

Kennedy Giulia C  
 Form 3  
 March 04, 2019

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL  
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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Kennedy Giulia C		(Month/Day/Year)	VERACYTE, INC. [VCYT]	
(Last)	(First)	(Middle)	02/21/2019	
6000 SHORELINE COURT, SUITE 300			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
SOUTH SAN FRANCISCO, CA 94080			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			Chief Scientific & Med Officer	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	9,400 <sup>(1)</sup>	D	

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title			

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	Â (2)	02/18/2024	Common Stock	50,000	\$ 14.34	D	Â
Stock Option (right to buy)	Â (3)	09/15/2024	Common Stock	13,282	\$ 10.45	D	Â
Stock Option (right to buy)	Â (4)	03/01/2025	Common Stock	13,334	\$ 8.86	D	Â
Stock Option (right to buy)	Â (5)	02/28/2026	Common Stock	25,002	\$ 6.45	D	Â
Stock Option (right to buy)	Â (6)	03/14/2026	Common Stock	10,939	\$ 5.43	D	Â
Stock Option (right to buy)	Â (7)	03/02/2027	Common Stock	56,667	\$ 9.05	D	Â
Stock Option (right to buy)	Â (8)	03/01/2028	Common Stock	70,500	\$ 5.98	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kennedy Giulia C 6000 SHORELINE COURT SUITE 300 SOUTH SAN FRANCISCO, CA 94080	Â	Â	Â Chief Scientific & Med Officer	Â

## Signatures

/s/ Keith Kennedy as attorney-in-fact 03/04/2019

\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Restricted stock units awarded on March 2, 2018 vests 25% on March 2, 2019 and 3/48 on each quarterly anniversary thereafter subject to continuing employment of the Reporting Person on each vesting date.
  - (2) The option became exercisable as to 25% of the shares on February 19, 2015, and the remaining shares vested at a rate of 1/48th of the total number of shares subject to the award for each month of continuous service thereafter.
  - (3) The option becomes exercisable as to 25% of the shares on September 16, 2015, 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.
  - (4) The option becomes exercisable as to 25% of the shares on March 2, 2016, 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.
  - (5) The option became exercisable as to 25% of the shares on March 1, 2017, 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.

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- (6) The option becomes exercisable as to 25% of the shares on March 15, 2017, 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.
- (7) The option becomes exercisable as to 25% of the shares on March 3, 2018, 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.
- (8) The option became exercisable as to 25% of the shares on March 2, 2019, 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.

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**Remarks:**

SeeÂ ExhibitÂ 24

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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