

BIOTIME INC
Form S-8 POS
February 24, 2005

As filed with the Securities and Exchange Commission on February 24, 2005

Registration No. 333-122844

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1
to
FORM S-8
REGISTRATION STATEMENT UNDER
THE SECURITIES ACT OF 1933

BIOTIME, INC.
(Exact name of Registrant as specified in charter)

California
(State or other jurisdiction of
incorporation or organization)

94-3127919
(I.R.S. Employer
Identification Number)

935 Pardee Street, Berkeley, California 94710
(Address of principal executive offices) (Zip Code)

2002 Stock Option Plan
(Full title of the plan)

Judith Segall
Vice President
BioTime, Inc.
935 Pardee Street
Berkeley, California 94710
(Name and address of agent for service)

(510) 845-9535
(Telephone number, including area code, of agent for service)

Copies of all communications, including all communications sent to the agent for service, should be sent to:

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RICHARD S. SOROKO, ESQ.
Lippenberger, Thompson, Welch, Soroko & Gilbert LLP
201 Tamal Vista Blvd.
Corte Madera, California 94925
Tel. (415) 927-5200



Item 8. Exhibits.

| <u>Exhibit Numbers</u> | <u>Description</u> |
|----------------------------|--|
| 4.1 | Specimen of Common Share Certificate. |
| 4.2 | 2002 Stock Option Plan |
| 4.3 | Amendment to 2002 Stock Option Plan |
| 5.1 | Opinion of Counsel |
| 23.1 | Consent of BDO Seidman LLP* |
| 23.2 | Consent of Deloitte & Touche LLP* |
| 23.3 | Consent of Counsel (Included in Exhibit 5.1) |

Incorporated by reference to Registration Statement on Form S-1, File Number 33-44549 filed with the Securities and Exchange Commission on December 18, 1991, and Amendment No. 1 and Amendment No. 2 thereto filed with the Securities and Exchange Commission on February 6, 1992 and March 7, 1992, respectively.

Incorporated by reference to Registration Statement on Form S-8, File Number 333-101651 filed with the Securities and Exchange Commission on December 4, 2002.

Previously filed.

* Filed herewith.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Berkeley, State of California on February 24, 2005.

BIOTIME, INC.

By: /s/ Judith Segall

Judith Segall, Vice President

Pursuant to the requirements of the Securities Act of 1933, this Amendment to the Registration Statement has been signed below by the following persons in the capacities and on the dates indicated.

/s/ Judith Segall Vice President-Operations, February 24, 2005
JUDITH SEGALL Member Office of
the President*, Secretary, and Director
(Co-Principal Executive Officer)

/s/ Harold Waitz Vice President, Member Office of February 24, 2005
HAROLD WAITZ the President*,
and Director (Co-Principal Executive
Officer)

/s/ Hal Sternberg Vice President, Member Officer of February 24, 2005
HAL STERNBERG the President*,
and Director (Co-Principal Executive
Officer)

/s/ Steven Seinerberg Chief Financial Officer February 24, 2005
STEVEN SEINBERG (Principal Financial and Accounting
Officer)

MICHAEL D. WEST Director _____, 2005

KATHERINE Director _____, 2005
GORDON

/s/ Milton Dresner Director February 24, 2005
MILTON DRESNER

VALETA GREGG Director _____, 2005

*The Office of the President is composed of three executive officers of the registrant who collectively exercise the powers of the Chief Executive Officer.

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