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UNITED STATES PATENT AND TRADEMARK OFFICE

BEFORE THE PATENT TRIAL AND APPEAL BOARD

FORESIGHT DIAGNOSTICS INC.,
Petitioner,

v.

PERSONALIS, INC.,
Patent Owner.

Case Nos. IPR2023-00224 and IPR2023-00317
U.S. Patent Nos. 11,384,394 and 11,408,033

DECLARATION OF JONATHAN MACQUITTY

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LIST OF EXHIBITS CITED

Exhibit No.	Description
2110	Minutes of the Meeting of the Board of Directors of Personalis, Inc. held on July 26, 2011
2043	Minutes of the Meeting of the Board of Directors of Personalis, Inc. held on May 8, 2012
2064	Minutes of the Meeting of the Board of Directors of Personalis, Inc. held on June 12, 2012
2073	Minutes of the Meeting of the Board of Directors of Personalis, Inc. held on July 18, 2012
2087	Minutes of the Meeting of the Board of Directors of Personalis, Inc. held on September 5, 2012
2111	Minutes of the Meeting of the Board of Directors of Personalis, Inc. held on November 1, 2012
2107	Minutes of the Meeting of the Board of Directors of Personalis, Inc. held on December 14, 2012
2112	May 8, 2012 CEO Overview Board of Director Presentation by John West

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1. I, Jonathan MacQuitty, Ph.D., make this Declaration in connection with *inter partes* review proceedings at the U.S. Patent & Trademark Office concerning U.S. Patent No. 11,384,394 ("the '394 patent") and U.S. Patent No. 11,408,033 ("the '033 patent").

2. This declaration provides a summary of certain Personalis Board of Director meetings that occurred between July of 2011 and December 2012.

I. BACKGROUND AND QUALIFICATIONS

3. I am a Venture Partner at Lightspeed Management Company, LLC. I have held this role from 2016 until present. Lightspeed has invested in many life science companies.

4. I served as the Chairman of the Board of Directors at Personalis from 2011 until 2022. I have served as a Board Member at Labcyte, TeneoBio, Orca Bio, Freespira, Forty Seven, Adiana, Dicerna, Entelos, Guava, Gynesonics, Iconix, ParAllele BioScience, SJF Pharma, and Sunesis Pharmaceuticals.

5. I served as the Chief Executive Officer of D2G Oncology, Inc. from 2018 until 2022. D2G Oncology leverages quantitative and multiplexed functional cancer genomics to relate drugs to genotypes to transform precision cancer therapeutics.

6. I served as Chief Executive Officer of Forty Seven, Inc. from 2015 until 2017. Forty Seven was committed to the advancement of immune-oncology through

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the engagement of new and complementary phagocytic pathways that enhance anti-tumor efficacy and selectivity. Forty Seven completed an initial public offering in 2018, and was subsequently acquired by Gilead Sciences, Inc. in 2020 for $4.9 billion.

7. I was a Partner at Abingworth Management Inc. from 1999 until 2014. Abingworth is a trans-Atlantic bio-investment firm.

8. I was the US representative of a Japanese venture capital firm from 1997 until 1999.

9. I was the founding Chief Executive Officer of GenPharm International. I was the CEO of GenPharm from 1988 to 1997. GenPharm was a biotechnology company developing a human sequence antibody platform among other projects.

10. I helped launch Genencor Inc. as an independent company. Genencor was a joint venture between Genentech and Corning Glass Works that focused on industrial enzymes. I was the director of business development from 1983 to 1985, and the vice president of commercial development from 1985 to 1988.

11. I was the manager of industrial products at Genentech, Inc. from 1982 to 1983.

12. I earned a Masters of Business Administration from Stanford University in 1982.

13. I earned a Ph.D. in Chemistry from the University of Sussex in 1979.

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14. I earned a Masters of Art in Chemistry from Oxford University in 1974.

II. BOARD OF DIRECTOR MEETINGS AT PERSONALIS

15. As mentioned above, I served as Chairman of the Board of Directors at Personalis from 2011 until 2022. This declaration provides a summary of the Personalis Board of Director meetings that took place on the following dates:

- July 26, 2011,
- May 8, 2012,
- June 12, 2012,
- July 18, 2012,
- September 5, 2012,
- November 1, 2012, and
- December 14, 2012.

A. Summary of the July 26, 2011 Personalis Board of Director Meeting

16. Exhibit 2110 appears to be a true and correct copy of the Minutes of the Meeting of the Board of Directors of Personalis, Inc. held on July 26, 2011. The meeting took place at 10:30am at Mohr Davidow Venture's office at 3000 Sand Hill Road, Building 3, Suite 290, Menlo Park, CA. *See* July 26, 2011 Meeting Minutes, EX2110, at page 1.

17. I was present at the meeting along with Sue Siegel of Mohr Davidow Ventures and Andrew Chung of Lightspeed Venture Partners. Also present were

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John West, Russ Altman, Euan Ashley, and Mike Snyder (although Drs. Altman, Ashley, and Snyder participated for only a portion of the meeting). Others present were Robin Bennett of Cooley LLP, Lisa Kenkel of Fenwick & West LLP, and Alex de Winter of Mohr Davidow Ventures. *See* July 26, 2011 Meeting Minutes, EX2110, at page 1.

