

**NATERA, INC.**  
Reported by  
**BROPHY MICHAEL BURKES**

**FORM 4**  
(Statement of Changes in Beneficial Ownership)

Filed 04/26/24 for the Period Ending 04/24/24

Address 13011 MCCALLEN PASS  
BUILDING A SUITE 100  
AUSTIN, TX, 78753

Telephone 650-249-9090

CIK 0001604821

Symbol NTRA

SIC Code 8071 - Services-Medical Laboratories

Industry Healthcare Facilities & Services

Sector Healthcare

Fiscal Year 12/31

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

## **STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <sup>*</sup>  <b>Brophy Michael Burkes</b>  (Last) (First) (Middle)			2. Issuer Name <b>and</b> Ticker or Trading Symbol  <b>Natera, Inc. [ NTRA ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)  <b>CHIEF FINANCIAL OFFICER</b>
<b>C/O NATERA, INC., 13011 MCCALLEN PASS BUILDING A SUITE 100</b>			3. Date of Earliest Transaction (MM/DD/YYYY)  <b>4/24/2024</b>	4. If Amendment, Date Original Filed (MM/DD/YYYY)
(Street)  <b>AUSTIN, TX 78753</b>				6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)		

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price				
Common Stock	4/24/2024		S		937 <span style="color:blue;">(1)</span>	D	\$92.9991		72,102	D	
Common Stock	4/25/2024		S		705 <span style="color:blue;">(1)</span>	D	\$89.55		71,397	D	
Common Stock	4/26/2024		S		751 <span style="color:blue;">(1)</span>	D	\$92		70,646	D	

**Table II - Derivative Securities 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. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

### **Explanation of Responses:**

(1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on March 14, 2023.

## **Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Brophy Michael Burkes</b> <b>C/O NATERA, INC.</b> <b>13011 MCCALLEN PASS BUILDING A SUITE 100</b> <b>AUSTIN, TX 78753</b>			<b>CHIEF FINANCIAL OFFICER</b>	

## Signatures

**/s/ Tami Chen, Attorney-in-Fact**

4/26/2024

Date

\*\*—Signature of Reporting Person

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

\* 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.

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.