

Capponi Vincent  
Form 4  
August 06, 2018

**FORM 4**

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

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Capponi Vincent

(Last) (First) (Middle)

C/O CYTOSORBENTS  
CORPORATION, 7 DEER PARK  
DRIVE, SUITE K

(Street)

MONMOUTH  
JUNCTION, NJ 08852

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

Cytosorbents Corp [CTSO]

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

08/02/2018

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

Chief Operating Officer

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction(A) or<br>Disposed of (D)<br>Code (Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|---------------------------------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 08/02/2018                              |                                                             | M <sup>(1)</sup>                                              | 2,835 A \$ 3.45                                                     | 335,603                                                                                                            | D                                                                       |                                                                   |
| Common<br>Stock                       | 08/02/2018                              |                                                             | S <sup>(1)</sup>                                              | 2,835 D \$ 13                                                       | 332,768                                                                                                            | D                                                                       |                                                                   |
| Common<br>Stock                       | 08/03/2018                              |                                                             | M <sup>(1)</sup>                                              | 7,600 A \$ 3.45                                                     | 340,368                                                                                                            | D                                                                       |                                                                   |
| Common<br>Stock                       | 08/03/2018                              |                                                             | S <sup>(1)</sup>                                              | 7,600 D \$ 13.08                                                    | 332,768 <sup>(2)</sup>                                                                                             | D                                                                       |                                                                   |

<sup>(4)</sup>

## Edgar Filing: Capponi Vincent - Form 4

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

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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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                 |                                        |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|---------------------------------------------------------------------|--------------------|-----------------|----------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                               | (A)                                                            | (D) | Date Exercisable                                                    | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of<br>Shares |
| Stock<br>Option<br>(right to<br>buy)                | \$ 3.45                                                               | 08/02/2018                              |                                                             | M <sup>(1)</sup>                        |                                                                                                                 | 2,835                                                          |     | 05/05/2010 <sup>(3)</sup>                                           | 05/05/2020         | Common<br>Stock | 2,835                                  |
| Stock<br>Option<br>(right to<br>buy)                | \$ 3.45                                                               | 08/03/2018                              |                                                             | M <sup>(1)</sup>                        |                                                                                                                 | 7,600                                                          |     | 05/05/2010 <sup>(3)</sup>                                           | 05/05/2020         | Common<br>Stock | 7,600                                  |

## Reporting Owners

| Reporting Owner Name / Address                                                                               | Relationships                    |
|--------------------------------------------------------------------------------------------------------------|----------------------------------|
|                                                                                                              | Director 10% Owner Officer Other |
| Capponi Vincent<br>C/O CYTOSORBENTS CORPORATION<br>7 DEER PARK DRIVE, SUITE K<br>MONMOUTH JUNCTION, NJ 08852 | Chief Operating Officer          |

## Signatures

/s/ Vincent  
Capponi 08/06/2018

\_\_\_\_\_  
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) Stock option exercise and open market sale conducted pursuant to a 10b5-1 trading plan adopted by the Reporting Person in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended.

Includes (i) the following RSUs that will be settled into common stock upon vesting upon a "Change In Control" of the Company: (a) 17,900 RSUs granted on February 24, 2017, (b) 54,000 RSUs granted on June 7, 2016, (c) 125,000 RSUs granted on April 8, 2015 and (d) 10,100 RSUs granted on March 15, 2018 and reported on this Form 4, (ii) the following RSUs subject to vesting as to one-third of the award on each of the date of grant, the first anniversary of the date of grant, and the second anniversary of the date of grant, subject to the reporting person's continued service as of the applicable vesting date, and will be settled into common stock upon vesting: (a) 11,980 of the RSUs granted to the reporting person on February 24, 2017 and unvested as of the date hereof, and (b) 25,334 RSUs granted on February 28, 2018 and unvested as of the date hereof and (iii) 88,454 shares of common stock owned by the reporting person.

- (3) These stock options vested at the discretion of the Company's Board of Directors based on satisfying certain criteria including a timely completion of the sepsis trial, raising capital for the Company, and partnering and business development. The options did not vest on May 5, 2010.

The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$13.00 to \$13.35.

- (4) The reporting person undertakes to provide to the Company, any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.

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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