

OMB APPROVAL	
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**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* <u>BRADSHER NEAL C</u>  (Last) (First) (Middle) <u>C/O BROADWOOD CAPITAL INC.</u> <u>142 WEST 57TH STREET, 11TH FLOOR</u>  (Street) <u>NEW YORK NY 10019</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Lineage Cell Therapeutics, Inc. [ LCTX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/01/2016</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year) <u>07/02/2020</u>		

**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 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					
<u>OPTION TO PURCHASE COMMON SHARES</u>	<u>\$1.67<sup>(1)</sup></u>							<u>(2)</u>	<u>06/30/2023</u>	<u>COMMON SHARES</u>	<u>49,440</u>	<u>49,440</u>	<u>D</u>	
<u>OPTION TO PURCHASE COMMON SHARES</u>	<u>\$2.55<sup>(1)</sup></u>							<u>(2)</u>	<u>06/30/2022</u>	<u>COMMON SHARES</u>	<u>24,720</u>	<u>24,720</u>	<u>D</u>	
<u>OPTION TO PURCHASE COMMON SHARES</u>	<u>\$2.2<sup>(1)</sup></u>							<u>(2)</u>	<u>06/30/2021</u>	<u>COMMON SHARES</u>	<u>24,720</u>	<u>24,720</u>	<u>D</u>	

**Explanation of Responses:**

1. This amendment to the Form 4 filed by Neal C. Bradsher on July 2, 2020 (the "July 2020 Form 4") is being made solely to correct the exercise price of certain options to purchase common shares of Lineage Cell Therapeutics, Inc. (the "Issuer") currently held by Mr. Bradsher (collectively, the "Stock Options"). In particular, the respective exercise prices of these reported Stock Options were adjusted following the distribution of shares of common stock of AgeX Therapeutics, Inc. to the Issuer's shareholders on November 28, 2018 (the "AgeX Distribution"). The number of Stock Options was properly adjusted at the time of the AgeX Distribution; however, the exercise prices of these reported Stock Options were not properly adjusted. For the avoidance of doubt, none of the Stock Options reported in this Form 4 amendment or the July 2020 Form 4 filing have been exercised.

2. These options are currently exercisable.

/s/ Neal C. Bradsher

02/16/2021

\*\* 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.