

| 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* <u>SOFTBANK VISION FUND (AIV M2) L.P.</u> | | | 2. Issuer Name and Ticker or Trading Symbol <u>10x Genomics, Inc. [TXG]</u> | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input type="checkbox"/> Other (specify below) <input type="checkbox"/> | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) <u>09/16/2019</u> | | | 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person <input checked="" type="checkbox"/> | | |
| <u>251 LITTLE FALLS DRIVE</u> | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | |
| (Street) <u>WILMINGTON DE 19808</u> | | | | | | | | |
| (City) (State) (Zip) | | | | | | | | |

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 | 02/19/2020 | | C | | 3,836,232 | A | \$0.00 ⁽¹⁾ | 3,836,232 | I | See footnote ⁽³⁾ |

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 | | | | |
| Class B Common Stock | (1) | 09/16/2019 | | C | | 3,836,232 | | (1) | (1) | Class A Common Stock | 3,836,232 | \$0.00 | 3,836,232 | I | See footnote ⁽³⁾ |
| Series C Convertible Preferred Stock | (2) | 09/16/2019 | | C | | 2,791,300 | | (2) | (2) | Class B Common Stock ⁽¹⁾ | 2,791,300 | \$0.00 | 0 | I | See footnote ⁽³⁾ |
| Series D Convertible Preferred Stock | (2) | 09/16/2019 | | C | | 1,044,932 | | (2) | (2) | Class B Common Stock ⁽¹⁾ | 1,044,932 | \$0.00 | 0 | I | See footnote ⁽³⁾ |
| Class B Common Stock | (1) | 02/19/2020 | | C | | 3,836,232 | | (1) | (1) | Class A Common Stock | 3,836,232 | \$0.00 | 0 | I | See footnote ⁽³⁾ |

| | | |
|---|---------|----------|
| 1. Name and Address of Reporting Person* <u>SOFTBANK VISION FUND (AIV M2) L.P.</u> | | |
| (Last) | (First) | (Middle) |
| <u>251 LITTLE FALLS DRIVE</u> | | |
| (Street) <u>WILMINGTON DE 19808</u> | | |
| (City) | (State) | (Zip) |
| 1. Name and Address of Reporting Person* <u>SB INVESTMENT ADVISERS (UK) LTD</u> | | |
| (Last) | (First) | (Middle) |
| <u>69 GROSVENOR STREET</u> | | |
| (Street) <u>LONDON X0 W1K 3JW</u> | | |
| (City) | (State) | (Zip) |

Explanation of Responses:

- The Class B Common Stock is convertible at any time at the option of the holder into Class A Common Stock on a 1:1 basis and has no expiration date. Additionally, all outstanding shares of Class B Common Stock will convert automatically into Class A Common Stock upon any transfer, whether or not for value (subject to certain exceptions), and upon the occurrence of certain other events set forth in the Issuer's Amended and Restated Certificate of Incorporation.
- The Series C Convertible Preferred Stock and the Series D Convertible Preferred Stock (the "Convertible Preferred Stock") automatically converted into Class B Common Stock on a 1:1 basis immediately prior to the completion of the Issuer's initial public offering of Class A Common Stock. There is no expiration date for the Convertible Preferred Stock.
- Represents securities held directly by SoftBank Vision Fund (AIV M2) L.P. ("SVF"). SB Investment Advisers (UK) Limited ("SBIA UK") has been appointed as alternative investment fund manager ("AIFM") and is exclusively responsible for managing SVF in accordance with the Alternative Investment Fund Managers Directive and is authorized and regulated by the UK Financial Conduct Authority accordingly. As AIFM of SVF, SBIA UK is exclusively responsible for portfolio management and risk management. SBIA UK disclaims beneficial ownership of such shares except to the extent of its pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission that any reporting person is the beneficial owner of such shares for purposes of the Securities Exchange Act of 1934 or for any other purpose.

Remarks:

[/s/ Brian Wheeler, General
Counsel of SB Investment
Advisers \(UK\) Limited, manager
of SoftBank Vision Fund \(AIV
M2\) L.P.](#) [03/18/2020](#)

[/s/ Brian Wheeler, General
Counsel of SB Investment
Advisers \(UK\) Limited](#) [03/18/2020](#)

** 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.