

**NATERA, INC.**  
Reported by  
**SHEENA JONATHAN**

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

Filed 02/04/25 for the Period Ending 01/31/25

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>			2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
<b>Sheena Jonathan</b> (Last) (First) (Middle) <b>C/O NATERA, INC., 13011 MCCALLEN PASS BUILDING A SUITE 100</b> (Street) <b>AUSTIN, TX 78753</b> (City) (State) (Zip)			<b>Natera, Inc. [ NTRA ]</b> 3. Date of Earliest Transaction (MM/DD/YYYY) <b>1/31/2025</b>					<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <b>CO-FOUNDER</b>		

**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)			
Common Stock	1/31/2025		A		3,549 <sup>(1)</sup>	A	<sup>(2)</sup>	263,489	D
Common Stock								44,782	I
Common Stock								44,782	I

**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)

#### Explanation of Responses:

- (1) Represents the issuance of Restricted Stock Units ("RSUs") to the Reporting Person. The RSUs vest over four years. 25% of the RSUs vest on January 31, 2026 and the remaining RSUs vest in 12 equal quarterly installments thereafter.
- (2) Each RSU represents a contingent right to receive one share of the Issuer's Common Stock.
- (3) Held for the benefit of the beneficiaries of the trust. The Reporting Person disclaims beneficial ownership over such securities.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sheena Jonathan C/O NATERA, INC. 13011 MCCALLEN PASS BUILDING A SUITE 100	X			CO-FOUNDER

**Signatures**

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

**2/4/2025**

**\*\*Signature of Reporting Person**

**Date**

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.