

Liu Wen Tao
Form 4
April 12, 2018

FORM 4

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

OMB APPROVAL

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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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Liu Wen Tao

2. Issuer Name and Ticker or Trading Symbol
Cellular Biomedicine Group, Inc.
[CBMG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
19925 STEVENS CREEK BLVD.,
SUITE 100

3. Date of Earliest Transaction
(Month/Day/Year)
04/10/2018

____ Director
____ Officer (give title below)
____ 10% Owner
____ Other (specify below)

(Street)
CUPERTINO, CA 95014

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ 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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	04/10/2018		M			10,400	A	\$ 15.53	223,476	D	
Common Stock	04/10/2018		S ⁽¹⁾			10,400	D	\$ 20.095	213,076	D	
Common Stock	04/11/2018		M			12,044	A	\$ 15.53	225,120	D	
Common Stock	04/11/2018		S ⁽¹⁾			12,044	D	\$ 20.08	213,076	D	

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Non-Qlfd. Stock Option(right to buy)(2014 Plan-Grant 14-142)	\$ 15.53	04/10/2018		M	10,400	(4) (4)	Common Stock 10,400
Non-Qlfd. Stock Option(right to buy)(2014 Plan-Grant 14-142)	\$ 15.53	04/11/2018		M	12,044	(4) (4)	Common Stock 12,044

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Liu Wen Tao
19925 STEVENS CREEK BLVD., SUITE 100
CUPERTINO, CA 95014

Signatures

/s/ Wen Tao Liu 04/12/2018

**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) The transactions reported were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 25, 2015. Accordingly, the reporting person had no discretion with regard to the timing of the transactions.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$20.05 to \$20.20, inclusive.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$20.00 to \$20.40, inclusive.
- (4) This option vested over a period of three years according to the following schedule: 1/3 on December 31, 2015 and 1/3 on each anniversary thereafter. The expiration date of such option is May 6, 2017 or 3 months after the reporting person ceases serving on the board of directors of the registrant, whichever is later.

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.