

ADVANCED CELL TECHNOLOGY, INC.
 Form 4
 November 09, 2007

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 *
 Caldwell William M

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 381 PLANTATION ST.
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/08/2006

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chief Executive Officer

WORCESTER, MA 01605
 (City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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 Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Security
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am Nu Sh
Common Stock Purchase Warrant	\$ 0.05	12/08/2006	D ⁽¹⁾		250,000		<u>(1)</u>	11/26/2006	Common Stock	23
Common Stock Purchase Warrant	\$ 0.05	12/08/2006	A ⁽¹⁾	250,000			<u>(1)</u>	12/31/2010	Common Stock	23
Common Stock Purchase Warrant	\$ 0.25	12/08/2006	D ⁽¹⁾		236,000		<u>(1)</u>	12/13/2006	Common Stock	23
Common Stock Purchase Warrant	\$ 0.25	12/08/2006	A ⁽¹⁾	236,000			<u>(1)</u>	12/31/2010	Common Stock	23
Common Stock Purchase Warrant	\$ 0.05	12/08/2006	D ⁽²⁾		150,000		<u>(2)</u>	09/30/2006	Common Stock	15
Common Stock Purchase Warrant	\$ 0.05	12/08/2006	A ⁽²⁾	150,000			<u>(2)</u>	12/31/2010	Common Stock	15
Common Stock Purchase Warrants	\$ 0.05	12/08/2006	D ⁽²⁾		50,000		<u>(2)</u>	10/30/2006	Common Stock	5
Common Stock Purchase Warrant	\$ 0.05	12/08/2006	A ⁽²⁾	50,000			<u>(2)</u>	12/31/2010	Common Stock	5

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Caldwell William M 381 PLANTATION ST.	X		Chief Executive Officer	

WORCESTER, MA 01605

Signatures

/s/ William M.
Caldwell, IV

11/09/2007

__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) The reported transaction involved the amendment of the identified warrant, pursuant to which the exercise period of such warrant was extended.

The reported transaction involved the amendment of the identified warrant, pursuant to which the exercise period of such warrant was
- (2) extended. The reporting person acquired beneficial ownership of such warrant upon his marriage to the owner of the warrant on September 30, 2006.

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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