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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>Ferrari Richard</u> (Last) (First) (Middle) <u>2118 WALSH AVE, SUITE 210</u> (Street) <u>SANTA CLARA CA 95050</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HeartBeam, Inc.</u> [<u>BEAT</u>] 3. Date of Earliest Transaction (Month/Day/Year) <u>07/11/2025</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☒ Director 10% Owner ☐ Officer (give title below) Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) ☒ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person
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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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								65,653	I	See Footnote ⁽¹⁾
Common Stock								179,136	D	

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

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Award	\$0							(2)	(3)	Common Stock	80,645		80,645	D	
Restricted Stock Award	\$0							(4)	(3)	Common Stock	43,939		43,939	D	

Explanation of Responses:

1. These shares are held by the Ferrari Living Trust, of which the Reporting Person is the trustee.
2. These securities are restricted stock units (RSUs) granted on July 11, 2025. Each RSU represents a contingent right to receive one share of Common Stock of the Issuer. 100% of the RSUs shall vest on the earlier of July 11, 2026, or the date of the Issuer's 2026 annual meeting of stockholders, subject to the Reporting Person continuing to be an Outside Director (as defined in the Issuer's 2022 Equity Incentive Plan) through the applicable vesting date.
3. RSUs do not expire, they either vest or are canceled prior to vesting date
4. Granted Restricted Stock Units (RSUs) on September 30, 2025, one half of the total number of Shares subject to the Special RSU shall vest on the three-month anniversary of the vesting commencement date (July 1, 2025) and the remaining Shares subject to the Special RSU shall vest on the six-month anniversary of the vesting commencement date. These RSUs have been issued from the Company's 2022 Equity Incentive Plan.

Remarks:

/s/ Richard Ferrari

10/02/2025

** Signature of Reporting Person

Date _____

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.