

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C.

OMB APPROVAL
OMB Number: 3235-0076
Expires: August 31, 2015
Estimated Average burden hours
per response: 4.0

1. Issuer's Identity			
CIK (Filer ID Number)	Previous Name(s)	None None	Entity Type
0001530766			• Corporation
Name of Issuer	_		C Limited Partnership
BioSig Technologies, Inc.			C Limited Liability Company
Jurisdiction of Incorporation/Organization	_		General Partnership
DELAWARE			C Business Trust
Year of Incorporation/Organizati	on		C Other
O Over Five Years Ago			
Within Last Five Years (Specify Year)	2011		
C Yet to Be Formed			

2. Principal Place of	f Business and C	Contact Informa	ation
Name of Issuer			
BioSig Technologies, Inc.			
Street Address 1	S	treet Address 2	
12424 WILSHIRE BOULEVA	RD	SUITE 745	
City	State/Province/Country	ZIP/Postal Code	Phone No. of Issuer
LOS ANGELES	CALIFORNIA	90025	310-820-8100

3. Related Persons		
Last Name	First Name	Middle Name
Londoner	Kenneth	
Street Address 1	Street Address 2	-
12424 WILSHIRE BOULEVARD	SUITE 745	
City	State/Province/Country	ZIP/Postal Code
LOS ANGELES	CALIFORNIA	90025
Relationship: Execut	ive Officer Director	Promoter
Clarification of Response (if Necessary	)	
Last Name	First Name	Middle Name
Steinhouse	Jonathan	]
Street Address 1	Street Address 2	
12424 WILSHIRE BOULEVARD		
City	State/Province/Country	ZIP/Postal Code
LOS ANGELES	CALIFORNIA	90025
Relationship: Execut	ive Officer Director	Promoter

		tate/Province/C		ZIP/Postal Code  90025	
treet Address 1  12424 WILSHIRE I				-1	
		4 - 4 - /ID	Y 4	71D/D 1 C - 1	
treet Address 1	DOLL BUILDE		SUITE 745		
			Street Address 2		
		Steve	64 4 3 3 3 5		
ast Name		irst Name		Middle Name	
Clarification of Respon	se (if Necessary)				
Relationship:	Executive	e Officer	Director	Promoter	
LOS ANGELES		CALIFORNIA		90025	
City	S	tate/Province/C		ZIP/Postal Code	
12424 WILSHIRE I	BOULEVARD		SUITE 745		
treet Address 1			Street Address 2	2	
Fischer		Seth			
ast Name	F	irst Name		Middle Name	
Clarification of Respon	se (if Necessary)				
Relationship:	Executive	e Officer	Director	Promoter	
	¬		_	The same of the sa	
LOS ANGELES		CALIFORNIA		90025	
City	S	tate/Province/C		ZIP/Postal Code	
12424 WILSHIRE I			SUITE 745		
treet Address 1			Street Address 2	2	
Tanaka		Roy			
ast Name		irst Name		Middle Name	
Clarification of Respon	se (if Necessary)				
Relationship:	Executive	e Officer	Director	Promoter	
	TE 5 4	O CC	E Discretos	<u> </u>	
LOS ANGELES		CALIFORNIA		90025	
City	S	tate/Province/C	Country	ZIP/Postal Code	
12424 WILSHIRE I	BOULEVARD		SUITE 745		
treet Address 1			Street Address 2	2	
		Asher			
Holzer	F	irst Name		Middle Name	
ast Name	-				

