BioRestorative Therapies, Inc.
Form 4
December 23, 2015

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Radov A. Jeffrey

(Last) (First) (Middle)

8 WALWORTH AVENUE

(Street)

SCARSDALE, NY 10583

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
BioRestorative Therapies, Inc. [BRTX]

3. Date of Earliest Transaction (Month/Day/Year)
12/22/2015

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
__X__ Director _____ 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 Stock								12,500	D	

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 Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	$ 21							(1)	02/09/2022	Common Stock	30,000
Stock Option	$ 30							(2)	12/07/2022	Common Stock	5,000
Stock Option	$ 12							(3)	10/04/2023	Common Stock	12,500
Stock Option	$ 13							(4)	02/18/2024	Common Stock	25,000
Stock Option	$ 6.6							(5)	10/23/2024	Common Stock	50,000
Stock Option	$ 7	12/22/2015(6)		A		115,500		(7)	09/04/2025	Common Stock	115,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Radov A. Jeffrey 8 WALWORTH AVENUE SCARSDALE, NY 10583	X			

Signatures

/s/ A. Jeffrey Radov	12/22/2015
**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) The option is exercisable to the extent of 15,000 shares on each of February 10, 2012 and February 10, 2013.

(2) The option is exercisable to the extent of 2,500 shares on each of December 7, 2012 and December 7, 2013.

(3) The option is exercisable to the extent of 6,250 shares on each of October 4, 2013 and October 4, 2014.

(4) The option is exercisable to the extent of 8,334 shares on February 18, 2014, and 8,333 shares on each of February 18, 2015 and February 18, 2016.

(5)

The option is exercisable to the extent of 16,667 shares on each of October 23, 2015 and Octobe 23, 2016 and 16,666 shares on October 23, 2017.

(6) On December 22, 2015, the stockholders of the Issuer approved amendments to the Issuer's 2010 Equity Participation Plan (the "Plan") to increase the number of shares authorized to be issued pursuant to the Plan to 2,250,000. The Reporting Person had been granted the option on September 4, 2015, subject to stockholder approval of such amendments.

(7) The option is exercisable to the extent of 57,750 shares on December 22, 2015, and 19,250 shares on each of September 4, 2016, September 4, 2017 and September 4, 2018.

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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