SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

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

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)
Clark Mandy D.	BioRestorative Therapies, Inc. [BRTX]	Director ___ 10% Owner ___ X Officer (give title below) ___ Other (specify below) ___
(Last) (First) (Middle) 555 HERITAGE DRIVE	3. Date of Earliest Transaction (Month/Day/Year) 10/04/2013	VP of Operations
(Street) JUPITER FL 33458	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X 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 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				
Stock Option	$0.5							12/15/2010	12/14/2020	Common Stock	80,000		80,000	D	
Stock Option	$1							(1)	04/20/2021	Common Stock	6,000		6,000	D	
Stock Option	$1.05							(2)	02/09/2022	Common Stock	30,000		30,000	D	
Stock Option	$1.5							(3)	12/07/2022	Common Stock	50,000		50,000	D	
Stock Option	$0.6	10/04/2013		A		80,000		(4)	10/04/2023	Common Stock	80,000	$0	80,000	D	

Explanation of Responses:

1. The option is exercisable to the extent of 2,000 shares on each of April 21, 2011, April 21, 2012 and April 21, 2013.

2. The option is exercisable to the extent of 15,000 shares on each of February 10, 2012 and February 10, 2013.

3. The option is exercisable to the extent of 25,000 shares on each of December 7, 2012 and December 7, 2013.

4. The option is exercisable to the extent of 40,000 shares on each of October 4, 2013 and October 4, 2014.

Remarks:

/s/ Mandy D. Clark   10/08/2013
** 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.