Quotient Ltd Form 4 October 02, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Hallsworth Frederick			2. Issuer Name and Ticker or Trading Symbol Quotient Ltd [QTNT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(Last) (First) (M		3. Date of Earliest Transaction	(Check an applicable)		
ELIZABETH HOUSE, 9 CASTLE STREET		CASTLE	(Month/Day/Year) 10/02/2015	X_ Director10% OwnerOfficer (give title below) Other (specify below)		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
ST HELIER, Y9 JE2 3RT			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acq	uired, Disposed of, or Beneficially Owned		
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1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	onAcquired (A) or	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	Disposed of (D)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership
					Following	(Instr. 4)	(Instr. 4)
				(4)	Reported		
				(A)	Transaction(s)		
			~	or	(Instr. 3 and 4)		
			Code V	Amount (D) Price	;		
Ordinary Shares	10/02/2015		X	5,000 A $\frac{\$}{8.8}$	36,504	D	

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

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

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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. Transacti Code (Instr. 8)	5. Number on f 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 8					<u>(2)</u>	04/29/2024	Ordinary Shares	5,000
Option to Purchase Ordinary Shares	(3)					02/13/2014	08/30/2022	Ordinary Shares	20,014
Ordinary Share Warrants	(1)	10/02/2015		X	6,250 (1)	07/24/2014	10/25/2015	Ordinary Shares	5,000 (1)
Ordinary Share Option (right to buy)	\$ 9.95					<u>(4)</u>	10/31/2024	Ordinary Shares	5,025

Reporting Owners

Reporting Owner Name / Address	Relationships				
Reporting Owner Name / Address	Director	10% Owner	Officer	Other	
Hallsworth Frederick ELIZABETH HOUSE, 9 CASTLE STREET ST HELIER, Y9 JE2 3RT	X				

Signatures

/s/ Frederick
Hallsworth

**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).

Reporting Owners 2

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- In connection with Quotient Limited's initial public offering, 6,250 units were purchased on 4/30/2014 at a price of \$8.00 per unit. Each unit consisted of one Ordinary Share and one warrant to purchase 0.8 of one Ordinary Share. The Ordinary Shares and warrants comprising the units began trading separately on May 24, 2014. Each warrant is exercisable until 5:30 p.m. on October 25, 2015 at an exercise price of \$8.80 per Ordinary Share.
- (2) 1,666 options vested on April 29, 2015 and remain exercisable, 1,667 options will vest on April 29, 2016, 1,667 options will vest on April 29, 2017.
- (3) The exercise price will be paid in pounds sterling, at GBP0.91 per share.
- (4) 1,675 options vested on October 31, 2014 and remain exercisable, 1,675 options will vest on October 31, 2015, 1,675 options will vest on October 31, 2017.

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.