KINGSLEY ALFRED D Form 4 April 28, 2003

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

see instruction 1(b).
Person* (Last, First, Middle) 2. Issuer Name and Ticker or Frading Symbol 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary) Kingsley, Alfred, D.
BIOTIME INC (BTX)
909 Third Avenue

4. Statement for Month/Day/Year 5. If Amendment, Date of Original (Month/Day/Year) 04/09/2003

(Street) 6. Relationship of Reporting Person(s)

to Issuer (Check All Applicable) 7. Individual or Joint/Group Filing

(Check Applicable Line) New York, NY 10022

(City) (State) (Zip) O Director O 10% Owner X Form filed by One Reporting Person O Officer (give title below) O

Form filed by More than One Reporting Person X Other (specify below) 13D Group-10% Owner

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).

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

Transactions(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

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)

Code V (A) (D)

Warrant to Purchase Common Shares \$1.50 4/9/03 J(1) 139,999

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned - Continued
(e.g., puts, calls, warrants, options, convertible securities)

6. Date Exercisable and Expiration Date

(Month/Day/Year) 7. Title and Amount of Underlying Securities

(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 of Derivative Security:

Direct (D) or Indirect (I)

(Instr. 4) 11. Nature of Indirect

Indirect

Beneficial

Ownership

(Instr. 4)

Date

Exercisable Expiration

Date Title Amount or

Number of

Shares

4/9/03 4/1/06 Common Shares 139,999 N/A 139,999

Explanation of Responses:

(1) Warrants acquired in consideration of agreement to permit issuer to pay in common shares rather than cash interest due on certain debentures during August 2003 and February 2004 and in consideration of agreeing to provide cash to issuer to pay interest to those debenture holders who do not agree to accept common shares in lieu of a cash interest payment.

D

(2) This filing shall not be deemed an admission that the undersigned is for purposes of Section 16 of the Act or otherwise, the beneficial owner of any equity securities owned indirectly.

/s/ Alfred D. Kingsley 4/25/2003

**Signature of Reporting Person

Date

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^{**} 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.