

CareDx, Inc.  
Form 8-K  
April 22, 2016

**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): April 22, 2016**

**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)**

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**(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 1.01 Entry into a Material Definitive Agreement.**

To the extent disclosure is required under this Item, Item 5.02(e) of this Current Report on Form 8-K is incorporated by reference into this Item 1.01.

**Item 5.02(e) Departure of Director or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On April 22, 2016, CareDx, Inc. (the Company ) entered into a separation agreement with Ken Ludlum (the Separation Agreement ). Pursuant to the Separation Agreement, (i) Mr. Ludlum s employment will terminate on June 1, 2016 (the Separation Date ), (ii) Mr. Ludlum will remain on payroll at 100% of his current monthly salary (or, gross payment of \$27,083.33) for each of April 2016 and May 2016 and (iii) Mr. Ludlum s stock options and equity awards will cease vesting on the Separation Date.

The above description is qualified in its entirety by the Separation Agreement, a copy of which is attached as Exhibit 10.1 to this Current Report on Form 8-K and incorporated fully herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

**Exhibit**

<b>No.</b>	<b>Description</b>
10.1	Separation Agreement by and between CareDx, Inc. and Ken Ludlum, dated April 22, 2016

**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.

CAREDX, INC.

Date: April 22, 2016

By: /s/ Charles Constanti  
Charles Constanti  
Chief Financial Officer

**EXHIBIT INDEX**

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