

# FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

OMB Number: 3235-0104  
 Estimated average burden hours per response... 0.5

### INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * ZELDIS JEROME B		2. Date of Event Requiring Statement (Month/Day/Year) 07/20/2015	3. Issuer Name and Ticker or Trading Symbol BioSig Technologies, Inc. [BSGM]	
(Last) (First) (Middle) C/O BIOSIG TECHNOLOGIES, INC., 8441 WAYZATA BLVD., SUITE 240	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		5. If Amendment, Date Original Filed(Month/Day/Year)	
(Street) MINNEAPOLIS, MN 55426			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)	<b>Table I - Non-Derivative Securities Beneficially Owned</b>			

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, \$0.001 par value per share	137,245	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Options to Purchase Common Stock	04/09/2015	04/09/2025	Common Stock	300,000	\$ 3.99	D	
Options to Purchase Common Stock	(1)	06/22/2025	Common Stock	50,000	\$ 2.53	D	
Series C Preferred Stock	(2)	(2)	Common Stock	42,334	\$ 1.5 (2)	D	
Warrants to Purchase Common Stock	(3)	01/09/2018	Common Stock	41,628	\$ 1.5	D	
Warrants to Purchase Common Stock	(3)	07/15/2018	Common Stock	10,409	\$ 1.5	D	
Warrants to Purchase Common Stock	(3)	10/14/2018	Common Stock	10,409	\$ 1.5	D	
Warrants to Purchase Common Stock	(3)	01/31/2019	Common Stock	6,123	\$ 3.67	D	

# Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ZELDIS JEROME B C/O BIOSIG TECHNOLOGIES, INC. 8441 WAYZATA BLVD., SUITE 240 MINNEAPOLIS, MN 55426	X			

## Signatures

/s/ Kenneth L. Londoner, attorney-in-fact		07/20/2015
<small>**Signature of Reporting Person</small>		<small>Date</small>

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) The options vest in 12 consecutive monthly installments beginning one month from June 22, 2015, the date of the grant. As of the date of this report, the options are vested and exercisable as to zero underlying shares.
  - (2) The Series C Preferred Stock may be converted at any time at the option of the holder into shares of common stock at a conversion price of \$1.50 per share. The Series C Preferred Stock has no expiration date.
  - (3) All Warrants are presently exercisable.

### Remarks:

Exhibit 24.1 Power of Attorney (furnished herewith)

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.

**POWER OF ATTORNEY**

July 20, 2015

KNOW ALL MEN BY THESE PRESENTS, that the undersigned hereby constitutes and appoints Kenneth L. Londoner as his or her true and lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for, in the name of, and on behalf of the undersigned, place and stead, in any and all capacities, (i) to execute any and all filings required to be made by the undersigned in the undersigned's capacity as an officer or director or both of BioSig Technologies, Inc. pursuant to Section 13 or Section 16 of the Securities Exchange Act of 1934, as amended (the "*Exchange Act*") (or any similar rule with respect to foreign exchanges) or any rule or regulation thereunder (including any amendment, supplement, and/or exhibit thereto), for, in the name of, and on behalf of the undersigned, (ii) to do and perform any and all acts for, in the name of, and on behalf of the undersigned which said attorney-in-fact determines may be necessary or appropriate to complete and execute any and all such filings, amendments, supplements, and/or exhibits, and any and all other document(s) in connection therewith, (iii) to file such filings, amendments, supplements, exhibits, and/or documents with any governmental office or agency, whether U.S., foreign, state or local government (including, without limitation, the U.S. Securities and Exchange Commission and state securities administrators or commissions), or any stock exchange or stock quotation system (including, without limitation, The NASDAQ Capital Market), as may be required under applicable laws or rules and regulations of any stock exchange or stock quotation system, and (iv) to perform any and all other acts that, in the opinion of said attorney-in-fact and agent, may be of benefit to, in the best interest of, or legally required by or for the undersigned, granting unto said attorney-in-fact and agent full power and authority to do and perform each and every act and thing requisite or necessary to be done in and about the premises, as fully to all intents and purposes as the undersigned might or could do in person, hereby ratifying and confirming all that said attorney-in-fact and agent shall do or cause to be done by virtue hereof. The undersigned hereby acknowledges that the foregoing attorney-in-fact and agent, in serving in such capacity at the request of the undersigned, is not assuming any of the responsibilities of the undersigned to comply with Section 16 or Section 13(d) of the Exchange Act and the rules and regulations promulgated thereunder.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file reports under Section 13 or Section 16 of the Exchange Act (or any similar rule with respect to foreign exchanges) or any rule or regulation thereunder (including any amendment, supplement, and/or exhibit thereto), unless earlier revoked by the undersigned in a signed writing delivered to Kenneth L. Londoner.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed and effective as of the date first written above.

/s/ Jerome B. Zeldis  
Jerome B. Zeldis