| SEC Form 4 |  |
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## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

| OMB Number:              | 3235-0287 |
|--------------------------|-----------|
| Estimated average burden |           |
| hours per response:      | 0.5       |

5. Relationship of Reporting Person(s) to Issuer

1. Name and Address of Reporting Person\*

FORM 4

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

2. Issuer Name **and** Ticker or Trading Symbol

| Zhou Quan                                                                                   |                                                                       |            |                                                          |               | <u>BioNano Genomics, Inc</u> [ BNGO ] |                                                                |                                                                                   |                                           |                              |                    |                                                                                                                                                     | `                                                                                  | X Director X 10% Owner                              |                                                                    |                                    |                                                                         |                                                                         |         |        |   |                                                                         |   |                                                                         |
|---------------------------------------------------------------------------------------------|-----------------------------------------------------------------------|------------|----------------------------------------------------------|---------------|---------------------------------------|----------------------------------------------------------------|-----------------------------------------------------------------------------------|-------------------------------------------|------------------------------|--------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------|-----------------------------------------------------|--------------------------------------------------------------------|------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------------|---------|--------|---|-------------------------------------------------------------------------|---|-------------------------------------------------------------------------|
| (Last) (First) (Middle)<br>C/O BIONANO GENOMICS, INC.<br>9640 TOWNE CENTRE DRIVE, SUITE 100 |                                                                       |            |                                                          |               |                                       | 3. Date of Earliest Transaction (Month/Day/Year)<br>08/23/2018 |                                                                                   |                                           |                              |                    |                                                                                                                                                     |                                                                                    |                                                     | give title                                                         |                                    | Other (s<br>below)                                                      | pecify                                                                  |         |        |   |                                                                         |   |                                                                         |
| (Street)<br>SAN DIE                                                                         | GO C                                                                  |            | 4. If Amendment, Date of Original Filed (Month/Day/Year) |               |                                       |                                                                |                                                                                   |                                           |                              |                    | 6. Individual or Joint/Group Filing (Check Applicable Line)<br>X Form filed by One Reporting Person<br>Form filed by More than One Reporting Person |                                                                                    |                                                     |                                                                    |                                    |                                                                         |                                                                         |         |        |   |                                                                         |   |                                                                         |
| (City)                                                                                      | (S                                                                    |            |                                                          |               |                                       |                                                                |                                                                                   |                                           |                              |                    |                                                                                                                                                     |                                                                                    |                                                     |                                                                    |                                    |                                                                         |                                                                         |         |        |   |                                                                         |   |                                                                         |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned            |                                                                       |            |                                                          |               |                                       |                                                                |                                                                                   |                                           |                              |                    |                                                                                                                                                     |                                                                                    |                                                     |                                                                    |                                    |                                                                         |                                                                         |         |        |   |                                                                         |   |                                                                         |
| 1. Title of Security (Instr. 3)                                                             |                                                                       |            | 2. Transa<br>Date<br>(Month/D                            |               | Exe<br>if an                          | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)    |                                                                                   | ction<br>Instr.                           | 4. Securities<br>Disposed Of | (D) (Instr. 3      |                                                                                                                                                     | and 5) Securities<br>Beneficially<br>Owned Following<br>Reported<br>Transaction(s) |                                                     | 6. Owne<br>Form: D<br>(D) or Ir<br>(I) (Instr                      | Direct lindirect E<br>r.4) C       | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)       |                                                                         |         |        |   |                                                                         |   |                                                                         |
|                                                                                             |                                                                       |            |                                                          |               |                                       |                                                                |                                                                                   |                                           | v                            | Amount             | (A) or<br>(D)                                                                                                                                       | Price                                                                              | (Instr. 3 and                                       | i(s)<br>i 4)                                                       |                                    |                                                                         |                                                                         |         |        |   |                                                                         |   |                                                                         |
| Common Stock                                                                                |                                                                       |            |                                                          | 08/23         | /2018                                 |                                                                |                                                                                   | с 199,65                                  |                              | 199,653            | A                                                                                                                                                   | (1)                                                                                | 199,653                                             |                                                                    | I                                  |                                                                         | By entities<br>ffiliated<br>with LC<br>Fund VI,<br>P. <sup>(2)</sup>    |         |        |   |                                                                         |   |                                                                         |
