

VERACYTE, INC.
Form 4
November 04, 2013

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 *
Versant Ventures III, LLC

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)
3000 SAND HILL
ROAD, BUILDING FOUR, SUITE
210

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/04/2013

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

MENLO PARK, CA 94025

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X 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 | 11/04/2013 | | C | | 3,594,989 | A (D) | 3,594,989 | I | By Versant Venture Capital III, L.P. (2) |
| Common Stock | 11/04/2013 | | C | | 21,232 | A (D) | 21,232 | I | By Versant Side Fund III, L.P. (2) |

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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) | |
|--|--|--------------------------------------|--|--------------------------------|---|-----------|-----|--|-----------------|---|----------------------|
| | | | | | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Series A Convertible Preferred Stock | (1) | 11/04/2013 | | C | | 7,190,864 | | (1) | (1) | Common Stock | 1,797,1 |
| Series A Convertible Preferred Stock | (1) | 11/04/2013 | | C | | 42,469 | | (1) | (1) | Common Stock | 10,6 |
| Series B Convertible Preferred Stock | (1) | 11/04/2013 | | C | | 3,992,420 | | (1) | (1) | Common Stock | 998,1 |
| Series B Convertible Preferred Stock | (1) | 11/04/2013 | | C | | 23,580 | | (1) | (1) | Common Stock | 5,89 |
| Series C Convertible Preferred Stock | (1) | 11/04/2013 | | C | | 3,196,673 | | (1) | (1) | Common Stock | 799,1 |
| Series C Convertible Preferred | (1) | 11/04/2013 | | C | | 18,880 | | (1) | (1) | Common Stock | 4,72 |

Stock

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Versant Ventures III, LLC 3000 SAND HILL ROAD BUILDING FOUR, SUITE 210 MENLO PARK, CA 94025 | | X | | |
| Versant Venture Capital III, L.P. 3000 SAND HILL ROAD BUILDING FOUR, SUITE 210 MENLO PARK, CA 94025 | | X | | |
| Versant Side Fund III, L.P. 3000 SAND HILL ROAD BUILDING FOUR, SUITE 210 MENLO PARK, CA 94025 | | X | | |

Signatures

| | |
|---|------------|
| /s/ Brian G. Atwood, as Managing Director | 11/04/2013 |
| __Signature of Reporting Person | Date |
| /s/ Brian G. Atwood, as Managing Director | 11/04/2013 |
| __Signature of Reporting Person | Date |
| /s/ Brian G. Atwood, as Managing Director | 11/04/2013 |
| __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) Each outstanding share of convertible preferred stock automatically converted into 0.25 shares of common stock upon closing of the Issuer's initial public offering and has no expiration date.
Versant Ventures III, LLC is the sole general partner of Versant Venture Capital III, L.P. and Versant Side Fund III, L.P. and has voting and dispositive power with respect to these shares. The individual managing members of Versant Ventures III, LLC are Brian G. Atwood, Bradley J. Bolzon, Samuel D. Colella, Ross A. Jaffe, William J. Link, Barbara N. Lubash, Donald B. Milder, Rebecca B. Robertson, and Charles M. Warden (collectively, the "Managing Members"), all of whom share voting and investment power with respect to these shares.
- (2) Each individual Managing Member disclaims beneficial ownership of these shares, except to the extent of their pecuniary interest in such shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.