

MARSH RICHARD M
Form 4
January 30, 2009

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MARSH RICHARD M

(Last) (First) (Middle)
320 WAKARA WAY
(Street)

SALT LAKE CITY, UT 84108

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

MYRIAD GENETICS INC [MYGN]

3. Date of Earliest Transaction (Month/Day/Year)
01/29/2009

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
__X__ Officer (give title below) ___ Other (specify below)
V.P., General Counsel

6. Individual or Joint/Group Filing (Check Applicable Line)
__X__ 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. 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 Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)				Price
Common Stock	11/05/2008		G	V	1,600	D	\$ 0	9,674	D	Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/18/2008		G	V	2,000	D	\$ 0	7,674	D	Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/09/2009		G	V	2,000	D	\$ 0	5,674	D	Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/29/2009		M ⁽¹⁾		1,800	A	\$ 17.86	7,474	D	Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/29/2009		S ⁽¹⁾		1,800	D	\$ 75.0642	5,674	D	Indirect Beneficial Ownership (Instr. 4)

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Common Stock	01/30/2009		<u>M</u> ⁽¹⁾	9,804	A	\$ 17.86	15,478	D	
Common Stock	01/30/2009		<u>S</u> ⁽¹⁾	9,804	D	\$ 75.0318	5,674	D	
Common Stock	11/18/2008		<u>G</u> ⁽²⁾	V 2,000	A	\$ 0	2,000	I	by Fam. Ltd. Ptnrshp
Common Stock	01/09/2009		<u>G</u> ⁽²⁾	V 2,000	A	\$ 0	4,000	I	by Fam. Ltd. Ptnrshp

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Non-Qualified Stock Option (right to buy)	\$ 17.86	01/29/2009		<u>M</u> ⁽¹⁾	1,800	<u>(3)</u> 11/13/2012	Common Stock	1,800
Non-Qualified Stock Option (right to buy)	\$ 17.86	01/30/2009		<u>M</u> ⁽¹⁾	9,804	<u>(3)</u> 11/13/2012	Common Stock	9,804

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARSH RICHARD M 320 WAKARA WAY SALT LAKE CITY, UT 84108			V.P., General Counsel	

Signatures

Richard M.
Marsh

01/30/2009

__Signature of
Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) This transaction was effected pursuant to a Rule 10b5-1 trading plan.
- (2) Shares indirectly owned as Manager of family limited liability company.
- (3) The combined Incentive Stock Option and Non-Qualified Stock Option grants vest 25% annually beginning on the first anniversary date of the option grant, subject to statutory ISO limitations.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.