# SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

#### **SCHEDULE 13D**

Under the Securities Exchange Act of 1934

(Amendment No. 18)

#### BIOTIME INC.

(Name of Issuer)

Common Shares, no par value (Title of class of securities)

**09066L105** (CUSIP number)

Alfred D. Kingsley. Greenway Partners, L.P. 150 E. 57<sup>th</sup> Street New York, New York 10022

(212) 355-6800

(Name, address and telephone number of person authorized to receive notices and communications)

October 17, 2007

(Date of event which requires filing of this statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box £.

*Note:* When filing this statement in paper format, six copies of this statement, including exhibits, should be filed with the Commission. *See* Rule 13d-1(a) for other parties to whom copies are to be sent.

(Continued on following page(s)) (Page 1 of 13Pages)

CUSIP No.	09066L105	13D	Page 2 of 13 Pages	
1	NAME OF REPORTING PESSON. OR I.R.S. IDENTIFICATION OF ABOVE PERSON: 13-			
2	CHECK THE APPROPRIA GROUP:	TE BOX IF A MEMBER OF A	Λ	(a) T (b) £
3	SEC USE ONLY			
4	SOURCE OF FUNDS: 00			
5	CHECK BOX IF DISCLOS	URE OF LEGAL PROCEEDIN	NGS IS	£
	REQUIRED PURSUANT T	O ITEM 2(d) OR 2(e):		
6	CITIZENSHIP OR PLACE	OF ORGANIZATION: Delaw	are	
NUMBE		j.		2,051,330
SHAR	ES POWER			
-	ALLY 8 SHARED VOT	ING		0
	POWER:			
EAC		ITIVE		2,051,330
_	TING POWER:			
PERSON	WITH <b>10</b> SHARED DISF POWER:	POSITIVE		0
11	AGGREGATE AMOUNT	BENEFICIALLY OWNED B	Y	2,051,330
	REPORTING			
	PERSON:			
12	CHECK BOX IF THE AC	GREGATE AMOUNT IN RO	W (11) EXCLUDES	£
	CERTAIN SHARES:			
13	PERCENT OF CLASS RE	EPRESENTED BY AMOUNT	IN ROW (11):8.5%	8.8%
14	TYPE OF REPORTING	G PERSON: CO		

CUSIP No. 0	09066L105		13D	Page 3 of 13 Pages	
1	NAME OF REF S.S. OR I.R.S. I OF ABOVE PE	L.P.			
2			IATE BOX IF A MEMBER OF A		(a) T (b) £
3	SEC USE ONL	Y			
4	SOURCE OF F	UNDS: W	VC, OO		
5	CHECK BOX I	F DISCLO	OSURE OF LEGAL PROCEEDINGS IS		£
	REQUIRED PU	IRSUANT	TTO ITEM 2(d) OR 2(e):		
6	CITIZENSHIP	OR PLAC	E OF ORGANIZATION: Delaware		
	MBER OF HARES	7	SOLE VOTING POWER:		976,063
	FICIALLY NED BY	8	SHARED VOTING POWER:		0
F	EACH ORTING	9	SOLE DISPOSITIVE POWER:		976,063
	ON WITH	10	SHARED DISPOSITIVE POWER:		0
11		AMOUN	Γ BENEFICIALLY OWNED BY	976,063	Ü
12		F THE AC	GGREGATE AMOUNT IN ROW (11) SHARES:	£	
13			EPRESENTED BY AMOUNT IN		4.2%
14	` '	REPORTIN	NG PERSON: PN		

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CUSIP No. 09066L105

1	NAME OF REP	ORTING	PERSON: GREENHOUSE PARTNERS, L.P.	
	S.S. OR I.R.S. II		•	
	OF ABOVE PEI	RSON: 1	3-3793447	
2	CHECK THE A	PPROPR	IATE BOX IF A MEMBER OF A	(a) T
	GROUP:			(b) £
3	SEC USE ONLY	Y		
4	SOURCE OF FU	JNDS: '	WC, AF, OO	
5	CHECK BOX II	FDISCLO	OSURE OF LEGAL PROCEEDINGS IS	£
	REQUIRED PU	RSUAN	ΓTO ITEM 2(d) OR 2(e):	
6	CITIZENSHIP (	OR PLAC	CE OF ORGANIZATION: Delaware	
NUM	BER OF	7	SOLE VOTING POWER:	0
SH	ARES			
BENE	FICIALLY	8	SHARED VOTING POWER:	976,063
OWN	NED BY			
E	ACH	9	SOLE DISPOSITIVE POWER:	0
	ORTING			
PERSO	ON WITH	10	SHARED DISPOSITIVE POWER:	976,063
11			UNT BENEFICIALLY OWNED BY	976,063
	REPORTIN			
12			E AGGREGATE AMOUNT IN ROW (11) EXCLUDES	£
	CERTAIN S			
13			SS REPRESENTED BY AMOUNT IN ROW (11):	4.2%
14	TYPE OF R	EPORTI	NG PERSON: PN	

