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 hours per response: 0.5

| 1 | Address of Reporting I | Person* | 2. Issuer Name and Ticker or Trading Symbol Quanterix Corp [QTRX] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|---------------------|------------------------|---------|-------------------------------------------------------------------------------|-------------------------------------------------------------------------|--|--|--|--|--|
| MEISTER PAUL M | | | | X Director 10% Owner | | | | | |
| r | | | | Officer (give title Other (specify | | | | | |
| (Last) | ast) (First) (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) | below) below) | | | | | |
| C/O OUAN | TERIX CORPOR | ATION. | 01/02/2019 | | | | | | |
| 113 HARTWELL AVENUE | | , | | | | | | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| (Street) | | | | X Form filed by One Reporting Person | | | | | |
| LEXINGT(| ON MA | 02421 | | Form filed by More than One Reporting Person | | | | | |
| (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) | Transaction Code (Instr. | | | | | Securities | 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 | Transaction(s) (Instr. 3 and 4) | | (1130.4) |
| Common Stock | 01/02/2019 | | Α | | 2,270 ⁽¹⁾ | Α | \$0.00 | 4,540 ⁽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) | | Derivative Securities Acquired (A) or Disposed of (D) (Instr. | | 6. Date Exerc Expiration Da (Month/Day/N | ate | 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 | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|-----------------------------------------------------|-----------------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------|------------------------------|---|---------------------------------------------------------------------------|-----------|------------------------------------------------|--------------------|--------------------------------------------------------------------------------------------------|----------------------------------------|-----------------------------------------------------|--------------------------------------------------------------------------------|--------------------------------------------------------------------------|--------------------------------------------------------------------|
| | | | | Code | v | 3, 4 and 9 | 。) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | Reported Transaction(s) (Instr. 4) | | |
| Stock Option (Right to Buy) | \$18.24 | 01/02/2019 | | A | | 7,900 ⁽³⁾ | | 12/31/2019 | 01/02/2029 | Common Stock | 7,900 | \$0.00 | 7,900 | D | |

Explanation of Responses:

1. Represents restricted stock units that vest as to 100% of the shares on December 31, 2019 granted pursuant to the Quanterix Corporation 2018 Non-Employee Director Compensation Policy. Each restricted stock unit represents the right to receive one share of the Issuer's common stock.

2. Includes 2,270 restricted stock units.

3. Represents non-qualified stock options to purchase 7,900 shares of common stock granted pursuant to the Quanterix Corporation 2018 Non-Employee Director Compensation Policy.

/s/ Brian Keane, Attorney-in-

01/04/2019

** 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.