Last Name	Firs	t Name	Middle Name
Gallagher	Par	trick	
treet Address 1		Street Addres	ss 2
12424 WILSHIRE BOU	LEVARD	SUITE 745	
lity	Stat	re/Province/Country	ZIP/Postal Code
LOS ANGELES	C	ALIFORNIA	90025
Relationship:	Executive O	Officer Director	Promoter
larification of Response (i	f Necessary)		
ast Name	Firs	t Name	Middle Name
Cash		egory	
treet Address 1		Street Addres	
	II EWARE		25 4
12424 WILSHIRE BOU		SUITE 745	
ity		re/Province/Country	ZIP/Postal Code
LOS ANGELES	C	ALIFORNIA	90025
Relationship:	Z Executive O	Officer Director	Promoter
	tive Officer		
. Industry Grou		Health Care	© Retailing
. Industry Grou	р	© Biotechnology	C Retailing C Restaurants
. Industry Grou Agriculture Banking & Financial Sc	p	6 Biotechnology	© Restaurants
. Industry Grou	p	Biotechnology     Health Insurance	© Restaurants  Technology
. Industry Grou  Agriculture  Banking & Financial Se  C Commercial Bankin	p	<ul><li>Biotechnology</li><li>Health Insurance</li><li>Hospitals &amp; Physician</li></ul>	C Restaurants  Technology  C Computers
Agriculture Banking & Financial So Commercial Bankin C Insurance C Investing C Investment Bankin	p ervices ng	<ul><li>Biotechnology</li><li>Health Insurance</li><li>Hospitals &amp; Physician</li><li>Pharmaceuticals</li></ul>	© Restaurants  Technology
Agriculture Banking & Financial So C Commercial Bankin C Insurance C Investing	p ervices ng	<ul><li>Biotechnology</li><li>Health Insurance</li><li>Hospitals &amp; Physician</li><li>Pharmaceuticals</li></ul>	C Restaurants  Technology  C Computers
Agriculture  Banking & Financial So  Commercial Bankin  Insurance  Investing  Investment Bankin  Pooled Investment  Other Banking & F	p ervices ng g Fund	<ul><li>Biotechnology</li><li>Health Insurance</li><li>Hospitals &amp; Physician</li><li>Pharmaceuticals</li></ul>	C Restaurants  Technology  Computers  Telecommunications
Agriculture Banking & Financial So Commercial Bankin C Insurance C Investing C Investment Bankin C Pooled Investment Other Banking & F C Services	p ervices ng g Fund	<ul><li>Biotechnology</li><li>Health Insurance</li><li>Hospitals &amp; Physician</li><li>Pharmaceuticals</li></ul>	C Restaurants  Technology Computers C Telecommunications C Other Technology
Agriculture Banking & Financial So Commercial Bankin C Insurance C Investing C Investment Bankin C Pooled Investment Other Banking & F C Services	p ervices ng g Fund	<ul> <li>Biotechnology</li> <li>Health Insurance</li> <li>Hospitals &amp; Physician</li> <li>Pharmaceuticals</li> <li>Other Health Care</li> </ul> Manufacturing Real Estate	C Restaurants  Technology Computers Telecommunications Other Technology Travel
Agriculture  Banking & Financial So  Commercial Bankin  Insurance  Investing  Investment Bankin  Pooled Investment  Other Banking & F  Services  Business Services  Energy	p ervices ng g Fund	Biotechnology Health Insurance Hospitals & Physician Pharmaceuticals Other Health Care  Manufacturing Real Estate Commercial	C Restaurants  Technology Computers C Telecommunications C Other Technology  Travel C Airlines & Airports
Agriculture Banking & Financial So Commercial Bankin C Insurance C Investing C Investment Bankin C Pooled Investment Other Banking & F Services Business Services Energy C Coal Mining	p ervices ng g Fund	Biotechnology Health Insurance Hospitals & Physician Pharmaceuticals Other Health Care  Manufacturing Real Estate Commercial Construction	C Restaurants  Technology Computers Telecommunications Other Technology  Travel Airlines & Airports Lodging & Conventions
Agriculture Banking & Financial So Commercial Bankin Insurance Investing Investment Bankin Pooled Investment Other Banking & F Services Business Services Energy Coal Mining Electric Utilities	p ervices ng g Fund inancial	Biotechnology Health Insurance Hospitals & Physician Pharmaceuticals Other Health Care  Manufacturing Real Estate Commercial Construction REITS & Finance	C Restaurants  Technology Computers Telecommunications Other Technology  Travel Airlines & Airports Lodging & Conventions Tourism & Travel Service
Agriculture  Banking & Financial So Commercial Bankin C Insurance C Investing C Investment Bankin C Pooled Investment Other Banking & F Services  Business Services Energy C Coal Mining	p ervices ng Fund inancial	Biotechnology Health Insurance Hospitals & Physician Pharmaceuticals Other Health Care  Manufacturing Real Estate Commercial Construction REITS & Finance Residential	C Restaurants  Technology C Computers C Telecommunications C Other Technology  Travel C Airlines & Airports C Lodging & Conventions C Tourism & Travel Service C Other Travel
Agriculture Banking & Financial So Commercial Bankin Insurance Investing Investment Bankin Pooled Investment Other Banking & F Services Business Services Energy Coal Mining Electric Utilities Energy Conservation	p ervices ng Fund inancial	Biotechnology Health Insurance Hospitals & Physician Pharmaceuticals Other Health Care  Manufacturing Real Estate Commercial Construction REITS & Finance Residential	C Restaurants  Technology C Computers C Telecommunications C Other Technology  Travel C Airlines & Airports C Lodging & Conventions C Tourism & Travel Service C Other Travel
