

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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* <u>ROTHBERG JONATHAN M</u> (Last) (First) (Middle) <u>C/O QUANTUM-SI INCORPORATED</u> <u>530 OLD WHITFIELD STREET</u> (Street) <u>GUILFORD CT 06437</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Quantum-Si Inc [QSI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/10/2021</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

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			
Class A Common Stock	06/10/2021		A		12,480,108	A	(1)	12,480,108	I	2012 JMR Trust Common, LLC ⁽²⁾
Class A Common Stock	06/10/2021		A		1,917,067	A	(3)	1,917,067	I	23rd Century Capital LLC ⁽²⁾
Class A Common Stock	06/10/2021		A		273,422	A	(4)	273,422	I	By Bonnie E Gould Rothberg MD ⁽²⁾
Class A Common Stock	06/10/2021		A		1,022,370	A	(5)	1,022,370	D	
Class A Common Stock	06/10/2021		A		1,500,000 ⁽⁶⁾	A	(7)	2,522,370	D	
Class A Common Stock	06/11/2021		A		20,512 ⁽⁸⁾	A	\$0.00	2,542,882	D	
Class B Common Stock	06/10/2021		A		17,943,750	A	(9)	17,943,750	I	By 4C Holdings I, LLC ⁽²⁾
Class B Common Stock	06/10/2021		A		1,993,750	A	(10)	1,993,750	I	By 4C Holdings V, LLC ⁽²⁾

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					

Explanation of Responses:

- In connection with the closing of the transactions contemplated by the Business Combination Agreement, dated as of February 18, 2021, by and among HighCape Capital Acquisition Corp. ("HighCape"), Tenet Merger Sub, Inc., a Delaware corporation and wholly owned subsidiary of HighCape ("Merger Sub"), and Quantum-Si Incorporated, a Delaware corporation ("Quantum-Si"), pursuant to which Merger Sub merged with and into Quantum-Si (the "Merger"), with Quantum-Si surviving as a wholly-owned subsidiary of HighCape (which changed its name to "Quantum-Si Incorporated", the "Issuer"), these shares were received in exchange for 15,649,039 shares of Quantum-Si Series B preferred stock.
- Dr. Rothberg is the sole manager of 4C Holdings I, LLC, 4C Holdings V, LLC and 2012 JMR Trust Common, LLC. Dr. Rothberg is the spouse of Bonnie E. Gould Rothberg MD and Dr. Rothberg's son is the manager of 23rd Century Capital LLC. Dr. Rothberg disclaims beneficial ownership of the shares held by his spouse and 23rd Century Capital LLC.
- Received in connection with the Merger in exchange for 2,403,846 shares of Quantum-Si Series B preferred stock.
- Received in connection with the Merger in exchange for 342,850 shares of Quantum-Si Series B preferred stock.

- 5. Received in connection with the Merger in exchange for 1,276,641 shares of Quantum-Si Series B preferred stock and 5,328 shares of Quantum-Si Series E preferred stock.
- 6. Consists of restricted stock units ("RSUs"). Each RSU represents the right to receive one share of common stock upon vesting. The RSUs vest on March 12, 2023.
- 7. Received in connection with the Merger in exchange for 1,880,878 RSUs of Quantum-Si.
- 8. Consists of RSUs. Each RSU represents the right to receive one share of common stock upon vesting. The RSUs vest in equal annual installments over three years beginning on June 11, 2022, subject to Dr. Rothberg's continued service through the applicable vesting date.
- 9. Received in connection with the Merger in exchange for 22,500,000 shares of Quantum-Si Series A preferred stock.
- 10. Received in connection with the Merger in exchange for 2,500,000 shares of Quantum-Si Series A preferred stock.

/s/ John P. Condon, Attorney- 06/14/2021
in-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.

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