

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Southpoint Capital Advisors LP</u>  (Last) (First) (Middle) 623 FIFTH AVENUE, SUITE 2601  (Street) NEW YORK NY 10022  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>NeoStem, Inc. [ NBS ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 06/18/2009	
4. If Amendment, Date of Original Filed (Month/Day/Year) 02/28/2009		

**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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/18/2009		S		50,200	D	\$2.03	399,800 <sup>(1)</sup>	I	See Footnote <sup>(2)</sup>

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Public Warrants	\$6							(3)	(3)	Common Stock	125,000	125,000	I	See Footnote <sup>(2)</sup>
Private Warrants	\$1.75							(3)	(3)	Common Stock	200,000	200,000	I	See Footnote <sup>(2)</sup>

1. Name and Address of Reporting Person\*  
Southpoint Capital Advisors LP  
 (Last) (First) (Middle)  
 623 FIFTH AVENUE, SUITE 2601  
 (Street)  
 NEW YORK NY 10022  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Southpoint GP, LP  
 (Last) (First) (Middle)  
 623 FIFTH AVENUE, SUITE 2601  
 (Street)  
 NEW YORK NY 10022  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Southpoint Capital Advisors LLC  
 (Last) (First) (Middle)

623 FIFTH AVENUE, SUITE 2601

(Street)

NEW YORK NY 10022

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

Southpoint GP, LLC

(Last)

(First)

(Middle)

623 FIFTH AVENUE, SUITE 2601

(Street)

NEW YORK NY 10022

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

Butts Robert W

(Last)

(First)

(Middle)

623 FIFTH AVENUE, SUITE 2601

(Street)

NEW YORK NY 10022

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

Clark John Smith II

(Last)

(First)

(Middle)

623 FIFTH AVENUE, SUITE 2601

(Street)

NEW YORK NY 10022

(City)

(State)

(Zip)

**Explanation of Responses:**

1. The filing of this Form 4 shall not be construed as an admission that Southpoint Capital Advisors LLC, Southpoint GP, LLC, Southpoint Capital Advisors LP, Southpoint GP, LP, Robert W. Butts or John S. Clark II is or was for the purposes of Section 16(a) of the Securities Exchange act of 1934, as amended, or otherwise the beneficial owner of any of the shares of common stock of NeoStem, Inc. ("Common Stock") or warrants ("Warrants") owned by Southpoint Fund LP, Southpoint Qualified Fund LP, Southpoint Offshore Fund, Ltd. or Southpoint Master Fund, LP. Pursuant to Rule 16a-1, each of Southpoint Capital Advisors LLC, Southpoint GP, LLC, Southpoint Capital Advisors LP, Southpoint GP, LP, Robert W. Butts and John S. Clark II disclaim such beneficial ownership.

2. Southpoint GP, LP, and its general partner Southpoint GP LLC, hold indirectly shares of Common Stock or Warrants on behalf of Southpoint Fund LP, Southpoint Qualified Fund LP, and Southpoint Master Fund, LP, of which Southpoint GP, LP is the general partner. Southpoint Capital Advisors LP, and its general partner Southpoint Capital Advisors LLC, hold indirectly shares of Common Stock or Warrants on behalf of Southpoint Fund LP, Southpoint Qualified Fund LP, Southpoint Master Fund, LP and Southpoint Offshore Fund, Ltd., for which Southpoint Capital Advisors LP serves as investment manager. Robert W. Butts and John S. Clark II report the shares held indirectly held by Southpoint GP LLC and Southpoint Capital Advisors LLC because, as the managers of Southpoint GP LLC and Southpoint Capital Advisors LLC at the time of purchase, they controlled the voting and disposition of the securities.

3. The public warrants are immediately exercisable on a one-for-one basis into shares of Common Stock and expire on July 16, 2012. The private warrants are immediately exercisable on a one-for-one basis into shares of Common Stock and expire on September 1, 2013.

/s/ Robert W. Butts, manager of  
Southpoint Capital Advisors LP 06/22/2009

/s/ Robert W. Butts, manager of  
Southpoint GP, LP 06/22/2009

/s/ Robert W. Butts, manager of  
Southpoint Capital Advisors, LLC 06/22/2009

/s/ Robert W. Butts, manager of  
Southpoint GP, LLC 06/22/2009

/s/ Robert W. Butts 06/22/2009

/s/ John S. Clark 06/22/2009

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.