Agriculture Banking & Financial So Commercial Bankin Insurance Investing Investment Bankin Pooled Investment Other Banking & F Services Business Services Energy Coal Mining Electric Utilities Energy Conservation Energy Conservation	p ervices ng Fund inancial	Biotechnology Health Insurance Hospitals & Physician Pharmaceuticals Other Health Care  Manufacturing Real Estate Commercial Construction REITS & Finance Residential	C Restaurants  Technology C Computers C Telecommunications C Other Technology  Travel C Airlines & Airports C Lodging & Conventions C Tourism & Travel Service C Other Travel
Agriculture Banking & Financial Sc Commercial Bankin Insurance Investing Investment Bankin Pooled Investment Other Banking & F Services Business Services Energy Coal Mining Electric Utilities Energy Conservation Environmental Ser Oil & Gas	p ervices ng Fund inancial	Biotechnology Health Insurance Hospitals & Physician Pharmaceuticals Other Health Care  Manufacturing Real Estate Commercial Construction REITS & Finance Residential	C Restaurants  Technology C Computers C Telecommunications C Other Technology  Travel C Airlines & Airports C Lodging & Conventions C Tourism & Travel Service C Other Travel
Agriculture Banking & Financial So Commercial Bankin C Insurance C Investing C Investment Bankin C Pooled Investment Other Banking & F Services Business Services Energy C Coal Mining C Electric Utilities C Energy Conservatio C Environmental Ser C Oil & Gas C Other Energy	p ervices ng Fund inancial	Biotechnology Health Insurance Hospitals & Physician Pharmaceuticals Other Health Care  Manufacturing Real Estate Commercial Construction REITS & Finance Residential	C Restaurants  Technology C Computers C Telecommunications C Other Technology  Travel C Airlines & Airports C Lodging & Conventions C Tourism & Travel Service C Other Travel
Agriculture Banking & Financial So Commercial Bankin C Insurance C Investing C Investment Bankin C Pooled Investment Other Banking & F Services Business Services Energy C Coal Mining C Electric Utilities C Energy Conservatio C Environmental Ser C Oil & Gas C Other Energy	p ervices ng Fund inancial	Biotechnology Health Insurance Hospitals & Physician Pharmaceuticals Other Health Care  Manufacturing Real Estate Commercial Construction REITS & Finance Residential	C Restaurants  Technology C Computers C Telecommunications C Other Technology  Travel C Airlines & Airports C Lodging & Conventions C Tourism & Travel Service C Other Travel
Agriculture Banking & Financial Second Commercial Banking Commercial B	p ervices ng Fund inancial	Biotechnology C Health Insurance C Hospitals & Physician C Pharmaceuticals C Other Health Care  Manufacturing Real Estate C Commercial C Construction C REITS & Finance C Residential C Other Real Estate  Aggregate Net	C Restaurants  Technology C Computers C Telecommunications C Other Technology  Travel C Airlines & Airports C Lodging & Conventions C Tourism & Travel Service C Other Travel
Agriculture Banking & Financial So Commercial Bankin C Insurance C Investing C Investment Bankin C Pooled Investment Other Banking & F C Services  Business Services Energy C Coal Mining C Electric Utilities C Energy Conservatic C Environmental Ser C Oil & Gas C Other Energy	p ervices ng Fund inancial	Biotechnology C Health Insurance C Hospitals & Physician C Pharmaceuticals C Other Health Care  Manufacturing Real Estate C Commercial C Construction C REITS & Finance C Residential C Other Real Estate  Aggregate Net	C Restaurants  Technology C Computers C Telecommunications C Other Technology  Travel C Airlines & Airports C Lodging & Conventions C Tourism & Travel Service C Other Travel C Other
Agriculture Banking & Financial So Commercial Bankin Insurance Investing Investment Bankin Pooled Investment Other Banking & F Services Business Services Energy Coal Mining Electric Utilities Energy Conservatio Environmental Ser Oil & Gas Other Energy Investment Oil & Gas Other Energy	p ervices ng Fund inancial	Biotechnology Health Insurance Hospitals & Physician Pharmaceuticals Other Health Care  Manufacturing Real Estate Commercial Construction REITS & Finance Residential Other Real Estate Nother Real Estate	C Restaurants  Technology C Computers C Telecommunications C Other Technology  Travel C Airlines & Airports C Lodging & Conventions C Tourism & Travel Service C Other Travel C Other
Agriculture Banking & Financial So Commercial Bankin C Insurance Investing C Investment Bankin C Pooled Investment Other Banking & F Services Business Services Energy C Coal Mining Electric Utilities Energy Conservatio Environmental Ser Oil & Gas C Other Energy No Revenues No Revenues S1 - \$1,000,000	prvices  ag  g  Fund  inancial  on	Manufacturing Real Estate Commercial Construction REITS & Finance Residential Other Real Estate Nother Real Estate Signature Residential Nother Real Estate Signature Residential Signature Signature Residential Signature Signat	C Restaurants  Technology Computers Telecommunications Other Technology  Travel Airlines & Airports Lodging & Conventions Tourism & Travel Service Other Travel Other  Tasset Value Range ggregate Net Asset Value
Agriculture Banking & Financial Second Commercial Banking Commercial B	p ervices  ng  g Fund inancial  on vices	Manufacturing Real Estate C Commercial C Construction C Residential C Other Real Estate C No Ag C \$1-\$3. C \$5,000	C Restaurants  Technology C Computers C Telecommunications C Other Technology  Travel C Airlines & Airports C Lodging & Conventions C Tourism & Travel Service C Other Travel C Other C Other  Tasset Value Range  Gregate Net Asset Value 5,000,000

