FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** 3235-0287 Estimated average burden hours per response: 0.5

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

ee Instruction 1	0.																			
Name and Address of Reporting Person*     OPKO HEALTH, INC.						2. Issuer Name and Ticker or Trading Symbol GeneDx Holdings Corp. [ WGS ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director  10% Owner					
(Last) (First) (Middle) 4400 BISCAYNE BLVD.					3. Date of Earliest Transaction (Month/Day/Year) 08/15/2024														specify	
	33137 ate) (Zip)			4. lf	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)  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 Ear) if	A. Deen xecutio	Deemed cution Date,		3. Transaction Code (Instr. 8)		4. Securities Acquired (A		d (A) or	or 5 and 5) S		5. Amount of Securities Beneficially Owned Following		m: Direct or rect (I)	7. Nature of Indirect Beneficial Ownership		
							[	Code	v	An	mount	(A) or (D)	Price		Transa	action(s)	(ins	ur. 4)	(Instr. 4)	
Class A Common Stock				4				S		3	39,824	D	D \$33.08		2,746,972			D		
Class A Common Stock				4				S		50,000		D	\$34.29	297(2) 2		2,696,972		D		
Class A Common Stock				4				S		5	50,000	D	\$34.4904(3)		2,646,972			D		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																				
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Exe if a	cution Date, ny	Code 8)	(Instr.	on of brit.  Of Direction of Control of Cont		Expiration (Month/Da			n Date ny/Year)  Expiration		Amoun or Number of		vative urity	derivative Securities Beneficially Owned Following Reported	,	Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	FL (Statement of Security (Instance)  Common State  Common State  Conversion or Exercise Price of Derivative	HEALTH, INC.  (First) (I SCAYNE BLVD.  FL 3  (State) (2  Table Security (Instr. 3)  Common Stock Common Stock Common Stock Common Stock  Conversion or Exercise Price of Derivative (Month/Day/Year)	Table I - I  Common Stock  Common Stock  Common Stock  Conversion or Exercise Price of Derivative  THEALTH, INC.  (First) (Middl Middl Mid	HEALTH, INC.     (First)   (Middle)     SCAYNE BLVD.     FL   33137     (State)   (Zip)     Table I - Non-Derivation     Date   (Month/Day/Year)     Common Stock   08/15/202     Common Stock   08/19/202     Table II - Derivation     Conversion     Or Exercise     Price of     Derivative     Conversion     Or Exercise     Price of     Derivative     Onth/Day/Year     O	Table I - Non-Derivative Security (Instr. 3)  Table II - Derivative Security  Table II - Derivative Security (e.g., puts, code Security (Month/Day/Year)  Table II - Derivative Security Security  Table II - Derivative Security Security  Table II - Derivative Security Secu	Table I - Non-Derivative Security (Instr. 3)  Table I - Non-Derivative Security (Instr. 3)  Common Stock  Common S	2. Issuer Name ar GeneDx Hole  (First) (Middle)  SCAYNE BLVD.  Table I - Non-Derivative Securities  Security (Instr. 3)  Table I - Non-Derivative Securities  Security (Instr. 3)  2. If Amendment,  Table II - Derivative Securities  Table II - Derivative Securities  Table II - Derivative Securities  A. Deemed Execution Date if any (Month/Day/Year)  Table II - Derivative Securities A (e.g., puts, calls, warrance of Conversion or Exercise Price of Derivative Security  Security  Table II - Derivative Securities A (e.g., puts, calls, warrance of Conversion of Execution Date, if any (Month/Day/Year)  Table II - Derivative Securities A (e.g., puts, calls, warrance of Conversion of Execution Date, if any (Month/Day/Year)  Table II - Derivative Securities A (e.g., puts, calls, warrance of Code (Instr. 8)  Table II - Derivative Securities A (e.g., puts, calls, warrance of Code (Instr. 8)  Table II - Derivative Securities A (e.g., puts, calls, warrance of Code (Instr. 8)  Table II - Derivative Securities A (e.g., puts, calls, warrance of Code (Instr. 8)  Table II - Derivative Securities A (e.g., puts, calls, warrance of Code (Instr. 8)  Table II - Derivative Securities A (e.g., puts, calls, warrance of Code (Instr. 8)  Table II - Derivative Securities A (e.g., puts, calls, warrance of Code (Instr. 8)  Table II - Derivative Securities A (e.g., puts, calls, warrance of Code (Instr. 8)  Table II - Derivative Securities A (e.g., puts, calls, warrance of Code (Instr. 8)  Table II - Derivative Securities A (e.g., puts, calls, warrance of Code (Instr. 8)  Table II - Derivative Securities A (e.g., puts, calls, warrance of Code (Instr. 8)  Table II - Derivative Securities A (e.g., puts, calls, warrance of Code (Instr. 8)	Address of Reporting Person* HEALTH, INC.  (First) (Middle)  SCAYNE BLVD.  Table I - Non-Derivative Securities Action (Month/Day/Year)  Security (Instr. 3)  Table II - Non-Derivative Securities Action (Month/Day/Year)  Table II - Derivative Securities Action (Month/Day/Year)	Table I - Non-Derivative Securities Acquire (Month/Day/Year)  Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, op Date Of Derivative Securities (Month/Day/Year)  Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, op Date (Month/Day/Year)  Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, op Date (Month/Day/Year)  Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, op Date (Month/Day/Year)  Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, op Date (Month/Day/Year)  Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, op Date (Month/Day/Year)  Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, op Disposed of (D) (Instr. 