

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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

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

1. Name and Address of Reporting Person * <u>BRIGHTLINE CAPITAL MANAGEMENT, LLC</u> (Last) (First) (Middle) <u>1120 AVENUE OF THE AMERICAS</u> <u>SUITE 1505</u> (Street) <u>NEW YORK NY 10036</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HEAT BIOLOGICS, INC. [HTBX]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>07/29/2013</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	07/29/2013		C		697,303	A	(1)	697,303	I	See footnote ⁽²⁾

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				
Series A Preferred	(1)	07/29/2013		C			697,303	(1)	(1)	Common Stock	697,303	(1)	0	I	See footnote ⁽²⁾

1. Name and Address of Reporting Person * <u>BRIGHTLINE CAPITAL MANAGEMENT, LLC</u> (Last) (First) (Middle) <u>1120 AVENUE OF THE AMERICAS</u> <u>SUITE 1505</u> (Street) <u>NEW YORK NY 10036</u> (City) (State) (Zip)	1. Name and Address of Reporting Person * <u>Brightline Ventures III, LLC</u> (Last) (First) (Middle) <u>1120 AVENUE OF THE AMERICAS</u> <u>SUITE 1505</u> (Street) <u>NEW YORK NY 10036</u> (City) (State) (Zip)
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1. Name and Address of Reporting Person *		
BRIGHTLINE HEAT, LLC		
(Last)	(First)	(Middle)
1120 AVENUE OF THE AMERICAS SUITE 1505		
(Street)		
NEW YORK	NY	10036
(City)		
(State)	(Zip)	

1. Name and Address of Reporting Person *		
BRIGHTLINE GP, LLC		
(Last)	(First)	(Middle)
1120 AVENUE OF THE AMERICAS SUITE 1505		
(Street)		
NEW YORK	NY	10036
(City)		
(State)	(Zip)	

1. Name and Address of Reporting Person *		
Smith Edward B III		
(Last)	(First)	(Middle)
1120 AVENUE OF THE AMERICAS SUITE 1505		
(Street)		
NEW YORK	NY	10036
(City)		
(State)	(Zip)	

1. Name and Address of Reporting Person *		
KHERA, NICK		
(Last)	(First)	(Middle)
1120 AVENUE OF THE AMERICAS SUITE 1505		
(Street)		
NEW YORK	NY	10036
(City)		
(State)	(Zip)	

Explanation of Responses:

1. The shares of Series A Convertible Preferred Stock converted to shares of common stock at a conversion rate of .4348 per share.
2. The securities are held in the account of Brightline Ventures III, LLC and may be deemed to be beneficially owned by (a) Brightline Capital Management, LLC, the investment manager of Brightline Ventures III, LLC, (b) Edward B Smith III, a managing member of Brightline Capital Management, LLC and (c) Nick Khera, a managing member of Brightline Capital Management, LLC. Edward B. Smith III and Nick Khera are the managing members of Brightline GP, LLC, which is the managing member of Brightline Heat, LLC. Brightline Heat, LLC is the managing member of Brightline Ventures III, LLC.

[Brightline Capital Management, LLC, By: /s/ Edward B. Smith III, Managing Member](#) 07/29/2013

[Brightline Ventures III, LLC, By: Brightline GP, LLC, its Managing Member, By: /s/ Edward B. Smith III, Managing Member](#) 07/29/2013

[Brightline Heat, LLC, By: Brightline GP, LLC, its Managing Member, By: /s/ Edward B. Smith III, Managing Member](#) 07/29/2013

[Brightline GP, LLC, By: /s/ Edward B. Smith III, Managing Member](#) 07/29/2013

[/s/ Edward B. Smith III](#) 07/29/2013

[/s/ Nick Khera](#) 07/29/2013

** Signature of Reporting Person Date

* 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.