C	Over \$100,000,000	C Over \$100,000,000
•	Decline to Disclose	C Decline to Disclose
0	Not Applicable	Not Applicable
	**	
6. F		s) and Exclusion(s) Claimed (select all that
П	Rule 504(b)(1) (not (i), (ii) or (iii))	Rule 505
П	Rule 504 (b)(1)(i)	▼ Rule 506(b)
П	Rule 504 (b)(1)(ii)	Rule 506(c)
П	Rule 504 (b)(1)(iii)	Securities Act Section 4(a)(5)
		Investment Company Act Section 3(c)
7. 7	Type of Filing	_
	New Notice Date of First S	ale 2014-12-19 First Sale Yet to Occur
哮	Amendment	
8. [	Duration of Offering	
Does	the Issuer intend this offering to	last more than one year?
9. 7	Type(s) of Securitie	s Offered (select all that apply)
	Pooled Investment Fund	<b>▼</b> Equity
1000	nterests	□ Debt
	Tenant-in-Common Securities	2000
П	Tenant-in-Common Securities  Mineral Property Securities	Option, Warrant or Other Right to
		— Ontion Warrant or Other Right to
	Mineral Property Securities Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire	Option, Warrant or Other Right to Acquire Another Security
	Mineral Property Securities Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	Option, Warrant or Other Right to Acquire Another Security  Other (describe)
10.	Mineral Property Securities Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire	Option, Warrant or Other Right to Acquire Another Security  Other (describe)
10. Is this transa	Mineral Property Securities Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security  Business Combinate Offering being made in connect action, such as a merger, acquisi	Option, Warrant or Other Right to Acquire Another Security  Other (describe)  Attion Transaction  on with a business combination or exchange offer?  Yes No
10. Is this transa	Mineral Property Securities Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security  Business Combinate offering being made in connect	Option, Warrant or Other Right to Acquire Another Security  Other (describe)  Attion Transaction  on with a business combination or exchange offer?  Yes No
10. Is this transa	Mineral Property Securities Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security  Business Combinate Offering being made in connect action, such as a merger, acquisi	Option, Warrant or Other Right to Acquire Another Security  Other (describe)  Attion Transaction  on with a business combination or exchange offer?  Yes No
10. Is this transa	Mineral Property Securities Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security  Business Combinate offering being made in connect action, such as a merger, acquisi Tication of Response (if Necessar	Option, Warrant or Other Right to Acquire Another Security  Other (describe)  Attion Transaction on with a business combination ion or exchange offer?  Yes No
10. Is this transa Clarif	Mineral Property Securities Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security  Business Combinate Offering being made in connect action, such as a merger, acquisi	Option, Warrant or Other Right to Acquire Another Security  Other (describe)  Action Transaction on with a business combination ion or exchange offer?  Yes No
10. Is this transa Clarif	Mineral Property Securities Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security  Business Combinate offering being made in connect action, such as a merger, acquisication of Response (if Necessar Minimum Investment accepted from a	Option, Warrant or Other Right to Acquire Another Security  Other (describe)  ation Transaction  on with a business combination ion or exchange offer?  Yes No
10. Is this trans: Clariff  11. Minin invest	Mineral Property Securities Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security  Business Combinate of Security  Business Combinate of Security  General Property Security  Business Combinate of Security  General Property Security  Business Combinate of Security  General Property Securities of Option Security  Minimum Investment accepted from a for	Option, Warrant or Other Right to Acquire Another Security  Other (describe)  Ation Transaction on with a business combination ion or exchange offer?  Yes No  No  USD
10. Is this trans: Clariff  11. Minin invest	Mineral Property Securities Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security  Business Combinate offering being made in connect action, such as a merger, acquisitication of Response (if Necessar Minimum Investment accepted from a for	Option, Warrant or Other Right to Acquire Another Security  Other (describe)  Ation Transaction on with a business combination ion or exchange offer?  Yes No  No  USD
10. Is this transa Clarif	Mineral Property Securities Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security  Business Combinate offering being made in connect action, such as a merger, acquisitication of Response (if Necessar Minimum Investment accepted from a for	Option, Warrant or Other Right to Acquire Another Security  Other (describe)  ation Transaction on with a business combination ion or exchange offer?  Yes No  No  USD  On
10.  Is this transa Clarif	Mineral Property Securities Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security  Business Combinate of Security  Business Combinate of Security  Business Combinate of Security  Business Combinate of Security  Minimum Security  Minimum Investment accepted from a security  Sales Compensation of Security	Option, Warrant or Other Right to Acquire Another Security  Other (describe)  Acquire Another Security  Other (describe)  Other (describe)

