Ignyta, Inc. Form SC14D9C December 22, 2017

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14D-9

Solicitation/Recommendation Statement

under Section 14(d)(4) of the Securities Exchange Act of 1934

IGNYTA, INC.

(Name of Subject Company)

IGNYTA, INC.

(Names of Person(s) Filing Statement)

Common Stock, \$0.0001 par value per share

(Title of Class of Securities)

451731103

(CUSIP Number of Class of Securities)

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Jonathan E. Lim, M.D.

President and Chief Executive Officer

Ignyta, Inc.

4545 Towne Centre Court

San Diego, California 92121

(858) 255-5959

(Name, address and telephone numbers of person authorized to receive notices and communications

on behalf of the persons filing statement)

with copies to:

Charles K. Ruck

Cheston J. Larson

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(858) 523-5400

Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

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The information set forth under Items 1.01 and 9.01 of the Current Report on Form 8-K filed by Ignyta, Inc. on December 22, 2017 (including all exhibits attached thereto) are incorporated herein by reference.