

Vaughn James J
Form 4
December 07, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
Vaughn James J

2. Issuer Name and Ticker or Trading Symbol
GENOMIC HEALTH INC [GHDX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
301 PENOBSCOT DRIVE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/06/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Commercial Officer

REDWOOD CITY, CA 94063

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	12/06/2018		M	3,000 A \$ 31.12	20,763 <u>(1)</u>	D	
Common Stock <u>(2)</u>	12/06/2018		S	300 D \$ 73.7533 <u>(3) (4)</u>	20,463 <u>(1)</u>	D	
Common Stock <u>(2)</u>	12/06/2018		S	1,596 D \$ 75.293 <u>(3) (5)</u>	18,867 <u>(1)</u>	D	
Common Stock <u>(2)</u>	12/06/2018		S	1,104 D \$ 75.72 <u>(3) (6)</u>	17,763 <u>(1)</u>	D	

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

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Reporting person undertakes to provide upon request by the Securities and Exchange Commission, the issuer or a securityholder of the issuer detailed information regarding the price and number of shares sold within the range indicated.

- (4) Represents weighted average sale price. Actual sale prices ranged from \$73.12 to \$74.07.
- (5) Represents weighted average sale price. Actual sale prices ranged from \$74.55 to \$75.53.
- (6) Represents weighted average sale price. Actual sale prices ranged from \$75.58 to \$76.11.
- (7) The option became exercisable as to 25% of the shares on February 13, 2016, and becomes exercisable as to 1/48th of the shares each full month 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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