SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

SCHEDULE 13G/A

(Rule 13d-102) (Amendment No. 1)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(b)

Cellect Biotechnology Ltd. (Name of Issuer)

American Depositary Shares representing ordinary shares, no par value (Title of Class of Securities)

> 15116C102 (CUSIP Number)

December 31, 2019 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

⊠ Rule 13d-1(b)

 \Box Rule 13d-1(c)

□ Rule 13d-1(d)

CUSIP No. 15116C102		5C102 13G/A
1		F REPORTING PERSONS INTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
		unds Management LP
2	CHECK T (a)	 HE APPROPRIATE BOX IF A MEMBER OF A GROUP* (b) □
3	SEC USE	ONLY
4	CITIZEN	SHIP OR PLACE OF ORGANIZATION
	Texas	
		5 SOLE VOTING POWER
SH BENE	/IBER OF IARES FICIALLY NED BY	0 6 SHARED VOTING POWER 233,330
REP PE	EACH ORTING ERSON	7 SOLE DISPOSITIVE POWER 0
	WITH	8 SHARED DISPOSITIVE POWER
9	AGGREG	233,330 ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
-	233,330	
10		BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
11	PERCEN	Γ OF CLASS REPRESENTED BY AMOUNT IN ROW 9
	0.1% **	
12	TYPE OF REPORTING PERSON*	
	IA, PN	

SEE INSTRUCTIONS BEFORE FILLING OUT SEE ITEM 4(b). *

CUSIP No. 15116C102		5C102	13G/A
1		F REPORTING PERSONS ENTIFICATION NO. OF ABOV	E PERSONS (ENTITIES ONLY)
		lanagement GP LLC	
2	2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) □ (b) □		
3	SEC USE	ONLY	
4	CITIZEN	SHIP OR PLACE OF ORGANIZ	ZATION
	Texas		
		5 SOLE VOTING POWER	
	ABER OF	0 6 SHARED VOTING POWE	R
BENE	FICIALLY NED BY	233,330	
I	EACH	7 SOLE DISPOSITIVE POW	/ER
PI	ORTING ERSON	0	
	WITH	8 SHARED DISPOSITIVE P	OWER
		233,330	
9	AGGREG	ATE AMOUNT BENEFICIALI	Y OWNED BY EACH REPORTING PERSON
	233,330		
10	CHECK E	BOX IF THE AGGREGATE AM	OUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
11	PERCEN	T OF CLASS REPRESENTED I	3Y AMOUNT IN ROW 9
	0.1% **		
12	TYPE OF REPORTING PERSON*		
	HC, OO		

SEE INSTRUCTIONS BEFORE FILLING OUT SEE ITEM 4(b). *

CUSI	P No. 15116	5C102 13G/A	
1	I.R.S. IDE	F REPORTING PERSONS ENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)	
2	Bruce R. Winson CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*		
	(a) 🗆	(b) 🗆	
3	SEC USE	ONLY	
4	CITIZENS	SHIP OR PLACE OF ORGANIZATION	
	United S	tates Citizen	
		5 SOLE VOTING POWER	
SH BENE	MBER OF HARES EFICIALLY		
	NED BY EACH	233,330 7 SOLE DISPOSITIVE POWER	
PF	ORTING ERSON	0	
	WITH	8 SHARED DISPOSITIVE POWER	
	i	233,330	
9	AGGREG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
10	233,330 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*		
10			
11		Γ OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
	0.1% **		
12	TYPE OF REPORTING PERSON*		
	HC, IN		

SEE INSTRUCTIONS BEFORE FILLING OUT SEE ITEM 4(b). *

CUSIP No. 15116C102			13G/A
1	I.R.S. IDE		E PERSONS (ENTITIES ONLY)
2		Advisors Inc.	MEMBED OF A CDOUD*
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) □ (b) □		
3	SEC USE	ONLY	
4	CITIZEN	SHIP OR PLACE OF ORGANIZ	ZATION
	Ontario,		
		5 SOLE VOTING POWER	
SH BENE	ABER OF HARES EFICIALLY		ER
H	NED BY EACH ORTING	233,330 7 SOLE DISPOSITIVE POW	/ER
PE	ERSON	0	
	WIIN	8 SHARED DISPOSITIVE F	POWER
		233,330	
9	AGGREG	AIE AMOUNT BENEFICIALI	Y OWNED BY EACH REPORTING PERSON
10	233,330 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*		
10		JOA II THE AGOREGATE AN	COLUTINA (3) EXCLODES CENTRIN SHARES
11	D PERCEN	T OF CLASS REPRESENTED I	3Y AMOUNT IN ROW 9
12	0.1% ** TYPE OF REPORTING PERSON*		
	FI, CO		
L	11,00		

