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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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>Ampersand 2018 Limited Partnership</u>  (Last) (First) (Middle) C/O INTERPACE BIOSCIENCES, INC. WATERVIEW PLAZA, SUITE 310 2001 ROUTE 46  (Street) PARSIPPANY NJ 07054  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>INTERPACE BIOSCIENCES, INC. [ IDXX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 10/11/2024	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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

**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			

**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
Series B Convertible Preferred Stock	\$6 <sup>(1)</sup>	10/11/2024 <sup>(2)</sup>		D		28,000 <sup>(2)</sup>		(1)	(1)	Common Stock	4,666,666 <sup>(1)</sup>	(2)	0	I	See Footnotes <sup>(3)(4)</sup>
Series C Convertible Preferred Stock	\$2.02	10/11/2024 <sup>(2)</sup>		A		28,000 <sup>(2)</sup>		(5)	(5)	Common Stock	13,861,386 <sup>(5)</sup>	(2)	28,000	I	See Footnotes <sup>(3)(4)</sup>

**Explanation of Responses:**

- The shares of Series B Convertible Preferred Stock, par value \$0.01 per share, of the Issuer (the "Series B Preferred Shares") were convertible from time to time, at the option of the holder thereof, into a number of shares of common stock, par value \$0.01 per share, of the Issuer (the "Common Stock"), equal to the initial stated value per Series B Preferred Share of \$1,000 divided by a conversion price of \$6.00 per share (the "Series B Conversion Price") and then multiplied by the number of Series B Preferred Shares to be converted. The Series B Preferred Shares had no expiration date.
- On October 11, 2024, the Issuer exchanged all 28,000 existing shares of Series B Shares held by Ampersand 2018 Limited Partnership (the "Investor") for 28,000 newly created shares of Series C Convertible Preferred Stock, par value \$0.01 per share, of the Issuer (the "Series C Preferred Shares").
- These securities are held of record by the Investor. AMP-18 Management Company Limited Partnership ("AMCLP") is the general partner of the Investor, and AMP-18 MC LLC ("AMCLLC") is the general partner of AMCLP. By virtue of such relationships, AMCLP and AMCLLC may be deemed to have voting and investment power with respect to the securities held by the Investor noted above and as a result may be deemed to have beneficial ownership over such securities.
- Each of the Investor, AMCLP and AMCLLC disclaims beneficial ownership of the securities reported herein for purposes of Rule 16a-1(a) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), except to the extent of its or his pecuniary interest therein, if any. This report shall not be deemed an admission that any such entity or person is a beneficial owner of such securities for the purpose of Section 16 of the Exchange Act, or for any other purpose.
- The Series C Preferred Shares are convertible from time to time, at the option of the holder thereof, into a number of shares of Common Stock equal to the initial stated value per Series C Share of \$1,000 divided by an initial conversion price of \$2.02 per share and then multiplied by the number of Series C Preferred Shares to be converted. The Series C Preferred Shares have no expiration date.

/s/ Dana L. Niles, Chief Operating Officer of AMCLLC 10/15/2024

\*\* 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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