

VILLIGER WALTER
Form 4
April 29, 2013

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
VILLIGER WALTER

(Last) (First) (Middle)
PARADIESSTRASSE 25
(Street)
CH 8645 JONA, V8 00000

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BIOLIFE SOLUTIONS INC [BLFS]

3. Date of Earliest Transaction
(Month/Day/Year)
05/23/2003

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

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 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 Shares	12/31/2005		P ⁽²⁾		2,360,474	A	\$ 0.12
Common Shares	05/01/2006		C ⁽³⁾		2,000,000	A	③
Common Shares	05/01/2006		C ⁽³⁾		5,625,000	A	③
Common Shares	05/01/2006		X ⁽³⁾		1,000,000	A	\$ 0.04
Common Shares	05/01/2006		X ⁽³⁾		5,625,000	A	\$ 0.04
	05/01/2006		X ⁽³⁾		750,000	A	
							17,760,474

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Common Shares						\$		
						0.04		
Common Shares	05/01/2006		P ⁽⁴⁾	1,062,941	A	\$	18,823,415	D
						0.06		
Common Shares	02/13/2007		J ⁽⁵⁾	416,666	A	\$	19,240,081	D
						0		

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

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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 Underlying Security (Instr. 3 and 4)
						Date Exercisable	Expiration Date	Title
Common Share Warrants	\$ 0.08	05/23/2003		J ⁽¹⁾	750,000	05/23/2003	05/23/2008	Common Stock
Common Share Warrants	\$ 0.04 ⁽³⁾	05/01/2006		X ⁽³⁾	750,000	05/23/2003	05/23/2008	Common Stock
Series F Preferred Shares	⁽³⁾	05/01/2006		C ⁽³⁾	5,000	12/31/2001	⁽³⁾	Common Stock
Series F Preferred Warrants	\$ 0.04 ⁽³⁾	05/01/2006		X ⁽³⁾	2,500	12/31/2001	10/31/2006	Common Stock
Series G Preferred Shares	⁽³⁾	05/01/2006		C ⁽³⁾	18	01/13/2004	⁽³⁾	Common Stock
Series G Preferred Warrants	\$ 0.04 ⁽³⁾	05/01/2006		X ⁽³⁾	18	01/13/2004	10/31/2013	Common Stock
Common Share Warrants	\$ 0.07	11/29/2010		J ⁽⁸⁾	1,000,000	11/29/2010	11/29/2015	Common Shares
	\$ 0.063	08/10/2011		J ⁽⁹⁾	1,000,000	08/10/2011	08/30/2016	

Common Share Warrants								Common Shares
Common Share Warrants	\$ 0.08	05/30/2012	J ⁽¹⁰⁾	1,000,000	05/30/2012	05/30/2017		Common Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VILLIGER WALTER PARADIESSTRASSE 25 CH 8645 JONA, V8 00000			X	

Signatures

/s/ WALTER
VILLIGER

04/29/2013

**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) On May 23, 2003, the reporting person acquired 750,000 common share purchase warrants from the issuer in connection with the issuance of a 12-month promissory note evidencing a loan from the reporting person to the Issuer.
- (2) Resulting purchase from cash dividends paid to Series G preferred stockholders; purchase price based on December 31, 2005 closing price of Issuer's common shares.
- (3) In March 2006, the Board of Directors approved a plan to raise additional capital from the holders of its outstanding warrants and stock options at a reduced price of \$0.04 per share, in order to a) prevent further dilution by the issuance of additional securities to outsiders, and (b) to restructure the capitalization of the Company. On May 1, 2006, the reporting person converted the Series F preferred stock and Series G preferred stock into common shares, and exercised the Series F, Series G and May 23, 2003 warrants for shares of the issuer's common stock, at an adjusted warrant exercise price of \$0.04, to acquire a total of 15,000,000 shares of the company's common stock.
- (4) Resulting purchase from cash dividends paid to Series G preferred stockholders; purchase price based on May 1, 2006 closing price of Issuer's common shares.
- (5) Shares of common stock issued to reporting person in connection with financing costs related to Secured Multi-Draw Term Loan Facility Agreement in the amount of \$2,000,000, with a maturity date of January 11, 2010.
- (6) Series F private placement consisted of units of Series F preferred shares and Series F warrants at a combined price of \$200.01 per unit.
- (7) Series G private placement consisted of units of Series G preferred shares and Series G warrants at a combined price of \$25,000 per unit.
- (8) Warrants acquired as consideration for an amendment to the issuer's Secured Multi-Draw Term Loan Facility Agreement, increasing the reporting person's Facility to \$4,750,000 and extending the maturity date to January 11, 2013.
- (9) Warrants acquired as consideration for an amendment to the issuer's Secured Multi-Draw Term Loan Facility Agreement, increasing the reporting person's Facility to \$5,250,000.
- (10) Warrants acquired as consideration for an amendment to the issuer's Secured Multi-Draw Term Loan Facility Agreement, increasing the reporting person's Facility to \$5,750,000 and extending the maturity date to January 11, 2016.

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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