

Schorno Dean L
Form 3
January 07, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Schorno Dean L		(Month/Day/Year)	GENOMIC HEALTH INC [GHDX]	
(Last)	(First)	(Middle)	01/03/2011	
301 PENOBSCOT DRIVE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
REDWOOD CITY, CA 94063			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			CFO	
			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	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	20,000	D	Â
Common Stock	6,149	I	By Charles Schwab & Co. as Custodian for Dean L. Schorno, IRA

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Employee Stock Option (right to buy)	12/02/2005 ⁽¹⁾	12/02/2014	Common Stock	1,276	\$ 2.88	D	Â
Employee Stock Option (right to buy)	12/01/2006 ⁽²⁾	12/01/2015	Common Stock	11,625	\$ 9.39	D	Â
Employee Stock Option (right to buy)	11/30/2007 ⁽³⁾	11/30/2016	Common Stock	18,000	\$ 18.89	D	Â
Employee Stock Option (right to buy)	12/06/2008 ⁽⁴⁾	12/06/2017	Common Stock	13,000	\$ 23.31	D	Â
Employee Stock Option (right to buy)	12/04/2009 ⁽⁵⁾	12/04/2018	Common Stock	14,000	\$ 17.33	D	Â
Employee Stock Option (right to buy)	Â ⁽⁶⁾	02/18/2020	Common Stock	25,000	\$ 17.18	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schorno Dean L 301 PENOBSCOT DRIVE REDWOOD CITY, CA 94063	Â	Â	Â CFO	Â

Signatures

Dean L. Schorno 01/07/2011
 __Signature of Date
 Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) The option became exercisable as to 25% of the shares on December 2, 2005, and became exercisable as to 1/48th of the shares each full month thereafter. The option vested in full on December 2, 2008.
- (2) The option became exercisable as to 25% of the shares on December 1, 2006, and became exercisable as to 1/48th of the shares each full month thereafter. The option vested in full on December 1, 2009.
- (3) The option became exercisable as to 25% of the shares on November 30, 2007, and became exercisable as to 1/48th of the shares each full month thereafter. The option vested in full on November 30, 2010.
- (4) The option became exercisable as to 25% of the shares on December 6, 2008, and becomes exercisable as to 1/48th of the shares each full month thereafter.
- (5) The option became exercisable as to 25% of the shares on December 4, 2009, and becomes exercisable as to 1/48th of the shares each full month thereafter.
- (6)

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The option becomes exercisable as to 25% of the shares on February 18, 2011, and becomes exercisable as to 1/48th of the shares each full month thereafter.

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.