

VERACYTE, INC.
Form 4
June 23, 2014

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Anderson Bonnie H

(Last) (First) (Middle)

VERACYTE, INC., 7000
SHORELINE COURT, SUITE 250

(Street)

SOUTH SAN
FRANCISCO, CA 94080

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
VERACYTE, INC. [VCYT]

3. Date of Earliest Transaction
(Month/Day/Year)

06/20/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)

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
Common Stock	05/02/2014		J	V	125,000	D	\$ 0
					0 ⁽¹⁾	I	
Common Stock	05/02/2014		J	V	125,000	D	\$ 0
					0 ⁽²⁾	I	
Common Stock	06/20/2014		M		2,000	A	\$ 0.8
					2,000	D	

By the
ANP
Anderson
Trust

By the
MJP
Anderson
Trust

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Common Stock	06/20/2014	S ⁽³⁾	2,000	D	\$ 15.95	0	D
Common Stock	06/23/2014	M	2,000	A	\$ 2.36	2,000	D
Common Stock	06/23/2014	S ⁽³⁾	2,000	D	\$ 16.95	0	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 0.8	06/20/2014		M	2,000	⁽⁴⁾ 02/02/2020	Common Stock	2,000
Employee Stock Option (right to buy)	\$ 2.36	06/23/2014		M	2,000	⁽⁵⁾ 09/27/2020	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Anderson Bonnie H VERACYTE, INC. 7000 SHORELINE COURT, SUITE 250	X		President and CEO	

SOUTH SAN FRANCISCO, CA 94080

Signatures

/s/ Shelly D. Guyer, as

Attorney-in-fact

06/23/2014

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) As of May 2, 2014, the reporting person no longer has a reportable beneficial interest in the shares of common stock of Veracyte, Inc. owned by The ANP Anderson Trust, such shares which were included in the reporting person's prior ownership reports.

(2) As of May 2, 2014, the reporting person no longer has a reportable beneficial interest in the shares of common stock of Veracyte, Inc. owned by The MJP Anderson Trust, such shares which were included in the reporting person's prior ownership reports.

(3) This sale of common stock was effected pursuant to a Rule 10b5-1 sales plan adopted by the reporting person on May 15, 2014.

(4) The option award is immediately exercisable, subject to the Issuer's right of repurchase. The option award vested as to 1/4 of the total number of shares subject to the option one year after January 1, 2010, and the remaining shares vest at a rate of 1/48th of the total number of shares subject to the option for each month of continuous service thereafter.

(5) The option award is immediately exercisable, subject to the Issuer's right of repurchase. The option award vested as to 1/4 of the total number of shares subject to the option one year after September 28, 2010, and the remaining shares vest at a rate of 1/48th of the total number of shares subject to the option for each month of continuous service thereafter.

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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