

BAILEY DON M  
Form 3  
March 14, 2019

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>BAILEY DON M</p> <p>(Last) (First) (Middle)</p> <p>C/O BIOTIME, INC., 1010 ATLANTIC AVENUE, SUITE 102</p> <p>(Street)</p> <p>ALAMEDA, CA 94501</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>03/08/2019</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>BIOTIME INC [BTX]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Shares, no par value	62,647 <sup>(1)</sup>	D	

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

SEC 1473 (7-02)

**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 control number.**

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
Warrants	03/08/2019	05/13/2021	Common Shares	31,323 <sup>(2)</sup>	\$ 6.15	D

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BAILEY DON M C/O BIOTIME, INC. 1010 ATLANTIC AVENUE, SUITE 102 ALAMEDA, CA 94501	X			

## Signatures

/s/Don M.  
Bailey

03/14/2019

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).  
Acquired pursuant to that certain Agreement and Plan of Merger, dated November 7, 2018 (the "Merger Agreement"), by and between the Issuer, Patrick Merger Sub, Inc., a Delaware corporation and wholly-owned subsidiary of the Issuer, and Asterias Biotherapeutics, Inc., a Delaware corporation ("Asterias"). Pursuant to the Merger Agreement, each share of Series A common stock of Asterias was converted into the right to receive 0.71 common shares of the Issuer.
- (1) Represents the number of shares a holder can receive upon exercise of the outstanding warrant, as adjusted in accordance with the provisions of the warrant, in connection with the Merger Agreement.
- (2) Represents the number of shares a holder can receive upon exercise of the outstanding warrant, as adjusted in accordance with the provisions of the warrant, in connection with the Merger Agreement.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.