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CUSIP No. 09066L105

1	NAME OF RE	PORTING	PERSON: GREENBROOK VALLEY LLC	
	S.S. OR I.R.S.	IDENTIFI	CATION NO.	
	OF ABOVE PI	ERSON:		
2	CHECK THE	APPROPR	IATE BOX IF A MEMBER OF A	(a) T
	GROUP:			(b) £
3	SEC USE ONI	LY		
4	SOURCE OF I	FUNDS: V	WC, AF, OO	
5	CHECK BOX	IF DISCLO	OSURE OF LEGAL PROCEEDINGS IS	£
	-		T TO ITEM 2(d) OR 2(e):	
6	CITIZENSHIP	OR PLAC	E OF ORGANIZATION: Delaware	
NU.	MBER OF	7	SOLE VOTING POWER:	0
	HARES			
	EFICIALLY	8	SHARED VOTING POWER:	976,063
	VNED BY			
	EACH	9	SOLE DISPOSITIVE POWER:	0
	PORTING			
	SON WITH	10	SHARED DISPOSITIVE POWER:	976,063
11			UNT BENEFICIALLY OWNED BY	976,063
	REPORTI			
12			E AGGREGATE AMOUNT IN ROW (11) EXCLUDES	£
	CERTAIN	511111125.		
13			S REPRESENTED BY AMOUNT IN ROW (11):	4.2%
14	TYPE OF	REPORTI	NG PERSON: OO	

CUSIP No. 09	9066L105		13D	Page 6 of 13 Pages	
1	NAME OF REPO				
	S.S. OR I.R.S. ID	ENTIFI	CATION NO.		
	OF ABOVE PER				
		PROPR	IATE BOX IF A MEMBER OF A		(a) T
	GROUP:				(b) £
_	SEC USE ONLY				
	SOURCE OF FU				
			OSURE OF LEGAL PROCEEDINGS IS		£
	-		TO ITEM 2(d) OR 2(e):		
			E OF ORGANIZATION: Delaware		
· -	BER OF	7	SOLE VOTING POWER:		0
·-	ARES				
	ICIALLY	8	SHARED VOTING POWER:	9	76,063
	ED BY	0			0
	ACH	9	SOLE DISPOSITIVE POWER:		0
_	PRTING	10	CHARED DISPOSITIVE DOWED.	0	76.062
	N WITH	10 E AMO	SHARED DISPOSITIVE POWER:		976,063 976,063
11	11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY 9 REPORTING PERSON:				
12	1121 01111110	1 2110	· ± · •	EVCLUDEC	£
12			E AGGREGATE AMOUNT IN ROW (11)	EXCLUDES	£
13	-	CERTAIN SHARES: PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):			
13 14			S REPRESENTED BY AMOUNT IN ROV NG PERSON: OO	W (11):	4.2%
14	TIPEOFRE	rukii	NO FERSON: UU		

CUSIP No. 09066L105		13D	Page 7 of 13 Pages		
1	NAME OF REP S.S. OR I.R.S. II				
2	OF ABOVE PER CHECK THE AT GROUP:		IATE BOX IF A MEMBER OF A		(a) T (b) £
3	SEC USE ONLY	7			(12) 13
4	SOURCE OF FU	JNDS: F	PF, AF, OO		
5	CHECK BOX II	DISCL	OSURE OF LEGAL PROCEEDINGS IS		£
	REQUIRED PU	RSUAN	Γ TO ITEM 2(d) OR 2(e):		
6	CITIZENSHIP (	OR PLAC	CE OF ORGANIZATION: United States		
NUI	MBER OF	7	SOLE VOTING POWER:		6,990,211
S	HARES				
BENE	EFICIALLY	8	SHARED VOTING POWER:		3,027,393
OW	NED BY				
]	EACH	9			
REI	PORTING				