Bickerstaff George Form 4 March 21, 2019

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

(Last)

(City)

1. Name and Address of Reporting Person * Bickerstaff George

> (First) (Middle)

> > (Zip)

C/O CAREDX, INC., 3260 **BAYSHORE BOULEVARD**

(Street)

(State)

2. Issuer Name and Ticker or Trading Symbol

CareDx, Inc. [CDNA]

3. Date of Earliest Transaction (Month/Day/Year) 03/20/2019

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

BRISBANE, CA 94005

| | | | | | | | , | -, | -5 |
|-----------------|---------------------|--------------------|-----------------------------------|------------------------|-----|------------|------------------|--------------|------------|
| 1.Title of | 2. Transaction Date | | 3. | 4. Securities Acquired | | | 5. Amount of | 6. Ownership | |
| Security | (Month/Day/Year) | Execution Date, if | Transaction(A) or Disposed of (D) | | | Securities | Form: Direct | Indirect | |
| (Instr. 3) | | any | Code | (Instr. 3, 4 and 5) | | | Beneficially | (D) or | Beneficial |
| | | (Month/Day/Year) | (Instr. 8) | | | | Owned | Indirect (I) | Ownership |
| | | | | | | | Following | (Instr. 4) | (Instr. 4) |
| | | | | | () | | Reported | | |
| | | | | | (A) | | Transaction(s) | | |
| | | | | | or | | (Instr. 3 and 4) | | |
| | | | Code V | Amount | (D) | Price | (, | | |
| Common Stock | 03/21/2019 | | X | 7,980 | A | \$ 1.12 | 61,453 | D | |
| | | | | | | | | | |
| Common Stock | 03/21/2019 | | X | 25,000 | A | \$ 1.12 | 86,453 | D | |

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

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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 orDerivative Securities (A) or Dis (D) (Instr. 3, 4 | Acquired posed of | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amoun Underlying Securit (Instr. 3 and 4) | |
|---|---|---|---|---|--|-------------------|--|--------------------|--|---------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amo or Num of Sh |
| Warrant (right to buy) | \$ 1.12 | 03/20/2019 | | P | 7,980 | | 06/17/2016 | 06/17/2021 | Common Stock | 7,9 |
| Warrant (right to buy) | \$ 1.12 | 03/20/2019 | | P | 25,000 | | 06/17/2016 | 06/17/2021 | Common Stock | 25,0 |
| Warrant (right to buy) | \$ 1.12 | 03/21/2019 | | X | | 7,980 | 06/17/2016 | 06/17/2021 | Common Stock | 7,9 |
| Warrant (right to buy) | \$ 1.12 | 03/21/2019 | | X | | 25,000 | 06/17/2016 | 06/17/2021 | Common Stock | 25,0 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|---|---------------|-----------|---------|-------|--|--|
| • | Director | 10% Owner | Officer | Other | | |
| Bickerstaff George C/O CAREDX, INC. 3260 BAYSHORE BOULEVARD BRISBANE, CA 94005 | X | | | | | |

Signatures

/s/Peter Maag as attorney-in-fact for George
Bickerstaff

**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).

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.

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