FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washing

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| gton, D.C. 20549 | Ī | _ | _ | C |
|------------------|---|---|---|---|
| | | | | |

| OMB APPROVAL | | | | | | | | | | | |
|--------------------------|--|--|--|--|--|--|--|--|--|--|--|
| | | | | | | | | | | | |
| OMB Number: 3235-028 | | | | | | | | | | | |
| Estimated average burden | | | | | | | | | | | |
| hours per response: | | | | | | | | | | | |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| (Last) (First) (Middle) (Street) (Street) (City) (State) (Zip) (City) (State) (Zip) (City) (State) (City) (Month/Day/Year) (City) (Month/Day/Year) (Month/Day/Y | 1. Name and Address of Reporting Person* Hanna John Walter JR | | | | | | 2. Issuer Name and Ticker or Trading Symbol VERACYTE, INC. [VCYT] | | | | | | | | (Ch | neck all ap | , | ng Per | rson(s) to Is 10% Ov Other (s | vner |
|--|--|---|----------|----------------------------------|-----------|------------------|--|---|--|------------------|--|---------|--|---------------------------------|--|------------------------|--|---|---|--|
| City | 6000 SHORELINE COURT | | | | | | | | | | | | | | | belo | , | nercia | , | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Monut of Disposed Of (D) (Instr. 3, 4 and 5) 5. Monut of Disposed Of (D) (Instr. 3, 4 and 5) 6. Ownership Form: Direct (D) or indirect (Instr. 4) 7. Nature of Indirect (D) or indirect (Instr. 4) 8. Price of Operative Securities 9. Number of derivative Securities 11. Title of Date (Month/Day/Year) 9. Number of derivative Securities 12. Conversion Operative Securities 13. Transaction (Instr. 4) 14. Title of Date (Month/Day/Year) 15. Monut of Disposed of (D) (Instr. 3, 4 and 5) 16. Ownership Form: Direct (D) or indirect (I) (Instr. 4) 17. Nature of Disposed of (D) (Instr. 3, 4 and 5) 18. Price of Securities 19. Number of derivative Securities 11. Title of Date (Month/Day/Year) 11. Title of Date (Month/Day/Year) 12. Derivative Securities 13. Transaction (Instr. 4) 14. Securities 15. Ownership Form: Direct (D) or indirect (I) (Instr. 4) 16. Ownership Form: Direct (D) or indirect (I) (Instr. 4) 17. Nature of Disposed of (D) (Instr. 4) 18. Price of Securities 19. Number of derivative Securities 11. Title of Date (Instr. 4) 12. Derivative Securities 13. And (Instr. 4) 14. Amount of Securities 15. Number of Operative Securities 16. Ownership Form: Disposed of (Instr. 4) 18. Price of Securities 19. Number of Operative Securities 19. Number of Operative Securities 19. Number of Operative Securities | SOUTH FRANCI | ISCO CA | CA 94080 | | | | | | | Lin | X Form filed by One Reporting Person Form filed by More than One Reporting | | | | on | | | | | |
| 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. A. Deemed Execution Date, if any (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Common Stock 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Form: Direct (I) (Instr. 4) 5. Amount of Securities Beneficially Owned Form: Direct (I) (Instr. 4) 7. Nature of Indirect (I) (Instr. 4) 8. Price of Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Securities Beneficially Owned (month/Day/Year) 2. Conversion or Exercise Price of Derivative Securities Beneficially Owned (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Securities Acquired (A) or Price of Derivative Securities Beneficially Owned Securities Beneficially Owned (Month/Day/Year) 8. Price of Derivative Securities Beneficially Owned | (0.5) | | | | | | | | | | | | | | | | | | | |
| Common Stock Code V Amount (A) or (D) Price Transaction(s) (Instr. 3 and 4) | 1. Title of Security (Instr. 3) 2. Transact Date | | | ion 2A. Deemed Execution Date | | | d Date, | 3. 4. Securities A Transaction Disposed Of (D Code (Instr. 5) | | | s Acqu | uired (| (A) or | 5. Am Secur Benef Owne | Amount of ecurities eneficially wned Following | | n: Direct or Indirect nstr. 4) | 7. Nature of Indirect Beneficial Ownership | | |
| 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) 1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Transaction Code (Instr. 8) 5. Number of Securities (Month/Day/Year) 5. Number of Expiration Date (Month/Day/Year) 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Securities Securities (Instr. 5) 9. Number of derivative Securities Securities (Instr. 5) 9. Number of Derivative Securities (Instr. 5) 9. Number of derivative Securities Securities (Instr. 5) 10. Ownership Form: Owned Following Reported Transaction(s) (Instr. 4) 10. Ownership Form: Owned Following Reported Transaction(s) (Instr. 4) 11. Na Amount of Securities (Instr. 5) 12. Amount of Amount of Securities Securities Securities (Instr. 4) 13. Amount of Amount of Securities Securities Securities (Instr. 4) 14. Amount of Securities (Instr. 5) 15. Number of Amount of Securities Securities (Instr. 5) 16. Date Exercisable and Expiration Date (Month/Day/Year) 17. Title and Amount of Securities Securities (Instr. 5) 19. Number of Derivative Securities Securities Securities (Instr. 5) 10. Ownership Form: Owner of Derivative Securities Securities Securities Securities (Instr. 4) 17. Title and Amount of Securities Securities Securities (Instr. 5) 18. Price of Derivative Securities Securi | | | | | | | | | | Code | v | Amount | (A) (D) | or | Price | Trans | action(s) | | | (111541. 4) |
| (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise (Month/Day/Year) 2. Conversion or Exercise (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) 4. Transaction Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Amount or Amou | Common | Stock | | | 09/02/2 | 2020 | | | | F ⁽¹⁾ | | 325 | Г |) | \$34.1 | .6 7 | 4,309 | | D | |
| Derivative Security (Instr. 3) Instrict Security (Instr. 4) Instrict Security (Instr. 4) Instrict Security (Instr. 4) Instrict Security (Instr. 5) Instrict Security (Instr. 4) Instrict Security (Instr. 5) Instrict Security (Instr. 4) Instrict Security (Instr. 4) Instrict Security (Instr. 5) Instrict Security (Instr. 4) Instrict Security (Instr. 5) Instrict Security (Instr. 4) Instrict Security (Instr. 4) Instrict Security (Instr. 5) Instrict Security (Instr. 4) Instrict Security (Instr. 4) Instrict Security (Instr. 5) Instrict Security (Instr. 5) Instrict Security (Instr. 4) Instrict Security (Instr. 5) Instrict Security (Instr. 5) Instrict Security (Instr. 4) Instrict Security (Instr. 5) Inst | | | | | | | | | | | | | | | | | | | | |
| | Derivative Security | Conversion or Exercise Price of Derivative | Date | Executi if any | ion Date, | Transa Code (| of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | Expiration Date | | | Amount of Securities Underlying Derivative Security (Ins 3 and 4) | | nstr. | Derivative Security | derivative Securities Beneficially Owned Following Reported Transaction(s) | | Ownership Form: Direct (D) or Indirect | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |

Explanation of Responses:

1. The reporting person is reporting the withholding of 152 and 173 shares of common stock to satisfy the reporting person's tax withholding obligations in connection with the vesting of 438 and 500 Restricted Stock Units, respectively, granted on March 2, 2018 and February 28, 2019, respectively and does not represent a sale by the reporting person.

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

09/04/2020

** Signature of Reporting Person Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.