(Street) **CHICAGO** 

(City)

(Last)

IL

1. Name and Address of Reporting Person\*

(State)

ARCH VENTURE PARTNERS VI LP

(First) 8755 WEST HIGGINS ROAD, SUITE 1025

60631

(Zip)

(Middle)

FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

OMB APPROVAL OMB Number: 3235-0104

Estimated average burden

				•	SECURITIES				hours per	response:
					16(a) of the Securities Exchange A f the Investment Company Act of 1					
1. Name and Ad ARCH VE	ng Person*  JND VI LP	2. Date of Eve Requiring Stat (Month/Day/Ye 12/06/2017	ement	3. Issuer Name <b>and</b> Ticker or Trading Symbol Quanterix Corp [ QTRX ]						
(Last) 8755 WEST	(Middle) OAD, SUITE 1025	12,00,2017		Relationship of Reporting Person(s) to Issue (Check all applicable)     Director X 10% Owner		(Month/Da		n/Day/Year)		
(Street) CHICAGO IL 60631					Officer (give title Other (below) below)		inci (opeony   , ,		vidual or Joint/Group Filing (Check able Line) Form filed by One Reporting Pers Form filed by More than One Reporting Person	
(City)	(State)	(Zip)								
			Table I - No	on-Deriva	tive Securities Beneficial	ly Owned				
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)  3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)			ure of Indirect Beneficial Ownersh 5)		
		(€			ve Securities Beneficially ants, options, convertible		s)			
, , ,			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of		5. Ownership Form: Direct (D)	6. Nature of Indired Beneficial Owners (Instr. 5)
			Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Deriva Securi	tive	or Indirect (I) (Instr. 5)	
Series A-1 Preferred Stock			(1)	(2)	Common Stock	398,257	(3)		D <sup>(4)</sup>	
Series A-2 Preferred Stock			(1)	(2)	Common Stock	1,045,426	(3)		D <sup>(4)</sup>	
Series B Preferred Stock			(1)	(2)	Common Stock	477,042	(3)		D <sup>(4)</sup>	
Series C Preferred Stock			(1)	(2)	Common Stock	109,769	(3)		D <sup>(4)</sup>	
Series D Preferred Stock			(1)	(2)	Common Stock	381,507	(3	3)	D <sup>(4)</sup>	
Series D Prefe	erred Stock		(1)	(2)	Common Stock	1,271,684	(3	3)	<b>D</b> <sup>(5)</sup>	
1. Name and Address of Reporting Person*  ARCH VENTURE FUND VI LP				_						
(Last) (First) (Middle)  8755 WEST HIGGINS ROAD, SUITE 1025				_						
(Street) CHICAGO	IL	6063	1	_						
(City)	(State)	(Zip)								
1. Name and Ad ARCH Ver		ng Person <sup>*</sup> VIII Overage, L	<u>.P.</u>							
(Last) (First) (Middle) 8755 WEST HIGGINS ROAD, SUITE 1025										

(Street) CHICAGO	IL	60631						
(City)	(State)	(Zip)						
	ess of Reporting Pers							
(Last) 8755 WEST HI	(First) GGINS ROAD, S	(Middle) SUITE 1025						
(Street) CHICAGO	IL	60631						
(City)	(State)	(Zip)						
	ess of Reporting Persure Partners VI							
(Last) (First) (Middle) 8755 WEST HIGGINS ROAD, SUITE 1025								
(Street) CHICAGO	IL	60631						
(City)	(State)	(Zip)						
1. Name and Address BYBEE CLI	ess of Reporting Pers	oon <sup>*</sup>						
(Last) (First) (Middle) 8755 WEST HIGGINS ROAD, SUITE 1025								
(Street) CHICAGO	IL	60631						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person*  NELSEN ROBERT								
(Last) 8755 WEST HI	(First) GGINS ROAD, S	(Middle) SUITE 1025						
(Street) CHICAGO	IL	60631						
(City)	(State)	(Zip)						

## **Explanation of Responses:**

- 1. These shares are convertible into the Issuer's common stock in accordance with the Issuer's Restated Certificate of Incorporation, as amended, at any time after the issuance of such shares, at the holder's election.
- 2. Not applicable.

(Street)

- 3. The shares of preferred stock will convert into common stock immediately prior to the closing of the Issuer's initial public offering using a calculation defined in the Issuer's Restated Certificate of Incorporation, as amended, based on the initial purchase price and the conversion rate in effect at the time of conversion. The shares of preferred stock will convert on a 1-for-3.214 basis and such conversion rate is reflected in the amount of common stock underlying the security.
- 4. The shares are held of record by ARCH Venture Fund VI, L.P. ("ARCH Fund VI"). The sole general partner of ARCH Fund VI is ARCH Venture Partners VI, L.P. ("ARCH Partners VI"), which may be deemed to beneficially own the shares held by ARCH Fund VI. The sole general partner of ARCH Partners VI is ARCH Venture Partners VI, LLC ("ARCH VI LLC"), which may be deemed to beneficially own the shares held by ARCH Fund VI. ARCH Partners VI and ARCH VI LLC disclaim beneficial ownership of such shares, except to the extent of any pecuniary interest therein. As managing directors of ARCH VI LLC, Clinton Bybee and Robert Nelsen may be deemed to beneficially own the shares held by ARCH Fund VI. Messrs. Bybee and Nelsen disclaim beneficial ownership of such shares, except to the extent of any pecuniary interest therein.
- 5. The shares are held of record by ARCH Venture Fund VIII Overage, L.P. ("ARCH Fund Overage"). The sole general partner of ARCH Fund Overage is ARCH Venture Partners VIII, LLC ("ARCH VIII LLC ("ARCH VIII LLC disclaims beneficial ownership of such shares, except to the extent of any pecuniary interest therein. As managing directors of ARCH VIII LLC, Clinton Bybee and Robert Nelsen may be deemed to beneficially own the shares held by ARCH Fund Overage. Messrs. Bybee and Nelsen disclaim beneficial ownership of such shares, except to the extent of any pecuniary interest therein.

/s/ Mark McDonnell, as
Attorney-in-Fact for ARCH
Venture Fund VI, L.P.
/s/ Mark McDonnell, as
Attorney-in-Fact for ARCH
Venture Fund VIII Overage,
L.P.
/s/ Mark McDonnell, as
Attorney-in-Fact for ARCH
Venture Partners VI, L.P.

/s/ Mark McDonnell, as Attorney-in-Fact for ARCH 12/06/2017 Venture Partners VI, LLC /s/ Mark McDonnell, as 12/06/2017 Attorney-in-Fact for ARCH Venture Partners VIII, LLC /s/ Mark McDonnell, as Attorney-in-Fact for Clinton 12/06/2017 **Bybee** /s/ Mark McDonnell, as Attorney-in-Fact for Robert 12/06/2017 Nelsen

Date

\*\* Signature of Reporting Person

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 5 (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.