| Common Stock                                                                                |                                                                       |            | 08/23/2018                                               |               |                                       |                                                                | С                                                                                 |                                           | 150,550                      | A                  | (1)                                                                                                                                                 | 350,203                                                                            |                                                     | 350,203                                                            |                                    | By entities<br>ffiliated<br>vith LC<br>Fund VI,<br>L.P. <sup>(3)</sup>  |                                                                         |         |        |   |                                                                         |   |                                                                         |
| Common Stock                                                                                |                                                                       |            | 08/23/2018                                               |               |                                       |                                                                | С                                                                                 |                                           | 637,984 A                    |                    | (1)                                                                                                                                                 | 988,187                                                                            |                                                     | I w                                                                |                                    | By entities<br>ffiliated<br>vith LC<br>Fund VI,<br>P. <sup>(4)</sup>    |                                                                         |         |        |   |                                                                         |   |                                                                         |
| Common Stock                                                                                |                                                                       |            |                                                          | 08/23/2018    |                                       |                                                                |                                                                                   | С                                         |                              | 784,728 A          |                                                                                                                                                     | (5)                                                                                | 1,772,915                                           |                                                                    |                                    | I H                                                                     | By LC<br>Healthcare<br>Fund I,<br>J.P. <sup>(6)</sup>                   |         |        |   |                                                                         |   |                                                                         |
| Common Stock                                                                                |                                                                       |            | 08/23/2018                                               |               |                                       |                                                                | С                                                                                 |                                           | 1,134,000                    | A                  | (7)                                                                                                                                                 | 2,906,9                                                                            | 915                                                 | I 1                                                                |                                    | By Rosy<br>Shine<br>Limited <sup>(8)</sup>                              |                                                                         |         |        |   |                                                                         |   |                                                                         |
|                                                                                             |                                                                       |            | Table II -                                               |               |                                       |                                                                | ities Acqu<br>warrants,                                                           |                                           |                              |                    |                                                                                                                                                     |                                                                                    | vned                                                |                                                                    |                                    |                                                                         |                                                                         |         |        |   |                                                                         |   |                                                                         |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                                         | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security |            | 3A. Deemed<br>Execution Da<br>if any<br>(Month/Day/Y     | te, 4.<br>Cod | 4.<br>Transaction<br>Code (Instr.     |                                                                | umber of<br>ivative<br>urities<br>uired (A) or<br>posed of (D)<br>tr. 3, 4 and 5) | 6. Date Exe<br>Expiration I<br>(Month/Day |                              | cisable and<br>ate | 7. Title and<br>of Securiti<br>Underlying<br>Derivative<br>(Instr. 3 ar                                                                             | d Amount<br>es<br>g<br>Security                                                    | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Num<br>derivat<br>Securi<br>Benefi<br>Owned<br>Follow<br>Report | tive<br>ties<br>cially<br>I<br>ing | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4 | Beneficial<br>Ownership<br>(Instr. 4)                                   |         |        |   |                                                                         |   |                                                                         |
|                                                                                             |                                                                       |            |                                                          | Cod           | e V                                   | (A)                                                            | (D)                                                                               | Date<br>Exercisable                       |                              | Expiration<br>Date | Title                                                                                                                                               | Amount<br>or<br>Number<br>of Shares                                                |                                                     | Transa<br>(Instr. 4                                                | ction(s)                           |                                                                         |                                                                         |         |        |   |                                                                         |   |                                                                         |
| Series C<br>Convertible<br>Preferred<br>Stock                                               | (1)                                                                   | 08/23/2018 |                                                          | С             |                                       |                                                                | 8,545,184 <sup>(1)</sup>                                                          | (1)                                       |                              | (1)                | Common<br>Stock                                                                                                                                     | 199,653                                                                            | \$0.00                                              |                                                                    | 0                                  | I                                                                       | By entities<br>affiliated<br>with LC<br>Fund VI,<br>L.P. <sup>(2)</sup> |         |        |   |                                                                         |   |                                                                         |
| Series D<br>Convertible<br>Preferred<br>Stock                                               | (1)                                                                   | 08/23/2018 |                                                          | С             |                                       |                                                                | 6,443,565 <sup>(1)</sup>                                                          | (1)                                       |                              | (1)                |                                                                                                                                                     | (1)                                                                                |                                                     | (1)                                                                |                                    | (1)                                                                     | Common<br>Stock                                                         | 150,550 | \$0.00 |   | 0                                                                       | I | By entities<br>affiliated<br>with LC<br>Fund VI,<br>L.P. <sup>(3)</sup> |
| Series D-1<br>Convertible<br>Preferred<br>Stock                                             | (1)                                                                   | 08/23/2018 |                                                          | С             |                                       |                                                                | 27,305,708 <sup>(1)</sup>                                                         | /08 <sup>(1)</sup> (1)                    |                              | ) (1)              |                                                                                                                                                     | (1)                                                                                |                                                     | (1)                                                                | Common<br>Stock                    | 637,984                                                                 | \$0.00                                                                  |         | 0      | Ι | By entities<br>affiliated<br>with LC<br>Fund VI,<br>L.P. <sup>(4)</sup> |   |                                                                         |

