

Quotient Ltd
Form SC 13G/A
February 14, 2018
**SECURITIES
AND
EXCHANGE
COMMISSION
Washington,
D.C. 20549**

**SCHEDULE
13G/A**

Under the
Securities
Exchange Act of
1934

(Amendment No.
1)*

Quotient Limited
(Name of Issuer)

Ordinary Shares,
nil par value
(Title of Class of
Securities)

G73268107
(CUSIP Number)

December 31,
2017
(Date of event
which requires
filing of this
statement)

Check the
appropriate box
to designate the
rule pursuant to
which this
Schedule 13G is
filed:

.. Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

(Page 1 of 6
Pages)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. G73268107 13G/A Page 2 of 6 Pages

1 NAMES OF REPORTING PERSONS

Highbridge Capital Management, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER (b) " OF A GROUP

3 SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION

4

State of Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5 SOLE VOTING POWER

0 SHARED VOTING POWER

6 4,589,228 Ordinary Shares (including 2,306,033 Ordinary Shares issuable upon exercise of warrants)

7 SOLE DISPOSITIVE POWER

8 0 SHARED DISPOSITIVE POWER

4,589,228
Ordinary
Shares
(including
2,306,033
Ordinary
Shares issuable
upon exercise
of warrants)

AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

9

4,589,228 Ordinary
Shares (including
2,306,033 Ordinary
Shares issuable upon
exercise of warrants)

CHECK BOX
IF THE

10

AGGREGATE
AMOUNT IN ..
ROW (9)
EXCLUDES
CERTAIN
SHARES
PERCENT OF
CLASS

11

REPRESENTED BY
AMOUNT IN ROW
(9)

12

9.59%
TYPE OF
REPORTING
PERSON

IA, OO

CUSIP No. G73268107 13G/A Page 3 of 6 Pages

1	NAMES OF REPORTING PERSONS
	1992 MSF International Ltd. CHECK THE APPROPRIATE 2 BOX IF A MEMBER (b) " OF A 3 GROUP SEC USE ONLY CITIZENSHIP OR 4 PLACE OF ORGANIZATION
	Cayman Islands, British West Indies
NUMBER OF SHARES BENEFICIALLY 5 OWNED BY EACH REPORTING PERSON WITH	SOLE VOTING POWER 0 SHARED VOTING POWER
6	3,114,787 Ordinary Shares (including 1,573,275 Ordinary Shares issuable upon exercise of warrants)
7	SOLE DISPOSITIVE POWER
8	0 SHARED DISPOSITIVE POWER

3,114,787
Ordinary
Shares
(including
1,573,275
Ordinary
Shares issuable
upon exercise
of warrants)

AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

9

3,114,787 Ordinary
Shares (including
1,573,275 Ordinary
Shares issuable upon
exercise of warrants)

CHECK BOX
IF THE

10

AGGREGATE
AMOUNT IN ..
ROW (9)
EXCLUDES
CERTAIN
SHARES
PERCENT OF
CLASS

11

REPRESENTED BY
AMOUNT IN ROW
(9)

12

6.61%
TYPE OF
REPORTING
PERSON

OO

CUSIP No. G73268107 13G/A Page 4 of 6 Pages

This Amendment No. 1 (this "Amendment No. 1") amends the statement on Schedule 13G filed with the Securities and Exchange Commission (the "SEC") on October 25, 2017 (the "Original Schedule 13G"), with respect to the Ordinary Shares, nil par value (the "Ordinary Shares"), of Quotient Ltd., a Jersey company (the "Company"). Capitalized terms used herein and not otherwise defined have the meanings set forth in the Original Schedule 13G. This Amendment No. 1 amends and restates Items 1(b) and 4 in their entirety as set forth below.

Item 1(a). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

The Company's principal executive offices are located at B1, Business Park Terre Bonne,
Route de Crassier 13, 1262 Eysins, Switzerland.

Item 4. OWNERSHIP.

(a) Amount beneficially owned:

As of December 31, 2017, (i) 1992 MSF International Ltd. may be deemed to beneficially own 3,114,787 Ordinary Shares (including 1,573,275 Ordinary Shares issuable upon exercise of warrants) and (ii) Highbridge Capital Management, LLC, as the trading manager of 1992 MSF International Ltd. and 1992 Tactical Credit Master Fund, L.P. (formerly known as Highbridge Tactical Credit & Convertibles Master Fund, L.P.) (collectively, the "Highbridge Funds"), may be deemed to be the beneficial owner of 4,589,228 Ordinary Shares (including 2,306,033 Ordinary Shares issuable upon exercise of warrants) held by the Highbridge Funds.

(b) Percent of class:

The percentages used herein and in the rest of this Schedule 13G/A are calculated based upon 45,559,214 Ordinary Shares issued and outstanding as of October 30, 2017, as reported in the Issuer's Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2017, filed with the Securities and Exchange Commission on October 31, 2017, and assumes the exercise of the reported warrants. Therefore, as of the date hereof, (i) 1992 MSF International Ltd. may be deemed to beneficially own approximately 6.61% of the outstanding Ordinary Shares and (ii) Highbridge Capital Management, LLC may be deemed to beneficially own approximately 9.59% of the outstanding Ordinary Shares.

The foregoing should not be construed in and of itself as an admission by any Reporting Person as to beneficial ownership of the Ordinary Shares (including the Ordinary Shares issuable upon exercise of the warrants) held by the Highbridge Funds.

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote

0

(ii) Shared power to vote or to direct the vote

See Item 4(a)

CUSIP No. G73268107 13G/A Page 5 of 6 Pages

(iii) Sole power to dispose or to direct the disposition of

0

(iv) Shared power to dispose or to direct
the disposition of

See Item 4(a)

CUSIP No. G73268107 13G/A Page 6 of 6 Pages
SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

DATED: February 14, 2018

HIGHBRIDGE CAPITAL
MANAGEMENT, LLC

By: /s/ John Oliva
Name: John Oliva
Title: Managing Director

1992 MSF INTERNATIONAL LTD.

Highbridge Capital Management, LLC
By:
its Trading Manager

By: /s/ John Oliva
Name: John Oliva
Title: Managing Director