3, 4 and 5)  Date (Month/Day/Year)	Address of Reporting Person* HEALTH, INC.  (First) (Middle)  SCAYNE BLVD.  Table I - Non-Derivative Securities Acquired, If any (Month/Day/Year)  Security (Instr. 3)  Table II - Derivative Securities Acquired, If any (Month/Day/Year)  Table II - Derivative Securities Acquired, If any (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed (Month/Day/Year)  Table II - Derivative Securities Acquired (Month/Day/Year)  Table II - Derivative Securities Acquired (Month/Day/Year)  Table II - Derivative Securities Acquired (A) or Disposed (Month/Day/Year)  Table II - Derivative Securities Acquired (A) or Disposed (Month/Day/Year)  Date Date Date	Common Stock   O8/15/2024   S   Common Stock   O8/16/2024   S   Common Stock   O8/19/2024   S   Common Stock   O8/19/2024	Address of Reporting Person* HEALTH, INC.  (First) (Middle) SCAYNE BLVD.  Table I - Non-Derivative Securities Acquired, Disposed of (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Table I - Non-Derivative Securities Acquired, Disposed of (Say (Month/Day/Year))  (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (P.g., puts, calls, warrants, options, convertiin (Month/Day/Year)  (Month/Day/Year)	Common Stock   O8/15/2024   S   O8/16/2024   S   O8/16/2024   S   O8/10/2024   S   O8/10/	Address of Reporting Person HEALTH, INC.  (First) (Middle)  SCAYNE BLVD.  Table 1 - Non-Derivative Securities Acquired, Disposed of, or Benefic Recution Date, If any (Month/Day/Year)  Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Sinstr. 3, 4 and 4)  Table II - Derivative Securities Acquired, Disposed of (D) (Sinstr. 3, 4 and 6)  Table II - Derivative Securities Acquired, Disposed of (D) (Sinstr. 3, 4 and 6)  Table II - Derivative Securities Acquired, Disposed of (D) (Sinstr. 3, 4 and 6)  Table II - Derivative Securities Acquired, Disposed of, or Beneficiary, (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficiary, (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficiary, (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficiary, (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficiary, (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficiary, (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficiary, (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficiary, (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficiary, (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficiary, (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficiary, (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficiary, (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficiary, (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficiary, (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficiary, (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficiary, (Month/Day/Year)	Address of Reporting Person HEALTH, INC.  (First) (Middle) SCAYNE BLVD.    Carried   Check   C	Common Stock   08/15/2024   S   39,824   D   \$33.0832(1)   2.7	Address of Reporting Person' HEALTH, INC.  (First) (Middle)  SCAYNE BLVD.  Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  (Month/Day/Year)    Amount of Exercision of Common Stock   08/15/2024   S   39,824   D   \$33.0832(i)   2,746,972     Common Stock   08/15/2024   S   50,000   D   \$34.297(i)   2,646,972     Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)    Common Stock   08/19/2024   S   50,000   D   \$34.4904(i)   2,646,972     Common Stock   08/19/2024   S   50,000   D   50,000   D	Address of Reporting Person HEALTH, INC.  (First) (Middle)  SCAYNE BLVD.  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date, (Month/Day/Year)  2. Issuer Name and Ticker or Trading Symbol GencDx Holdings Corp. [ WGS ]  3. Date of Earliest Transaction (Month/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date, (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Code (Instr. date)  2. Transaction Date (Month/Day/Year)  4. Securities Acquired (A) or Price (Instr. 3, 4 and 5)  5. Amount of Securities Beneficially Owned Securities Beneficially Owned (Instr. 3, 4 and 5)  5. Amount of Securities Beneficially Owned (Instr. 3, 4 and 5)  5. Amount of Securities Beneficially Owned (Instr. 3, 4 and 5)  6. Individual or Joint/Group Filir Line)  2. Amount (A) or Price (Instr. 3, 4 and 5)  5. Amount of Securities Beneficially Owned (Instr. 3, 4 and 5)  6. Order (Instr. 3, 4 and 5)  6. Ord	Address of Reporting Person' HEALTH, INC.    Concept Holdings Corp. [WGS]   Scanner	

## **Explanation of Responses:**

- 1. The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$33.00 to \$34.26, inclusive. The reporting person undertakes to provide to GeneDx Holding Corp. (the "Company"), any security holder of the Company or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in footnote (1) to this Form 4.
- 2. The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$33.84 to \$34.86, inclusive. The reporting person undertakes to provide to the Company, any security holder of the Company or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in footnote (2) to this Form 4.
- 3. The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$34.00 to \$35.53, inclusive. The reporting person undertakes to provide to the Company, any security holder of the Company or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in footnote (3) to this Form 4.

Steven D. Rubin, Exec. VP -Administration

\*\* Signature of Reporting Person

08/19/2024

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.