18. John West was the chairman of the meeting. *See* July 26, 2011 Meeting Minutes, EX2110, at page 3.

19. The Minutes of the Meeting state that Dr. Ashley gave a presentation "on the research developments regarding whole genome sequencing and discussed publishing opportunities." *See* July 26, 2011 Meeting Minutes, EX2110, at page 2.

B. <u>Summary of the May 8, 2012 Personalis Board of Director Meeting</u>

20. Exhibit 2043 appears to be a true and correct copy of all three pages of the Minutes of the Meeting of the Board of Directors of Personalis, Inc. held on May 8, 2012. However, Exhibit 2043 does not include Exhibit A to the Minutes of the Meeting (which consists of a single page) because Exhibit A solely describes the confidential grant of Personalis stock options to certain new employees hired to work at Personalis.

21. The May 8, 2012 Board of Director Meeting took place at 1:00pm at the company office of Personalis located at 530 Lytton Avenue, Palo Alto, CA. *See* May 8, 2012 Meeting Minutes, EX2043, at page 1.

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22. I was present at the meeting along with Chris Schaepe of Lightspeed Venture Partners. Also present from Personalis were John West, Carol Tillis, Richard Chen, and Christian Haudenschild. Others present were James C. Kitch of Cooley LLP and Alex de Winter of Mohr Davidow Ventures. *See* May 8, 2012 Meeting Minutes, EX2043, at page 1.

23. I was the chairman of the meeting. *See* May 8, 2012 Meeting Minutes, EX2043, at page 3.

24. The Minutes of the Meeting state that "[m]embers of management reported on, and discussed with those present, progress in the development of the Company's business, planning for 2012 and 2013, recent financial performance compared to the original plan and preliminary strategy for the Company's next financing." *See* May 8, 2012 Meeting Minutes, EX2043, at page 1.

25. Mr. West gave his CEO Overview presentation during the meeting, as he did during each of the Board of Director meetings that I attended. I remember hearing Mr. West's presentation during the May 8, 2012 meeting. This included a discussion of the Accuracy Program. The Accuracy Program was the most important technical program at Personalis at that time. To the best of recollection, Exhibit 2112 appears to be a true and correct copy of the slides presented by Mr. West during the meeting.

26. Dr. Chen gave his R&D Update presentation during the meeting.

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C. Summary of the June 12, 2012 Personalis Board of Director Meeting

27. Exhibit 2064 appears to be a true and correct copy of all three pages of the Minutes of the Meeting of the Board of Directors of Personalis, Inc. held on June 12, 2012. However, Exhibit 2064 does not include Exhibit A to the Minutes of the Meeting (which consists of a single page) because Exhibit A solely describes the confidential grant of Personalis stock options to a certain new employee hired to work at Personalis.

28. The June 12, 2012 Board of Director Meeting took place at 1:30pm at the company office of Personalis located at 530 Lytton Avenue, Palo Alto, CA. *See* June 12, 2012 Meeting Minutes, EX2064, at page 1.

29. I was present at the meeting along with Chris Schaepe of Lightspeed Venture Partners and Rowan Chapman of Mohr Davidow Ventures. Also present from Personalis were John West, Carol Tillis, Richard Chen, and Christian Haudenschild. Others present were James C. Kitch of Cooley LLP and Alex de Winter of Mohr Davidow Ventures. *See* June 12, 2012 Meeting Minutes, EX2064, at page 1.

30. I was the chairman of the meeting. *See* June 12, 2012 Meeting Minutes, EX2064, at page 3.

31. The Minutes of the Meeting state that "[m]embers of management reported on, and discussed with those present, progress in the development of the

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Company's business, recent financial results compared to plan, plans for the Company's new facility, capital spending requirements and operations and R&D updates." *See* June 12, 2012 Meeting Minutes, EX2064, at page 1. Mr. West gave his CEO Overview presentation during the meeting. Dr. Chen gave his R&D Update presentation during the meeting.

D. <u>Summary of the July 18, 2012 Personalis Board of Director Meeting</u>

32. Exhibit 2073 appears to be a true and correct copy of all three pages of the Minutes of the Meeting of the Board of Directors of Personalis, Inc. held on July 18, 2012. However, Exhibit 2073 does not include Exhibit A to the Minutes of the Meeting (which consists of a single page) because Exhibit A solely describes the confidential grant of Personalis stock options to certain new employees hired to work at Personalis.

33. The July 18, 2012 Board of Director Meeting took place at 1:30pm at the company office of Personalis located at 1350 Willow Road, Suite 202, Menlo Park, CA. *See* July 18, 2012 Meeting Minutes, EX2073, at page 1.

