

Lanza Robert  
 Form 4/A  
 February 05, 2013

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Lanza Robert

2. Issuer Name and Ticker or Trading Symbol  
 ADVANCED CELL TECHNOLOGY, INC. [ACTC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 12/14/2012

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Chief Scientific Officer

C/O ADVANCED CELL TECHNOLOGY, 33 LOCKE DRIVE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)  
 12/18/2012

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

MARLBOROUGH, MA 01752

(City) (State) (Zip)

**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 or Price		
Common Stock	12/14/2012		S		20,000 D \$ 0.0579	23,937,575	D
Common Stock	12/14/2012		S		440,000 D \$ 0.058	23,497,575	D
Common Stock	12/14/2012		S		40,000 D \$ 0.0585	23,457,575	D
Common Stock	12/14/2012		S		545,490 D \$ 0.059	22,912,085	D
	12/14/2012		S		150,000 D	22,762,085	D

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Common Stock					\$	0.0593	
Common Stock	12/14/2012		S	100,000	D	\$ 0.0594	22,662,085 D
Common Stock	12/14/2012		S	43,000	D	\$ 0.06	22,619,085 <u>(1)</u> D

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

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(9-02)

**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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lanza Robert C/O ADVANCED CELL TECHNOLOGY 33 LOCKE DRIVE MARLBOROUGH, MA 01752			Chief Scientific Officer	

## Signatures

/s/ Robert Lanza                      02/05/2013

\*\*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) On December 18, 2012, the reporting person filed a Form 4 that mistakenly reported an issuance of 1,285,714 shares of the issuer's common stock to the reporting person. This issuance did not in fact occur. Instead, 1,285,714 shares of restricted stock that were originally issued to the reporting person on August 8, 2011 vested, which shares of common stock were reported on a Form 4 filed on August 18, 2011. As of December 14, 2012, the reporting person beneficially owned only 22,619,085 shares of common stock.

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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