SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

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hours per response:	0.5

1 I Marine and Address of Reporting Ferson		n*	2. Issuer Name and Ticker or Trading Symbol <u>Quanterix Corp</u> [QTRX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) (First) (Middle)				x	Officer (give title below)	Other (specify below)			
		,	3. Date of Earliest Transaction (Month/Day/Year) 05/10/2018		VP of Ops, Service	,			
113 HARTWEL	L AVENUE								
			4. If Amendment, Date of Original Filed (Month/Day/Year)		idual or Joint/Group Filing	g (Check Applicable			
(Street) LEXINGTON	МА	02421		Line) X	Form filed by One Rep	orting Person			
					Form filed by More that Person	n One Reporting			
(City)	(State)	(Zip)							

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)						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)
Common Stock	05/10/2018		Α		5,485 ⁽¹⁾	Α	\$ <mark>0</mark>	5,485 ⁽²⁾	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. Transa Code (8)		of		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				
Stock Option (right to buy)	\$19.12	05/10/2018		A		18,700		(3)	05/10/2028	Common Stock	18,700	\$0	18,700	D	

Explanation of Responses:

1. Represents shares of common stock issuable upon vesting of restricted stock units. The restricted stock units vest as to 25% of the shares on May 10, 2019 and vest as to an additional 2.083% of the shares per month for 36 months thereafter.

2. Represents 5,485 restricted stock units.

3. The option vests as to 25% of the shares on May 10, 2019 and vests as to an additional 2.083% of the shares per month for 36 months thereafter.

/s/ Brian Keane, as Attorney-in-05/14/2018

Fact

** 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.