SEE INSTRUCTIONS BEFORE FILLING OUT SEE ITEM 4(b). *

CUSIP No. 15116C102			13G/A
1			E PERSONS (ENTITIES ONLY)
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) (b) (c)		
3	SEC USE	ONLY	
4	CITIZENS	SHIP OR PLACE OF ORGANI	ZATION
	Canadia		
		5 SOLE VOTING POWER	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		 0 SHARED VOTING POWE 233,330 SOLE DISPOSITIVE POWE 0 8 SHARED DISPOSITIVE I 	VER
		233,330	ZUWER
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 233,330		
10		BOX IF THE AGGREGATE AM	IOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
11	PERCENT	Γ OF CLASS REPRESENTED	BY AMOUNT IN ROW 9
15	0.1% **		
12	TYPE OF REPORTING PERSON*		
	HC, IN		

SEE INSTRUCTIONS BEFORE FILLING OUT SEE ITEM 4(b). *

CUSI	P No. 15116	5C102 13G/A	
1		F REPORTING PERSONS ENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)	
2	Moez Kassam 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*		
2	(a) \square (b) \square		
3	SEC USE	ONLY	
4	CITIZENS	SHIP OR PLACE OF ORGANIZATION	
	Canadia	n Citizen	
		5 SOLE VOTING POWER	
SI BENE OW	ABER OF IARES FICIALLY NED BY EACH	0 6 SHARED VOTING POWER 233,330 7 SOLE DISPOSITIVE POWER	
PF	ORTING ERSON WITH	0 8 SHARED DISPOSITIVE POWER	
		233,330	
9	AGGREG	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
10	233,330		
10		BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9		
	0.1% **		
12	TYPE OF REPORTING PERSON*		
	HC, IN		

* SEE INSTRUCTIONS BEFORE FILLING OUT

** SEE ITEM 4(b).

SCHEDULE 13G/A

This Amendment No. 1 (this "Amendment") to Schedule 13G (the "Schedule 13G") is being filed on behalf of Anson Funds Management LP (d/b/a Anson Funds), a Texas limited partnership, Anson Management GP LLC, a Texas limited liability company, Mr. Bruce R. Winson, the principal of Anson Funds Management LP and Anson Management GP LLC, Anson Advisors Inc., an Ontario, Canada corporation, Mr. Amin Nathoo, a director of Anson Advisors Inc., and Mr. Moez Kassam, a director of Anson Advisors Inc., relating to American Depositary Receipts representing ordinary shares, no par value (the "Common Stock"), of Cellect Biotechnology Ltd., an Israeli corporation (the "Issuer").

This Amendment relates to the Common Stock of the Issuer purchased by a private fund to which Anson Funds Management LP and Anson Advisors Inc. serve as co-investment advisors (the "Fund"). Anson Funds Management LP and Anson Advisors Inc. serve as co-investment advisors to the Fund and may direct the vote and disposition of the 233,330 shares of Common Stock held by the Fund. As the general partner of Anson Funds Management LP, Anson Management LP and Anson Management GP LLC may direct the vote and disposition of the 233,330 shares of Common Stock held by the Fund. As the principal of Anson Fund Management LP and Anson Management GP LLC, Mr. Winson may direct the vote and disposition of the 233,330 shares of Common Stock held by the Fund. As directors of Anson Advisors Inc., Mr. Nathoo and Mr. Kassam may each direct the vote and disposition of the 233,330 shares of Common Stock held by the Fund.

This Amendment amends and restates the Schedule 13G as set forth below.

 Item 1(a)
 Name of Issuer.

 Cellect Biotechnology Ltd.

Item 1(b) Address of Issuer's Principal Executive Offices.

23 Hata'as Street Kfar Saba, Israel 44425

Item 2(a) Name of Person Filing.

Anson Funds Management LP, Anson Management GP LLC, Mr. Bruce R. Winson, Anson Advisors Inc., Mr. Amin Nathoo and Mr. Moez Kassam

Item 2(b) Address of Principal Business Office, or, if none, Residence.

For Anson Funds Management LP, Anson Management GP LLC and Mr. Winson:

5950 Berkshire Lane, Suite 210 Dallas, Texas 75225

For Anson Advisors Inc., Mr. Nathoo and Mr. Kassam:

155 University Ave, Suite 207 Toronto, ON M5H 3B7

Item 2(c) Citizenship or Place of Organization.

