

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

FORM 8-K/A
(Amendment No. 1)

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): January 28, 2024

BioSig Technologies, Inc.
(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction
of incorporation)

001-38659

(Commission
File Number)

26-433375

(IRS Employer
Identification No.)

**55 Greens Farms Road, 1st Floor
Westport, Connecticut**

(Address of principal executive offices)

06880

(Zip Code)

(203) 409-5444

(Registrant's telephone number, including area code)

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4 (c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of exchange on which registered
Common Stock, par value \$0.001 per share	BSGM	The NASDAQ Capital Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Explanatory Note

BioSig Technologies, Inc. (the “*Company*”) filed a Current Report 8-K on February 1, 2024 (the “*Original Form 8-K*”).

This Amendment No. 1 on Form 8-K/A is being filed to correct the statements regarding the consulting agreements in the Original Form 8-K, which have not been executed. No other changes have been made to the Original Form 8-K.

Item 2.05 Costs Associated with Exit or Disposal Activities

On January 28, 2024, management of the Company commenced a workforce reduction intended to reduce annual cash burn by approximately 50%, which was completed as of January 31, 2024. The workforce reduction consisted of the departure of sixteen employees, effective as of January 31, 2024 (the “Effective Date”) and included the departure of John Sieckhaus, the Company’s Chief Operating Officer, and Gray Fleming, the Company’s Chief Commercial Officer.

In connection with the reduction in force, the Company estimates it will incur total aggregate costs of approximately \$713,924, which consists of one-time departure fees and severance packages for employees in equity, based on factors including years of employment, in the estimated amount of \$135,288 and retention bonuses paid in equity in the estimated amount of \$578,636. These estimates are subject to a number of assumptions, and actual results may differ. The Company may also incur additional costs not currently contemplated due to events that may occur as a result of, or that are associated with, the departures, including estimated cash expenditures of \$30,000 and estimated potential consulting fees paid in equity of approximately \$200,000.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

In connection with the workforce reduction discussed in Item 2.05 of this Current Report on Form 8-K, Mr. Sieckhaus and Mr. Fleming, effective as of the Effective Date, are departing from the Company.

Cautionary Note Regarding Forward-Looking Statements

This Current Report on Form 8-K contains “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. Such statements may be preceded by the words “intends,” “may,” “will,” “plans,” “expects,” “anticipates,” “projects,” “predicts,” “estimates,” “aims,” “believes,” “hopes,” “potential” or similar words. Forward-looking statements are not guarantees of future performance, are based on certain assumptions, and are subject to various known and unknown risks and uncertainties, many of which are beyond the Company’s control, and cannot be predicted or quantified and consequently, actual results may differ materially from those expressed or implied by such forward-looking statements. Such risks and uncertainties include, without limitation, risks and uncertainties associated with (i) possible proceedings that may be brought by third-parties against BioSig in connection with the employee terminations discussed in Item 2.05 above; (ii) the impact and timing of any cost-saving measures and employee departures from BioSig; (iii) the impact of potential litigation and regulatory proceedings; (iv) difficulties in retaining key employees, including one or more key executives or scientists; and (vii) BioSig’s cost reduction plan and associated workforce reduction or other cost-saving measures not reaching the targeted reduction of cash burn by 50%. For a discussion of other risks and uncertainties, and other important factors, any of which could cause BioSig’s actual results to differ from those contained in forward-looking statements, see Biosig’s filings with the Securities and Exchange Commission (“SEC”), including the section titled “Risk Factors” in BioSig’s Quarterly Report on Form 10-Q, filed with the SEC on November 14, 2023. Investors and security holders are urged to read these documents free of charge on the SEC’s website at <http://www.sec.gov>. The Company assumes no obligation to publicly update or revise its forward-looking statements as a result of new information, future events or otherwise, except as required by law.

SIGNATURES

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

BIOSIG TECHNOLOGIES, INC.

Date: February 2, 2024

By: /s/ Kenneth L. Londoner

Name: Kenneth L. Londoner

Title: Executive Chairman
