SEC Form 4

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FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 Ac KIRK RA	ldress of Reporting <u>NDAL J</u>	Person [*]	2. Issuer Name and Ticker or Trading Symbol <u>AquaBounty Technologies, Inc.</u> [AQB]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner
	(First) SECURITY, LL	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/17/2020	Officer (give title Other (specify below) below)
1881 GROV (Street) RADFORD	VA	24141	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person
(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. Transa Code (8)		4. Securities A Disposed Of (5)	Acquired D) (Instr.	(A) or 3, 4 and	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(instr. 4)	
Common Stock	12/17/2020		J ⁽¹⁾		199,682 ⁽¹⁾	D	\$0 ⁽¹⁾	0	Ι	by NRM VI Holdings ⁽¹⁾	
Common Stock	12/17/2020		J ⁽²⁾		3,637(2)	D	\$0 ⁽²⁾	0	Ι	by NRM VII Holdings ⁽²	
Common Stock	12/17/2020		J ⁽¹⁾		70,092 ⁽¹⁾	A	\$0 ⁽¹⁾	316,495	I	by R.J. Kirk DOT ⁽³⁾	
Common Stock	12/17/2020		J ⁽²⁾		1,704(2)	A	\$0 ⁽²⁾	318,199	Ι	by R.J. Kirk DOT ⁽³⁾	
Common Stock	12/17/2020		J ⁽¹⁾		18,482(1)	A	\$0 ⁽¹⁾	37,064	I	by JPK 2009 ⁽³⁾	
Common Stock	12/17/2020		J ⁽²⁾		303(2)	A	\$0 ⁽²⁾	37,367	Ι	by JPK 2009 ⁽³⁾	
Common Stock	12/17/2020		J ⁽¹⁾		18,482(1)	A	\$0 ⁽¹⁾	40,237	Ι	by MGK 2009 ⁽³⁾	
Common Stock	12/17/2020		J ⁽²⁾		303 ⁽²⁾	A	\$0 ⁽²⁾	40,540	Ι	by MGK 2009 ⁽³⁾	
Common Stock	12/17/2020		J ⁽¹⁾		1,848(1)	A	\$0 ⁽¹⁾	3,801	Ι	by ZSK 2009 ⁽³⁾	
Common Stock	12/17/2020		J ⁽²⁾		30(2)	A	\$0 ⁽²⁾	3,831	Ι	by ZSK 2009 ⁽³⁾	
Common Stock	12/17/2020		J ⁽²⁾		42 ⁽²⁾	A	\$0 ⁽²⁾	3,189	Ι	by JPK 2008 ⁽³⁾	
Common Stock	12/17/2020		J ⁽²⁾		42 ⁽²⁾	A	\$0 ⁽²⁾	3,204	Ι	by MGK 2008 ⁽³⁾	
Common Stock	12/17/2020		J ⁽¹⁾		1,848(1)	A	\$0 ⁽¹⁾	4,541	Ι	by ZSK 2008 ⁽³⁾	
Common Stock	12/17/2020		J ⁽²⁾		42 ⁽²⁾	A	\$0 ⁽²⁾	4,583	Ι	by ZSK 2008 ⁽³⁾	
Common Stock	12/17/2020		J ⁽²⁾		152(2)	A	\$0 ⁽²⁾	17,758	Ι	by MGK 2011 ⁽³⁾	
Common Stock	12/17/2020		J ⁽²⁾		121 ⁽²⁾	A	\$0 ⁽²⁾	15,939	Ι	by JPK 2012 ⁽³⁾	

