

BRADSHER NEAL C
Form 4
August 24, 2009

FORM 4

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

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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BROADWOOD PARTNERS LP

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
08/20/2009

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

C/O BROADWOOD CAPITAL INC., 724 FIFTH AVENUE, 9TH FLOOR

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
____ Form filed by One Reporting Person
 Form filed by More than One Reporting Person

NEW YORK, NY 10019

(City) (State) (Zip)

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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/20/2009		P		638,096	A	Ⓛ	4,669,249	D ⁽²⁾	
Common Stock	08/20/2009		P		0	A	\$ 0	4,669,249	I	Footnote ⁽³⁾
Common Stock								37,358	D ⁽⁴⁾	

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

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SEC 1474 (9-02)

displays a currently valid OMB control number.

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)	Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Warrants	\$ 2					07/10/2010 10/31/2010	Common Shares	0
Warrants	\$ 2					07/10/2010 10/31/2010	Common Shares	0
Option to purchase common shares	\$ 2.3					⁽⁵⁾ 07/01/2014	Common Shares	0
Warrants	\$ 2					05/13/2009 10/31/2010	Common Shares	0
Warrants	\$ 2					05/13/2009 10/31/2010	Common Shares	0
Warrants	\$ 2					12/29/2005 10/31/2010	Common Shares	0
Warrants	\$ 2					12/29/2005 10/31/2010	Common Shares	0
Warrants	\$ 2					01/26/2004 10/31/2010	Common Shares	0
Warrants	\$ 2					01/24/2004 10/31/2010	Common Shares	0
Warrants	\$ 2	08/20/2009		A	30,750	08/20/2009 10/31/2010	Common Shares	30,750
Warrants	\$ 2	08/20/2009		A	0	08/20/2009 10/31/2010	Common Shares	0

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

BROADWOOD PARTNERS LP
C/O BROADWOOD CAPITAL INC.
724 FIFTH AVENUE, 9TH FLOOR
NEW YORK, NY 10019

X

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724 FIFTH AVENUE, 9TH FLOOR
NEW YORK, NY 10019

X

BRADSHER NEAL C
724 FIFTH AVENUE, 9TH FLOOR
NEW YORK, NY 10019

X X

Signatures

Broadwood Partners, L.P., By: Broadwood Capital, Inc., By: /s/ Neal C. Bradsher,
President 08/24/2009

__Signature of Reporting Person Date

Broadwood Capital, Inc., By: /s/ Neal C. Bradsher, President 08/24/2009

__Signature of Reporting Person Date

/s/ Neal C. Bradsher 08/24/2009

__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) Pursuant to an issuer exchange offer, Broadwood Partners, L.P. acquired 638,096 shares of common stock of the issuer and a warrant to purchase 30,750 shares of common stock of the issuer in exchange for a Revolving Credit Note in the principal amount of \$1,025,000.
- (2) These securities are owned by Broadwood Partners, L.P., which is a Reporting Person.
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
- (3) 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, who is a Reporting Person.
- (5) The options will vest and become exercisable in four quarterly installments, provided that Neal Bradsher remains a director on the last day of each such quarter.

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.