

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden	
hours per response:	0.5

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, L.P.</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) 05/17/2010	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" 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	05/17/2010		C ⁽²⁾		9,086,124	A	\$0.9	22,409,874	D ⁽¹⁾⁽⁴⁾	

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	Title	Amount or Number of Shares				
Series C Convertible Preferred Stock	\$0.9	05/17/2010		C		8,177,512 ⁽²⁾		10/30/2009	⁽³⁾	Common Stock	9,086,124	⁽²⁾	0	D ⁽¹⁾⁽⁴⁾	

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:

- This Form 4 is filed jointly with (a) RimAsia Capital Partners GP, L.P., as the general partner of RimAsia Capital Partners, L.P., (b) RimAsia Capital Partners GP, Ltd., the general partner of RimAsia Capital Partners GP, L.P. and (c) Eric H.C. Wei, the sole director of RimAsia Capital Partners GP, Ltd. All such reporting persons have the address noted in Item 1.
- On May 17, 2010, RimAsia Capital Partners LP, a Cayman Islands exempted limited partnership ("RimAsia LP"), at its option converted its 8,177,512 shares of Series C Convertible Preferred Stock ("Series C Preferred Stock") into 9,086,124 shares of the Company's common stock at a conversion price of \$0.90 per share. Following such conversion, there are no shares of Series C Preferred Stock outstanding.
- On October 30, 2009 in connection with the closing of the merger of China Biopharmaceuticals Holdings, Inc. ("CBH") with and into a wholly-owned subsidiary of NeoStem, Inc. (the "Merger"), all of the shares of CBH Series B Preferred Stock issued and outstanding immediately prior to the Merger and held by RimAsia LP, were converted into the right to receive, in the aggregate, (i) 6,458,009 shares of the Company's common stock and (ii) 8,177,512 shares of the Company's Series C Convertible Preferred Stock, par value \$0.001 per share each with a liquidation preference of \$1.125 per share and initially convertible in the aggregate into 9,086,124 shares of the Company's common stock at an initial conversion price of \$0.90 per share.
- Such securities reported herein are held by RimAsia LP. RimAsia Capital Partners GP, L.P., a Cayman Islands exempted limited partnership ("RimAsia GP"), is the general partner of RimAsia LP. RimAsia Capital Partners GP, Ltd., a Cayman Islands exempted company ("RimAsia Ltd."), is the general partner of RimAsia GP. Mr. Wei is the managing partner of RimAsia LP, an indirect partner of RimAsia GP and a director of RimAsia Ltd. As a result, Mr. Wei may be deemed to have sole power to vote certain of the securities held by RimAsia LP, RimAsia GP, RimAsia Ltd. and Mr. Wei disclaim beneficial ownership of such securities, except to the extent of his pecuniary interest therein.

[/s/ ERIC H.C. WEI, Director,
RimAsia Capital Partners GP,
Ltd. Its general partner, RimAsia
Capital Partners GP, L.P. its
general partner for RIMASIA
CAPITAL PARTNERS, L.P.](#) [05/19/2010](#)

[/s/ ERIC H.C. WEI, Director,
RimAsia Capital Partners GP,
Ltd. Its general partner for
RIMASIA CAPITAL
PARTNERS GP, L.P.](#) [05/19/2010](#)

[/s/ ERIC H.C. WEI, Director for
RIMASIA CAPITAL
PARTNERS GP, Ltd](#) [05/19/2010](#)

[/s/ ERIC H.C. WEI](#) [05/19/2010](#)

** 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.