

KLEINER PERKINS CAUFIELD & BYERS X A LP
Form SC 13G/A
February 14, 2011

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Schedule 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (b), (c) AND (d)
AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b)

(Amendment No. 1)*

Genomic Health, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

37244C101

(CUSIP Number)

December 31, 2010

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

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1	NAME OF REPORTING PERSONS	Kleiner Perkins Caufield & Byers X-A, L.P. (KPCB X-A)	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		(a) <input type="radio"/> (b) <input checked="" type="radio"/>
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION	California	
	5	SOLE VOTING POWER	
		809,740 shares, except that KPCB X Associates, LLC (Associates), the general partner of KPCB X-A, may be deemed to have sole power to vote these shares.	
	6	SHARED VOTING POWER	
		See response to row 5.	
	7	SOLE DISPOSITIVE POWER	
		809,740 shares, except that Associates, the general partner of KPCB X-A, may be deemed to have sole power to dispose of these shares.	
	8	SHARED DISPOSITIVE POWER	
		See response to row 7.	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		809,740
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		<input type="radio"/>
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9		2.8%
12	TYPE OF REPORTING PERSON		PN

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1	NAME OF REPORTING PERSONS	Kleiner Perkins Caufield & Byers X-B, L.P. (KPCB X-B)	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a)	<input type="radio"/> (b) <input checked="" type="radio"/>
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION		
	California		
	5	SOLE VOTING POWER	
		22,838 shares, except that Associates, the general partner of KPCB X-B, may be deemed to have sole power to vote these shares.	
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		
	6	SHARED VOTING POWER	
		See response to row 5.	
	7	SOLE DISPOSITIVE POWER	
		22,838 shares, except that Associates, the general partner of KPCB X-B, may be deemed to have sole power to dispose of these shares.	
	8	SHARED DISPOSITIVE POWER	
		See response to row 7.	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	22,838	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		<input type="radio"/>
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	0.1%	
12	TYPE OF REPORTING PERSON	PN	

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1	NAME OF REPORTING PERSONS	KPCB X Associates, L.P.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		
3	SEC USE ONLY		(a) 0 (b) X
4	CITIZENSHIP OR PLACE OF ORGANIZATION	California	
	5	SOLE VOTING POWER	
		832,578 shares, of which 809,740 are directly owned by KPCB X-A and 22,838 are directly owned by KPCB X-B. Associates, the general partner of KPCB X-A and KPCB X-B, may be deemed to have sole power to vote these shares.	
	6	SHARED VOTING POWER	
		See response to row 5.	
	7	SOLE DISPOSITIVE POWER	
		832,578 shares, of which 809,740 are directly owned by KPCB X-A and 22,838 are directly owned by KPCB X-B. Associates, the general partner of KPCB X-A and KPCB X-B, may be deemed to have sole power to dispose of these shares.	
	8	SHARED DISPOSITIVE POWER	
		See response to row 7.	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		832,578
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		0
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9		2.9%
12	TYPE OF REPORTING PERSON		PN

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This Amendment No. 1 amends the Statement on Schedule 13G previously filed by Kleiner Perkins Caufield & Byers X-A, L.P., a California limited partnership, Kleiner Perkins Caufield & Byers X-B, L.P., a California limited partnership, and KPCB X Associates, L.P., a California limited partnership. Only those items as to which there has been a change are included in this Amendment No. 1.

ITEM 4. OWNERSHIP

The following information with respect to the ownership of the ordinary shares of the Issuer by the persons filing this Statement is provided as of December 31, 2010:

(a) Amount beneficially owned:

See Row 9 of cover page for each Reporting Person.

(b) Percent of Class:

See Row 11 of cover page for each Reporting Person.

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote:

See Row 5 of cover page for each Reporting Person.

(ii) Shared power to vote or to direct the vote:

See Row 6 of cover page for each Reporting Person.

(iii) Sole power to dispose or to direct the disposition of:

See Row 7 of cover page for each Reporting Person.

(iv) Shared power to dispose or to direct the disposition of:

See Row 8 of cover page for each Reporting Person.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following X.

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SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 11, 2011

KLEINER PERKINS CAUFIELD & BYERS X-A, L.P.,
a California limited partnership

KLEINER PERKINS CAUFIELD & BYERS X-B, L.P.,
a California limited partnership

KPCB X ASSOCIATES, L.P., a California limited
partnership

By: /s/ Ted Schlein
Ted Schlein

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EXHIBIT INDEX

<u>Exhibit</u>	<u>Found on Sequentially Numbered Page</u>
Exhibit A: Agreement of Joint Filing	8

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EXHIBIT A

Agreement of Joint Filing

The Reporting Persons hereby agree that a single Schedule 13G (or any amendment thereto) relating to the Common Stock of the Issuer shall be filed on behalf of each of the Reporting Persons. Note that copies of the applicable Agreement of Joint Filing are already on file with the appropriate agencies.
