
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

Schedule 14A Information

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

Lineage Cell Therapeutics, Inc.

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
 - Fee paid previously with preliminary materials.
 - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11
-
-



P.O. BOX 8016, CARY, NC 27512-9903

Lineage Cell Therapeutics, Inc. Important Notice Regarding the Availability of Proxy Materials

for the Shareholders Meeting to be held on
June 16, 2022

For shareholders of record as of April 20, 2022

This communication presents only an overview of the proposals to be voted upon at the meeting. The complete proxy materials are available to you on the Internet. This is not a ballot. You cannot use this notice to vote your shares. We encourage you to access and review all of the important information contained in the proxy materials before voting.

To view the proxy materials, and to obtain directions to attend the meeting, go to: www.proxydocs.com/LCTX

To vote your proxy while visiting this site, you will need the 12 digit control number in the box below.

Under United States Securities and Exchange Commission rules, proxy materials do not have to be delivered in paper. Proxy materials can be distributed by making them available on the internet.



**For a convenient way to view proxy materials and VOTE go to
www.proxydocs.com/LCTX**
**Have the 12 digit control number located in the shaded box above available
when you access the website and follow the instructions.**

The Notice and Proxy Statement and Annual Report are available at www.proxydocs.com/LCTX. If you want to receive a paper or e-mail copy of these proxy materials, you must request one. There is no charge to you for requesting a copy. In order to receive a paper package in time for this year's meeting, you must make this request on or before June 06, 2022.

To order paper materials, use one of the following methods.


INTERNET
www.investorelections.com/LCTX


TELEPHONE
(866) 648-8133


*** E-MAIL**
paper@investorelections.com

When requesting via the Internet or telephone you will need the 12 digit control number located in the shaded box above.

* If requesting material by e-mail, please send a blank e-mail with the 12 digit control number (located above) in the subject line. No other requests, instructions OR other inquiries should be included with your e-mail requesting material.

Lineage Cell Therapeutics, Inc.

Meeting Type: Annual Meeting of Shareholders
Date: Thursday, June 16, 2022
Time: 8:00 AM, Pacific Time
Place: 2173 Salk Avenue, Suite 200, Carlsbad, CA 92008

SEE REVERSE FOR FULL AGENDA

Lineage Cell Therapeutics, Inc.

2022 Annual Meeting of Shareholders

THE BOARD OF DIRECTORS RECOMMENDS A VOTE:

FOR EACH NOMINEE LISTED IN PROPOSAL 1 AND FOR ON PROPOSALS 2 AND 3

PROPOSAL

1. To elect nine directors to hold office until the 2023 annual meeting of shareholders and until their respective successors are duly elected and qualified.
 - 1.01 Alfred D. Kingsley
 - 1.02 Dipti Amin
 - 1.03 Deborah Andrews
 - 1.04 Don M. Bailey
 - 1.05 Neal C. Bradsher
 - 1.06 Brian M. Culley
 - 1.07 Anula Jayasuriya
 - 1.08 Michael H. Mulroy
 - 1.09 Angus C. Russell
2. To ratify the appointment of WithumSmith+Brown, PC as the company's independent registered public accounting firm for its fiscal year ending December 31, 2022.
3. To approve, on an advisory basis, the compensation paid to the company's named executive officers.

NOTE: To transact such other business as may properly come before the meeting or any adjournment or postponement thereof.
