

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>RimAsia Capital Partners Manager, Ltd.</u>  (Last) (First) (Middle) 1807 HARBOUR CENTRE 25 HARBOUR ROAD, WANCHAI  (Street) HONG KONG F4  (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)  <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 01/02/2015	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**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	(A) or (D)	Price			
Common Stock, par value \$0.001 per share	01/02/2015		G <sup>(1)</sup>	V	12,000	A	(1)	2,222,988 <sup>(2)(3)(4)</sup>	D <sup>(2)(3)(4)</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)		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)					

1. Name and Address of Reporting Person\*  
RimAsia Capital Partners Manager, Ltd.  
 (Last) (First) (Middle)  
 1807 HARBOUR CENTRE  
 25 HARBOUR ROAD, WANCHAI  
 (Street)  
 HONG KONG F4  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
RimAsia Capital Partners, L.P.  
 (Last) (First) (Middle)  
 1807 HARBOUR CENTRE  
 25 HARBOUR ROAD, WANCHAI  
 (Street)  
 HONG KONG F4  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
RimAsia Capital Partners GP, L.P.  
 (Last) (First) (Middle)  
 1807 HARBOUR CENTRE

25 HARBOUR ROAD, WANCHAI

(Street)

HONG KONG F4

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[RimAsia Capital Partners GP, Ltd.](#)

(Last)

(First)

(Middle)

1807 HARBOUR CENTRE

25 HARBOUR ROAD, WANCHAI

(Street)

HONG KONG F4

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[Wei Eric](#)

(Last)

(First)

(Middle)

1807 HARBOUR CENTRE

25 HARBOUR ROAD, WANCHAI

(Street)

HONG KONG F4

(City)

(State)

(Zip)

**Explanation of Responses:**

1. On January 2, 2015, Eric H.C. Wei transferred 12,000 shares of common stock, par value \$0.001 per share ("Common Stock"), of NeoStem, Inc. (the "Company"), owned directly by Mr. Wei to RimAsia Capital Partners Manager, Ltd., a Cayman Islands exempted limited company ("RimAsia Manager") for no consideration.
2. These securities are held as to 2,224,928 shares of Common Stock by RimAsia Capital Partners L.P., a Cayman Islands exempted limited partnership ("RimAsia LP"), and as to 12,000 shares of Common Stock by RimAsia Manager.
3. This Form 4 is filed jointly by (a) RimAsia LP, (b) RimAsia Capital Partners GP, L.P. ("RimAsia GP"), the general partner of RimAsia LP, (c) RimAsia Capital Partners GP, Ltd. ("RimAsia Ltd."), the general partner of RimAsia GP, (d) RimAsia Manager, the Fund Manager of RimAsia GP and the Manager of RimAsia LP, and (e) Eric H.C. Wei, the managing partner of RimAsia LP, an indirect partner of RimAsia GP, a director of RimAsia Ltd. and a director of RimAsia Manager. All such reporting persons have the address noted in Item 1.
4. RimAsia GP, RimAsia Ltd., RimAsia Manager and Eric H.C. Wei disclaim beneficial ownership of the securities held by RimAsia LP, and RimAsia LP, RimAsia GP, RimAsia Ltd. and Eric H.C. Wei disclaim beneficial ownership of the securities held by RimAsia Manager, in each case except to the extent of any pecuniary interest therein, and the inclusion of these securities shall not be deemed an admission of beneficial ownership of all of the reported securities for purposes of Section 16 of the Securities Exchange Act or for any other purpose.

[RIMASIA CAPITAL PARTNERS MANAGER, LTD., By: Eric H.C. Wei, Director, By: /s/ Catherine M. Vaczy, Esq., Attorney-in-Fact](#) [01/02/2015](#)

[RIMASIA CAPITAL PARTNERS, L.P., By: Eric H.C. Wei, Managing Partner, By: /s/ Catherine M. Vaczy, Esq., Attorney-in-Fact](#) [01/02/2015](#)

[RIMASIA CAPITAL PARTNERS GP, L.P., By: Eric H.C. Wei, Partner, By: /s/ Catherine M. Vaczy, Esq., Attorney-in-Fact](#) [01/02/2015](#)

[RIMASIA CAPITAL PARTNERS GP, LTD., By: Eric H.C. Wei, Director, By: /s/ Catherine M. Vaczy, Esq., Attorney-in-Fact](#) [01/02/2015](#)

[ERIC H.C. WEI, By: /s/ Catherine M. Vaczy, Esq., Attorney-in-Fact](#) [01/02/2015](#)

\*\* 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.