SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* KIM PAUL (Last) (First) (Middle) C/O FULGENT GENETICS, INC. 4978 SANTA ANITA AVENUE (Street) TEMPLE CITY CA 91780 (City) (State) (Zip)	2. Issuer Name **and** Ticker or Trading Symbol Fulgent Genetics, Inc. [FLGT] 3. Date of Earliest Transaction (Month/Day/Year) 08/12/2016 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) CFO and Treasurer 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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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			
Predecessor Class D Non-Voting Common Units[1]	08/12/2016		A		500,000	A	[2]	500,000	D	
Predecessor Class D Non-Voting Common Units[1]	09/30/2016		D		500,000	D	[3]	0	D	
Predecessor Class D Voting Common Units	09/30/2016		D		2,500,000	D	[4]	0	D	
Issuer Common Stock	09/30/2016		A		394,736	A	[5]	394,736[6]	D	

Table II - Derivative Securities Acquired, Disposed of, or 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. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)		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: 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. Reflects securities of Fulgent Therapeutics LLC (the "Predecessor" or "Fulgent LLC"). Fulgent LLC is considered the predecessor of Fulgent Genetics, Inc. (the "Issuer") following completion of a reorganization transaction pursuant to which the Predecessor became a wholly owned subsidiary of the Issuer (the "Reorganization"), which was completed on September 30, 2016 in connection with the initial public offering of the Issuer and which is described in the Issuer's Registration Statement on Form S-1, as amended (File No. 333-213469). In the Reorganization, all of the predecessor's Class D voting common units and all restricted share units relating to the Predecessor's Class D non-voting common units were cancelled in exchange for shares of the Issuer's common stock and restricted stock units relating to shares of the Issuer's common stock, respectively, in each case at a ratio of 7.6-for-1.

2. Reflects an award of restricted share units relating to 500,000 of the Predecessor's Class D non-voting common units. Each restricted share unit represents a contingent right to receive one Class D non-voting common unit of the Predecessor. The units subject to the restricted share units vest over a period of four years, with 1/4th of such units vesting 12 months after August 10, 2016, and 1/16th of the remaining units vesting at the end of every three-month period over the remaining 36 months, subject to Mr. Kim's continued service for the Predecessor or the Issuer on each vesting date.

3. The securities were disposed of and cancelled in the Reorganization in exchange for restricted stock units relating to 65,789 shares of the Issuer's common stock.

4. The securities were disposed of and cancelled in the Reorganization in exchange for 328,947 shares of the Issuer's common stock.

5. The securities were received in the Reorganization in exchange for the cancellation of (i) restricted share units relating to 500,000 of the Predecessor's Class D non-voting common units and (ii) 2,500,000 of the Predecessor's Class D voting common units.

6. Includes 328,947 shares of the Issuer's common stock and restricted stock units relating to 65,789 shares of the Issuer's common stock. Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock. The shares subject to the restricted stock units vest over a period of four years, with 1/4th of such shares vesting 12 months after August 10, 2016, and 1/16th of the remaining shares vesting at the end of every three-month period over the remaining 36 months, subject to Mr. Kim's continued service for the Predecessor or the Issuer on each vesting date.

Remarks:

/s/ Paul Kim   10/04/2016

** 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.

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