

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

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</u> <u>D0</u> <u>HMEX</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BioRestorative Therapies, Inc.</u> [<u>BRTX</u>] 3. Date of Earliest Transaction (Month/Day/Year) <u>05/27/2015</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <u>X</u> 10% Owner Officer (give title below) Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <u>X</u> 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			
<u>Common Stock</u>	<u>05/27/2015</u>		<u>P</u>		<u>14,934,578</u>	<u>A</u>	<u>(1)</u>	<u>19,049,578</u>	<u>I</u>	<u>See footnote⁽²⁾</u>

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				
<u>Common Stock Warrants (right to buy)</u>	<u>\$0.75</u>	<u>05/27/2015</u>		<u>P</u>		<u>3,733,645</u>		<u>(3)</u>	<u>05/21/2020</u>	<u>Common Stock</u>	<u>3,733,645</u>	<u>(1)</u>	<u>3,733,645</u>	<u>I</u>	<u>See footnote⁽²⁾</u>
<u>Common Stock Warrants (right to buy)</u>	<u>\$0.75</u>	<u>05/27/2015</u>		<u>J</u>			<u>800,000</u>	<u>(3)</u>	<u>12/31/2015</u>	<u>Common Stock</u>	<u>800,000</u>	<u>(1)</u>	<u>0</u>	<u>I</u>	<u>See footnote⁽²⁾</u>
<u>Common Stock Warrants (right to buy)</u>	<u>\$0.75</u>	<u>05/27/2015</u>		<u>J</u>		<u>800,000</u>		<u>(3)</u>	<u>12/31/2017</u>	<u>Common Stock</u>	<u>800,000</u>	<u>(1)</u>	<u>800,000</u>	<u>I</u>	<u>See footnote⁽²⁾</u>

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</u> <u>D0</u> <u>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</u> <u>D0</u> <u>HMEX</u> (City) (State) (Zip)
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Explanation of Responses:

1. On May 27, 2015, Westbury (Bermuda) Ltd. ("Westbury") agreed to exchange (the "Exchange") certain notes issued by one of the wholly-owned subsidiaries of BioRestorative Therapies, Inc. (the "Issuer") and certain interest due on such notes for shares of common stock of the Issuer and warrants to purchase shares of common stock of the Issuer. Pursuant to the Exchange, Westbury received 14,934,578 shares of Issuer common stock and warrants to purchase 3,733,645 shares of Issuer common stock exercisable at \$.75 per share in exchange for notes with an outstanding principal amount of \$4,410,937.50 and interest due on such notes of \$69,436. In addition, pursuant to the Exchange, the expiration date of warrants to purchase 800,000 shares of Issuer common stock held by Westbury was extended from December 31, 2015 to December 31, 2017.
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/ 05/29/2015
Jim Watt, Title: Trustee

WESTBURY (BERMUDA) LTD.,
Name: /s/ Jim Watt, Title: 05/29/2015
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: 05/27/2015