

CareDx, Inc.  
Form 8-K  
March 10, 2015

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (date of earliest event reported): March 4, 2015**

**CAREDX, INC.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**  
  
**of incorporation)**

**001-36536**  
**(Commission**  
  
**File No.)**  
**3260 Bayshore Boulevard**  
  
**Brisbane, California 94005**

**94-3316839**  
**(IRS Employer**  
  
**Identification Number)**

**(Address of principal executive offices)**

**(415) 287-2300**

**(Registrant's telephone number, including area code)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**ITEM 5.02. Departure of Director or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On March 4, 2015, the Compensation Committee of the Board of Directors of CareDx, Inc. approved the following compensation arrangements for the named executive officers of the Company:

<b>Name</b>	<b>Base Salary for 2015</b>	<b>Bonus Target for 2015 (% of Base Salary)</b>
Peter Maag <i>President and Chief Executive Officer</i>	\$ 450,000	55%
James Yee <i>Chief Medical Officer</i>	\$ 376,000	40%
Matthew Meyer <i>Chief Business Officer</i>	\$ 325,000	40%

The base salaries listed for the named executive officers are effective on April 1, 2015.

Actual bonuses for 2015 for the named executive officers will be determined by the Compensation Committee in accordance with the Company's Executive Incentive Compensation Plan, and are based upon individual performance achievement.

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## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: March 6, 2015

CAREDX, INC.

By: /s/ Ken Ludlum  
Ken Ludlum  
Chief Financial Officer

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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02/09/2018\*\*\_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).
- (1) Employee stock option granted pursuant to the Stryker Corporation 2011 Long-Term Incentive Plan, exercisable as to 20% on each of the first five anniversaries of the date of grant.

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.

oman">On May 1, 2008, the Registrant issued a press release announcing its financial results for the fiscal quarter ended March 31, 2008. As noted in the press release, the Registrant has provided certain non-U.S. generally accepted accounting principles ("GAAP") financial measures, the reasons it provides such measures and a reconciliation of the non-U.S. GAAP measures to U.S. GAAP measures. Readers should consider non-GAAP measures in addition to, not as a substitute for, measures of financial performance prepared in accordance with U.S. GAAP. A copy of the Registrant's press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

### Item 9.01

### Financial Statements and Exhibits

(d) Exhibits.

#### Exhibit No.

Exhibit 99.1      Press Release of Iconix Brand Group, Inc. dated May 1, 2008.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

ICONIX BRAND GROUP, INC.  
(Registrant)

By: /s/ Warren Clamen

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Warren Clamen  
Chief Financial Officer

Date: May 1, 2008

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