 0.0042 | 16,273,604 (2) (5) | D | |
| Common Stock | 02/22/2018 | | P | 261,655 A \$ 0.0042 | 16,535,259 (2) (5) | D | |
| Common Stock | 02/26/2018 | | P | 940,000 A \$ 0.0046 | 17,475,259 (2) (5) | D | |
| Common Stock | | | | | 114,207,446 (1) (5) | D | |
| Common Stock | | | | | 4,061,770 (3) (5) | D | |
| Common Stock | | | | | 25,000,000 (4) (5) | 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 | Title Amount or Number of Shares | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CRYO CELL INTERNATIONAL INC 700 BROOKER CREEK BLVD., SUITE 1800 OLDSMAR, FL 34677 | | X | | |
| PORTNOY DAVID 700 BROOKER CREEK BLVD., SUITE 1800 OLDSMAR, FL 34677 | | X | | |
| Portnoy Mark L. 700 BROOKER CREEK BLVD. ST. 1800 OLDSMAR, FL 34677 | | X | | |
| Gaines George 700 BROOKER CREEK BLVD., SUITE 1800 OLDSMAR, FL 34677 | | X | | |

Signatures

| | |
|--|------------|
| /s/ David Portnoy, Individual, and Chief Executive Officer and Authorized Representative of Cryo-Cell, International, Inc. | 02/26/2018 |
|  | Date |
| /s/ David Portnoy | 02/26/2018 |
|  | Date |
| /s/ Mark Portnoy | 02/26/2018 |

/s/ George Gaines

Signature of Reporting Person

Date

02/26/2018

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) Shares owned solely by CRYO-CELL International, Inc.

(2) Shares owned solely by David I. Portnoy

(3) Shares owned solely by Mark L. Portnoy

(4) Shares owned solely by George Gaines.

(5) Messrs. Portnoy, Portnoy and Gaines, along with CRYO-CELL International, Inc. are deemed to be members of a "group" for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended.

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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| Common Stock | | | | | 25,000,000 (4) (5) | D | |

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

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| | | | | Code V | (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CRYO CELL INTERNATIONAL INC 700 BROOKER CREEK BLVD., SUITE 1800 OLDSMAR, FL 34677 | | X | | |
| PORTNOY DAVID 700 BROOKER CREEK BLVD., SUITE 1800 OLDSMAR, FL 34677 | | X | | |
| Portnoy Mark L. 700 BROOKER CREEK BLVD. ST. 1800 OLDSMAR, FL 34677 | | X | | |
| Gaines George 700 BROOKER CREEK BLVD., SUITE 1800 OLDSMAR, FL 34677 | | X | | |

Signatures

| | | |
|--|--|------------|
| /s/ David Portnoy, Individual, and Chief Executive Officer and Authorized Representative of Cryo-Cell, International, Inc. | | 02/26/2018 |
|  Signature of Reporting Person | | Date |
| /s/ David Portnoy | | 02/26/2018 |
|  Signature of Reporting Person | | Date |
| /s/ Mark Portnoy | | 02/26/2018 |

/s/ George Gaines

Signature of Reporting Person

Date

02/26/2018

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