SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

1. Name and Address of Reporting Person* Cao Han PHD	2. Date of Event Requiring Statement (Month/Day/Year) 08/21/2018		3. Issuer Name and Ticker or Trading Symbol BioNano Genomics, Inc [BNGO]				
(Last) (First) (Middle) C/O BIONANO GENOMICS, INC.			4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner			5. If Amendment, Date of Original Filed (Month/Day/Year)	
9640 TOWNE CENTRE DR #100			X Officer (give title below)	Other (spec below)	² [6. Inu	ividual or Joint/ cable Line)	Group Filing (Check
(Street)			Chief Scientific	Officer	X	Form filed by	One Reporting Person
SAN DIEGO CA 92121						Form filed by Reporting Pe	More than One erson
(City) (State) (Zip)							
Table I - Non-Derivative Securities Beneficially Owned							
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownershi Form: Direct or Indirect (I (Instr. 5)	t (D) (Instr.		Beneficial Ownership
Common Stock			1,413	D			
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	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	(1)	01/14/2019	Common Stock	46	291.04	D	
Stock Option (right to buy)	(1)	04/01/2020	Common Stock	46	38.52	D	
Stock Option (right to buy)	(1)	08/09/2021	Common Stock	2,344	42.8	D	
Stock Option (right to buy)	(1)	01/28/2025	Common Stock	1,599	64.2	D	
Stock Option (right to buy)	(2)	01/28/2025	Common Stock	2,557	64.2	D	
Stock Option (right to buy)	(3)	02/06/2027	Common Stock	51,329	1.28	D	
Series B Convertible Preferred Stock	(4)	(4)	Common Stock	254,275	0.00	D	
Series C Convertible Preferred Stock	(4)	(4)	Common Stock	52,720	0.00	D	
Series D Convertible Preferred Stock	(4)	(4)	Common Stock	4,362,062	0.00	D	
Series D-1 Convertible Preferred Stock	(4)	(4)	Common Stock	104,167	0.00	D	
Series D Convertible Preferred Stock Warrant (Right to Buy)	04/04/2016	03/04/2026	Series D Convertible Preferred Stock	10,731,083	0.41	D	

Explanation of Responses:

1. The shares subject to the option are fully vested and exercisable.

2. 25% of the shares vested on January 29, 2016, and the remaining shares vest in 12 equal quarterly installments thereafter.

3. 25% of the shares vested on February 7, 2017, and the remaining shares vest in 12 equal quarterly installments thereafter.

4. The convertible preferred stock is convertible at any time at the holder's election and automatically converts upon the consummation of a qualified public offering of the registrant. There is no expiration date for any series of preferred stock.

Remarks:

<u>/s/ Han Cao, Ph.D.</u>

** Signature of Reporting Person

08/21/2018 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 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).

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.