Explanation of Responses:

1. Automatic conversion, in connection with the Issuer's initial public offering, of preferred stock into shares of common stock on a 1-for-42.8 basis. The shares have no expiration date.

2. The shares are held as follows: 191,667 shares held by LC Fund VI, L.P. ("LC Fund") and 7,986 shares held by LC Parallel Fund VI, L.P. ("Parallel Fund") LC Fund and Parallel Fund are controlled and managed by Legend Capital, a limited liability Chinese company. The Reporting Person is an Executive Director of Legend Capital. The Reporting Person disclaims beneficial ownership with respect to these securities, except to the

## extent of his pecuniary interest therein

3. The shares are held as follows: 143,533 shares held by LC Fund and 7,017 shares held by Parallel Fund. LC Fund and Parallel Fund are controlled and managed by Legend Capital, a limited liability Chinese company. The Reporting Person is an Executive Director of Legend Capital. The Reporting Person disclaims beneficial ownership with respect to these securities, except to the extent of his pecuniary interest therein.

4. The shares are held as follows: 91,700 shares held by LC Fund, 540,631 shares held by Parallel Fund and 5,653 shares held by LC Healthcare Fund I, L.P. ("Healthcare Fund"). LC Fund, Parallel Fund and Healthcare Fund are controlled and managed by Legend Capital, a limited liability Chinese company ("Legend Capital"). The Reporting Person is an Executive Director of Legend Capital and disclaims beneficial ownership with respect to these securities, except to the extent of his pecuniary interest therein.

5. Represents the conversion of an outstanding convertible promissory note in the principal amount of \$3,460,000, plus \$144,846.03 accrued interest, into shares of the Issuer's common stock upon closing of the Issuer's initial public offering at a conversion price of \$6.125 per share.

6. Healthcare Fund is controlled and managed by Legend Capital, a limited liability Chinese company. The Reporting Person is an Executive Director of Legend Capital. The Reporting Person disclaims beneficial ownership with respect to these securities, except to the extent of his pecuniary interest therein.

7. Represents the conversion of an outstanding convertible promissory note in the principal amount of \$5,000,000, plus \$209,315.07 accrued interest, into shares of the Issuer's common stock upon closing of the Issuer's initial public offering at a conversion price of \$6.125 per share.

8. Rosy Shine Limited is ultimately controlled and managed by Legend Holdings, a limited liability Chinese joint stock company listed on a Stock Exchange of Hong Kong (3396), which is controlled by its board of directors. The board of directors of Legend Holdings has sole voting and investment power over the shares held by Rosy Shine Limited. None of the members of the board of directors has individual voting or investment power with respect to such shares and each disclaims beneficial ownership of such shares.

**Remarks:** 

/s/ Heather Adams, Attorney-in-08/27/2018

\*\* Signature of Reporting Person Date

fact

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

 $\ast$  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.