UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549 SCHEDULE 13G Under the Securities Exchange Act of 1934 (Amendment No.1) \* Cellect Biotechnology Ltd. (Name of Issuer) ADRs (Title of Class of Securities) 15116C201 (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) [X] Rule 13d-1(c) [ ] Rule 13d-1(d) \*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page. The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes). CUSIP No. 15116C201 NAME OF REPORTING PERSONS Sabby Healthcare Master Fund, Ltd. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) [\_] (b) [X]

SEC USE ONLY

| 4.<br>CITIZENSHIP OR PLACE OF ORGANIZATION                        |
|---|
| Cayman Islands  |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH |
| 5.<br>SOLE VOTING POWER   |
|   |
| 6.<br>SHARED VOTING POWER   |
| 0   |
| 7.<br>SOLE DISPOSITIVE POWER                                      |
|   |
| 8.<br>SHARED DISPOSITIVE POWER                                    |
| 0   |
|   |

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

| 10.<br>CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN<br>SHARES (SEE INSTRUCTIONS) |
|---|
| [_]   |
| 11.<br>PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  |
| 0   |
| 12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)  CO? CUSIP No. 15116C201                          |
| 1.<br>NAME OF REPORTING PERSONS   |
| Sabby Volatility Warrant Master Fund, Ltd.  |
| 2.<br>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)                         |
| (a) [_]   |
| (p) [X]   |
| 3.<br>SEC USE ONLY  |
|   |

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN

[\_]

111,820

SHARES (SEE INSTRUCTIONS)

| 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)                     |
|---|
| 4.99  |
| 12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)  CO?  CUSIP No.           |
| 1. NAME OF REPORTING PERSONS  |
| NAME OF REPORTING PERSONS   |
| Sabby Management, LLC   |
| 2.<br>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) |
| (a) [_]   |
| (b) [X]   |
| 3. SEC USE ONLY   |
| 4. CITIZENSHIP OR PLACE OF ORGANIZATION                                   |
| Delaware, USA   |

| SOLE VOTING POWER   |
|---|
|   |
| 0   |
|   |
| 6. SHARED VOTING POWER  |
|   |
| 111 000   |
| 111,820   |
| 7.  |
| SOLE DISPOSITIVE POWER  |
|   |
| 0   |
|   |
| 8. SHARED DISPOSITIVE POWER   |
|   |
| 111,820   |
|   |
| 9.<br>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON                          |
|   |
| 111,820   |
|   |
| 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) |
| SHARES (SEE INSTRUCTIONS)   |
| [_]   |
|   |
| 11.   |
| PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)   |

| 12.<br>TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)                        |
|---|
| OO<br>CUSIP No.<br>15116C201  |
| 1.<br>NAME OF REPORTING PERSONS   |
|   |
| Hal Mintz   |
| 2.<br>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) |
| (a) [_]   |
| (p) [x]   |
| 3.<br>SEC USE ONLY  |
|   |
|   |
| 4. CITIZENSHIP OR PLACE OF ORGANIZATION                                   |
| USA   |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH         |
| 5.<br>SOLE VOTING POWER   |

| 6. SHARED VOTING POWER  |
|---|
| 111,820   |
| 7. SOLE DISPOSITIVE POWER   |
| 0   |
| 8. SHARED DISPOSITIVE POWER   |
| 111,820   |
| 9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON                             |
| 111,820   |
| 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) |
|   |
| 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)                                       |
| 4.99  |
| 12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) IN?   |
| CUSIP No.<br>15116C201  |

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Item 1.
(a).
Name of Issuer:
Cellect Biotechnology Ltd.
(b).
Address of issuer's principal executive offices:
c/o Cellect Biotechnology Ltd.
23 Hata as Street, Kfar Saba, Israel 44425
Item 2.
(a).
Name of person filing:
Sabby Healthcare Master Fund, Ltd.
Sabby Volatility Warrant Master Fund, Ltd.
Sabby Management, LLC
Hal Mintz
Address or principal business office or, if none, residence:
Sabby Healthcare Master Fund, Ltd.
c/o Ogier Fiduciary Services (Cayman) Limited
89 Nexus Way, Camana Bay
Grand Cayman KY1-9007
Cayman Islands
Sabby Volatility Warrant Master Fund, Ltd.
c/o Ogier Fiduciary Services (Cayman) Limited
89 Nexus Way, Camana Bay
Grand Cayman KY1-9007
Cayman Islands
Sabby Management, LLC
10 Mountainview Road, Suite 205
Upper Saddle River, New Jersey 07458
Hal Mintz
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c/o Sabby Management, LLC 10 Mountainview Road, Suite 205 Upper Saddle River, New Jersey 07458

(c).

