

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN WHOLE OR IN PART, IN, INTO OR FROM CANADA, AUSTRALIA, JAPAN, THE EUROPEAN ECONOMIC AREA OR THE UNITED KINGDOM OR ANY OTHER JURISDICTION WHERE TO DO SO WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OF SUCH JURISDICTION.



Amendment

of April 13, 2017

to the Pre-Announcement of the Public Exchange and Cash Offer

by

Cardiac Monitoring Holding Company, LLC, Malvern, Pennsylvania, United States of America (Domicile: Wilmington, Delaware, United States of America)

for

all publicly held registered shares of LifeWatch AG, Zug, Switzerland with a nominal value of Swiss Francs ("CHF") 1.30 each

On April 9, 2017, BioTelemetry, Inc. ("**BioTelemetry**") and Cardiac Monitoring Holding Company LLC (the "**Offeror**") published a pre-announcement (the "**Pre-Announcement**") of the public tender offer with a cash component and a share component for all publicly held registered shares of LifeWatch AG, Zug, Switzerland with a nominal value of CHF 1.30 each (the "**Offer**") in accordance with articles 5 et seq. of the Ordinance of the Swiss Takeover Board on Public Takeover Offers (*Verordnung der Übernahmekommission über öffentliche Kaufangebote*; the "**TOO**"). The Pre-Announcement was published in English, German and French on the websites of BioTelemetry on April 9, 2017 and the Swiss Takeover Board (the "**TOB**") on April 10, 2017, and was otherwise distributed in accordance with the TOO.

On April 12, 2017, the TOB granted an extension of the time limit for publication of the offer prospectus relating to the Offer from April 18, 2017 until April 25, 2017.

As a result of this development, Section III ("*Main Offer Period and Additional Acceptance Period*") of the Pre-Announcement is amended as follows:

"III. MAIN OFFER PERIOD AND ADDITIONAL ACCEPTANCE PERIOD

The Offeror has filed an application with the TOB to extend the deadline for publishing the Offer Prospectus from April 18 to April 25, 2017. On April 12, 2017, the TOB granted this extension.

It is expected that the offer prospectus relating to the Offer (the "**Offer Prospectus**") will be published on or around April 25, 2017. After the lapse of the cooling-off period of ten (10) Trading Days, it is intended that the Offer will remain open for acceptance for ten (10) Trading Days (the "**Main Offer Period**"). The Offeror reserves the right to extend the Main Offer Period once or several times with the approval of the Swiss Takeover Board (the "**TOB**"). If the Offer is successful, after the expiration of the (possibly extended) Main Offer Period, there will be an additional acceptance period of ten (10) Trading Days for the subsequent acceptance of the Offer (the "**Additional Acceptance Period**").

Assuming that the Offer Prospectus will be published on April 25, 2017 and applying the minimum periods above, the Main Offer Period would run from about May 11, 2017 until about 4 p.m. CEST on May 24, 2017, and the Additional Acceptance Period would run from about June 1, 2017 until about 4 p.m. CEST on June 15, 2017."

OFFER RESTRICTIONS

General

The Offer is not being and will not be made, directly or indirectly, in any country or jurisdiction in which it would be considered unlawful or otherwise violate any applicable laws or regulations, or which would require BioTelemetry or any of its subsidiaries, including the Offeror, to change or amend the terms or conditions of the Offer in any material way, to make an additional filing with any governmental, regulatory or other authority or take additional action in relation to the Offer. It is not

intended to extend the Offer to any such country or jurisdiction. Any such documents relating to the Offer must neither be distributed in any such country or jurisdiction nor be sent into such country or jurisdiction, and must not be used for the purpose of soliciting the purchase of securities of LifeWatch by any person or entity resident or incorporated in any such country or jurisdiction.

