

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  
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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 \*  
Capper Joseph H

(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)  
03/04/2014

4. If Amendment, Date Original Filed(Month/Day/Year)  
03/05/2014

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President and CEO

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  | 536,678 <sup>(1)</sup>  | 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)                | \$ 6.56  |                                      |  |                                |   | <u>(2)</u>   | 06/15/2020  | Class A Common Stock                               | 500,000                    |
| Stock Option (right to buy)                | \$ 4.67  |                                      |  |                                |   | <u>(3)</u>   | 03/04/2021  | Class A Common Stock                               | 54,235                     |
| Stock Option (right to buy)                | \$ 2.8   |                                      |  |                                |   | <u>(4)</u>   | 02/21/2022  | Class A Common Stock                               | 313,232                    |
| Stock Option (right to buy)                | \$ 2.54 <sup>(5)</sup>                                 |                                      |  |                                |   | <u>(6)</u>   | 02/19/2023  | Class A Common Stock                               | 207,177 <sup>(5)</sup>     |
| Stock Option (right to buy)                | \$ 2.54 <sup>(5)</sup>                                 |                                      |  |                                |   | <u>(7)</u>   | 02/19/2023  | Class A Common Stock                               | 50,000                     |
| Stock Option (right to buy)                | \$ 8.68  |                                      |  |                                |   | <u>(8)</u>   | 02/14/2024  | Class A Common Stock                               | 104,468                    |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |                   |       |
|--|---------------|-----------|-------------------|-------|
|  | Director      | 10% Owner | Officer           | Other |
| Capper Joseph H<br>1000 CEDAR HOLLOW RD<br>MALVERN, PA 19355 | X             |           | President and CEO |       |

## 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) These options vest in accordance with the following schedule: 125,000 vest on each of the first through fourth anniversaries of the grant date (June 15, 2010).
- (3) These options shall vest at the rate of 25% on December 31, 2011, 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.
- (4) These options shall vest at the rate of 25% on December 31, 2012, 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.
- (5) This amendment has been filed to amend the amount of derivative securities and/or the strike price reported on the original Form 4.
- (6) 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.
- (7) These options vest in accordance with the following schedule: 12,500 vest on each of the first through fourth anniversaries of the grant date (February 19, 2013).
- (8) 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.