

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)

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Pages)

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\*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).

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**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

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

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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)



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(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)

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**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