

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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|---|--|---|
| 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> 3. Date of Earliest Transaction (Month/Day/Year) <u>12/30/2013</u> 4. If Amendment, Date of Original Filed (Month/Day/Year) | 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) 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 |
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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 | | | |
| Common Stock | 08/13/2014 | | P | | 550,000 ⁽¹⁾ | A | (1) | 2,665,000 | I | See footnote ⁽³⁾ |
| Common Stock | 12/31/2014 | | P | | 450,000 ⁽²⁾ | A | (2) | 3,115,000 | I | See footnote ⁽³⁾ |

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 | Expiration Date | | | | | |
| Common Stock Warrants (right to buy) | \$0.75 | 12/30/2013 | | J ⁽⁴⁾ | | 800,000 | | (5) 12/31/2015 | Common Stock 800,000 | (4) | 800,000 | I | See footnote ⁽³⁾ |

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

Explanation of Responses:

1. On August 13, 2014, Westbury (Bermuda) Ltd. ("Westbury") agreed to extend the maturity date of certain notes issued by one of the wholly-owned subsidiaries of BioRestorative Therapies, Inc. (the "Issuer") in the aggregate principal amount of \$4,000,000 (the "Notes") from July 31, 2014 to December 31, 2014. In consideration of the extension of maturity, the Issuer issued to Westbury 550,000 shares of the Issuer's common stock.
2. On December 31, 2014, Westbury agreed to extend the maturity date of the Notes from December 31, 2014 to June 30, 2015. In consideration of the extension of maturity, the Issuer issued to Westbury 450,000 shares of the Issuer's common stock.
3. 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.
4. The warrants were acquired in connection with the amendment to the exercise price of other warrants, which resulted in the deemed cancellation and replacement of such other warrants as was previously reported on a Form 4 filed with the SEC on January 2, 2014.
5. The warrants were exercisable immediately upon issuance.

Remarks:

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| <u>WESTBURY TRUST, /s/ Jim Watt, Name: Jim Watt, Title: Trustee</u> | <u>01/29/2015</u> |
| <u>WESTBURY (BERMUDA) LTD., /s/ Jim Watt, Name: Jim Watt, Title: President</u> | <u>01/29/2015</u> |
| ** 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: 12/30/2013