Street Address 1	Street Address 2
546 5th Avenue, 5th	Floor
City	State/Province/Country ZIP/Postal Code
New York	NEW YORK 10036
State(s) of Solicitation	☐ All States
CALIFORNIA	
CONNECTICUT	
FLORIDA	
GEORGIA	
INDIANA	
KANSAS	
LOUISIANA	
MICHIGAN	
NORTH CAROLINA	
OKLAHOMA	
PENNSYLVANIA	
TENNESSEE	
TEXAS	
VIRGINIA	
Total Offering Amount Total Amount Sold Total Remaining to be Sold Clarification of Response	\$ \[ \begin{array}{c ccccccccccccccccccccccccccccccccccc
This represents consi closing, occurring on	deration of \$339,500 for the Issuer's first 12/19/14,\$172,600 for the Issuer's second 12/30/14 and \$1,071,000 for the issuer's third
14. Investors	
do not qualify Number of su offering  Regardless of to persons wh	ities in the offering have been or may be sold to persons who as accredited investors, ch non-accredited investors who already have invested in the whether securities in the offering have been or may be sold o do not qualify as accredited investors, enter the total vestors who already have invested in the offering:
15. Sales Con	nmissions & Finders' Fees Expenses
	amounts of sales commissions and finders' fees expenses, if any. If the amount of an n, provide an estimate and check the box next to the amount.
Sales (	Commissions \$ 189972 USD Estimate
F	Finders' Fees \$ 0 USD Estimate
Clarification of Respons	se (if Necessary)
The Issuer also issue	d five-year warrants to nurchase a total of 158.310 shares of common stock at an

The Issuer also issued five-year warrants to purchase a total of 158,310 shares of common stock at an exercise price of \$3.75 per share to the placement agent as consideration for serving as the placement agent.

## 16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to
any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above.
If the amount is unknown, provide an estimate and check the box next to the amount.

\$ 0	USD	П	Estimate

Clarification of Response (if Necessary)

## Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

## **Terms of Submission**

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities
  described and undertaking to furnish them, upon written request, the information furnished to
  offerees.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b)(2)(iii) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
BioSig Technologies, Inc.	Gregory Cash	Gregory Cash	President and Chief Executive Officer	2015-01-30