



UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

DIVISION OF
CORPORATION FINANCE

Mail Stop 3561

November 4, 2016

Via E-mail

Herm Rosenman
Chief Financial Officer
Natera, Inc.
201 Industrial Road, Suite 410
San Carlos, CA 94070

Re: Natera, Inc.
Form 10-K for Fiscal Year Ended December 31, 2015
Filed March 24, 2016
Proxy Statement on Schedule 14A
Filed April 21, 2016
File No. 001-37478

Dear Mr. Rosenman:

We have completed our review of your filings. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Sincerely,

/s/ James Lopez (for)

John Reynolds
Assistant Director
Office of Beverages, Apparel
and Mining

cc: Richard Blake, Esq.
Gunderson Dettmer Stough
Villeneuve Franklin & Hachigian, LLP