United Kingdom

The materials relating to the Offer are to be directed only at persons in the United Kingdom (the "U.K.") who (a) have professional experience in matters relating to investments, (b) fall within article 49 (2) (a) to (d) ("high net worth entities, unincorporated associations, etc.") of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended, or (c) to whom they may otherwise lawfully be communicated (all such persons together being referred to as "**relevant persons**"). In the U.K., this document and any other documents or materials relating to the Offer are not to be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this document or any documents or materials relating to the Offer relate, is available only to relevant persons and will be engaged in only with relevant persons.

Australia, Canada, Japan

The Offer is not addressed to the shareholders of LifeWatch whose place of residence, seat or habitual abode is in Australia, Canada or Japan, and such shareholders may not accept the Offer.

European Economic Area

The Offer described in this document is only being made within the European Economic Area (the "EEA") pursuant to an exception under Directive 2003/71/EC (as amended and together with any applicable adopting or amending measures in any relevant member state, the "**Prospectus Directive**"), as implemented in each state of the EEA (each a "**relevant member state**"), from the requirement to publish a prospectus that has been approved by the competent authority in that relevant member state and published in accordance with the Prospectus Directive as implemented in that relevant member state or, where appropriate, approved in another relevant member state and notified to the competent authority in that relevant member state, all in accordance with the Prospectus Directive. Accordingly, in the EEA, the Offer and documents or other materials in relation to the Offer and the BioTelemetry Common Stock are only addressed to, and are only directed at, (i) qualified investors ("**qualified investors**") in the member state within the meaning of article 2 (1) (e) of the Prospectus Directive, as adopted in the relevant member state, and (ii) persons who hold, and will tender, the equivalent of at least Euro ("**EUR**") 100'000 worth of LifeWatch Shares in exchange for the receipt of BioTelemetry Common Stock (collectively "**permitted participants**"). This document and the documents and other materials in relation to the Offer may not be acted or relied upon by persons in the EEA who are not permitted participants, and each shareholder of LifeWatch seeking to participate in the Offer that is resident in the EEA will be deemed to have represented and agreed that it is a qualified investor or that it is tendering the equivalent of EUR 100'000 worth of LifeWatch Shares in exchange for BioTelemetry Common Stock.

Notice to U.S. Holders

The Offer is made for the securities of a non-United States ("U.S.") company. The Offer is subject to the disclosure and procedural requirements of Switzerland, which are different from those of the U.S.

It may be difficult for U.S. holders to enforce their rights and any claim arising out of U.S. federal securities laws, since LifeWatch is located in a non-U.S. jurisdiction, and some or all of its officers and directors may be residents of a non-U.S. jurisdiction. U.S. holders may not be able to sue a non-U.S. company or its officers or directors in a non-U.S. court for violations of the U.S. securities laws. Further, it may be difficult to compel a non-U.S. company and its affiliates to subject themselves to a U.S. court's judgment.

The receipt of cash and stock consideration in the Offer by a U.S. shareholder will generally be a taxable transaction for U.S. federal, state and local income tax purposes. Each U.S. shareholder is urged to consult his independent professional adviser immediately regarding the tax consequences of acceptance of the Offer.

BioTelemetry and any of its subsidiaries and any advisor, broker or financial institution acting as an agent or for the account or benefit of BioTelemetry or the Offeror may, subject to applicable Swiss securities laws, rules and regulations, make certain purchases of, or arrangements to purchase, LifeWatch Shares from shareholders of LifeWatch who are willing to sell their LifeWatch Shares outside the Offer from time to time, including purchases in the open market at prevailing prices or in private transactions at negotiated prices. The Offeror will disclose promptly any information regarding such purchases of LifeWatch Shares in Switzerland through the electronic media and/or the stock exchange and in the U.S. by means of a press release, if and to the extent required under applicable laws, rules and regulations in Switzerland.

