

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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>Schuling Douglas A</u> (Last) (First) (Middle) <u>C/O GENOPTIX, INC.</u> <u>1811 ASTON AVENUE</u> (Street) <u>CARLSBAD CA 92008</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>GENOPTIX INC [GDX]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Ex VP and CFO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/07/2011</u>	
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	03/07/2011		D		6,517 ⁽¹⁾	D	\$25	75 ⁽²⁾	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		Date Exercisable	Expiration Date					
Employee Stock Option (right to buy)	\$1.24	03/07/2011		D		2,211	(3)	07/16/2016	Common Stock	2,211	\$23.76	0	D

Explanation of Responses:

1. Represents unvested RSUs outstanding immediately prior to the closing of the merger of GO Merger Sub, Inc. ("GO") with and into the Issuer on March 7, 2011 (the "Merger") pursuant to the Agreement and Plan of Merger, dated January 24, 2011 among the Issuer, GO and Novartis Finance Corporation (the "Merger Agreement") that were converted into an award of RSUs that is subject to the same terms and conditions as were applicable to the RSUs prior to the Merger, except that, upon the vesting of such awards the reporting person will be issued the number of shares of Novartis AG as traded on the NYSE pursuant to the formula set forth in the Merger Agreement.

2. Includes 75 shares acquired under the Genoptix employee stock purchase plan on March 4, 2011.

3. This option, which was fully vested, was terminated in the Merger and exchanged into the right to receive in cash the amount per share by which \$25.00 exceeds the exercise price of the option, subject to any applicable tax withholdings.

/s/ Christian V. Kühlen,
attorney-in-fact

03/07/2011

** 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.

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.