

| OMB APPROVAL                                 |           |
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**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

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

|   |   |   |
|---|---|---|
| 1. Name and Address of Reporting Person*<br><u>Sterling Rick L.</u><br><br>(Last) (First) (Middle)<br><u>C/O AQUABOUTY TECHNOLOGIES, INC.</u><br><u>2 MILL &amp; MAIN PLACE, SUITE 395</u><br><br>(Street)<br><u>MAYNARD MA 01754</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>AquaBounty Technologies, Inc. [ AQB ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br>Officer (give title below) Other (specify below) |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>03/10/2021</u>                       |   |
|   | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                    |   |

**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. Transaction Code (Instr. 8) |   | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) |            |       | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 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 |   |  |   |
| <u>Common Stock</u>             |                                      |  |                                |   |   |            |       | <u>1,295</u>  | <u>D</u>   |   |

**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. Transaction Code (Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |     | 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 |
| <u>Options to Purchase Common Stock</u>    | <u>\$2.32</u>  |                                      |  |                                |   |  |     | <u>05/14/2021<sup>(1)</sup></u>                          | <u>05/14/2030</u> | <u>Common Stock</u>   |  | <u>2,000</u>   |   | <u>2,000</u>   | <u>D</u> |                            |
| <u>Options to Purchase Common Stock</u>    | <u>\$6.72</u>  | <u>03/10/2021</u>                    |  | <u>A</u>                       |   | <u>2,500</u>   |     | <u>03/10/2022</u>  | <u>03/10/2031</u> | <u>Common Stock</u>   | <u>\$0.00</u>                              | <u>2,500<sup>(2)</sup></u>   |   | <u>2,500</u>   | <u>D</u> |                            |

**Explanation of Responses:**

- Options to purchase common stock were granted on 5/14/2020 pursuant to the AquaBounty Technologies, Inc. 2016 Equity Incentive Plan and fully vest one year from the date of grant.
- Options to purchase common stock were granted on 3/10/2021 pursuant to the AquaBounty Technologies, Inc. 2016 Equity Incentive Plan and fully vest one year after the date of grant

**Remarks:**

s/ David A. Frank, Name:  
David A. Frank, attorney-in- 03/11/2021  
fact

\*\* 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.