Securities may not be offered or sold in the U.S. absent registration or an exemption from registration under the U.S. Securities Act. It is expected that the Offer will be subject to a Tier I exemption pursuant to Rule 14d-1(c) of the U.S. Securities Exchange Act of 1934, as amended, and that the issuance of BioTelemetry Common Stock in connection therewith will be exempt from registration under the U.S. Securities Act of 1933, as amended, pursuant to Rule 802 thereof.

Neither the SEC nor any securities commission of any State of the U.S. has (a) approved or disapproved of the Offer, (b) passed upon the merits or fairness of the Offer, or (c) passed upon the adequacy or accuracy of the disclosure in this document. Any representation to the contrary is a criminal offence in the U.S.

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN WHOLE OR IN PART, IN, INTO OR FROM CANADA, AUSTRALIA, JAPAN, THE EUROPEAN ECONOMIC AREA OR THE UNITED KINGDOM OR ANY OTHER JURISDICTION WHERE TO DO SO WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OF SUCH JURISDICTION.

BioTelemetry^{inc}



Ergänzung

vom 13. April 2017

zur Voranmeldung des öffentlichen Kauf- und Tauschangebots

von

Cardiac Monitoring Holding Company, LLC, Malvern, Pennsylvania, Vereinigte Staaten von Amerika (Domizil: Wilmington, Delaware, Vereinigte Staaten von Amerika)

für

alle sich im Publikum befindenden Namenaktien der LifeWatch AG, Zug, Schweiz mit einem Nennwert von je Schweizer Franken ("CHF") 1.30

Am 9. April 2017 haben BioTelemetry Inc. ("**BioTelemetry**") und Cardiac Monitoring Holding Company LLC (die "**Anbieterin**") eine Voranmeldung (die "**Voranmeldung**") des öffentliche Übernahmeangebots mit einer Bar- und Aktienkomponente für alle sich im Publikum befindenden Namenaktien mit einem Nennwert von je CHF 1.30 der LifeWatch AG, Zug, Schweiz (das "**Angebot**") gemäss Art. 5 ff. der Verordnung der Übernahmekommission über öffentliche Kaufangebote (die "**Übernahmeverordnung**") publiziert. Die Voranmeldung wurde in Englisch, Deutsch und Französisch am 9. April 2017 auf der Webseite von BioTelemetry, und am 10. April 2017 auf der Webseite der Übernahmekommission (die "**UEK**") veröffentlicht, und wurde darüber hinaus in Übereinstimmung mit der Übernahmeverordnung verbreitet.

Am 12. April 2017 hat die UEK das Gesuch um Verlängerung der Frist für die Veröffentlichung des Angebotsprospekts vom 18. auf den 25. April 2017 genehmigt.

Angesichts dieser Entwicklung wird Abschnitt III ("*Angebotsfrist und Nachfrist*") der Voranmeldung wie folgt ergänzt:

"III. Angebotsfrist und Nachfrist

Die Anbieterin hat bei der UEK ein Gesuch um Verlängerung der Frist für die Veröffentlichung des Angebotsprospekts vom 18. auf den 25. April 2017 eingereicht. Am 12. April 2017 hat die UEK das Gesuch genehmigt.

Der Angebotsprospekt zum Angebot (der "**Angebotsprospekt**") wird voraussichtlich am oder um den 25. April 2017 veröffentlicht werden. Es ist beabsichtigt, dass nach Ablauf der Karenzfrist von zehn (10) Börsentagen das Angebot während einer Angebotsfrist von zehn (10) Börsentagen offenbleibt (die "**Angebotsfrist**"). Die Anbieterin behält sich vor, die Angebotsfrist ein oder mehrere Male mit Genehmigung der Übernahmekommission (die "**UEK**") zu verlängern. Kommt das Angebot zustande, wird nach Ablauf der (allenfalls verlängerten) Angebotsfrist eine Nachfrist von zehn (10) Börsentagen für die nachträgliche Annahme des Angebots angesetzt werden (die "**Nachfrist**").

