

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

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person * <u>HALE DAVID F</u> (Last) (First) (Middle) <u>C/O BIOCEPT, INC.</u> <u>5810 NANCY RIDGE DRIVE #150</u> (Street) <u>SAN DIEGO</u> <u>CA</u> <u>92121</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BIOCEPT INC [BIOC]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>10/19/2016</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below) 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
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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			
Common Stock	06/16/2016		G	V	13,334 ⁽¹⁾	D	\$0.00	18,190 ⁽²⁾	I	By LLC
Common Stock	06/16/2016		G	V	13,334 ⁽¹⁾	A	\$0.00	16,736 ⁽³⁾	I	By trust
Common Stock	10/19/2016		P		90,909	A	\$1.1 ⁽⁴⁾	109,099	I	By LLC
Common Stock								42,718 ⁽⁵⁾	D	

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				
Warrant to Purchase Common Stock	\$1.1	10/19/2016		p ⁽⁴⁾		90,909		10/19/2016	10/19/2021	Common Stock	90,909	⁽⁴⁾	90,909	I	By LLC

Explanation of Responses:

1. As adjusted for the 1-for-3 reverse stock split effected September 27, 2016.
2. On September 27, 2016, the Issuer effected a 1-for-3 reverse stock split resulting in the reporting person's ownership of 36,380 fewer shares.
3. On September 27, 2016, the Issuer effected a 1-for-3 reverse stock split resulting in the reporting person's ownership of 33,468 fewer shares.
4. Shares were purchased from the issuer in a unit offering, with each unit consisting of one share of Common Stock and one warrant to purchase one share of Common Stock for \$1.10 per unit.
5. On September 27, 2016, the Issuer effected a 1-for-3 reverse stock split resulting in the reporting person's ownership of 85,434 fewer shares.

Remarks:

/s/ Michael Nall, Attorney-in-Fact

10/21/2016

** 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.