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		4. Securities A Disposed Of (5)	Acquired D) (Instr.	(A) or 3, 4 and	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(instr. 4)
Common Stock	12/17/2020		Code V Amount (A) or (D) Price Transaction(s) (nstr. 3 and 4) $J^{(1)}$ 3,328 ⁽¹⁾ A \$0 ⁽¹⁾ 5,842 $J^{(2)}$ $24^{(2)}$ A \$0 ⁽²⁾ 5,866 $J^{(2)}$ $242^{(2)}$ A \$0 ⁽²⁾ 23,831 $J^{(1)}$ $20,712^{(1)}$ A \$0 ⁽¹⁾ 20,712 $J^{(1)}$ $20,712^{(1)}$ A \$0 ⁽¹⁾ 20,712 $J^{(1)}$ $20,712^{(1)}$ A \$0 ⁽¹⁾ 44,301 $J^{(2)}$ $242^{(2)}$ A \$0 ⁽²⁾ 44,543	Ι	by Kellie L. Banks LTT ⁽³⁾					
Common Stock	12/17/2020		J ⁽²⁾		24 ⁽²⁾	A	\$0 ⁽²⁾	5,866	I	by Kellie L. Banks LTT ⁽³⁾
Common Stock	12/17/2020		J ⁽²⁾		242 ⁽²⁾	A	\$0 ⁽²⁾	23,831	I	by Staff 2010 ⁽³⁾
Common Stock	12/17/2020		J ⁽¹⁾		20,712 ⁽¹⁾	A	\$0 ⁽¹⁾	20,712	Ι	by Staff 2009 ⁽³⁾
Common Stock	12/17/2020		J ⁽¹⁾		20,712(1)	A	\$0 ⁽¹⁾	44,301	Ι	by Sr. Staff 2008 ⁽³⁾
Common Stock	12/17/2020		J ⁽²⁾		242 ⁽²⁾	A	\$0 ⁽²⁾	44,543	Ι	by Sr. Staff 2008 ⁽³⁾
Common Stock	12/17/2020		J ⁽¹⁾		10,358(1)	A	\$0 ⁽¹⁾	10,358	I	by Incentive 2009 ⁽³⁾
Common Stock	12/17/2020		J ⁽²⁾		122(2)	A	\$0 ⁽²⁾	11,917	Ι	by Incentive 2010 ⁽³⁾

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	ired r osed) : 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Titl Amou Secur Unde Deriv Secur 3 and	int of rities rlying ative rity (Instr.	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				

Explanation of Responses:

1. On December 17, 2020, NRM VI Holdings I, LLC ("NRM VI Holdings") made a liquidating distribution of its assets in connection with the dissolution of the fund in accordance with the terms of its Limited Liability Company Agreement, including 199,682 shares of the issuer. The following entities in their capacities as limited partners, or designees, of one or more feeder funds of NRM VI Holdings, received shares: R.J. Kirk Declaration of Trust ("R.J. Kirk DOT"), JPK 2009, LLC ("JPK 2009"), MGK 2009, LLC ("MGK 2009"), ZSK 2009, LLC ("ZSK 2009"), ZSK 2009"), and Third Security Staff 2009 LLC ("Staff 2009"), Third Security Senior Staff 2008 LLC ("Sr. Staff 2008"), and Third Security Incentive 2009 LLC ("Incentive 2009").

2. On December 17, 2020, NRM VII Holdings I, LLC ("NRM VII Holdings") made a liquidating distribution of its assets in connection with the dissolution of the fund in accordance with the terms of its Limited Liability Company Agreement, including 3,637 shares of the issuer. The following entities in their capacities as limited partners, or designees, of one or more feeder funds of NRM VI Holdings, received shares: R.J. Kirk DOT, JPK 2009, MGK 2009, ZSK 2009, JPK 2008, LLC ("JPK 2008"), MGK 2008, LLC ("MGK 2008"), ZSK 2008, MGK 2011, LLC ("MGK 2011"), JPK 2012, LLC ("JPK 2012"), Kellie L. Banks LTT, Sr. Staff 2008, Third Security Staff 2010 LLC ("Staff 2010") and Third Security Incentive 2010 LLC ("Incentive 2010").

3. Randal J. Kirk controls each of R.J. Kirk DOT, JPK 2009, MGK 2009, ZSK 2009, JPK 2008, MGK 2008, ZSK 2008, MGK 2011, JPK 2012, Kellie L. Banks LTT, Staff 2010, Staff 2009, Sr. Staff 2008, Incentive 2009, and Incentive 2010. Shares held by these entities may be deemed to be beneficially owned (as defined under Rule 13d-3 promulgated under the Securities Exchange Act of 1934, as amended) by Mr. Kirk. Mr. Kirk disclaims beneficial ownership of such shares, except to the extent of any pecuniary interest therein.

/s/

** Signature of Reporting Person Date

12/21/2020

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.

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