

NanoString Technologies Inc  
 Form 4  
 June 10, 2014

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 OVP VENTURE PARTNERS VI LP

2. Issuer Name and Ticker or Trading Symbol  
 NanoString Technologies Inc  
 [NSTG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 06/06/2014

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
 \_\_\_ Officer (give title below) \_\_\_ Other (specify below)

C/O OVP VENTURE PARTNERS, 1616 EASTLAKE AVE. E., SUITE 208

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 \_\_\_ Form filed by One Reporting Person  
 \_\_\_X\_\_\_ Form filed by More than One Reporting Person

SEATTLE, WA 98102

(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 Ownership (Instr. 4) |                   |               |       |               |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|-------------------|---------------|-------|---------------|
|                                 |                                      |  |                                | Code  | V   | Amount   | (A) or (D)                                 | Price             |               |       |               |
| Common Stock                    | 06/06/2014                           |  | S                              |   | 35,223  | D  |  | \$ 15.5276<br>(1) | 2,059,644 (2) | D (3) |               |
| Common Stock                    | 06/06/2014                           |  | S                              |   | 3,333   | D  |  | \$ 16.0136<br>(4) | 2,056,311 (5) | D (3) |               |
| Common Stock                    | 06/06/2014                           |  | S                              |   | 19,059  | D  |  | \$ 15.5276<br>(1) | 2,037,252 (6) | I (3) | See footnotes |

Edgar Filing: NanoString Technologies Inc - Form 4

|              |            |   |        |   |                              |                       |              |               |
|--------------|------------|---|--------|---|------------------------------|-----------------------|--------------|---------------|
| Common Stock | 06/06/2014 | S | 1,803  | D | \$<br><u>16.0136</u><br>(4)  | 2,035,449 <u>(7)</u>  | I <u>(3)</u> | See footnotes |
| Common Stock | 06/06/2014 | S | 482    | D | \$<br><u>15.5276</u><br>(1)  | 2,034,967 <u>(8)</u>  | I <u>(3)</u> | See footnotes |
| Common Stock | 06/06/2014 | S | 46     | D | \$<br><u>16.0136</u><br>(4)  | 2,034,921 <u>(9)</u>  | I <u>(3)</u> | See footnotes |
| Common Stock | 06/06/2014 | S | 49     | D | \$<br><u>15.5276</u><br>(1)  | 2,034,872 <u>(10)</u> | I <u>(3)</u> | See footnotes |
| Common Stock | 06/06/2014 | S | 5      | D | \$<br><u>16.0136</u><br>(4)  | 2,034,867 <u>(11)</u> | I <u>(3)</u> | See footnotes |
| Common Stock | 06/09/2014 | S | 32,130 | D | \$<br><u>15.5555</u><br>(12) | 2,002,737 <u>(13)</u> | D <u>(3)</u> |               |
| Common Stock | 06/09/2014 | S | 17,385 | D | \$<br><u>15.5555</u><br>(12) | 1,985,352 <u>(14)</u> | I <u>(3)</u> | See footnotes |
| Common Stock | 06/09/2014 | S | 440    | D | \$<br><u>15.5555</u><br>(12) | 1,984,912 <u>(15)</u> | I <u>(3)</u> | See footnotes |
| Common Stock | 06/09/2014 | S | 45     | D | \$<br><u>15.5555</u><br>(12) | 1,984,867 <u>(16)</u> | I <u>(3)</u> | See footnotes |
| Common Stock | 06/10/2014 | S | 32,130 | D | \$<br><u>15.3103</u><br>(17) | 1,952,737 <u>(18)</u> | D <u>(3)</u> |               |
| Common Stock | 06/10/2014 | S | 17,385 | D | \$<br><u>15.3103</u><br>(17) | 1,935,352 <u>(19)</u> | I <u>(3)</u> | See footnotes |
| Common Stock | 06/10/2014 | S | 440    | D | \$<br><u>15.3103</u><br>(17) | 1,934,912 <u>(20)</u> | I <u>(3)</u> | See footnotes |
| Common Stock | 06/10/2014 | S | 45     | D | \$<br><u>15.3103</u><br>(17) | 1,934,867 <u>(21)</u> | I <u>(3)</u> | See footnotes |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control**

SEC 1474  
(9-02)

number.

