

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

1. Name and Address of Reporting Person* <u>HRUSOVSKY E KEVIN</u>  (Last) (First) (Middle) <u>C/O QUANTERIX CORPORATION,</u> <u>900 MIDDLESEX TURNPIKE</u>  (Street) <u>BILLERICA MA 01821</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Quanterix Corp [ QTRX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman, President &amp; CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/01/2021</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	02/01/2021		S		1,359 <sup>(1)</sup>	D	\$67.9298 <sup>(2)</sup>	1,004,429 <sup>(3)</sup>	D	
Common Stock	02/01/2021		S		1,890 <sup>(1)</sup>	D	\$68.4925 <sup>(4)</sup>	1,002,539 <sup>(3)</sup>	D	
Common Stock	02/01/2021		S <sup>(5)</sup>		700	D	\$64.7015 <sup>(6)</sup>	1,001,839 <sup>(3)</sup>	D	
Common Stock	02/01/2021		S <sup>(5)</sup>		3,700	D	\$65.8978 <sup>(7)</sup>	998,139 <sup>(3)</sup>	D	
Common Stock	02/01/2021		S <sup>(5)</sup>		600	D	\$66.5133 <sup>(8)</sup>	997,539 <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 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)
					(A)	(D)	Date Exercisable	Expiration Date					
					Code	V			Title	Amount or Number of Shares			

**Explanation of Responses:**

- The sales of shares reported on this Form 4 were made solely to cover tax obligations upon the vesting of 7,123 RSUs.
- This transaction was executed in multiple trades at prices ranging from \$67.25 to \$68.23. 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.
- Includes 128,271 restricted stock units and 39,815 shares of common stock that are subject to performance based vesting.
- This transaction was executed in multiple trades at prices ranging from \$68.27 to \$68.63. 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 sale of shares was effected pursuant to a Rule 10b5-1 trading plan adopted on December 14, 2020.
- This transaction was executed in multiple trades at prices ranging from \$64.22 to \$64.96. 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 \$65.49 to \$66.32. 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 \$66.49 to \$66.58. 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.

**Remarks:**

/s/ Brian Keane, as Attorney-in-Fact 02/02/2021

\*\* 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.