

ATHERSYS, INC / NEW

Reported by
DAVIS JORDAN

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 02/01/17 for the Period Ending 02/01/17

Address	3201 CARNEGIE AVENUE CLEVELAND, OH 44115-2634
Telephone	216-431-9900
CIK	0001368148
Symbol	ATHX
Fiscal Year	12/31

FORM 4

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

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OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
Davis Jordan			ATHERSYS, INC / NEW [ATHX]			<input checked="" type="checkbox"/> Director _____ 10% Owner		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)			<input type="checkbox"/> Officer (give title below) _____ Other (specify below)		
3201 CARNEGIE AVENUE			2/1/2017					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
CLEVELAND, OH 44115-2634						<input checked="" type="checkbox"/> Form filed by One Reporting Person		
(City) (State) (Zip)						<input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	2/1/2017		P		25535 (1)	A	\$1.01	273520	I	Radius Venture Partners III, (Ohio), LP (2)
Common Stock	2/1/2017		P		18645 (1)	A	\$1.01	199704	I	Radius Venture Partners III, LP (2)
Common Stock	2/1/2017		P		203320 (1)	A	\$1.01	2177776	I	Radius Venture Partners III QP, LP (2)
Common Stock								1597788	I	Radius Venture Partners II, LP (2)
Common Stock								4000	I	Mr. Davis' Children (3)
Common Stock								40000	D	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

- (1) Purchase of shares in an underwritten public offering at the price paid by the public.
- (2) Represents shares of Common Stock held by Radius Venture Partners II,LP; Radius Venture Partners III,LP; Radius Venture Partners III QP, LP; and Radius Venture Partners III, (Ohio), LP, over which Mr. Davis has shared voting and dispositive power. Mr. Davis disclaims beneficial ownership over these shares, except to the extent of his pecuniary interest therein.
- (3) Represents 4,000 shares of Common Stock held by Mr. Davis' children, over which Mr. Davis has shared voting and dispositive power. Mr. Davis disclaims beneficial ownership over these shares, except to the extent of his pecuniary interest therein.

Remarks:

Purchase of shares in an underwritten public offering at the price paid by the public.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Davis Jordan 3201 CARNEGIE AVENUE CLEVELAND, OH 44115-2634	X			

Signatures

/s/ Laura K. Campbell, as attorney-in-fact for Jordan S. Davis

2/1/2017

^{**}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.

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