

Cellular Biomedicine Group, Inc.
 Form 3
 July 08, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Leung Pak To</p> <p>(Last) (First) (Middle)</p> <p>1902-03 BANK OF AMERICA TOWER,Â 12 HARCOURT ROAD, CENTRAL</p> <p>(Street)</p> <p>HONG KONG,Â F4Â 00000</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>07/02/2014</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Cellular Biomedicine Group, Inc. [CBMG]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p>
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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)
Common Stock	554,777	I	Through Full Moon Resources Ltd., which is 100% owned by Mr. Leung (also sole director). ⁽¹⁾

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

SEC 1473 (7-02)

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

1. Title of Derivative Security	2. Date Exercisable and Expiration Date	3. Title and Amount of Securities Underlying	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial
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(Instr. 4)	(Month/Day/Year)		Derivative Security (Instr. 4)		or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Option to acquire shares of Common Stock	07/02/2014 ⁽²⁾	07/02/2017 ⁽²⁾	Common Stock	1,000,000	\$ 8	I	Through Venture Garden Limited, which is 100% owned by Mr. Leung (also sole director). ⁽¹⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Leung Pak To 1902-03 BANK OF AMERICA TOWER 12 HARCOURT ROAD, CENTRAL HONG KONG, F4 00000	^	^ X	^	^
Full Moon Resources Ltd 1902-03 BANK OF AMERICA TOWER 12 HARCOURT RD, CENTRAL HONG KONG, F4 00000	^	^	^	Controlled by a 10% Owner
Venture Garden Ltd 1902-03 BANK OF AMERICA TOWER 12 HARCOURT RD, CENTRAL HONG KONG, F4 00000	^	^	^	Controlled by a 10% Owner

Signatures

/s/ Pak To Leung 07/08/2014

 **Signature of Date
Reporting Person

Explanation of Responses:

- * 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).
- (1) Full Moon Resources Limited expressly disclaims beneficial ownership of the shares of Common Stock of the Issuer beneficially owned by Venture Garden Limited. Venture Garden Limited expressly disclaims beneficial ownership of the shares of Common Stock of the Issuer beneficially owned by Full Moon Resources Limited.
- (2) The Option is subject to a mandatory exercise provision, pursuant to which the Issuer has the option to require the unexercised portion of the Option be exercised in full within 14 days of the date on which a Triggering Condition is satisfied. A "Triggering Condition" is defined as an event in which, at any time after January 2, 2016, the VWAP of the shares of the Company on each trading day is greater than US\$12 for a consecutive period of 20 trading days.

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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