

The reader should not assume that the information is accurate and complete.

## Notice of Exempt Offering of Securities

hours per response:	4.00
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## Yet to Be Formed

## 08852

## 08852

President, Chief Executive Officer and Director

08852

**Relationship:** X Executive Officer    Director    Promoter

Clarification of Response (if Necessary):

<b>Last Name</b>	<b>First Name</b>	<b>Middle Name</b>
Capponi	Vincent	
<b>Street Address 1</b>	<b>Street Address 2</b>	
7 Deer Park Drive	Suite K	
<b>City</b>	<b>State/Province/Country</b>	<b>ZIP/PostalCode</b>
Monmouth Junction	NEW JERSEY	08852
<b>Relationship:</b> X Executive Officer   Director   Promoter		

Clarification of Response (if Necessary):

Chief Financial Officer

<b>Last Name</b>	<b>First Name</b>	<b>Middle Name</b>
Rubin	Joseph	
<b>Street Address 1</b>	<b>Street Address 2</b>	
7 Deer Park Drive	Suite K	
<b>City</b>	<b>State/Province/Country</b>	<b>ZIP/PostalCode</b>
Monmouth Junction	NEW JERSEY	08852
<b>Relationship:</b> Executive Officer X Director   Promoter		

Clarification of Response (if Necessary):

<b>Last Name</b>	<b>First Name</b>	<b>Middle Name</b>
Jones	Edward	
<b>Street Address 1</b>	<b>Street Address 2</b>	
7 Deer Park Drive	Suite K	
<b>City</b>	<b>State/Province/Country</b>	<b>ZIP/PostalCode</b>
Monmouth Junction	NEW JERSEY	08852
<b>Relationship:</b> Executive Officer X Director   Promoter		

Clarification of Response (if Necessary):

<b>Last Name</b>	<b>First Name</b>	<b>Middle Name</b>
Kraus	Al	P.
<b>Street Address 1</b>	<b>Street Address 2</b>	
7 Deer Park Drive	Suite K	
<b>City</b>	<b>State/Province/Country</b>	<b>ZIP/PostalCode</b>
Monmouth Junction	NEW JERSEY	08852
<b>Relationship:</b> Executive Officer X Director   Promoter		

Clarification of Response (if Necessary):

<b>Last Name</b>	<b>First Name</b>	<b>Middle Name</b>
Gunton	James	
<b>Street Address 1</b>	<b>Street Address 2</b>	
7 Deer Park Drive	Suite K	
<b>City</b>	<b>State/Province/Country</b>	<b>ZIP/PostalCode</b>
Monmouth Junction	NEW JERSEY	08852
<b>Relationship:</b> Executive Officer X Director   Promoter		

Clarification of Response (if Necessary):

4. Industry Group

Agriculture	Health Care	Retailing
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Banking & Financial Services

Commercial Banking

Insurance

Investing

Investment Banking

Pooled Investment Fund

Is the issuer registered as an investment company under the Investment Company Act of 1940?

Yes No

Other Banking & Financial Services

Business Services

Energy

Coal Mining

Electric Utilities

Energy Conservation

Environmental Services

Oil & Gas

Other Energy

Biotechnology

Health Insurance

Hospitals & Physicians

Pharmaceuticals

X Other Health Care

Manufacturing

Real Estate

Commercial

Construction

REITS & Finance

Residential

Other Real Estate

Restaurants

Technology

Computers

Telecommunications

Other Technology

Travel

Airlines & Airports

Lodging & Conventions

Tourism & Travel Services

Other Travel

Other

## 5. Issuer Size

### Revenue Range

OR

### Aggregate Net Asset Value Range

No Revenues

\$1 - \$1,000,000

X \$1,000,001 - \$5,000,000

\$5,000,001 -  
\$25,000,000

\$25,000,001 -  
\$100,000,000

Over \$100,000,000

Decline to Disclose

Not Applicable

No Aggregate Net Asset Value

\$1 - \$5,000,000

\$5,000,001 - \$25,000,000

\$25,000,001 - \$50,000,000

\$50,000,001 - \$100,000,000

Over \$100,000,000

Decline to Disclose

Not Applicable

## 6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

Rule 504(b)(1) (not (i), (ii) or (iii))

Rule 504 (b)(1)(i)

Rule 504 (b)(1)(ii)

Rule 504 (b)(1)(iii)

Rule 505

X Rule 506

Securities Act Section 4(5)

Investment Company Act Section 3(c)

Section 3(c)(1)

Section 3(c)(9)

Section 3(c)(2)

Section 3(c)(10)

Section 3(c)(3)

Section 3(c)(11)

Section 3(c)(4)

Section 3(c)(12)

Section 3(c)(5)

Section 3(c)(13)

Section 3(c)(6)

Section 3(c)(14)

Section 3(c)(7)

## 7. Type of Filing

X New Notice Date of First Sale 2013-06-21 First Sale Yet to Occur  
Amendment

8. Duration of Offering

Does the Issuer intend this offering to last more than one year?      Yes X No

9. Type(s) of Securities Offered (select all that apply)

Equity	Pooled Investment Fund Interests
X Debt	Tenant-in-Common Securities
X Option, Warrant or Other Right to Acquire Another Security	Mineral Property Securities
Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	Other (describe)

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer?      Yes X No

Clarification of Response (if Necessary):

11. Minimum Investment

Minimum investment accepted from any outside investor \$0 USD

12. Sales Compensation

Recipient	Recipient CRD Number	None
Walter Greenblatt & Associates LLC	129291	
(Associated) Broker or Dealer X None	(Associated) Broker or Dealer CRD Number X None	
None	None	
<b>Street Address 1</b>	<b>Street Address 2</b>	
430 NASSAU STREET	NONE	
City	State/Province/Country	ZIP/Postal Code
PRINCETON	NEW JERSEY	08540
State(s) of Solicitation (select all that apply)	All States	Foreign/non-US
Check “All States” or check individual States		

CONNECTICUT
GEORGIA
MAINE
MASSACHUSETTS
NEW JERSEY
NEW YORK
PENNSYLVANIA

13. Offering and Sales Amounts

Total Offering Amount	\$1,098,000 USD	or	Indefinite
Total Amount Sold	\$1,098,000 USD		
Total Remaining to be Sold	\$0 USD	or	Indefinite

Clarification of Response (if Necessary):

14. Investors

X Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering. Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

1
24

15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions	\$41,510 USD	Estimate
Finders' Fees	\$0 USD	Estimate

Clarification of Response (if Necessary):

Walter Greenblatt and Associates LLC received a commission for funds they directly raised which was a total of \$593,000 all from accredited investors

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$0 USD   Estimate

Clarification of Response (if Necessary):

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
Cytosorbents Corp	/s/ Phillip Chan	Phillip Chan	President, Chief Executive Officer and Director	2013-08-05

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.

\* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

