

| OMB APPROVAL | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* <u>HEDRICK MARC H</u> _____ (Last) (First) (Middle) <u>3020 CALLAN ROAD</u> _____ (Street) <u>SAN DIEGO CA 92121</u> _____ (City) (State) (Zip) | | | 2. Issuer Name and Ticker or Trading Symbol <u>CYTORI THERAPEUTICS, INC. [CTYX]</u> | | | 5. 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>President and CEO</u> | | |
| | | | 3. Date of Earliest Transaction (Month/Day/Year) <u>07/25/2018</u> | | | | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | 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 | | |

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 | | | |

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 | | | | | |
| Subscription Rights (Right to Buy) | \$1,000 | 07/25/2018 | | X | | | 35 | 06/29/2018 | 07/20/2018 | See Footnote ⁽¹⁾ | (1) | 0 | D | |
| Series C Preferred Stock | \$0.7986 | 07/25/2018 | | X | | 35 | | 07/25/2018 | (2) | Common Stock | 43,827 | 35 | D | |
| Warrants (Right to Buy) | \$0.7986 | 07/25/2018 | | X | | 36,750 | | (3) | 01/25/2021 | Common Stock | 36,750 | 36,750 | D | |

Explanation of Responses:

- The preferred stock and the warrants reported on this Form 4 were acquired pursuant to the exercise of subscription rights previously distributed by Cytori Therapeutics, Inc. (the "Company") to all holders of the Company's common stock and Series B Preferred Stock on June 26, 2018. The subscription rights entitled each recipient to purchase units ("Units"). Each Unit consists of one share of the Company's Series C Preferred stock (convertible into 1,253 of the Company's common stock) and 1,050 warrants, with each warrant representing the right to purchase one share of the Company's common stock. The purchase price for each Unit was \$1,000.
- The Series C Preferred Stock has no expiration date.
- Each warrant entitles the holder to purchase one share of the Company's common stock at an exercise price of \$0.7986 through January 25, 2021.

Remarks:

/s/ Marc Hedrick 07/27/2018
 ** 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 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).

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.