Citizenship:

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Sabby Management, LLC - Delaware, USA
Hal Mintz - USA
(d).
Title of class of securities:
ADRs (the ADRs)
(e).
CUSIP No.:
15116C201
Item 3.
If This Statement is filed pursuant to Section 240.13d-1(b) or 240.13d-2(b),
or (c), check whether the person filing is a
(a)
[ ]
Broker or dealer registered under section 15 of the Act (15 U.S.C. 780).
(b)
[ ]
Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
(C)
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)
[ ]
An investment adviser in accordance with Section 240.13d-1(b)(1)(ii)(E);
(f)
[_]
An employee benefit plan or endowment fund in accordance with Section
240.13d-1(b)(1)(ii)(F);
(g)
A parent holding company or control person in accordance with Section
240.13d-1(b)(1)(ii)(G);
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Sabby Healthcare Master Fund, Ltd. - Cayman Islands

Sabby Volatility Warrant Master Fund, Ltd. - Cayman Islands

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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.
(j)
[_]
A non-U.S. institution in accordance with Section 240.13d-1(b)(1)(ii)(J);
(k)
[ ]
Group, in accordance with Section 240.13d-1(b)(1)(ii)(K). If filing as a
non-U.S. institution in accordance with Section 240.13d-1(b)(1)(ii)(J),
please specify the type of institution:
Item 4.
Ownership.
Provide the following information regarding the aggregate number and
percentage of the class of securities of the issuer identified in Item 1.
Amount beneficially owned:
Sabby Healthcare Master Fund, Ltd. - 0
Sabby Volatility Warrant Master Fund, Ltd. - 111,820
Sabby Management, LLC - 111,820
Hal Mintz - 111,820
(b)
Percent of class:
Sabby Healthcare Master Fund, Ltd. - 0%
Sabby Volatility Warrant Master Fund, Ltd. - 4.99%
Sabby Management, LLC - 4.99%
Hal Mintz - 4.99%
Number of shares as to which the person has:
Sabby Healthcare Master Fund, Ltd.
(i)
Sole power to vote or to direct the vote
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(ii)
Shared power to vote or to direct the vote
0
(iii)
Sole power to dispose or to direct the disposition of
(iv)
Shared power to dispose or to direct the disposition of
0
. .
Sabby Volatility Warrant Master Fund, Ltd.
(i)
Sole power to vote or to direct the vote
(ii)
Shared power to vote or to direct the vote
111,820
(iii)
Sole power to dispose or to direct the disposition of
```

Shared power to dispose or to direct the disposition of

(iv)

111,820

```
Sabby Management, LLC
  (i)
Sole power to vote or to direct the vote
 (ii)
Shared power to vote or to direct the vote
 111,820
 (iii)
Sole power to dispose or to direct the disposition of
 (iv)
Shared power to dispose or to direct the disposition of
111,820
Hal Mintz
Sole power to vote or to direct the vote
 (ii)
Shared power to vote or to direct the vote
111,820
```

(iii)
Sole power to dispose or to direct the disposition of

0

(iv) Shared power to dispose or to direct the disposition of 111,820  $\,$ 

As calculated in accordance with Rule 13d-3 of the Securities Exchange Act of 1934, as amended, (i) Sabby Healthcare Master Fund, Ltd. and Sabby Volatility Master Fund, Ltd. beneficially own 0 and 111,820 shares of the Issuer's ADRs (ADRs), respectively, representing approximately 0% and 4.99% of the ADRs, respectively, and (ii) Sabby Management, LLC and Hal Mintz each beneficially own 111,820 shares of the ADRs, representing approximately 4.99% of the ADRs. Sabby Management, LLC and Hal Mintz do not directly own any shares of ADRs, but each indirectly owns 111,820 shares of ADRs. Sabby Management, LLC, a Delaware limited liability company, indirectly owns 111,820 shares of ADRs because it serves as the investment manager of Sabby Healthcare Master Fund, Ltd. and Sabby Volatility Warrant Master Fund, Ltd., Cayman Islands companies. Mr. Mintz indirectly owns 111,820 shares of ADRs in his capacity as manager of Sabby Management, LLC.

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 person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

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

Not applicable

Item 7.

Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not applicable

Item 8.

Identification and Classification of Members of the Group.

a Director

Sabby Management, LLC\*

By: /s/ Robert Grundstein
 Name: Robert Grundstein
 Title: Chief Operating Officer

/s/ Hal Mintz\* Hal Mintz

\*This Reporting Person disclaims beneficial ownership over the securities reported herein except to the extent of its pecuniary interest therein.

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See s.240.13d-7 for other parties for whom copies are to be sent.

Attention. Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).

EXHIBIT 1

JOINT FILING AGREEMENT

The undersigned hereby agree that this Statement on Schedule 13G with respect to the beneficial ownership of shares of ADRs of Cellect Biotechnology Ltd. is filed jointly, on behalf of each of them.

Dated: January 3, 2020

Sabby Healthcare Master Fund, Ltd.

By: /s/ Harry Thompson
Name: Harry Thompson

Title: Authorized Person of TDF Management

Ltd., a Director

Sabby Volatility Warrant Master Fund, Ltd.

By: /s/ Harry Thompson
Name: Harry Thompson

Title: Authorized Person of TDF Management

Ltd., a Director

Sabby Management, LLC

By: /s/ Robert Grundstein

Name: Robert Grundstein

Title: Chief Operating Officer

/s/ Hal Mintz Hal Mintz