

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>Broadrick Dale</u> (Last) (First) (Middle) <u>3003 BRICK CHURCH PIKE</u> (Street) <u>NASHVILLE TN 37207</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>05/09/2019</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) <input checked="" type="checkbox"/> Form filed by One Reporting Person 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	05/09/2019		P		1,000	A	\$0.4	3,440,512	D	
Common Stock	05/21/2019		P		82,040	A	\$0.391 ⁽¹⁾	3,522,552	D	
Common Stock	05/23/2019		P		1,000	A	\$0.57	3,523,522	D	
Common Stock	05/23/2019		P		5,000	A	\$0.54	3,528,522	D	
Common Stock	05/24/2019		P		30,000	A	\$0.4053 ⁽²⁾	3,558,552	D	
Common Stock	06/03/2019		P		5,000	A	\$0.39	3,563,552	D	
Common Stock	06/03/2019		P		3,000	A	\$0.37	3,566,552	D	
Common Stock	06/05/2019		P		500	A	\$0.41	3,567,052	D	
Common Stock	06/05/2019		P		200	A	\$0.42	3,567,252	D	
Common Stock	06/06/2019		P		23,000	A	\$0.4327 ⁽³⁾	3,590,252	D	
Common Stock	06/10/2019		P		2,500	A	\$0.48	3,592,752	D	
Common Stock	06/12/2019		P		25,400	A	\$0.36 ⁽⁴⁾	3,618,152	D	
Common Stock	06/13/2019		P		1,000	A	\$0.42	3,619,152	D	
Common Stock	06/13/2019		P		11,000	A	\$0.35	3,630,152	D	
Common Stock	07/29/2019		P		140,356	A	\$0.3542 ⁽⁵⁾	3,770,508	D	
Common Stock	07/30/2019		P		100	A	\$0.42	3,770,608	D	
Common Stock	10/08/2019		P		61,971	A	\$0.13	4,009,399 ⁽⁶⁾	D	
Common Stock	10/08/2019		P		14,000	A	\$0.14	4,023,399	D	
Common Stock	10/09/2019		P		9,000	A	\$0.17	4,032,399	D	
Common Stock	10/14/2019		P		13,000	A	\$0.11	4,045,399	D	
Common Stock	10/15/2019		P		5,000	A	\$0.14	4,050,399	D	
Common Stock	10/15/2019		P		1,000	A	\$0.15	4,051,399	D	
Common Stock	10/16/2019		P		3,333,333 ⁽⁷⁾	A	\$0.15	7,384,732	D	
Common Stock	10/17/2019		P		30,000	A	\$0.12	7,414,732	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)		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				
Warrant to acquire Common Stock	\$0.85	10/16/2019		J			500,000	02/19/2019	02/19/2024	Common Stock	500,000	(8)	0	D	

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				
Warrant to acquire Common Stock	\$0.15	10/16/2019		J		500,000		02/19/2019	02/19/2024	Common Stock	500,000	(8)	500,000	D	
Warrant to acquire Common Stock	\$0.7	10/16/2019		J			500,000	02/19/2019	02/19/2020	Common Stock	500,000	(9)	0	D	
Warrant to acquire Common Stock	\$0.15	10/16/2019		J		500,000		02/19/2019	02/19/2024	Common Stock	500,000	(9)	500,000	D	
Warrant to acquire Common Stock	\$0.85	10/16/2019		J			555,556	05/07/2019	05/07/2024	Common Stock	555,556	(8)	0	D	
Warrant to acquire Common Stock	\$0.15	10/16/2019		J		555,556		05/07/2019	05/07/2024	Common Stock	555,556	(8)	555,556	D	
Warrant to acquire Common Stock	\$0.7	10/16/2019		J			555,555	05/07/2019	05/07/2020	Common Stock	555,555	(9)	0	D	
Warrant to acquire Common Stock	\$0.15	10/16/2019		J		555,555		05/07/2019	05/07/2024	Common Stock	555,555	(9)	555,555	D	
Warrant to acquire Common Stock	\$0.2	10/16/2019		P		3,333,333		10/16/2019	10/16/2024	Common Stock	3,333,333	\$0	3,333,333	D	

Explanation of Responses:

1. This transaction was executed in multiple trades at prices ranging from \$0.35 to \$0.51 per share. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
2. This transaction was executed in multiple trades at prices ranging from \$0.39 to \$0.42 per share. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
3. This transaction was executed in multiple trades at prices ranging from \$0.41 to \$0.53 per share. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
4. This transaction was executed in multiple trades at prices ranging from \$0.35 to \$0.49 per share. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
5. This transaction was executed in multiple trades at prices ranging from \$0.32 to \$0.40 per share. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
6. Gives effect to purchases made on August 21, 2019 and August 22, 2019 and reported on a separate Form 4 filed on August 23, 2019, as amended by a Form 4 filed on October 18, 2019.
7. Private purchase from issuer.
8. The reported transactions involved an amendment of an outstanding warrant, resulting in the deemed cancellation of the "old" warrant and the grant of a "replacement" warrant at a reduced exercise price.
9. The reported transactions involved an amendment of an outstanding warrant, resulting in the deemed cancellation of the "old" warrant and the grant of a "replacement" warrant at a reduced exercise price and an extended expiration date.

/s/ Dale Broadrick

10/18/2019

** 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.

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