

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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>Squadron Capital LLC</u> (Last) (First) (Middle) <u>18 HARTFORD AVE., PO BOX 223</u> (Street) <u>GRANBY CT 06035</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ORTHOPEDIATRICS CORP [KIDS]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/16/2017</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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	10/16/2017		C		3,455,833 ⁽¹⁾	A	(3)	3,458,379	D	
Common Stock	10/16/2017		C		1,920,062 ⁽²⁾	A	(3)	5,378,441	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				
Series A Convertible Preferred Stock	(3)	10/16/2017		C			1,000,000	(3)	(3)	Common Stock	670,000	\$0	0	D	
Series B Convertible Preferred Stock	(3)	10/16/2017		C			4,157,960	(3)	(3)	Common Stock	2,785,833	\$0	0	D	

Explanation of Responses:

- Represents shares received upon conversion of the Series A Convertible Preferred Stock and the Series B Convertible Preferred Stock immediately prior to the completion of the Issuer's initial public offering.
- Represents shares received upon conversion of a \$16.0 million preference payment, and approximately \$8.96 million of accrued and unpaid dividends, on the Series A Convertible Preferred Stock immediately prior to the completion of the Issuer's initial public offering.
- Each share of Series A Convertible Preferred Stock and Series B Convertible Preferred Stock converted into approximately 0.67 shares of Common Stock for no additional consideration immediately prior to the completion of the Issuer's initial public offering. In connection with the conversion of the Series A Convertible Preferred Stock into Common Stock, a \$16.00 million preference payment, and approximately \$8.96 million of accrued and unpaid dividends, on the Series A Convertible Preferred Stock converted into 1,920,062 shares of Common Stock for no additional consideration at a conversion price of \$13.00 per share (the initial public offering price of the Common Stock).

/s/ Daniel J. Gerritzen, Attorney-in-fact 10/16/2017

** 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.

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