Anson Funds Management LP is a limited partnership organized under the laws of the State of Texas. Anson Management GP LLC is a limited liability company organized under the laws of the State of Texas. Mr. Winson is a United States citizen. Anson Advisors Inc. is a corporation organized under the laws of Ontario, Canada. Mr. Nathoo and Mr. Kassam are each Canadian citizens.

Item 2(d) Title of Class of Securities.

American Depositary Receipts representing ordinary shares, no par value.

Item 2(e) CUSIP Number. 15116C102

Item 3 Reporting Person.

If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b), check whether the person filing is a:

- (a) 🛛 Broker or dealer registered under section 15 of the Act (15 U.S.C. 780).
- (b) \square Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) \Box Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) 🛛 Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) \boxtimes An investment advisor in accordance with §240.13d-1(b)(1)(ii)(E).
- (f) \Box An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F).
- (g) A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G).
- (h) 🗆 A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3).
- (j) ⊠ A non-U.S. institution that is the functional equivalent of any of the institutions listed in § 240.13d-1 (b)(1)(ii)(A) through (I), so long as the non-U.S. institution is subject to a regulatory scheme that is substantially comparable to the regulatory scheme applicable to the equivalent U.S. institution.
- (k) \Box Group, in accordance with §240.13d-1(b)(1)(ii)(K).

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Item 4 Ownership.

- (a) Anson Funds Management LP, Anson Management GP LLC, Mr. Winson, Anson Advisors Inc., Mr. Nathoo and Mr. Kassam are the beneficial owners of 233,330 shares of Common Stock held by the Fund.
- (b) Anson Funds Management LP, Anson Management GP LLC, Mr. Winson, Anson Advisors Inc., Mr. Nathoo and Mr. Kassam are the beneficial owners of 0.1% of the outstanding shares of Common Stock. This percentage is determined by dividing 233,330 by 224,321,129, which is the sum of: (i) 224,087,799 shares of Common Stock issued and outstanding, as reported in the Issuer's unaudited interim financial statements as of June 30, 2019 filed with the Securities and Exchange Commission (the "SEC") on August 13, 2019; and (ii) 233,330, the number of shares of Common Stock receivable by the Fund upon exercise of warrants.
- (c) Anson Funds Management LP and Anson Advisors Inc., as the co-investment advisors to the Fund, may direct the vote and disposition of the 233,330 shares of Common Stock held by the Fund. Anson Management GP LLC, as the general partner of Anson Funds Management LP, may direct the vote and disposition of the 233,330 shares of Common Stock held by the Fund. As the principal of Anson Funds Management LP and Anson Management GP LLC, Mr. Winson may direct the vote and disposition of the 233,330 shares of Common Stock held by the Fund. As the principal of Anson Funds Management LP and Anson Management GP LLC, Mr. Winson may direct the vote and disposition of the 233,330 shares of Common Stock held by the Fund. Mr. Nathoo and Mr. Kassam, each as a director of Anson Advisors Inc., may direct the vote and disposition of the 233,330 shares of Common Stock held by the Fund.

Item 5 Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the Reporting Persons have ceased to be the beneficial owners of more than five percent of the class of securities, check the following \boxtimes .

- Item 6
 Ownership of More Than Five Percent on Behalf of Another Person.

 Inapplicable.
 Inapplicable.
- Item 7 Identification and Classification of the Subsidiary which Acquired the Security Being Reported On by the Parent Holding Company.

Inapplicable.

- Item 8
 Identification and Classification of Members of the Group.

 Inapplicable.
- Item 9 Notice of Dissolution of Group.

Inapplicable.

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Item 10 Certification.

By signing below each of the Reporting Persons certifies that, to the best of such person's knowledge and belief, the securities referred to above were acquired and held in the ordinary course of business and were not acquired and were not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2020

ANSON FUNDS MANAGEMENT LP

By: Anson Management GP LLC, its general partner

By: /s/ Bruce R. Winson Bruce R. Winson Manager

ANSON MANAGEMENT GP LLC

By: /s/ Bruce R. Winson Bruce R. Winson Manager

/s/ Bruce R. Winson Bruce R. Winson

ANSON ADVISORS INC.

By: /s/ Amin Nathoo Amin Nathoo Director

By: /s/ Moez Kassam Moez Kassam Director

/s/ Amin Nathoo Amin Nathoo

/s/ Moez Kassam Moez Kassam

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