SEC Form 4

FORM 4

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

OMB APPROVAL

I

| Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See | STATEMENT OF CHANGES IN E |
|---|--|
| Instruction 1(b). | Filed pursuant to Section 16(a) of the Section 16(b) |

BENEFICIAL OWNERSHIP

oursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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|---|------------------------|-----------|
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|--|---------|---------------|--------------------|---|-----------------------------------|--|---|--|---|--|--|--|
| 1. Name and Address of Reporting Person* Jones Adrian M | | | | r Name and Ticker iosystems, In | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| Jones Aurian IVI | | | | | | - | X | Director | 10% C | Dwner | | |
| (Last) C/O GOLDMA | | (Middle) | 3. Date 03/09/2 | of Earliest Transac 2016 | tion (Month/D | ay/Year) | | Officer (give title below) | Other below | (specify) | | |
| 200 WEST STI | XEE I | | 4. If Am | endment, Date of C | Driginal Filed (| Month/Day/Year) | 6. Indiv Line) | vidual or Joint/Group | Filing (Check Ap | oplicable | | |
| (Street) | | | | | | | | Form filed by One | Reporting Pers | on | | |
| NEW YORK | NY | 10282 | | | | | | Form filed by Mor Person | | | | |
| (City) | (State) | (Zip) | | | | | | | | | | |
| | | Table I - Nor | n-Derivative S | ecurities Acq | uired, Disp | osed of, or Benefi | cially | Owned | | | | |
| 1. Title of Security (Instr. 3) Date (Month/ | | | | 2A. Deemed Execution Date, if any | 3. Transaction Code (Instr. | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5) | | 5. Amount of Securities Beneficially | 6. Ownership Form: Direct (D) or Indirect | 7. Nature of Indirect Beneficial | | |

| 1 | (Month/Day/Year) if any | | | | Disposed Of (D) (Instr. 3, 4 and 5) | | | Securities Beneficially Owned Following Reported | Form: Direct (D) or Indirect (I) (Instr. 4) | Indirect Beneficial Ownership | |
|---|-------------------------|--|------|---|--|---------------|-------|---|---|-------------------------------------|--|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) | |

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

| 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. Transa Code (8) | | of | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|--------|-----|--|--------------------|---|--|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Non- Qualified Stock Option (Right to Buy) | \$8.92 | 03/09/2016 | | A | | 66,176 | | (2) | 03/09/2026 | Common Stock | 66,176 | \$0 | 66,176 | I | See footnotes ⁽¹⁾⁽²⁾ |

Explanation of Responses:

1. The Reporting Person is a managing director of Goldman, Sachs & Co. ("Goldman Sachs"). Goldman Sachs is a wholly owned subsidiary of The Goldman Sachs Group, Inc. ("GS Group"). The Reporting Person disclaims beneficial ownership of the securities reported herein except to the extent of his pecuniary interest therein, if any.

2. The options to purchase 66,176 shares of Common Stock, par value \$0.001 per share (the "Common Stock") of T2 Biosystems, Inc. (the "Company") were granted to the Reporting Person in his capacity as a director of the Company pursuant to the T2 Biosystems, Inc. 2014 Incentive Award Plan. The options vest and become exercisable in substantially equal installments on each of the first three anniversaries of the date of grant, which was March 9, 2016, subject to the Reporting Person continuing in service on the Company's board of directors through each such vesting date. The Reporting Person has an understanding with GS Group pursuant to which he holds such options for the benefit of GS Group.

Remarks:



03/11/2016

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.