

NanoString Technologies Inc
 Form 3
 June 25, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

SAUNDERS BARNEY
 (Last) (First) (Middle)

530 FAIRVIEW AVENUE
 N., SUITE 2000

(Street)

SEATTLE, WA 98109

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
 06/25/2013

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 SVP & GM, Life Sciences

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

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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

SEC 1473 (7-02)

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 number.

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable Date Expiration Date

Title Amount or Number of Shares

(Instr. 5)

Stock Option (Right to Buy)	Â <u>(1)</u>	12/07/2020	Common Stock	60,468 <u>(2)</u>	\$ 2.24	D	Â
Stock Option (Right to Buy)	Â <u>(3)</u>	02/28/2022	Common Stock	28,281 <u>(2)</u>	\$ 1.92	D	Â
Stock Option (Right to Buy)	Â <u>(4)</u>	01/09/2023	Common Stock	5,000 <u>(2)</u>	\$ 6.72	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SAUNDERS BARNEY 530 FAIRVIEW AVENUE N. SUITE 2000 SEATTLE, WA 98109	Â	Â	Â SVP & GM, Life Sciences	Â

Signatures

/s/ Barbara Mery,
Attorney-in-fact

06/25/2013

 Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) 25% of the shares subject to the Option vest on the one-year anniversary of September 20, 2010 (the "Vesting Commencement Date"), and thereafter 1/48th of the shares subject to the Option vest on each monthly anniversary of the Vesting Commencement.
- (2) Reflects a 1-for-32 reverse stock split of the Issuer's outstanding shares effected June 12, 2013.
- (3) This option is subject to an early exercise provision and is immediately exercisable. 15% of the shares subject to the Option vested on March 1, 2012 (the "Vesting Commencement Date"), and thereafter 1/48th of the remaining shares subject to the Option vest on the monthly anniversary of the Vesting Commencement Date.
- (4) This option is subject to an early exercise provision and is immediately exercisable. 1/48th of the shares subject to such Option vest on each monthly anniversary of January 10, 2013.

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.