**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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| OVP VENTURE PARTNERS VI LP<br>C/O OVP VENTURE PARTNERS<br>1616 EASTLAKE AVE. E., SUITE 208<br>SEATTLE, WA 98102    |               | X         |         |       |
| OVP VENTURE PARTNERS VII LP<br>C/O OVP VENTURE PARTNERS<br>1616 EASTLAKE AVE. E., SUITE 208<br>SEATTLE, WA 98102   |               | X         |         |       |
| OVP VI ENTREPRENEURS FUND LP<br>C/O OVP VENTURE PARTNERS<br>1616 EASTLAKE AVE. E., SUITE 208<br>SEATTLE, WA 98102  |               | X         |         |       |
| OVP VII ENTREPRENEURS FUND LP<br>C/O OVP VENTURE PARTNERS<br>1616 EASTLAKE AVE. E., SUITE 208<br>SEATTLE, WA 98102 |               | X         |         |       |

## Signatures

/s/ Barbara A. Mery,  
Attorney-in-fact

06/10/2014

\*\*Signature of Reporting Person

Date

Barbara A. Mery,  
Attorney-in-fact

06/10/2014



## Edgar Filing: NanoString Technologies Inc - Form 4

The "Amount" and "Price" reported in this Column 4 reflect the aggregate number and weighted-average price, respectively, of shares sold. These shares were sold in multiple transactions at prices ranging from \$15.335 to \$15.74, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each separate price within the range set forth herein.

(13) 1,341,864 of these shares are owned by OVP Venture Partners VI, L.P., 18,880 of these shares are owned by OVP VI Entrepreneurs Fund, L.P., 640,074 of these shares are owned by OVP Venture Partners VII, L.P., and 1,919 of these shares are owned by OVP VII Entrepreneurs Fund, L.P.

(14) 1,341,864 of these shares are owned by OVP Venture Partners VI, L.P., 18,880 of these shares are owned by OVP VI Entrepreneurs Fund, L.P., 622,689 of these shares are owned by OVP Venture Partners VII, L.P., and 1,919 of these shares are owned by OVP VII Entrepreneurs Fund, L.P.

(15) 1,341,864 of these shares are owned by OVP Venture Partners VI, L.P., 18,440 of these shares are owned by OVP VI Entrepreneurs Fund, L.P., 622,689 of these shares are owned by OVP Venture Partners VII, L.P., and 1,919 of these shares are owned by OVP VII Entrepreneurs Fund, L.P.

(16) 1,341,864 of these shares are owned by OVP Venture Partners VI, L.P., 18,440 of these shares are owned by OVP VI Entrepreneurs Fund, L.P., 622,689 of these shares are owned by OVP Venture Partners VII, L.P., and 1,874 of these shares are owned by OVP VII Entrepreneurs Fund, L.P.

(17) The "Amount" and "Price" reported in this Column 4 reflect the aggregate number and weighted-average price, respectively, of shares sold. These shares were sold in multiple transactions at prices ranging from \$15.20 to \$15.7350, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each separate price within the range set forth herein.

(18) 1,309,734 of these shares are owned by OVP Venture Partners VI, L.P., 18,440 of these shares are owned by OVP VI Entrepreneurs Fund, L.P., 622,689 of these shares are owned by OVP Venture Partners VII, L.P., and 1,874 of these shares are owned by OVP VII Entrepreneurs Fund, L.P.

(19) 1,309,734 of these shares are owned by OVP Venture Partners VI, L.P., 18,440 of these shares are owned by OVP VI Entrepreneurs Fund, L.P., 605,304 of these shares are owned by OVP Venture Partners VII, L.P., and 1,874 of these shares are owned by OVP VII Entrepreneurs Fund, L.P.

(20) 1,309,734 of these shares are owned by OVP Venture Partners VI, L.P., 18,000 of these shares are owned by OVP VI Entrepreneurs Fund, L.P., 605,304 of these shares are owned by OVP Venture Partners VII, L.P., and 1,874 of these shares are owned by OVP VII Entrepreneurs Fund, L.P.

(21) 1,309,734 of these shares are owned by OVP Venture Partners VI, L.P., 18,000 of these shares are owned by OVP VI Entrepreneurs Fund, L.P., 605,304 of these shares are owned by OVP Venture Partners VII, L.P., and 1,829 of these shares are owned by OVP VII Entrepreneurs Fund, L.P.

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.