

VERACYTE, INC.
Form 3
October 29, 2013

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 | |
| KLEINER PERKINS CAUFIELD & BYERS XII, LLC | | | 10/29/2013 | | VERACYTE, INC. [VCYT] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| KLEINER PERKINS CAUFIELD & BYERS, 2750 SAND HILL ROAD | | | (Check all applicable) | | | |
| (Street) | | | ___ Director ___X_ 10% Owner | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| MENLO PARK, CA 94025 | | | ___ Officer (give title below) | | ___ Form filed by One Reporting Person | |
| (City) | (State) | (Zip) | ___ Other (specify below) | | _X_ 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) |
|------------------------------------|--|---|--|
|------------------------------------|--|---|--|

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 | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|-------------------------------------|
| Series A Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 1,758,333 | \$ (1) | I | KPCB Holdings, Inc., As Nominee (2) |
| Series B Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 1,004,000 | \$ (1) | I | KPCB Holdings, Inc., As Nominee (2) |
| Series C Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 789,596 | \$ (1) | I | KPCB Holdings, Inc., As Nominee (2) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| KLEINER PERKINS CAUFIELD & BYERS XII, LLC KLEINER PERKINS CAUFIELD & BYERS 2750 SAND HILL ROAD MENLO PARK,Â CAÂ 94025 | Â | Â X | Â | Â |
| KPCB XII Founders Fund, LLC KLEINER PERKINS CAUFIELD & BYERS 2750 SAND HILL ROAD MENLO PARK,Â CAÂ 94025 | Â | Â X | Â | Â |
| KPCB XII Associates, LLC KLEINER PERKINS CAUFIELD & BYERS 2750 SAND HILL ROAD MENLO PARK,Â CAÂ 94025 | Â | Â X | Â | Â |

Signatures

/s/Paul M. Vronsky, General Counsel 10/29/2013

__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) Each outstanding share of convertible preferred stock will automatically convert into 0.25 shares of common stock upon closing of the Issuer's initial public offering and has no expiration date.
 - (2) Consists of shares beneficially owned by Kleiner Perkins Caufield & Byers XII, LLC, or KPCB XII; shares beneficially owned by KPCB XII Founders Fund, LLC, or KPCB XII FF; shares beneficially owned by Brook H. Byers, a member of the Issuer's board of directors; and shares beneficially owned by individuals and entities associated with Kleiner Perkins Caufield & Byers. All shares are held for convenience in the name of "KPCB Holdings, Inc. as Nominee," for the accounts of such individuals and entities who each exercise their own voting and dispositive power over such shares. The managing member of KPCB XII and KPCB XII FF is KPCB XII Associates, LLC ("KPCB XII Associates"). Brook H. Byers, L. John Doerr, Joseph Jacob, Raymond J. Lane and Theodore E. Schlein, the managers

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of KPCB XII Associates, exercise shared voting and dispositive power over the shares directly held by KPCB XII and KPCB XII FF.

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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