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COELHO PHILIP H
Form 4
November 13, 2001

FORM 4

U.S. SECURITIES AND EXCHANGE COMMISSION

FORM 4 Washington, D.C. 20549

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | | |
|--|---------|----------|--|---|---------------------|
| 1. Name and Address of Reporting Person* | | | 2. Issuer Name and Ticker or Trading Symbol | | 6. |
| | | | THERMOGENESIS CORP ("KOOL") | | (Ch X X |
| COELHO, | PHILIP | H. | | | |
| ----- | ----- | ----- | | | |
| (Last) | (First) | (Middle) | 3. I.R.S. Identification Number of Reporting Person, if an Entity (Voluntary) | 4. Statement for (Month/Year) 10/2001 | |
| C/O THERMOGENESIS CORP 3146 GOLD CAMP DRIVE | | | | | |
| ----- | | | | | |
| (Street) | | | -- | | |
| RANCHO CORDOVA, CA 95670 | | | | | 7. I X F -- F |
| ----- | | | | | |
| (City) | (State) | (Zip) | 5. If Amendment, Date of Original (Month/Year) N/A | | |

TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

| | | | | |
|----------------------------------|---|--|--|---|
| 1. Title / of / Security / | 2. Transaction / Date / (Mo/Day/Yr) | 3. Transaction / Code / (Instr. 8) | 4. Securities Acquired (A) / or Disposed (D) (Instr. 3, 4, and 5) / | 5. Amount of Securities Beneficially Ow |
|----------------------------------|---|--|--|---|

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| (Inst.3) / | / | / | / | / | / | / | / | at End of Mont |
|------------|----------|------|---|---------|------------|---------|---|----------------|
| / | / | Code | V | Amount | (A) or (D) | Price | / | (Instr. 3 |
| / | / | / | / | / | / | / | / | and 4 |
| Common | 10/26/01 | D(1) | | 200,000 | D | \$2.125 | | 193,705 |
| Stock | | | | | | | | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly by the reporting person.
 *If the form is filed by more than one reporting person, see Instruction 4(b) (v).

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FORM 4 (continued)

TABLE II - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED
 (e.g., puts, calls, warrants, options, convertible securities)

| Title of Security (Instr. 3) | Conversion/ Exercise Price of Derivative Security | Trans- action Date (Mo./ Day/ Year) | Trans- action Code (Instr. 8) | Nature of Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | Date Exercisable and Expiration Date (Month/ Day/ year) | Title and Amount of Underlying Securities (Instr. 3 and 4) | Price of Derivative Security (Instr. 5) |
|------------------------------|---|-------------------------------------|-------------------------------|--|---|--|---|
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Explanation of Responses:

(1) The Compensation Committee of the Board of Directors, in accordance with Rule 16b-3(e), approved the cancellation of the 200,000 shares received by Mr. Coelho upon exercise of options and cancellation of the promissory note issued as payment for those shares.

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

/s/ PHIL H. COELHO 11/9/01

 Phil H. Coelho Date
 **Signature of Reporting Person

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Note: File three copies of this Form, one of which must be manually signed.
If space provided is insufficient, see Instruction 6 for procedure.