

BioTelemetry, Inc.
Form 4/A
March 26, 2014

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Geldart Michael

(Last) (First) (Middle)
1000 CEDAR HOLLOW RD
(Street)

MALVERN, PA 19355

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BioTelemetry, Inc. [BEAT]

3. Date of Earliest Transaction
(Month/Day/Year)
02/14/2014

4. If Amendment, Date Original Filed(Month/Day/Year)
02/18/2014

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior Vice President

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | | | | (A) or (D) Price | 38,898 ⁽¹⁾ | D | |

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)

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|

| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|-----------------------------|------------------------|--|--|------|---|-----|-----|------------------|-----------------|----------------------|----------------------------|
| Stock Option (right to buy) | \$ 2.16 ⁽²⁾ | | | | | | | ⁽³⁾ | 06/11/2022 | Class A Common Stock | 100,000 |
| Stock Option (right to buy) | \$ 2.54 ⁽⁴⁾ | | | | | | | ⁽⁵⁾ | 02/19/2023 | Class A Common Stock | 30,980 ⁽⁴⁾ |
| Stock Option (right to buy) | \$ 8.68 | | | | | | | ⁽⁶⁾ | 02/14/2024 | Class A Common Stock | 15,621 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Geldart Michael 1000 CEDAR HOLLOW RD MALVERN, PA 19355 | | | Senior Vice President | |

Signatures

/s/ Nicole Bigham, by power of attorney
03/26/2014

__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) This amendment has been filed to correct the amount of securities reported on the original Form 4 as beneficially owned following the reported transaction.
- (2) This amendment has been filed to amend the strike price reported on the original Form 4.
- (3) These options vest in accordance with the following schedule: 25,000 vest on each of the first through fourth anniversaries of the grant date (June 11, 2012).

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- (4) This amendment has been filed to amend the amount of derivative securities and the strike price reported on the original Form 4.
- (5) These options shall vest at the rate of 25% on December 31, 2013, and on each of the first, second, and third anniversaries of the Vesting Commencement Date, provided that the Optionholder remains in Continuous Service through the applicable vesting date.
- (6) These options shall vest at the rate of 25% on December 31, 2014, and on each of the first, second, and third anniversaries of the Vesting Commencement Date, provided that the Optionholder remains in Continuous Service through the applicable vesting date.

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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