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

**OMB APPROVAL** 3235-0287 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person*     Roskey Mark T.                         |  |  |              |   |                            | 2. Issuer Name and Ticker or Trading Symbol Quanterix Corp [ QTRX ] |   |     |   |                  |  |               |                              |  |   | all app                                 | o of Reportir<br>dicable)<br>tor<br>er (give title  | ng Pe | erson(s) to Is<br>10% Ov<br>Other (s                                     | wner   |
|--|--|--|--------------|---|----------------------------|---|---|-----|---|------------------|--|---------------|------------------------------|--|---|---|---|-------|--|--|
| (Last) (First) (Middle) C/O QUANTERIX CORPORATION, 900 MIDDLESEX TURNPIKE        |  |  |              |   |                            | 3. Date of Earliest Transaction (Month/Day/Year) 08/03/2020         |   |     |   |                  |  |               |                              |  |   | belov                                   |   | ial & | below)   | ·  |
| (Street) BILLERICA MA 01821 (City) (State) (Zip)                                 |  |  |              |   | Line) X Fo                 |   |   |     |   |                  |  |               |                              |  |   | Form<br>Form                            | ral or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person |       |  |  |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |  |  |              |   |                            |   |   |     |   |                  |  |               |                              |  |   |   |   |       |  |  |
| Date   |  |  |              | 2. Transaction<br>Date<br>(Month/Day/Ye       | ear)   E                   | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year          |   | ,   | 3.<br>Transaction<br>Code (Instr.<br>8) |                  | 4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 |               |                              | 5)                                     | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported |   | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4)  |       | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)        |  |
|  |  |  |              |   |                            |   |   |     | Code                                    | v                | Amour  | nt            | A) or Price                  |  |   | Transaction<br>(Instr. 3 and            |   | (3    | 3 4)   | (3 4)  |
| Common Stock   |  |  |              | 08/03/2020                                    |                            |   |   |     | S                                       |                  | 88(  | 1)            | D                            | D \$32.22                              |   | 95 <sup>(2)</sup> 21,468 <sup>(3)</sup> |   |       | D  |  |
| Common Stock 08/03/202   |  |  |              | 0   |                            |   |   | S   |   | 2(1              | .)   | D             | D \$33.3                     |  | 33 21,466 <sup>(3)</sup>  |   |   | D     |  |  |
|  | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |              |   |                            |   |   |     |   |                  |  |               |                              |  |   |   |   |       |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                              | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security  | 3. Transaction<br>Date<br>(Month/Day/Year) | Exe<br>if ar | Deemed<br>cution Date,<br>ly<br>nth/Day/Year) | 4.<br>Transa<br>Code<br>8) |   | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) |     | Expiration<br>(Month/Da                 |                  |  |               | Amo<br>Secu<br>Unde<br>Deriv |  | Deri<br>Sec<br>(Ins   | rice of<br>ivative<br>urity<br>tr. 5)   | 9. Number<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 4)        | ,     | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|  |  |  |              |   | Code                       | v   | (A)   | (D) | Da<br>Ex                                | ate<br>xercisabl |  | oiration<br>e | Title                        | Amount<br>or<br>Number<br>of<br>Shares |   |   |   |       |  |  |

## **Explanation of Responses:**

- 1. The sales of shares reported on this Form 4 were made solely to cover tax obligations upon the vesting of 298 RSUs.
- 2. This transaction was executed in multiple trades at prices ranging from \$32.2444 to \$33.18. 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 16,157 restricted stock units.

## Remarks:

/s/ Brian Keane, Attorney-in-

08/05/2020

**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.