

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
ALSTODT LANCE	BioRestorative Therapies, Inc. [BRTX]	X Director X 10% Owner
(Last) (First) (Middle)		X Officer (give title below) Other (specify below)
BIORESTORATIVE THERAPIES, INC.	3. Date of Earliest Transaction (Month/Day/Year)	President, CEO, COB
40 MARCUS DRIVE, SUITE 1	02/13/2024	
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
MELVILLE NY 11747		X Form filed by One Reporting Person
(City) (State) (Zip)		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)
Common Stock					189,505 ⁽¹⁾	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)	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	Date Exercisable	Amount or Number of Shares				
Stock Option	\$5.08					(2) 03/18/2031	Common Stock 293,479		293,479	D	
Stock Option	\$5.08					(3) 11/04/2031	Common Stock 42,059		42,059	D	
Stock Option	\$2.91					(4) 02/17/2033	Common Stock 106,762		106,762	D	
Stock Option	\$1.45	02/13/2024		A	438,596	(5) 02/13/2034	Common Stock 438,596	\$0	438,596	D	

Explanation of Responses:

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

2. The option is currently exercisable.

3. 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 November 4, 2022 and continuing every three months thereafter until fully vested.

4. 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 February 17, 2024 and continuing every three months thereafter until fully vested.

5. The option vests and becomes exercisable to the extent of 219,298 shares on February 13, 2024 and 219,298 shares in eight nearly equal quarterly installments beginning February 13, 2025 and continuing every three months thereafter until fully vested.

/s/ Lance Alstodt 02/13/2024

** 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.