

## 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

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>Westbury Trust</u>  (Last) (First) (Middle) <u>11 VICTORIA STREET, P.O. BOX HM 1065</u>  (Street) <u>HAMILTON D0 HMEX</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BioRestorative Therapies, Inc. [ BRTX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/07/2015</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" 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 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			

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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Common Stock Warrants (right to buy)	\$15	12/07/2015		J			186,682 <sup>(1)</sup>	(3)	05/21/2020	Common Stock	186,682	(1)	0	I	See footnote <sup>(2)</sup>
Common Stock Warrants (right to buy)	\$4	12/07/2015		J		186,682 <sup>(1)</sup>		(3)	05/21/2020	Common Stock	186,682	(1)	186,682	I	See footnote <sup>(2)</sup>
Common Stock Warrants (right to buy)	\$15	12/07/2015		J			40,000 <sup>(1)</sup>	(3)	12/31/2017	Common Stock	40,000	(1)	0	I	See footnote <sup>(2)</sup>
Common Stock Warrants (right to buy)	\$4	12/07/2015		J		40,000 <sup>(1)</sup>		(3)	12/31/2017	Common Stock	40,000	(1)	40,000	I	See footnote <sup>(2)</sup>
Common Stock Warrants (right to buy)	\$15	12/07/2015		J			12,500 <sup>(1)</sup>	(3)	02/20/2020	Common Stock	12,500	(1)	0	I	See footnote <sup>(2)</sup>
Common Stock Warrants (right to buy)	\$4	12/07/2015		J		12,500 <sup>(1)</sup>		(3)	02/20/2020	Common Stock	12,500	(1)	12,500	I	See footnote <sup>(2)</sup>

1. Name and Address of Reporting Person * <u>Westbury Trust</u>  (Last) (First) (Middle) <u>11 VICTORIA STREET, P.O. BOX HM 1065</u>  (Street) <u>HAMILTON D0 HMEX</u>  (City) (State) (Zip)
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1. Name and Address of Reporting Person \*

WESTBURY BERMUDA LTD

(Last) (First) (Middle)

11 VICTORIA STREET, P.O. BOX HM 1065

(Street)

HAMILTON

D0

HMEX

(City)

(State)

(Zip)

**Explanation of Responses:**

1. On December 7, 2015, an affiliate of Westbury (Bermuda) Ltd. ("Westbury") agreed to extend the maturity of a promissory note issued by BioRestorative Therapies, Inc. (the "Issuer") to the affiliate of Westbury, and in consideration for such extension of maturity, the Issuer agreed to reduce the exercise prices of warrants to purchase an aggregate of 239,182 shares of the Issuer's common stock held by Westbury to \$4 from \$15. The number of shares of common stock of the Issuer underlying each of the warrants reported herein reflects the Issuer's 1-for-20 reverse stock split that became effective on July 7, 2015.
2. These securities are directly owned by Westbury, which is 100% owned by Westbury Trust. Westbury Trust is an indirect beneficial owner of the reported securities.
3. The warrants were exercisable immediately upon issuance.

**Remarks:**

WESTBURY TRUST, Name: /s/ 12/09/2015  
Jim Watt, Title: Trustee

WESTBURY (BERMUDA)  
LTD., Name: /s/ Jim Watt, Title: 12/09/2015  
President

\*\* 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.**

Form 4 Joint Filer Information

Name: Westbury (Bermuda) Ltd.

Address: 11 Victoria Street,  
P.O. Box HM 1065  
Hamilton, HMEX Bermuda

Date of Event Requiring Statement: 12/7/2015