

Hall Christopher M
Form 4
June 19, 2018

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 *
Hall Christopher M

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
6000 SHORELINE COURT, SUITE 300

3. Date of Earliest Transaction (Month/Day/Year)
06/15/2018

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
President and COO

(Street)
SOUTH SAN FRANCISCO, CA 94080

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(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 | | | |
| Common Stock | 06/15/2018 | | M ⁽¹⁾ | 10,509 A \$ 0.8 | 42,964 | D | |
| Common Stock | 06/15/2018 | | S ⁽¹⁾ | 10,509 ⁽²⁾ D 9.0003 ⁽³⁾ | 32,455 | D | |
| Common Stock | 06/19/2018 | | M ⁽¹⁾ | 9,491 A \$ 0.8 | 41,946 | D | |
| Common Stock | 06/19/2018 | | S ⁽¹⁾ | 9,491 ⁽²⁾ D 9.0486 ⁽⁴⁾ | 32,455 | D | |

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

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SEC 1474
(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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (right to buy) | \$ 0.8 | 06/15/2018 | | M ⁽¹⁾ | 10,509 | ⁽⁵⁾ 03/30/2020 | Common Stock | 10,509 |
| Stock Option (right to buy) | \$ 0.8 | 06/19/2018 | | M ⁽¹⁾ | 9,491 | ⁽⁵⁾ 03/30/2020 | Common Stock | 9,491 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Hall Christopher M 6000 SHORELINE COURT SUITE 300 SOUTH SAN FRANCISCO, CA 94080 | | | President and COO | |

Signatures

/s/ Keith Kennedy, as
Attorney-in-fact

06/19/2018

**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) The sale of common stock was made pursuant to a Rule 10b5-1 plan adopted by the reporting person on May 16, 2017.

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- (2) Represents the aggregate of sales effected on the same day at different prices.
- (3) Represents weighted average sales price. Sale prices for the transactions range from \$9.00 to \$9.01. Detailed information regarding the number of shares sold at each separate price will be provided to the SEC, the issuer or a shareholder upon request.
- (4) Represents weighted average sales price. Sale prices for the transactions range from \$9.00 to \$9.17. Detailed information regarding the number of shares sold at each separate price will be provided to the SEC, the issuer or a shareholder upon request.
- (5) The option became exercisable as to 25% of the shares on March 15, 2011, and the remaining shares vest at a rate of 1/48th of the total number of shares subject to the award 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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