UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 6-K

Report of Foreign Private Issuer Pursuant to Rule 13a-16 or 15d-16 under the Securities Exchange Act of 1934

For the month of April 2016

Commission File Number 001-37626

Mesoblast Limited

(Exact name of Registrant as specified in its charter)

Not Applicable (Translation of Registrant's name into English)

Australia (Jurisdiction of incorporation or organization)

Silviu Itescu Chief Executive Officer and Executive Director Level 38 55 Collins Street Melbourne 3000 Australia (Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F:

Form 20-F ⊠ Form 40-F □

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Yes 🗆 No 🗵

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Yes 🗆 No 🗵

INFORMATION CONTAINED ON THIS REPORT ON FORM 6-K

On April 19, 2016, Mesoblast Limited filed with the Australian Securities Exchange an announcement regarding the release of shares from voluntary escrow, which is attached hereto as <u>Exhibit 99.1</u> and is incorporated herein by reference.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly organized.

MESOBLAST LIMITED

/s/ Scott Terrillion

Scott Terrillion Vice President, Associate General Counsel and Head of Compliance

Dated: April 22, 2016

INDEX TO EXHIBITS

Item

99.1 Release of shares from voluntary escrow, dated April 19, 2016.

19 April 2016



Mesoblast Limited ABN 68 109 431 870

Corporate Headquarters

Level 38 55 Collins Street Melbourne, Victoria 3000 AUSTRALIA

T +61 3 9639 6036 F +61 3 9639 6030

United States Operations

505 Fifth Avenue Third Floor New York, NY 10017 USA

T +1 212 880 2060 F +1 212 880 2061

Asia 20 Biopolis Way #05-01 Centros Biopreneur 3

SINGAPORE 138668

T +65 6570 0635 F +65 6570 0176

info@mesoblast.com www.mesoblast.com

Release of shares from voluntary escrow

Mesoblast Limited (ASX Code: MSB) gives notice in accordance with ASX Listing Rule 3.10A that 15,298,837 ordinary shares, which are subject to voluntary escrow arrangements, will be released from escrow on 5 May 2016.

Yours sincerely

/s/ Charlie Harrison

Dear Sir or Madam

Charlie Harrison Senior Legal Counsel and Company Secretary

Manager Market Announcements Office ASX Limited **Exchange** Centre 20 Bridge Street Sydney NSW 2000

the regenerative medicine company