

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>BROADWOOD PARTNERS, L.P.</u>  (Last) (First) (Middle) <u>C/O BROADWOOD CAPITAL INC.</u> <u>724 FIFTH AVENUE, 9TH FLOOR</u>  (Street) <u>NEW YORK NY 10019</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  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/08/2019</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	03/08/2019		J <sup>(1)</sup>		3,757,430	A	(1)	33,728,991	D <sup>(2)</sup>	
Common Shares	03/08/2019		J <sup>(1)</sup>		0	A	\$0	33,728,991	I	See Footnote <sup>(3)</sup>
Common Shares								62,908	D <sup>(4)</sup>	

**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)		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)
				Code	V	(A)	(D)					

1. Name and Address of Reporting Person\*  
BROADWOOD PARTNERS, L.P.  
 (Last) (First) (Middle)  
C/O BROADWOOD CAPITAL INC.  
724 FIFTH AVENUE, 9TH FLOOR  
 (Street)  
NEW YORK NY 10019  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
BROADWOOD CAPITAL INC  
 (Last) (First) (Middle)  
724 FIFTH AVENUE, 9TH FLOOR  
 (Street)  
NEW YORK NY 10019  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
BRADSHER NEAL C

(Last) (First) (Middle)

C/O BROADWOOD CAPITAL INC.

724 FIFTH AVENUE, 9TH FLOOR

(Street)

NEW YORK

NY

10019

(City)

(State)

(Zip)

**Explanation of Responses:**

1. These securities were acquired pursuant to a merger between the Issuer and Asterias Biotherapeutics, Inc. ("Asterias") that became effective on March 8, 2019 (the "Merger"). Pursuant to the Merger, each share of Asterias' common stock, \$0.001 par value, was converted into the right to receive 0.71 Shares. As the holder of 5,292,156 shares of Asterias' common stock on the effective date of the Merger, Broadwood Partners received 3,757,430 Shares in the Merger. On the effective date of the Merger, the closing price of Asterias' common stock was \$0.9450 per share, and the closing price of the Issuer's common shares was \$1.31 per share.
2. These securities are owned by Broadwood Partners, L.P.
3. The reported securities are directly owned by Broadwood Partners, L.P. and may be deemed beneficially owned by Broadwood Capital, Inc. as General Partner of Broadwood Partners, L.P. and Neal C. Bradsher as President of Broadwood Capital, Inc. The Reporting Persons disclaim beneficial ownership of the reported securities except to the extent of his or its pecuniary interest therein, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.
4. These securities are owned by Neal C. Bradsher in his personal capacity.

Broadwood Partners, L.P., By

Broadwood Capital, Inc., By: 03/12/2019

/s/ Neal C. Bradsher, President

Broadwood Capital, Inc., By:

03/12/2019

/s/ Neal C. Bradsher, President

/s/ Neal C. Bradsher

03/12/2019

\*\* Signature of Reporting Person

Date

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.**