

OMB APPROVAL	
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**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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Mattoon Dawn</u>			2. Issuer Name and Ticker or Trading Symbol <u>Quanterix Corp [ QTRX ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ <b>X</b> Sr. VP, Diagnostics		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>11/04/2021</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <b>X</b> Form filed by One Reporting Person Form filed by More than One Reporting Person		
C/O QUANTERIX CORPORATION, 900 MIDDLESEX TURNPIKE			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <u>BILLERICA MA 01821</u>								
(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)	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	11/04/2021		s <sup>(1)</sup>		1	D	\$57	36,514	D	
Common Stock	11/05/2021		M		10,718	A	\$19.12	47,232 <sup>(2)</sup>	D	
Common Stock	11/05/2021		s <sup>(1)</sup>		8,335	D	\$57.2493 <sup>(3)</sup>	38,897 <sup>(2)</sup>	D	
Common Stock	11/05/2021		s <sup>(1)</sup>		200	D	\$58.3925 <sup>(4)</sup>	38,697 <sup>(2)</sup>	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					
Stock Option (right to buy)	\$19.12	11/05/2021		M			10,718	(5)	05/10/2028	Common Stock 10,718	\$0.00	10,557	D	

**Explanation of Responses:**

- The sale of shares was effected pursuant to a Rule 10b5-1 trading plan adopted on March 15, 2021.
- Includes 13,966 restricted stock units.
- This transaction was executed in multiple trades at prices ranging from \$57.00 to \$57.975. The price reported reflects the weighted average sale price. The reporting person undertakes to provide upon request to the SEC staff, the issuer or any security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- This transaction was executed in multiple trades at prices ranging from \$58.35 to \$58.435. The price reported reflects the weighted average sale price. The reporting person undertakes to provide upon request to the SEC staff, the issuer or any security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- 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.

**Remarks:**

/s/ Brian Keane, as Attorney-in-Fact 11/08/2021

\*\* 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.