Invitae Corp
Form 3
November 14, 2016

# FORM 3

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

OMB APPROVAL

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|---|---|
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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 *
Â Stueland Katherine
(Last) (First) (Middle)

C/O INVITAE CORPORATION,Â 458 BRANNAN STREET
(Street)

SAN FRANCISCO,Â CAÂ 94107
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
11/04/2016

3. Issuer Name **and** Ticker or Trading Symbol
Invitae Corp [NVTA]

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

_____ Director
_____ 10% Owner
__X__ Officer (give title below)
_____ Other (specify below)
Chief Commercial Officer

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ 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 | 5,000 (1) | D | Â |

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

SEC 1473 (7-02)

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### 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 (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|---|---|---|

| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|---|---|---|---|---|---|---|---|
| Stock Option (right to buy) | Â (2) | 01/16/2024 | Common Stock | 7,333 | $ 3.4202 | D | Â |
| Stock Option (right to buy) | Â (3) | 02/28/2024 | Common Stock | 833 | $ 3.4214 | D | Â |
| Stock Option (right to buy) | Â (4) | 10/15/2024 | Common Stock | 4,666 | $ 8.7012 | D | Â |
| Stock Option (right to buy) | Â (5) | 09/09/2025 | Common Stock | 30,000 | $ 10.94 | D | Â |
| Stock Option (right to buy) | Â (6) | 03/31/2026 | Common Stock | 40,000 | $ 10.23 | D | Â |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| Stueland Katherine<br>C/O INVITAE CORPORATION<br>458 BRANNAN STREET<br>SAN FRANCISCO,Â CAÂ 94107 | Â | Â | Â Chief Commercial Officer | Â |

# Signatures

| | |
|---|---|
| /s/ Katherine Stueland | 11/11/2016 |
| **Signature of Reporting Person | Date |

# 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)** Shares issuable upon settlement of a restricted stock unit award that vests over three years, with 1/3rd of the total award vesting on each anniversary of the grant date, September 9, 2015.

**(2)** The option vests over four years as follows: 25% of the shares vest on January 16, 2015, and 1/48th of the shares vest each month thereafter for the remaining three years.

**(3)** The option vests over four years as follows: 25% of the shares vest on February 28, 2015, and 1/48th of the shares vest each month thereafter for the remaining three years.

**(4)** The option vests over four years as follows: 25% of the shares vest on October 15, 2015, and 1/48th of the shares vest each month thereafter for the remaining three years.

**(5)** The option vests over four years as follows: 25% of the shares vest on September 9, 2016, and 1/48th of the shares vest each month thereafter for the remaining three years.

**(6)** The option vests over four years as follows: 25% of the shares vest on March 31, 2017, and 1/48th of the shares vest each month thereafter for the remaining three years.

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**Remarks:**

ExhibitÂ List:Â Â ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.
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