

KINGSLEY ALFRED D
Form 4
December 18, 2012

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
KINGSLEY ALFRED D

(Last) (First) (Middle)

150 E. 57TH STREET

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
BIOTIME INC [BTX]

3. Date of Earliest Transaction
(Month/Day/Year)
12/14/2012

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

See Remarks

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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, no par value	12/14/2012		J ⁽¹⁾		57,511	D	\$ 4.3368 ⁽²⁾
Common Shares, no par value							7,110,055 ⁽³⁾
Common Shares, no par value							1,968,505
Common Shares, no par value							375,351

By
Greenbelt
Corp.

By
Greenway
Partners,
LP

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

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(9-02)

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)		8. Price of Deriva Securi (Instr.
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option to Purchase Common Shares	\$ 4.6					<u>(4)</u>	06/30/2017	Common Shares	50,000	
Option to Purchase Common Shares	\$ 5.13					<u>(5)</u>	06/30/2016	Common Shares	50,000	
Option to Purchase Common Shares	\$ 5.45					<u>(6)</u>	08/09/2015	Common Shares	50,000	
Option to Purchase Common Shares	\$ 2.3					<u>(7)</u>	07/01/2014	Common Shares	50,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KINGSLEY ALFRED D 150 E. 57TH STREET NEW YORK, NY 10022	X	X	See Remarks	

Signatures

/s/ Alfred D.
Kingsley

12/18/2012

 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 December 14, 2012, Mr. Kingsley transferred 57,511 BioTime common shares to BioTime's subsidiary LifeMap, Inc. in exchange for shares of LifeMap common stock under the terms of a Share Exchange and Contribution Agreement (the "LifeMap Agreement").
- (2) Price determined under the LifeMap Agreement as the highest volume weighted average closing price per share on the NYSE MKT for ten consecutive trading days during the period from August 1, 2012 through December 14, 2012.
- (3) Does not include shares that Mr. Kingsley may acquire through the exercise of certain options.
- (4) 12,500 options became exercisable on September 30, 2012 and the remaining 37,500 options will become exercisable in 3 equal quarterly installments based upon continued service on the board of directors.
- (5) 12,500 options became exercisable on September 30, 2011; December 31, 2011; March 31, 2012; and June 30, 2012.
- (6) 12,500 options became exercisable on September 30, 2010; December 31, 2010; March 31, 2011; and June 30, 2011.
- (7) 12,500 options became exercisable on September 30, 2009; December 31, 2009; March 31, 2010; and June 30, 2010.

Remarks:

Mr. Kingsley is Executive Chairman of certain BioTime subsidiaries.

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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