Unter der Annahme, dass der Angebotsprospekt am 25. April 2017 veröffentlicht wird und in Anwendung der oben genannten minimalen Fristen würde die Angebotsfrist voraussichtlich vom 11 Mai 2017 bis zum 24. Mai 2017, 16.00 Uhr MESZ, und die Nachfrist voraussichtlich vom 1. Juni 2017 bis zum 15. Juni 2017, 16.00 Uhr MESZ, dauern."

ANGEBOTSEINSCHRÄNKUNGEN / OFFER RESTRICTIONS

Allgemein

Das Angebot wird weder direkt noch indirekt in einem Land oder einer Rechtsordnung gemacht oder gemacht werden, in welchem/welcher das Angebot widerrechtlich wäre, oder in welchem/welcher es in anderer Weise anwendbares Recht verletzen würde, oder in welchem/welcher BioTelemetry oder eine ihrer Tochtergesellschaften, einschliesslich der Anbieterin, verpflichtet wäre, wesentliche Ände-

rungen oder Anpassungen der Bestimmungen oder Bedingungen des Angebots, zusätzliche Gesuche bei staatlichen oder regulatorischen Behörden oder zusätzliche Handlungen in Bezug auf das Angebot vorzunehmen. Es ist nicht beabsichtigt, das Angebot auf ein solches Land oder eine solche Rechtsordnung zu erstrecken. Dokumente, die in Zusammenhang mit dem Angebot stehen, dürfen weder in solchen Ländern oder Rechtsordnungen vertrieben, noch in solche Länder oder Rechtsordnungen versandt werden und dürfen von niemandem zur Werbung für Käufe von Beteiligungsrechten der LifeWatch in solchen Ländern oder Rechtsordnungen verwendet werden.

United Kingdom

The materials relating to the Offer are to be directed only at persons in the United Kingdom (the "U.K.") who (a) have professional experience in matters relating to investments, (b) fall within article 49 (2) (a) to (d) ("high net worth entities, unincorporated associations, etc.") of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended, or (c) to whom they may otherwise lawfully be communicated (all such persons together being referred to as "**relevant persons**"). In the U.K., this document and any other documents or materials relating to the Offer are not to be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this document or any documents or materials relating to the Offer relate, is available only to relevant persons and will be engaged in only with relevant persons.

Australia, Canada, Japan

The Offer is not addressed to the shareholders of LifeWatch whose place of residence, seat or habitual abode is in Australia, Canada or Japan, and such shareholders may not accept the Offer.

European Economic Area

The Offer described in this document is only being made within the European Economic Area (the "EEA") pursuant to an exception under Directive 2003/71/EC (as amended and together with any applicable adopting or amending measures in any relevant member state, the "**Prospectus Directive**"), as implemented in each state of the EEA (each a "**relevant member state**"), from the requirement to publish a prospectus that has been approved by the competent authority in that relevant member state and published in accordance with the Prospectus Directive as implemented in that relevant member state or, where appropriate, approved in another relevant member state and notified to the competent authority in that relevant member state, all in accordance with the Prospectus Directive. Accordingly, in the EEA, the Offer and documents or other materials in relation to the Offer and the BioTelemetry Common Stock are only addressed to, and are only directed at, (i) qualified investors ("**qualified investors**") in the member state within the meaning of article 2 (1) (e) of the Prospectus Directive, as adopted in the relevant member state, and (ii) persons who hold, and will tender, the equivalent of at least Euro ("EUR") 100'000 worth of LifeWatch Shares in exchange for the receipt of BioTelemetry Common Stock (collectively "**permitted participants**"). This document and the documents and other materials in relation to the Offer may not be acted or relied upon by persons in the EEA who are not permitted participants, and each shareholder of LifeWatch seeking to participate in the Offer that is resident in the EEA will be deemed to have represented and agreed that it is a qualified investor or that

it is tendering the equivalent of EUR 100'000 worth of LifeWatch Shares in exchange for BioTelemetry Common Stock.

