Edgar Filing: BJERKHOLT ERIC - Form 4

BJERKHOLT	T ERIC										
Form 4 March 02 20	12										
March 02, 2012 FORM 4 Check this box if no longer subject to Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,								irs per			
obligation may contin <i>See</i> Instruct 1(b).	s Section 17(a	a) of the Public U 30(h) of the I	Jtility Hold	ling Com	pany	Act o	of 1935 or Section	on			
(Print or Type R	esponses)										
BJERKHOLT ERIC Symbol			er Name <mark>and</mark> CELLS IN			g	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
	(First) (N ELLS, INC., 770 BLVD, STE 140	(Month/ 07 03/01/	of Earliest Tra Day/Year) 2012	ansaction			X Director Officer (give below)	109	6 Owner er (specify		
			endment, Dat onth/Day/Year)	ndment, Date Original th/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line)				
NEWARK, O	CA 94560						_X_ Form filed by Form filed by I Person	One Reporting Po More than One Ro			
(City)	(State)	(Zip) Tal	ole I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Data (Month/Day/Year)	e 2A. Deemed	3. f Transactio Code r) (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3, Amount	ties l (A) o l of (D	r)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	-		
Common Stock	03/01/2012		А	1,000	A	\$0	3,000 <u>(1)</u>	D			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
FB	Director	10% Owner	Officer	Other			
BJERKHOLT ERIC C/O STEMCELLS, INC. 7707 GATEWAY BLVD, STE 140 NEWARK, CA 94560	х						
Signatures							
/s/ Ken Stratton, Attorney-in-Fact	03/02/2012						
**Signature of Reporting Person	Date						

Explanation of Responses:

* 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).

(1) Includes anniversary equity grant of 1,000 restricted stock units, vesting 100% on March 1, 2013, the one year anniversary of the grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.