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, response... 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 *

BEECHEM JOSEPH M

(Last)

(First) (Middle)

Statement

(Month/Day/Year)

06/25/2013

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

NanoString Technologies Inc [NSTG]

4. Relationship of Reporting Person(s) to Issuer

Filed(Month/Day/Year)

530 FAIRVIEW AVENUE

N., SUITE 2000

(Street)

(Check all applicable)

Director _X__ Officer

SVP, Research & Development

10% Owner Other (give title below) (specify below)

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

5. If Amendment, Date Original

Person

Form filed by More than One

Reporting Person

4. Nature of Indirect Beneficial

SEATTLE, WAÂ 98109

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form: Direct (D)

Table I - Non-Derivative Securities Beneficially Owned

Ownership (Instr. 5)

or Indirect (I) (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

5. Ownership Form of Derivative Security:

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

Date Exercisable Expiration Date

Title

Amount or Number of Shares

Derivative Security

Direct (D) or Indirect (I)

1

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- 1	Instr.	~ 1	
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Stock Option (Right to Buy)	(1)	01/09/2023	Common Stock	24,999 (2)	\$ 6.72	D	Â
Stock Option (Right to Buy)	(3)	04/18/2022	Common Stock	82,968 (2)	\$ 1.92	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
BEECHEM JOSEPH M					
530 FAIRVIEW AVENUE N.	â	Â	SVP, Research & Development	â	
SUITE 2000	А	А	A 5 VF, Research & Development	A	
SEATTLE, WA 98109					

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) The 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.
- (2) Reflects a 1-for-32 reverse stock split of the Issuer's outstanding shares effected June 12, 2013.
- The option is subject to an early exercise provision and is immediately exercisable. 25% of the shares subject to the Option vested on the one year anniversary of March 9, 2012 (the "Vesting Commencement Date"), and thereafter 1/48th of the shares subject to the Option shall vest on each monthly anniversary of the 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.

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