

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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
BURNS WAYNE		(Month/Day/Year)	NanoString Technologies Inc [NSTG]	
(Last)	(First)	(Middle)	06/25/2013	
530 FAIRVIEW AVENUE				
N., SUITE 2000		(Check all applicable)		
(Street)		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below)    (specify below) SVP, Operations & Admin		
SEATTLE, WA 98109		4. Relationship of Reporting Person(s) to Issuer		
(City)	(State)	(Zip)	5. If Amendment, Date Original Filed(Month/Day/Year)	
		6. Individual or Joint/Group Filing(Check Applicable Line)		
		<input checked="" type="checkbox"/> Form filed by One Reporting Person		
		<input type="checkbox"/> 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)
Common Stock	54,688 <sup>(1)</sup>	D	

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) Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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## Edgar Filing: NanoString Technologies Inc - Form 3

	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	Â (2)	10/14/2019	Common Stock	7,812 (1) \$ 2.24		D	Â
Stock Option (Right to Buy)	Â (3)	03/01/2020	Common Stock	16,093 (1) \$ 2.24		D	Â
Stock Option (Right to Buy)	Â (4)	02/28/2022	Common Stock	34,375 (1) \$ 1.92		D	Â
Stock Option (Right to Buy)	Â (5)	01/09/2023	Common Stock	10,000 (1) \$ 6.72		D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BURNS WAYNE 530 FAIRVIEW AVENUE N. SUITE 2000 SEATTLE, WA 98109	Â	Â	Â SVP, Operations & Admin	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) Reflects a 1-for-32 reverse stock split of the Issuer's outstanding shares effected June 12, 2013.

(2) The Option fully vested on June 8, 2013.

(3) 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 February 12, 2010 (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.

(4) The option is subject to an early exercise provision and is immediately exercisable. 25% of the shares subject to the Option vested on March 1, 2012 (the "Vesting Commencement Date"), and thereafter 1/48th of the remainder of the shares subject to the Option shall vest each monthly anniversary of the Vesting Commencement Date.

(5) The option is subject to an early exercise provision and is immediately exercisable. 1/48th of the shares subject to such Option shall 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.