SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

SCHEDULE 13G (Rule 13d-102)

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 Receipts representing ordinary shares, no par value (Title of Class of Securities)

> 15116C102 (CUSIP Number)

February 8, 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)
 ☑ Rule 13d-1(c)
 □ Rule 13d-1(d)

1	NAME OF	DED	OPTING DEDSONS	
	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)			
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)			
	Anson Fun	ds Ma	anagement LP	
			PPROPRIATE BOX IF A MEMBER OF A GROUP*	
	(a) 🗆	(b) [
3	SEC USE O	ONLY	Ι	
4	4 CITIZENSHIP OR PLACE OF ORGANIZATION		OR PLACE OF ORGANIZATION	
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		5	SOLE VOTING POWER	
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V	WITH	8	SHARED DISPOSITIVE POWER	
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			16,600,016	
9	AGGREGA	TE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	16,600,016			
10	CHECK BC	X IF	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
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11	PERCENT	OF C	LASS REPRESENTED BY AMOUNT IN ROW 9	
	7.7% ** TYPE OF REPORTING PERSON*			
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	IA, PN			

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* SEE INSTRUCTIONS BEFORE FILLING OUT

1			ORTING PERSONS	
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)			
	Anson Mar	nagen	nent GP LLC	
2			PPROPRIATE BOX IF A MEMBER OF A GROUP*	
	(a) 🗆	(b) [
3	SEC USE ONLY			
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4	CITIZENSHIP OR PLACE OF ORGANIZATION			
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10	CHECK BU	JX IF	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
11	PERCENT	OF C	CLASS REPRESENTED BY AMOUNT IN ROW 9	
	7.7% **			
12			RTING PERSON*	
	HC, OO			
	110,00			

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* SEE INSTRUCTIONS BEFORE FILLING OUT

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) Bruce R. Winson 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) (b) (c) (1	NAME OF REPORTING PERSONS				
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) (b) (c) <li(c)< li=""> (c)</li(c)<>		I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
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* SEE INSTRUCTIONS BEFORE FILLING OUT

1	-		ORTING PERSONS
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)		
	Anson Adv	isors	Inc.
2			PPROPRIATE BOX IF A MEMBER OF A GROUP*
	(a) 🗆	(b) [
3	SEC USE O	ONLY	Ι
4	CITIZENS	HIP	OR PLACE OF ORGANIZATION
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		5	SOLE VOTING POWER
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SI	HARES	6	SHARED VOTING POWER
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	PORTING ERSON		0
V	WITH	8	SHARED DISPOSITIVE POWER
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	PERCENT	OF C	LASS REPRESENTED BY AMOUNT IN ROW 9
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	7.7% ** TYPE OF REPORTING PERSON*		
12	I I PE OF R	L'FU	KTING PERSON
	CO		

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* SEE INSTRUCTIONS BEFORE FILLING OUT

1	NAME OF REPORTING PERSONS				
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	Amin Nathoo				
2			PPROPRIATE BOX IF A MEMBER OF A GROUP*		
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11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9				
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	7.7% **				
	TYPE OF REPORTING PERSON*				
		_			
	IN				
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* SEE INSTRUCTIONS BEFORE FILLING OUT

1	NAME OF REPORTING PERSONS				
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	Moez Kassam				
2					
	(a) 🗆	(b) [
3	SEC USE (7		
5	SEC USE (JNLI			
4	CITIZENS		OR PLACE OF ORGANIZATION		
4	CITIZENS		SKI LAGE OF OKDANIZATION		
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			16,600,016		
9	AGGREGA	TE A	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
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10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*				
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* SEE INSTRUCTIONS BEFORE FILLING OUT

SCHEDULE 13G

This Schedule 13G (this "Schedule 13G") is being filed on behalf of Anson Funds Management LP (d/b/a Anson Group), 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. (d/b/a Anson Funds), an Ontario, Canada corporation, Mr. Amin Nathoo, a director of Anson Advisors Inc., relating to American Depositary Receipts representing ordinary shares ordinary shares, no par value (the "Common Stock"), of Cellect Biotechnology Ltd., an Israeli corporation (the "Issuer").

This Schedule 13G relates to 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 16,600,016 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 16,600,016 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 16,600,016 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 16,600,016 shares of Common Stock held by the Fund.

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 ordinary shares, no par value (the "Common Stock").

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) \Box Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (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) \boxtimes 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) \Box Group, in accordance with §240.13d-1(b)(1)(ii)(J).

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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 16,600,016 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 7.7% of the outstanding shares of Common Stock. This percentage is determined by dividing 16,600,016 by 217,090,799, the number of shares of Common Stock issued and outstanding as of February 7, 2019, as disclosed in the Issuer's 424B4 Prospectus filed with the Securities and Exchange Commission on February 11, 2019.
- (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 16,600,016 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 16,600,016 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 16,600,016 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 16,600,016 shares of Common Stock held by the Fund.

Item 5	Ownership of Five Percent or Less of a Class.
	Inapplicable.
Item 6	Ownership of More Than Five Percent on Behalf of Another Person.
	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.

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

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.

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

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 not acquired and are 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.

Exhibits Exhibit 99.1

Joint Filing Agreement dated February 19, 2019, by and among Anson Funds Management LP, Anson Management GP LLC, Mr. Winson, Anson Advisors Inc., Mr. Nathoo and Mr. Kassam.

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 19, 2019

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: <u>/s/ Amin Nathoo</u> Amin Nathoo Director

By: /s/ Moez Kassam Moez Kassam Director

/s/ Amin Nathoo Amin Nathoo

/s/ Moez Kassam Moez Kassam

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<u>EXHIBIT 99.1</u>

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned agree to the joint filing on behalf of each of them of a Statement on Schedule 13G (including any and all amendments thereto) with respect to the American Depositary Receipts representing ordinary shares ordinary shares, no par value, of Cellect Biotechnology Ltd., an Israeli corporation, and further agree that this Joint Filing Agreement shall be included as an Exhibit to such joint filings.

The undersigned further agree that each party hereto is responsible for the timely filing of such Statement on Schedule 13G and any amendments thereto, and for the accuracy and completeness of the information concerning such party contained therein; provided, however, that no party is responsible for the accuracy or completeness of the information concerning any other party, unless such party knows or has reason to believe that such information is inaccurate.

This Joint Filing Agreement may be signed in counterparts with the same effect as if the signature on each counterpart were upon the same instrument.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of February 19, 2019.

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