

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549**

**SCHEDULE 14A
(Rule 14a-101)**

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934
(Amendment No. ____)

- Filed by the Registrant
 Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
 Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
 Definitive Proxy Statement
 Definitive Additional Materials
 Soliciting Material under § 240.14a-12

Biodesix, Inc.

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
 Fee paid previously with preliminary materials.
 Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.



P.O. BOX 8016, CARY, NC 27512-9903

Your vote matters!



Scan QR for digital voting

Biodesix, Inc. Annual Meeting of Stockholders

Tuesday, May 21, 2024 1:00 PM, Mountain Time

Annual Meeting to be held live via the Internet. Please visit www.proxydocs.com/BDSX for more details.

You must register to attend the meeting online and/or participate at www.proxydocs.com/BDSX

For a convenient way to view proxy materials, VOTE, and obtain directions to attend the meeting go to www.proxydocs.com/BDSX

To vote your proxy while visiting this site, you will need the 12 digit control number in the box below.

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. This is not a ballot. You cannot use this notice to vote your shares. We encourage you to access and review all of the important information contained in the proxy materials before voting.

Under United States Securities and Exchange Commission rules, proxy materials do not have to be delivered in paper. Proxy materials can be distributed by making them available on the internet.

If you want to receive a paper or e-mail copy of the proxy materials, you must request one. There is no charge to you for requesting a copy. In order to receive a paper package in time for this year's meeting, you must make this request on or before May 10, 2024.

SEE REVERSE FOR FULL AGENDA

Meeting Materials: Notice of Meeting and Proxy Statement & Annual Report on Form 10-K

Important Notice Regarding the Availability of Proxy Materials For Stockholders of record as of March 25, 2024

To order paper materials, use one of the following methods.



Internet:
www.investorelections.com/BDSX



Call:
1-866-648-8133



Email:
paper@investorelections.com

If requesting material by e-mail, please send a blank e-mail with the 12-digit control number (located below) in the subject line. No other requests, instructions OR other inquiries should be included with your e-mail requesting material.

Your control number

Have the 12-digit control number located in the box above available when you access the website and follow the instructions.

**THE BOARD OF DIRECTORS RECOMMENDS A VOTE:
FOR ALL OF THE LISTED NOMINEES AND ON PROPOSALS 2, 3 & 4**

PROPOSAL

1. To elect the three Class I directors named in this proxy statement to hold office until the 2027 annual meeting of stockholders;
 - 1.01 Jon Faiz Kayyem, Ph.D.
 - 1.02 Scott Hutton
 - 1.03 John Patience
2. To ratify the appointment of KPMG LLP as our independent registered public accounting firm for the year ending December 31, 2024;
3. To approve, for purposes of complying with Nasdaq Listing Rule 5635(d), the conversion of the Company's Series A Non-Voting Convertible Preferred Stock, par value \$0.001 per share ("Series A Preferred Stock") into shares of the Company's common stock, par value \$0.001 per share ("Common Stock");
4. To approve, for purposes of complying with Nasdaq Listing Rule 5635(c), the issuance of the Company's Series A Preferred Stock to certain of the Company's directors and officers and any shares of the Company's Common Stock issuable upon the conversion thereof; and
5. To conduct any other business properly brought before the meeting, or any adjournment or postponement thereof.