Notice to U.S. Holders

The Offer is made for the securities of a non-United States ("U.S.") company. The Offer is subject to the disclosure and procedural requirements of Switzerland, which are different from those of the U.S.

It may be difficult for U.S. holders to enforce their rights and any claim arising out of U.S. federal securities laws, since LifeWatch is located in a non-U.S. jurisdiction, and some or all of its officers and directors may be residents of a non-U.S. jurisdiction. U.S. holders may not be able to sue a non-U.S. company or its officers or directors in a non-U.S. court for violations of the U.S. securities laws. Further, it may be difficult to compel a non-U.S. company and its affiliates to subject themselves to a U.S. court's judgment.

The receipt of cash and stock consideration in the Offer by a U.S. shareholder will generally be a taxable transaction for U.S. federal, state and local income tax purposes. Each U.S. shareholder is urged to consult his independent professional adviser immediately regarding the tax consequences of acceptance of the Offer.

BioTelemetry and any of its subsidiaries and any advisor, broker or financial institution acting as an agent or for the account or benefit of BioTelemetry or the Offeror may, subject to applicable Swiss securities laws, rules and regulations, make certain purchases of, or arrangements to purchase, LifeWatch Shares from shareholders of LifeWatch who are willing to sell their LifeWatch Shares outside the Offer from time to time, including purchases in the open market at prevailing prices or in private transactions at negotiated prices. The Offeror will disclose promptly any information regarding such purchases of LifeWatch Shares in Switzerland through the electronic media and/or the stock exchange and in the U.S. by means of a press release, if and to the extent required under applicable laws, rules and regulations in Switzerland.

Securities may not be offered or sold in the U.S. absent registration or an exemption from registration under the U.S. Securities Act. It is expected that the Offer will be subject to a Tier I exemption pursuant to Rule 14d-1(c) of the U.S. Securities Exchange Act of 1934, as amended, and that the issuance of BioTelemetry Common Stock in connection therewith will be exempt from registration under the U.S. Securities Act of 1933, as amended, pursuant to Rule 802 thereof.

Neither the SEC nor any securities commission of any State of the U.S. has (a) approved or disapproved of the Offer, (b) passed upon the merits or fairness of the Offer, or (c) passed upon the adequacy or accuracy of the disclosure in this document. Any representation to the contrary is a criminal offence in the U.S.

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN WHOLE OR IN PART, IN, INTO OR FROM CANADA, AUSTRALIA, JAPAN, THE EUROPEAN ECONOMIC AREA OR THE UNITED KINGDOM OR ANY OTHER JURISDICTION WHERE TO DO SO WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OF SUCH JURISDICTION.

BioTelemetry
INC



Complément

du 13 avril 2017

à l'Annonce préalable de l'Offre Publique d'Echange et en Espèces

de

Cardiac Monitoring Holding Company, LLC, Malvern, Pennsylvanie, Etats-Unis d'Amérique (siège social: Wilmington, Delaware, Etats-Unis d'Amérique)

portant sur

toutes les actions nominatives d'une valeur nominale de 1.30 francs suisses (« CHF ») chacune en mains du public de LifeWatch AG, Zoug, Suisse.

Le 9 avril, 2017, BioTelemetry, Inc. (« **BioTelemetry** ») et Cardiac Monitoring Holding Company, LLC (l' « **Offrant** ») ont publié une annonce préalable (l' « **Annonce Préalable** ») d'une offre publique d'acquisition comprenant une composante en espèces et une composante en actions portant sur toutes les actions nominatives d'une valeur nominale de CHF 1.30 chacune en mains du public de LifeWatch AG, Zoug, Suisse (l' « **Offre** ») conformément aux articles 5 et ss de l'Ordonnance de la Commission des OPA sur les Offres Publiques d'Acquisition (l' « **OOPA** »). L'Annonce Préalable a été publiée en anglais, allemand et français sur les sites internet de BioTelemetry le 9 avril 2017 et de la Commission des OPA (la « **COPA** ») le 10 avril 2017, et a été au demeurant transmise conformément à l'OOPA.

