FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: 3235-0287

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

	of Reporting Person*		2. Issuer Name and Ticker or Trading Symbol BioRestorative Therapies, Inc. [BRTX]		tionship of Reporting F all applicable)	erson(s) to Issuer
ALSTODT LA	ANCE		rrrrrrr	X	Director	Х	10% Owner
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/20/2023	X	Officer (give title below)		Other (specify below)
40 MARCUS DR	IVE		05/20/2025		President,	CEO,	COB
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	idual or Joint/Group Fi	ing (Che	eck Applicable Line)
(Street)				X	Form filed by One F	Reporting	g Person
MELVILLE	NY	11747			Form filed by More	than On	e Reporting Person
			Rule 10b5-1(c) Transaction Indication				
(City)	(State)	(Zip)	Check this box to indicate that a transaction was made pursuant to a contrat affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.	t, instructi	on or written plan that is	ntended	to satisfy the

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, T			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities	Form: Direct (D)	Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)		(Instr. 4)	
Common Stock	03/20/2023		F ⁽¹⁾		6,729	D	\$2.92	180,218(2)	D		

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)	Reported	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		Transaction(s) (Instr. 4)		
Stock Option	\$5.08							(3)	03/18/2031	Common Stock	293,479		293,479	D	
Stock Option	\$5.08							(4)	11/04/2031	Common Stock	42,059		42,059	D	
Stock Option	\$2.91							(5)	02/17/2033	Common Stock	106,762		106,762	D	

Explanation of Responses:

1. Shares were withheld from vested stock grant to pay the associated withholding taxes.

2. Includes 48,912 shares received pursuant to an unvested restricted stock unit grant. Such shares vest on March 18, 2024.

3. The option vests and becomes exercisable to the extent of 146,740 shares on March 18, 2021, 36,684 shares on November 4, 2021 and 110,055 shares in six nearly equal quarterly installments beginning December 18, 2021 and continuing every three months thereafter until fully vested.

4. The option vests and becomes exercisable to the extent of 21,030 shares on November 4, 2021 and 21,029 shares in eight nearly equal quarterly installments beginning on November 4, 2022 and continuing every three months thereafter until fully vested.

5. The option vests and becomes exercisable to the extent of 53,381 shares on February 17, 2023 and 53,381 shares in eight nearly equal quarterly installments beginning on February 17, 2024 and continuing every three months thereafter until fully vested.

/s/ Lance Alstodt	
** Signature of Reporting Person	

03/21/2023 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.

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