FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
Filed nursuant to Section 16(a) of the Securities Exchange Act of 1934

led pursuant to Section :	16(a) of the Securities	Exchange Act of 1934
or Section 30(h) of	the Investment Comp	any Act of 1940

1. Name and Address of Reporting Person [*] Clifford Kenneth F			2. Issuer Name and Ticker or Trading Symbol <u>Amplitude Healthcare Acquisition Corp</u> [AMHCU]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner			
(Last) 1177 AVENUE	(First) COF THE AM	(Middle) ERICAS, FL 40	3. Date of Earliest Transaction (Month/Day/Year) 01/03/2020	X Officer (give title Other (specify below) below) Chief Financial Officer			
(Street) NEW YORK (City)	NY (State)	10036 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1	1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
				Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)

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. Transa Code (8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date of Securities (Month/Day/Year) Underlying				9. Number of derivative Securities Beneficially Owned Following Reported	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		Transaction(s) (Instr. 4)		
Class B Common Stock	(1)	01/03/2020		J ⁽²⁾			375,000	(1)	(1)	Class A Common Stock	375,000	\$0.00	2,500,000	Ι	See Footnote ⁽³⁾⁽⁴⁾

Explanation of Responses:

1. As described in the issuer's registration statement on Form S-1 (File No. 333-234324) under the heading "Description of Securities--Founder Shares", the shares of Class B common stock will automatically convert into shares of Class A common stock at the time of the issuer's initial business combination on a one-for-one basis, subject to certain adjustment described therein and have no expiration date

2. As contemplated in connection with the initial public offering of the issuer, 375,000 shares of Class B common stock were returned by Amplitude Healthcare Holdings LLC (the "Sponsor") to the issuer for no consideration and cancelled because the underwriters' over-allotment option was not exercised at all.

3. These shares represent the Class B common stock of the issuer held by the Sponsor acquired pursuant to a subscription agreement by and between the Sponsor and the issuer. Mr. Clifford, the Chief Financial Officer of the issuer, is a partner of Metalmark Capital II LLC ("Metalmark"), which is the sole member Metalmark Capital Holdings LLC. The partners of Metalmark indirectly control Metalmark Capital Holdings LLC, which is the general partner of Metalmark Capital Partners III GP, L.P., the sole member of Metalmark Amplitude Healthcare Holdings LLC. Metalmark Amplitude Healthcare Holdings LLC is a managing member of the Sponsor and shares the voting and dispositive power of the securities held by the Sponsor.

4. Accordingly, each of Mr. Clifford, Metalmark Amplitude Healthcare Holdings LLC, Metalmark Capital Partners III GP, L.P., Metalmark Capital Holdings LLC and Metalmark Capital II LLC may be deemed to share beneficial ownership of such shares. Each of Mr. Clifford, Metalmark Amplitude Healthcare Holdings LLC, Metalmark Capital Partners III GP, L.P., Metalmark Capital Holdings LLC and Metalmark Capital II LLC may be deemed to share beneficial ownership of such shares. Each of Mr. Clifford, Metalmark Amplitude Healthcare Holdings LLC, Metalmark Capital Partners III GP, L.P., Metalmark Capital Holdings LLC and Metalmark Capital II LLC may be deemed to share beneficial ownership of such shares. Each of Mr. Clifford, Metalmark Amplitude Healthcare Holdings LLC, Metalmark Capital Partners III GP, L.P., Metalmark Capital Holdings LLC and Metalmark Capital II LLC may be deemed to share beneficial ownership of such shares. Each of Mr. Clifford, Metalmark Amplitude Healthcare Holdings LLC, Metalmark Capital Partners III GP, L.P., Metalmark Capital Holdings LLC and Metalmark Capital II LLC may be deemed to share beneficial ownership of such shares. Each of Mr. Clifford, Metalmark Amplitude Healthcare Holdings LLC, Metalmark Capital Partners III GP, L.P., Metalmark Capital Holdings LLC and Metalmark Capital II LLC may be deemed to share beneficial ownership of such shares. LLC, disclaims any beneficial ownership of the reported shares other than to the extent of any pecuniary interest they may have therein, directly or indirectly.

<u>/s/ Kenneth F. Clifford</u>	01/07/2020
** 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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