

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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* <u>Marcus Gail Boxer</u> (Last) (First) (Middle) 201 INDUSTRIAL ROAD (Street) SAN CARLOS CA 94070 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Natera, Inc. [NTRA]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 11/20/2020	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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			
Common Stock	11/20/2020		M		11,400	A	\$7.86	11,400	D	
Common Stock	11/20/2020		M		679	A	\$10.73	12,079	D	
Common Stock	11/20/2020		M		786	A	\$9.51	12,865	D	
Common Stock	11/20/2020		M		419	A	\$10.18	13,284	D	
Common Stock	11/20/2020		M		923	A	\$10.29	14,207	D	
Common Stock	11/20/2020		M		412	A	\$10.29	14,619	D	
Common Stock	11/20/2020		M		439	A	\$21.59	15,058	D	
Common Stock	11/20/2020		M		468	A	\$20.27	15,526	D	
Common Stock	11/20/2020		M		712	A	\$13.6	16,238	D	
Common Stock	11/20/2020		M		691	A	\$20.27	16,929	D	
Common Stock	11/20/2020		M		614	A	\$25.64	17,543	D	
Common Stock	11/20/2020		M		236	A	\$37.06	17,779	D	
Common Stock	11/20/2020		M		582	A	\$35.71	18,361	D	
Common Stock	11/20/2020		M		442	A	\$40.93	18,803	D	
Common Stock	11/20/2020		M		88	A	\$40.93	18,891	D	
Common Stock	11/20/2020		M		278	A	\$46.92	19,169	D	
Common Stock	11/20/2020		s ⁽¹⁾		19,169	D	\$85.2942	0	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
Stock Option (right to buy)	\$7.86	11/20/2020		M			11,400	(2)	04/16/2027	Common Stock	11,400	\$0	5,130	D	
Stock Option (right to buy)	\$10.73	11/20/2020		M			679	(2)	07/13/2027	Common Stock	679	\$0	0	D	
Stock Option (right to buy)	\$9.51	11/20/2020		M			786	(2)	12/07/2027	Common Stock	786	\$0	0	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				
Stock Option (right to buy)	\$10.18	11/20/2020		M			419	(2)	01/11/2028	Common Stock	419	\$0	0	D	
Stock Option (right to buy)	\$10.29	11/20/2020		M			923	(2)	04/12/2028	Common Stock	923	\$0	0	D	
Stock Option (right to buy)	\$10.29	11/20/2020		M			412	(2)	04/12/2028	Common Stock	412	\$0	0	D	
Stock Option (right to buy)	\$21.59	11/20/2020		M			439	(2)	07/12/2028	Common Stock	439	\$0	0	D	
Stock Option (right to buy)	\$20.27	11/20/2020		M			468	(2)	10/25/2028	Common Stock	468	\$0	0	D	
Stock Option (right to buy)	\$13.6	11/20/2020		M			712	(2)	01/24/2029	Common Stock	712	\$0	0	D	
Stock Option (right to buy)	\$20.27	11/20/2020		M			691	(2)	04/11/2029	Common Stock	691	\$0	0	D	
Stock Option (right to buy)	\$25.64	11/20/2020		M			614	(2)	07/11/2029	Common Stock	614	\$0	0	D	
Stock Option (right to buy)	\$37.06	11/20/2020		M			236	(2)	10/10/2029	Common Stock	236	\$0	0	D	
Stock Option (right to buy)	\$35.71	11/20/2020		M			582	(2)	01/23/2030	Common stock	582	\$0	0	D	
Stock Option (right to buy)	\$40.93	11/20/2020		M			442	(2)	06/11/2030	Common Stock	442	\$0	0	D	
Stock Option (right to buy)	\$40.93	11/20/2020		M			88	(2)	06/11/2030	Common Stock	88	\$0	0	D	
Stock Option (right to buy)	\$46.92	11/20/2020		M			278	(2)	07/09/2030	Common Stock	278	\$0	0	D	

Explanation of Responses:

- The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$84.95 to \$85.49 per share, inclusive. The holder undertakes to provide, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- The option shares are fully vested and may be exercised at any time.

/s/ Tami Chen, attorney-in-fact 11/24/2020

** 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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