SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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[*]	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
LOSORDO DOUGLAS W	CALADRIUS BIOSCIENCES, INC. [CLBS]	

(Last)	(First)	(Middle)
C/O CALADRIUS BIOSCIENCES, INC.		
110 ALLEN ROAD, 2ND FLOOR		

3. Date of Earliest Transaction (Month/Day/Year)
01/08/2018

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

See Remarks

(Street)		
BASKING RIDGE	NJ	07920

4. If Amendment, Date of 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/08/2018		A		13,300[1]	A	$0	88,892[2]	D	
Common Stock	01/08/2018		F		1,803	D	$0	87,089[2]	D	

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 Securities Underlying Derivative Security (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: 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				
Stock Option	$3.79	01/08/2018		A		20,000		01/08/2018[3]	01/08/2028	Common Stock	20,000	$0	20,000	D	

Explanation of Responses:

1. Represents 13,300 shares of restricted stock granted under the Issuer's 2015 Equity Compensation Plan. The restricted stock vests in three equal installments, with one-third of the shares vesting on the date of grant and an additional one-third vesting on each of the first and second anniversaries of the grant date.

2. Includes 42,763 shares of unvested restricted stock.

3. One-third of the shares underlying the stock options vest immediately on the grant date, with an additional one-third vesting on each of the first and second anniversaries of the grant date.

Remarks:

Senior Vice President, Clinical, Medical and Regulatory Affairs and Chief Medical Officer

Douglas W. Losordo, By: /s/ Todd C. Girolamo, Esq., Attorney-in-Fact	01/10/2018
** Signature of Reporting Person	Date