

Ignyta, Inc.  
Form SC TO-C  
December 22, 2017

As filed with the Securities and Exchange Commission on December 22, 2017

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

**SCHEDULE TO**

**Tender Offer Statement under Section 14(d)(1) or 13(e)(1)**  
**of the Securities Exchange Act of 1934**

**Ignyta, Inc.**

**(Name of Subject Company (Issuer))**

**Abingdon Acquisition Corp.**

**(Offeror)**

**A wholly owned subsidiary of**

**Roche Holdings, Inc.**

**(Parent of Offeror)**

**Common Stock, par value \$0.0001 per share**

**(Title of Class of Securities)**

**451731103**

**(CUSIP Number of Class of Securities)**

**Bruce Resnik**

**Roche Holdings, Inc.**

**1 DNA Way, MS #24,**

**South San Francisco, CA 94080**

**Telephone: (650) 225-1000**

**(Name, Address and Telephone Numbers of Person Authorized to Receive Notices and Communications on Behalf of Filing Persons)**

*Copies to:*

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**CALCULATION OF FILING FEE**

**Transaction Valuation\***

N/A

**Amount of Filing Fee**

N/A

\* A filing fee is not required in connection with this filing as it relates solely to preliminary communications made before the commencement of the tender offer

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Check the box if any part of the fee is offset as provided by Rule 0-11(a)(2) of the Securities Exchange Act of 1934 and identify the filing with which the offsetting fee was previously paid. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

Amount Previously Paid: None  
Form or Registration No.: Not applicable

Filing Party: Not applicable  
Date Filed: Not applicable

Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

third-party tender offer subject to Rule 14d-1.  
issuer tender offer subject to Rule 13e-4.  
going-private transaction subject to Rule 13e-3.  
amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the results of the tender offer:

**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Joint Media Release issued by Roche Holdings, Inc. and Ignyta, Inc. on December 22, 2017
99.2	Key Messages and Q&A dated December 22, 2017