### Edgar Filing: NanoString Technologies Inc - Form 4

NanoString Technologies Inc Form 4

November 14	, 2016								
FORM	4		an aru						PPROVAL
. •	• UNITED	STATES					COMMISSIO	N OMB Number:	3235-0287
Check this box if no longer subject to Section 16. SECURITIES Section 16. SECURITIES								Expires: Estimated burden hou response	urs per
(Print or Type R	esponses)								
	ddress of Reporting RE DAVID W.		Symbol	er Name <b>an</b> tring Tech		C	5. Relationship Issuer (Ch	of Reporting Per eck all applicabl	
(Last) 530 FAIRVI		3. Date of Earliest Transaction (Month/Day/Year) 11/10/2016			Director 10% Owner X Officer (give title Other (specify below) below) SVP, Corporate & Business Dev				
SEATTLE, V		4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tab	ole I - Non-J	Derivative	Securities A	cquired, Disposed	of, or Beneficia	ally Owned
	2. Transaction Date Month/Day/Year)	2A. Deeme Execution I any (Month/Da	ed Date, if	3. Transactio Code (Instr. 8) Code V	4. Securit nAcquired Disposed (Instr. 3, 4	ies (A) or of (D)	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
Reminder: Repo	ort on a separate line	for each cla	ass of sec	urities bene	Perso inforn requir	ns who res nation cont ed to resp lys a curre	or indirectly. Spond to the collectained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	iorDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A or Disposed (D) (Instr. 3, 4, and 5)				
				Code V	(A) (	D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units (1)	\$ 0	11/10/2016		А	7,500	(2)	(2)	Common Stock	7,500
Stock Options (right to buy)	\$ 22.68	11/10/2016		A	15,000	(3)	11/09/2026	Common Stock	15,000

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
GHESQUIERE DAVID W. 530 FAIRVIEW AVENUE NORTH SEATTLE, WA 98109			SVP, Corporate & Business Dev				
Signatures							

/s/ Shannon Atchison, 11/14/2016 Attorney-in-Fact \*\*Signature of Reporting Person Date

# **Explanation of Responses:**

- 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).
- (1) Each restricted stock unit ("RSU") represents a contingent right to receive one (1) share of Issuer's common stock.

1/3 of the RSUs vest on the first market trading day following the first anniversary of November 10, 2016 (the "RSU Vesting Commencement Date"), and 1/3 of the RSUs vest annually each year on the first market trading day after the second and third

(2) anniversary of the RSU Vesting Commencement Date, in each case, subject to Participant's continuing to be a Service Provider (as defined in the 2013 Equity Incentive Plan) through each such date.

The shares subject to this option shall vest at a rate of 1/48th of the total number of shares on the one-month anniversary of November 10, 2016 (the "Option Vesting Commencement Date"), and 1/48th of the total number of shares vest each monthly anniversary of the Option

(3) Vesting Commencement Date thereafter, for so long as the recipient of the option remains a Service Provider, such that the total number of shares shall be fully vested on the four-year anniversary of the Option Vesting Commencement Date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.