

**FORM 5**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
OMB Number:	3235-0362
Estimated average burden hours per response:	1.0

- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported.
- Form 4 Transactions Reported.

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* <u>KINGSLEY ALFRED D</u>  (Last) (First) (Middle) <u>150 E. 57TH STREET</u>  (Street) <u>NEW YORK NY 10022</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BIOTIME INC [ BTX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)  See Remarks
	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <u>12/31/2012</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <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. 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Shares, no par value	10/25/2012		J	180,000	A	(1)	7,290,055 <sup>(2)</sup>	D	
Common Shares, no par value							1,682,505	I	By Greenbelt Corp.
Common Shares, no par value							375,351	I	By Greenway Partners, LP

**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 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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date					
Option to Purchase Common Shares	\$2.3						(3)	07/01/2014	Common Shares	50,000	50,000	D	
Option to Purchase Common Shares	\$5.45						(4)	08/09/2015	Common Shares	50,000	50,000	D	
Option to Purchase Common Shares	\$5.13						(5)	06/30/2016	Common Shares	50,000	50,000	D	
Option to Purchase Common Shares	\$4.6						(6)	06/30/2017	Common Shares	50,000	50,000	D	

**Explanation of Responses:**

- On October 25, 2012, Greenbelt Corp. made a distribution to its shareholders of which Mr. Kingsley received 180,000 common shares.
- Does not include shares that Mr. Kingsley may acquire through the exercise of certain options.
- 12,500 options became exercisable on September 30, 2009; December 31, 2009; March 31, 2010; and June 30, 2010.
- 12,500 options became exercisable on September 30, 2010; December 31, 2010; March 31, 2011; and June 30, 2011.
- 12,500 options became exercisable on September 30, 2011; December 31, 2011; March 31, 2012; and June 30, 2012.
- 12,500 options became exercisable on September 30, 2012; 12,500 options became exercisable on December 31, 2012; and the remaining 25,000 options will become exercisable in 2 equal quarterly installments based upon continued service on the board of directors.

**Remarks:**

Mr. Kingsley is Executive Chairman of certain BioTime subsidiaries.

/s/ Alfred D. Kingsley

02/14/2013

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.

**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.**