

von Prondzynski Heino  
Form 4  
February 04, 2019

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

OMB APPROVAL

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**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 \*  
von Prondzynski Heino

2. Issuer Name and Ticker or Trading Symbol  
Quotient Ltd [QTNT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
01/31/2019

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

C/O QUOTIENT LIMITED, 28  
ESPLANADE

(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  
 Form filed by More than One Reporting Person

ST HELIER, Y9 JE2 3QA

(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 Ownership (Instr. 4)
				(A) or (D)	Price		
			Code	V	Amount	(D)	Price
Ordinary Shares	01/31/2019		M		7,428	A	154,813
							D

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 number.**

SEC 1474 (9-02)

**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. 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. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Ordinary share Option (Right to Buy)	\$ 11.62					(2)	10/31/2025	Ordinary share	4,303
Ordinary share Option (Right to Buy)	\$ 5.73					(3)	10/31/2026	Ordinary share	8,726
Restricted Stock Units	(1)					(4)	(4)	Ordinary share	12,634
Ordinary share Option (Right to Buy)	\$ 5.21					(5)	10/31/2027	Ordinary share	9,597
Restricted Stock Units	(1)					(6)	(6)	Ordinary share	2,879
Restricted Stock Units	(1)					(7)	(7)	Ordinary share	8,287
Restricted Stock Units	(1)	01/31/2019		M	4,680	(8)	(8)	Ordinary share	4,680
Restricted Stock Units	(1)	01/31/2019		M	2,748	(9)	(9)	Ordinary share	2,748
Ordinary share Option (Right to Buy)	\$ 6.41					(10)	10/31/2028	Ordinary share	6,240

