

HTG MOLECULAR DIAGNOSTICS, INC
 Form 3
 May 05, 2015

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 and Ticker or Trading Symbol | |
| Â GLAXOSMITHKLINE PLC | | (Month/Day/Year) | HTG MOLECULAR DIAGNOSTICS, INC [HTGM] | |
| (Last) | (First) | (Middle) | 05/05/2015 | |
| 980 GREAT WEST ROAD | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | (Check all applicable) | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| BRENTFORD | | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| MIDDLESEX,Â X0Â TW8 9GS | | <input type="checkbox"/> Officer <input type="checkbox"/> Other | | <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | (give title below) (specify below) | |

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) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | | | |
| | | Title | Amount or Number of Shares | | |

| | | | | | | | |
|---|------------|------------|--------------------------------------|---------------|---------------|---|----------------------------------|
| Series D Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 340,314 | \$ (1) | I | See Explanation of Responses (2) |
| Series E Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 141,797 | \$ (1) | I | See Explanation of Responses (2) |
| Series E Convertible Preferred Stock Warrant (Right to Buy) | 01/14/2015 | 01/14/2022 | Series E Convertible Preferred Stock | 2,784,593 (3) | \$ 0.2189 (3) | I | See Explanation of Responses (2) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| GLAXOSMITHKLINE PLC 980 GREAT WEST ROAD BRENTFORD MIDDLESEX, X0 TW8 9GS | Â | Â X | Â | Â |

Signatures

/s/ Victoria Whyte, Company Secretary
05/05/2015

__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).
- The Series D Convertible Preferred Stock and Series E Convertible Preferred Stock are each convertible into Common Stock at any time
- (1) at the holder's election and upon the consummation of a qualified public offering of the registrant. There is no expiration date for any series of preferred stock.
 - (2) Shares are held by S.R. One Limited, an indirect, wholly-owned subsidiary of GlaxoSmithKline PLC (Reporting Person).
 - (3) The 2,784,593 Series E Shares due upon exercise of the Warrants will convert automatically into 25,928 shares of Common Stock with an exercise price of \$23.507 per share upon the closing of the Issuer's initial public offering.

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.