

KINGSLEY ALFRED D

Form 5/A

April 16, 2009

**FORM 5****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).Form 3 Holdings  
Reported

Form 4

Transactions

Reported

**ANNUAL 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

OMB  
Number: 3235-0362Expires: January 31,  
2005Estimated average  
burden hours per  
response... 1.01. Name and Address of Reporting Person \*  
KINGSLEY ALFRED D

(Last) (First) (Middle)

150 E. 57TH STREET

(Street)

NEW YORK, NY 10022

2. Issuer Name and Ticker or Trading  
Symbol  
BIOTIME INC [BTIM]3. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
12/31/20084. If Amendment, Date Original  
Filed(Month/Day/Year)  
02/18/20095. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Reporting

(check applicable line)

☒ Form Filed by One Reporting Person  
☐ Form Filed by More than One Reporting  
Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned at end<br>of Issuer's<br>Fiscal Year<br>(Instr. 3 and<br>4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Shares, no<br>par value     | Â                                       | Â                                                           | Â                                       | Â                                                                          | Â                                                                                                               | 4,778,193<br>(1) (2)                                                 | D                                                                 |
| Common<br>Shares, no<br>par value     | Â                                       | Â                                                           | Â                                       | Â                                                                          | Â                                                                                                               | 2,076,698                                                            | I                                                                 |
| Common<br>Shares, no<br>par value     | Â                                       | Â                                                           | Â                                       | Â                                                                          | Â                                                                                                               | 407,184 (3)<br>(4)                                                   | I                                                                 |
|                                       |                                         |                                                             |                                         |                                                                            |                                                                                                                 |                                                                      | By<br>Greenbelt<br>Corp.                                          |
|                                       |                                         |                                                             |                                         |                                                                            |                                                                                                                 |                                                                      | By<br>Greenway<br>Partners,<br>LP                                 |

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

**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.**

SEC 2270  
(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) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    |                                | (A) (D)                                                                                 | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Warrants                                   | \$ 2                                                   | Â                                    | Â                                                  | Â                              | Â Â                                                                                     | 01/21/2004 10/31/2010                                    | Common Shares 822,632                                         |
| Warrants                                   | \$ 2                                                   | Â                                    | Â                                                  | Â                              | Â Â                                                                                     | 12/21/2005 10/31/2010                                    | Common Shares 1,448,05                                        |
| Warrants                                   | \$ 2                                                   | Â                                    | Â                                                  | Â                              | Â Â                                                                                     | 12/21/2005 10/31/2010                                    | Common Shares 262,028                                         |
| Warrants                                   | \$ 2                                                   | Â                                    | Â                                                  | Â                              | Â Â                                                                                     | 01/21/2004 10/31/2010                                    | Common Shares 72,604                                          |
| Warrants                                   | \$ 2                                                   | Â                                    | Â                                                  | Â                              | Â Â Â <u>(5)</u>                                                                        | 10/31/2010                                               | Common Shares 347,580                                         |

## Reporting Owners

| Reporting Owner Name / Address                                | Relationships |           |         |       |
|---------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                               | Director      | 10% Owner | Officer | Other |
| KINGSLEY ALFRED D<br>150 E. 57TH STREET<br>NEW YORK, NY 10022 | Â             | Â X       | Â       | Â     |

## Signatures

/s/ Alfred D.  
Kingsley 04/16/2009

\*\*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) Does not include shares that Mr. Kingsley may acquire through the exercise of warrants.
- (2) Does not include shares that Mr. Kingsley may acquire at a price of \$1.50 per share in exchange for a BioTime promissory note in the principal amount of \$250,000, plus accrued interest thereon.
- (3) Does not include shares that Greenway may acquire at a price of \$1.50 per share in exchange for a BioTime promissory note in the principal amount of \$204,154, plus accrued interest thereon.

On December 31, 2008, Greenway Partners began distributing to its limited partners, on a pro rata basis, 191,163 Common Shares and 143,168 Warrants. The number of shares and warrants reported for Greenway in this amendment corrects the amounts previously reported in the Form 5 filed February 18, 2009, which inadvertently double counted the number of shares and warrants distributed to one limited partner.

- (5) Exercisable on issuance.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.