Le 12 avril 2017, la COPA a approuvé la prolongation du délai pour la publication du prospectus d'offre relatif à l'Offre du 18 au 25 avril 2017.

Pour tenir compte de ce développement, la Section III (« *Délai de l'Offre et Délai Supplémentaire d'Acceptation* ») de l'Annonce Préalable est complétée comme suit:

"III. DÉLAI DE L'OFFRE ET DÉLAI SUPPLÉMENTAIRE D'ACCEPTATION

L'Offrant a déposé une requête visant au report du délai pour la publication du prospectus d'offre du 18 au 25 avril 2017 auprès de la COPA. Le 12 avril 2017, la COPA a approuvé la prolongation.

Il est prévu que le prospectus d'offre relatif à l'Offre (le « **Prospectus d'Offre** ») sera publié le ou aux environs du 25 avril 2017. Après l'expiration d'un délai de carence de dix (10) Jours de Négocier, il est prévu que l'Offre restera ouverte pour acceptation pendant dix (10) Jours de Négocier (le « **Délai de l'Offre** »). L'Offrant se réserve le droit de prolonger le Délai de l'Offre une ou plusieurs fois avec l'accord de la Commission des offres publiques d'acquisition (la « **COPA** »). Si l'Offre aboutit, un délai supplémentaire d'acceptation de dix (10) Jours de Négocier commencera à courir après l'expiration du Délai de l'Offre (éventuellement prolongé) pour l'acceptation ultérieure de l'Offre (le « **Délai Supplémentaire d'Acceptation** »).

En supposant que le Prospectus d'Offre soit publié le 25 avril 2017 et en appliquant les délais minimaux susmentionnés, le Délai de l'Offre courrait du 11 mai 2017 environ jusqu'environ au 24 mai 2017 à 16h00 HAEC, et le Délai Supplémentaire d'Acceptation courrait du 1 juin 2017 environ jusqu'environ au 15 juin 2017 à 16h00 HAEC."

RESTRICTIONS DE L'OFFRE

Général

L'Offre n'est faite ni ne sera faite, directement ou indirectement, dans aucun État ou aucune juridiction dans lequel/laquelle elle serait considérée comme illicite ou enfreindrait de toute autre

manière les lois ou réglementations en vigueur, ou exigerait de BioTelemetry ou de l'une de ses filiales, y compris l'Offrant, un changement significatif ou une modification significative des termes ou conditions de l'Offre, le dépôt d'une demande supplémentaire en lien avec l'Offre auprès d'une quelconque autorité gouvernementale, régulatrice ou autre, ou des démarches supplémentaires en lien avec l'Offre. Il n'est pas prévu d'étendre l'Offre à de tels États ou juridictions. Tout document relatif à l'Offre ne doit être ni distribué ni envoyé dans de tels États ou juridictions, et ne doit pas non plus être utilisé afin de solliciter l'acquisition de titres de participation de LifeWatch par toute personne ou entité domiciliée ou ayant son siège dans de tels États ou juridictions.

United Kingdom

The materials relating to the Offer are to be directed only at persons in the United Kingdom (the "U.K.") who (a) have professional experience in matters relating to investments, (b) fall within article 49 (2) (a) to (d) ("high net worth entities, unincorporated associations, etc.") of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended, or (c) to whom they may otherwise lawfully be communicated (all such persons together being referred to as "**relevant persons**"). In the U.K., this document and any other documents or materials relating to the Offer are not to be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this document or any documents or materials relating to the Offer relate, is available only to relevant persons and will be engaged in only with relevant persons.

Australia, Canada, Japan

The Offer is not addressed to the shareholders of LifeWatch whose place of residence, seat or habitual abode is in Australia, Canada or Japan, and such shareholders may not accept the Offer.

