

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

| OMB APPROVAL | |
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| 1. Name and Address of Reporting Person* <u>Wee Eric</u> (Last) (First) (Middle) <u>C/O CALADRIUS BIOSCIENCES, INC.</u> <u>106 ALLEN ROAD</u> (Street) <u>BASKING NJ 07920</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>Caladrius Biosciences, Inc. [CLBS]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>06/23/2016</u> | |
| | | 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 | | | |
| Common Stock | 06/23/2016 | | S | | 7,386 ⁽¹⁾ | D | \$0.55 | 1,980,040 | I | See Footnote ⁽²⁾⁽³⁾ |
| Common Stock | 06/24/2016 | | S | | 15,312 ⁽¹⁾ | D | \$0.55 | 1,964,728 | I | See Footnote ⁽²⁾⁽³⁾ |
| Common Stock | | | | | | | | 26,500 ⁽⁴⁾ | 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 | | | | | |

Explanation of Responses:

- The transaction reported in this line item was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person as of June 3, 2016.
- Following the reported transactions, 1,952,728 shares of Common Stock of the Issuer are held by RimAsia Capital Partners L.P., a Cayman Islands exempted limited partnership ("RimAsia LP"), and 12,000 shares of Common Stock of the Issuer are held by RimAsia Capital Partners Manager, Ltd., a Cayman Islands exempted company ("RimAsia Manager").
- RimAsia Capital Partners GP, L.P., a Cayman Islands exempted limited partnership ("RimAsia GP"), is the general partner of RimAsia LP. RimAsia Manager is the Fund Manager of RimAsia GP and the Manager of RimAsia LP. Mr. Wei is the managing partner of RimAsia LP, an indirect partner of RimAsia GP, a director of RimAsia Capital Partners GP, Ltd. and a director of RimAsia Manager. As a result, Mr. Wei may be deemed to have sole power to vote certain of the securities held by RimAsia LP and RimAsia Manager. Mr. Wei disclaims beneficial ownership of such securities, except to the extent of his pecuniary interest therein, and the inclusion of these securities shall not be deemed an admission of beneficial ownership of all of the reported securities for purposes of Section 16 of the Securities Exchange Act or for any other purpose.
- Includes 9,000 shares of unvested restricted stock granted under the Issuer's 2015 Equity Compensation Plan that will vest on January 25, 2017 and 7,500 shares of unvested restricted stock granted under the Issuer's 2015 Equity Compensation Plan that will vest on June 22, 2017.

Eric H.C. Wei, By: /s/ Todd C. Girolamo, Esq., Attorney-in-Fact 06/27/2016

** 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.