

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF  
SECURITIES

OMB APPROVAL

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or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>SHIRAHAMA NORIO SEIJIRO</u>	2. Date of Event Requiring Statement (Month/Day/Year) 01/23/2006	3. Issuer Name and Ticker or Trading Symbol <u>CYTORI THERAPEUTICS, INC. [ CYTX ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Vice President Asia Pacific</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)
(Last) (First) (Middle) 3020 CALLAN ROAD			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
(Street) SAN DIEGO CA 92121			
(City) (State) (Zip)			

## Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)

Table II - Derivative Securities Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option (Right to Buy)	01/08/2006 <sup>(1)</sup>	12/08/2015	Common Stock	50,000	6.86	D	
Employee Stock Option (Right to Buy)	03/02/2005 <sup>(1)</sup>	02/02/2015	Common Stock	35,000	3.12	D	
Employee Stock Option (Right to Buy)	07/02/2004 <sup>(1)</sup>	06/02/2014	Common Stock	25,000	4.16	D	
Employee Stock Option (Right to Buy)	10/28/2003 <sup>(2)</sup>	10/28/2012	Common Stock	75,000	4.14	D	

## Explanation of Responses:

- The Employee Stock Options vest 1/48th each month from the date of grant.
- The Employee Stock Options vest 25% on the first anniversary from the date of grant and at a rate of 1/48th each month thereafter.

Seijiro N. Shirahama 01/26/2006

\*\* Signature of Reporting Person Date

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

\* If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.