FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| gton, D.C. 20549 | 0145 455501/4 |
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| , | │ OMB APPROVAL |
| | |

| OMB Number: | 3235-0287 | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|
| Estimated average burden | | | | | | | |
| hours per response: | 0.5 | | | | | | |

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

| | | | | | · · · | | | 00 | | | mpany Act o | J. 20 .0 | | | | | | | |
|---|---|-----------|------------------------|-----------|---|--|---|---------|--|----------|--------------------|---|--|---|---------------------------|---|---|--|--|
| 1. Name and Address of Reporting Person* Roskey Mark T. | | | | | | 2. Issuer Name and Ticker or Trading Symbol Quanterix Corp [QTRX] | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | | | |
| <u>IXOSIKC y</u> | WILLIA I. | | | | | | | | | | | | | | Direct | | | | |
| | | | | | - | | | | | | | | | X | Office | r (give title | | Other (below) | specify |
| (Last) | (Fir | st) (1 | Middle) | | | | | t Trans | action (I | Month | /Day/Year) | | | | | , | :-1 0_ | , , | tau |
| C/O QUANTERIX CORPORATION, | | | | | 09/04/2019 | | | | | | | | | SVP, Commercial & Accelerator | | | | | |
| 000 MIDI | DLESEX T | HDNDIKE | | | | | | | | | | | | | | | | | |
| JUU IVIIDI | JEESEA I | OKIVITIKE | | | 1 If | Ameno | lmont | Date o | of Origin | al Eilaí | d (Month/Day | //Voar) | 6 | Indivi | dual or | loint/Group | Eiling | (Check An | nlicable |
| , | | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) 09/05/2019 | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | piicable |
| (Street) | | | | | | 03/03/2013 | | | | | | | | X Form filed by One Reporting Person | | | | | n |
| BILLERI | CA MA | A 0 | 1821 | | | | | | | | | | | Form filed by More than One Reporting | | | | | rtina |
| , | | | | | | | | | | | | | | | Perso | | 0 11.01. | . опо глоро | 9 |
| (City) | (Sta | ate) (Z | Zip) | | | | | | | | | | | | | | | | |
| | | Tab | le I - N | on-Deriv | ative | Sec | uritie | s Ac | quired | d, Dis | sposed o | f, or B | eneficia | ally (| Owne | d | | | |
| 1. Title of Security (Instr. 3) 2. Transacti Date (Month/Day | | | | | Execu (Year) if any | | Deemed cution Date, y nth/Day/Year) | | 3. Transaction Code (Instr. 8) | | | | nd 5) Sec Ben Owi | | curities neficially | | 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 | | Transa | ction(s) 3 and 4) | | | (msu. 4) |
| Common Stock 09/04/2 | | | | | 2019 | 019 | | | S | | 47(1) | D | \$25.97 | 71 ⁽²⁾ | 14,424 ⁽³⁾ | | | D | |
| | | Та | able II - | | | | | | | | osed of, | | | y Ov | ned | | | | |
| | | | | (e.g., pi | uts, c | alis, | warra | ants, | optio | ns, c | onvertib | ie seci | urities) | | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | | Execution Date, if any | | 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. and 4) | | Deri Sec | vative urity tr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4) | , E | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | Code | v | (A) | (D) | Date Exerci | cable | Expiration Date | Title | Amount or Number of Shares | | | | | | |

Explanation of Responses:

- 1. The sales of shares reported on this Form 4 was made solely to cover tax obligations upon the vesting of 148 RSUs.
- 2. This transaction was executed in multiple trades at prices ranging from \$25.92 to \$26.085. 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.
- 3. Includes 370 shares acquired under the Quanterix Corporation Employee Stock Purchase Plan on August 30, 2019. Also includes 11,985 restricted stock units. This amendment has been filed to correct an error in the number of shares acquired under the Quanterix Corporation Employee Stock Pension Plan on August 30, 2019.

Remarks:

/s/ Brian Keane, Attorney-in-

11/25/2019

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.