European Economic Area

The Offer described in this document is only being made within the European Economic Area (the "EEA") pursuant to an exception under Directive 2003/71/EC (as amended and together with any applicable adopting or amending measures in any relevant member state, the "**Prospectus Directive**"), as implemented in each state of the EEA (each a "**relevant member state**"), from the requirement to publish a prospectus that has been approved by the competent authority in that relevant member state and published in accordance with the Prospectus Directive as implemented in that relevant member state or, where appropriate, approved in another relevant member state and notified to the competent authority in that relevant member state, all in accordance with the Prospectus Directive. Accordingly, in the EEA, the Offer and documents or other materials in relation to the Offer and the BioTelemetry Common Stock are only addressed to, and are only directed at, (i) qualified investors ("**qualified investors**") in the member state within the meaning of article 2 (1) (e) of the Prospectus Directive, as adopted in the relevant member state, and (ii) persons who hold, and will tender, the equivalent of at least Euro ("**EUR**") 100'000 worth of LifeWatch Shares in exchange for the receipt of BioTelemetry Common Stock (collectively "**permitted participants**"). This document and the documents and other materials in relation to the Offer may not be acted or relied upon by persons in the EEA who are not permitted participants, and each shareholder of LifeWatch seeking to participate in the Offer that is

resident in the EEA will be deemed to have represented and agreed that it is a qualified investor or that it is tendering the equivalent of EUR 100'000 worth of LifeWatch Shares in exchange for BioTelemetry Common Stock.

Notice to U.S. Holders

The Offer is made for the securities of a non-United States ("U.S.") company. The Offer is subject to the disclosure and procedural requirements of Switzerland, which are different from those of the U.S.

It may be difficult for U.S. holders to enforce their rights and any claim arising out of U.S. federal securities laws, since LifeWatch is located in a non-U.S. jurisdiction, and some or all of its officers and directors may be residents of a non-U.S. jurisdiction. U.S. holders may not be able to sue a non-U.S. company or its officers or directors in a non-U.S. court for violations of the U.S. securities laws. Further, it may be difficult to compel a non-U.S. company and its affiliates to subject themselves to a U.S. court's judgment.

The receipt of cash and stock consideration in the Offer by a U.S. shareholder will generally be a taxable transaction for U.S. federal, state and local income tax purposes. Each U.S. shareholder is urged to consult his independent professional adviser immediately regarding the tax consequences of acceptance of the Offer.

BioTelemetry and any of its subsidiaries and any advisor, broker or financial institution acting as an agent or for the account or benefit of BioTelemetry or the Offeror may, subject to applicable Swiss securities laws, rules and regulations, make certain purchases of, or arrangements to purchase, LifeWatch Shares from shareholders of LifeWatch who are willing to sell their LifeWatch Shares outside the Offer from time to time, including purchases in the open market at prevailing prices or in private transactions at negotiated prices. The Offeror will disclose promptly any information regarding such purchases of LifeWatch Shares in Switzerland through the electronic media and/or the stock exchange and in the U.S. by means of a press release, if and to the extent required under applicable laws, rules and regulations in Switzerland.

Securities may not be offered or sold in the U.S. absent registration or an exemption from registration under the U.S. Securities Act. It is expected that the Offer will be subject to a Tier I exemption pursuant to Rule 14d-1(c) of the U.S. Securities Exchange Act of 1934, as amended, and that the issuance of BioTelemetry Common Stock in connection therewith will be exempt from registration under the U.S. Securities Act of 1933, as amended, pursuant to Rule 802 thereof.

Neither the SEC nor any securities commission of any State of the U.S. has (a) approved or disapproved of the Offer, (b) passed upon the merits or fairness of the Offer, or (c) passed upon the adequacy or accuracy of the disclosure in this document. Any representation to the contrary is a criminal offence in the U.S.