

GENOMIC HEALTH INC
Form 3
July 31, 2015

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	
Â Febbo Phillip G.		(Month/Day/Year)	GENOMIC HEALTH INC [GHDX]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
301 PENOBSCOT DR.			(Check all applicable)	
(Street)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Chief Medical Officer	
REDWOOD CITY, Â CA Â 94063			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<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	5,667 ⁽¹⁾	D	Â
Common Stock	1,647 ⁽²⁾	D	Â
Common Stock	590 ⁽³⁾	D	Â
Common Stock	4,500 ⁽⁴⁾	D	Â
Common Stock	2,561	D	Â

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

SEC 1473 (7-02)

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 control number.

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

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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) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date					
Employee Stock Option (right to buy)	Â (5)	08/19/2023	Common Stock	25,000	\$ 32.18	D	Â
Employee Stock Option (right to buy)	Â (6)	01/28/2024	Common Stock	5,470	\$ 30.84	D	Â
Employee Stock Option (right to buy)	Â (7)	02/13/2025	Common Stock	11,000	\$ 31.12	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Febbo Phillip G. 301 PENOBSCOT DR. REDWOOD CITY, CA 94063	Â	Â	Â Chief Medical Officer	Â

Signatures

/s/ Jason W. Radford,
Attorney-in-fact

07/31/2015

__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) Unvested portion of 8,500 restricted stock units awarded August 19, 2013, which vest in equal installments on August 15, 2015 and 2016.
- (2) Unvested portion of 2,470 restricted stock units awarded January 28, 2014, which vest in equal installments on February 15, 2016 and 2017.
Performance-based vesting restricted stock units (PVRSUs) awarded on March 25, 2014, subject to meeting certain performance goals
- (3) measured in 2014, were considered earned on February 13, 2015 and vested as to 1/2 of the shares on February 15, 2015 and vest as to the remainder on February 15, 2016.
- (4) Restricted stock units awarded on February 13, 2015 which vest as to 1/3 of the shares on each of February 15, 2016, 2017 and 2018.
- (5) The option became exercisable as to 25% of the shares on August 19, 2014, and becomes exercisable as to 1/48th of the shares each full month thereafter.
- (6) The option became exercisable as to 25% of the shares on January 28, 2015, and becomes exercisable as to 1/48th of the shares each full month thereafter.
- (7) The option becomes 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. 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.