

QUANTENNA COMMUNICATIONS INC

Reported by
CARROLL DAVID WILLIAM

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 03/13/18 for the Period Ending 03/09/18

Address	3450 W. WARREN DRIVE FREMONT, CA, 94538-6425
Telephone	(510) 743-2260
CIK	0001370702
Symbol	QTNA
SIC Code	3674 - Semiconductors and Related Devices
Industry	Communications & Networking
Sector	Technology
Fiscal Year	12/31

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 * Carroll David William (Last) (First) (Middle) C/O QUANTENNA COMMUNICATIONS, INC., 1704 AUTOMATION PARKWAY (Street) SAN JOSE, CA 95131 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol QUANTENNA COMMUNICATIONS INC [QTNA] 3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">3/9/2018</p>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> X Officer (give title below) <input type="checkbox"/> Other (specify below) SVP Worldwide Sales 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			
Common Stock	3/9/2018		M		7506	A	\$1.50	45781	D	
Common Stock	3/9/2018		M		303	A	\$2.00	46084	D	
Common Stock	3/9/2018		M		252	A	\$3.00	46336	D	
Common Stock	3/9/2018		S (1)		8061	D	\$15.00	38275	D	
Common Stock								500	I	By Child of Reporting Person

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: 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				
Employee Stock Option (right to buy)	\$1.50	3/9/2018		M		7506		(2)	2/5/2023	Common Stock	7506	\$0.00	116199	D	
Employee Stock Option (right to buy)	\$2.00	3/9/2018		M		303		(3)	12/10/2024	Common Stock	303	\$0.00	5042	D	
Employee Stock Option (right to buy)	\$3.00	3/9/2018		M		252		(4)	12/3/2025	Common Stock	252	\$0.00	6597	D	

Explanation of Responses:

- (1) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 automatic trading plan adopted by the Reporting Person.
- (2) The shares subject to the option are fully vested and exercisable.
- (3) One fourth (1/4) of the shares subject to the option vested on December 10, 2015, and one forty-eighth (1/48) of the shares vest monthly thereafter, subject to the Reporting Person's continued service on each such vesting date.
- (4) One fourth (1/4) of the shares subject to the option vested on December 3, 2016, and one forty-eighth (1/48) of the shares vest monthly thereafter, subject to the Reporting Person's continued service on each such vesting date.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Carroll David William C/O QUANTENNA COMMUNICATIONS, INC. 1704 AUTOMATION PARKWAY SAN JOSE, CA 95131			SVP Worldwide Sales	
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Signatures

/s/ Tom MacMitchell, as Attorney-in-Fact

3/13/2018

**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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