34. I was present at the meeting along with Rowan Chapman of Mohr Davidow Ventures. Chris Schaepe of Lightspeed Venture Partners was present in person for a portion of the meeting and by telephone for a portion of the meeting. Also present from Personalis were John West, Carol Tillis, Richard Chen, and Christian Haudenschild. Others present were James C. Kitch of Cooley LLP and

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Alex de Winter of Mohr Davidow Ventures. *See* July 18, 2012 Meeting Minutes, EX2073, at page 1.

35. I was the chairman of the meeting. *See* July 18, 2012 Meeting Minutes, EX2073, at page 3.

36. The Minutes of the Meeting state that "[m]embers of management reported on, and discussed with those present, progress in the development of the Company's business, planning for 2012 and 2013, recent financial performance compared to the original plan and preliminary strategy for the Company's next financing." *See* July 18, 2012 Meeting Minutes, EX2073, at page 1. Mr. West gave his CEO Overview presentation during the meeting. Dr. Chen gave his R&D Update presentation during the meeting.

E. <u>Summary of the September 5, 2012 Personalis Board of Director Meeting</u>

37. Exhibit 2087 appears to be a true and correct copy of the Minutes of the Meeting of the Board of Directors of Personalis, Inc. held on September 5, 2012.

38. The September 5, 2012 Board of Director Meeting took place at 9:00am at the company office of Personalis located at 1350 Willow Road, Suite 202, Menlo Park, CA. *See* September 5, 2012 Meeting Minutes, EX2087, at page 1.

39. I was present at the meeting along with Chris Schaepe of Lightspeed Venture Partners and Rowan Chapman of Mohr Davidow Ventures. Euan Ashley was present. Also present from Personalis were John West, Carol Tillis, and

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Christian Haudenschild. Others present were Robin Bennett of Cooley LLP and Alex de Winter of Mohr Davidow Ventures. Jon Feiber of Mohr Davidow Ventures attended part of the meeting. *See* September 5, 2012 Meeting Minutes, EX2087, at page 1. Richard Chen also attended the meeting. *See id.* at page 2.

40. I was the chairman of the meeting. *See* September 5, 2012 Meeting Minutes, EX2087, at page 2.

41. The Minutes of the Meeting state that "[m]embers of management reported on, and discussed with those present, progress in the development of the Company's business, recent financial performance compared to the original plan and preliminary strategy for the Company's next financing." *See* September 5, 2012 Meeting Minutes, EX2087, at page 1. Mr. West gave his CEO Overview presentation during the meeting. Dr. Chen gave his R&D Update presentation during the meeting.

F. <u>Summary of the November 1, 2012 Personalis Board of Director Meeting</u>

42. Exhibit 2111 appears to be a true and correct copy of all three pages of the Minutes of the Meeting of the Board of Directors of Personalis, Inc. held on November 1, 2012. However, Exhibit 2111 does not include Exhibit A to the Minutes of the Meeting (which consists of a single page) because Exhibit A solely describes the confidential grant of Personalis stock options to certain employees of Personalis and an advisor of Personalis.

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43. The November 1, 2012 Board of Director Meeting took place at 9:00am at the company office of Personalis located at 1350 Willow Road, Suite 202, Menlo Park, CA. *See* November 1, 2012 Meeting Minutes, EX2111, at page 1.

44. I was present at the meeting along with Chris Schaepe of Lightspeed Venture Partners. Also present from Personalis were John West, Carol Tillis, Richard Chen, and Christian Haudenschild. Others present were Jim Kitch of Cooley LLP, Alex de Winter of Mohr Davidow Ventures, and Jon Feiber of Mohr Davidow Ventures. *See* November 1, 2012 Meeting Minutes, EX2111, at page 1.

45. I was the chairman of the meeting. *See* November 1, 2012 Meeting Minutes, EX2111, at page 3.

46. The Minutes of the Meeting state that "Mr. West provided an overview of the condition, position and prospects of the Company." *See* November 1, 2012 Meeting Minutes, EX2111, at page 2.

G. Summary of the December 14, 2012 Personalis Board of Director Meeting

47. Exhibit 2107 appears to be a true and correct copy of all three pages of the Minutes of the Meeting of the Board of Directors of Personalis, Inc. held on December 14, 2012. However, Exhibit 2107 does not include Exhibit A to the Minutes of the Meeting (which consists of a single page) because Exhibit A solely describes the confidential grant of Personalis stock options to certain new employees of Personalis.

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48. The December 14, 2012 Board of Director Meeting took place at 8:00am at the company office of Personalis located at 1350 Willow Road, Suite 202, Menlo Park, CA. *See* December 14, 2012 Meeting Minutes, EX2107, at page 1.

49. I was present at the meeting along with Jon Feiber of Mohr Davidow Ventures. Also present from Personalis were John West, Carol Tillis, Richard Chen, and Christian Haudenschild. Jim Kitch of Cooley LLP was present as well. *See* December 14, 2012 Meeting Minutes, EX2107, at page 1.

50. I was the chairman of the meeting. *See* December 14, 2012 Meeting Minutes, EX2107, at page 3.

51. The Minutes of the Meeting state that "a review of the Company's business that included discussion of the Company's product plans, prospective customers, early financial planning for 2013 and the state of the markets being targeted by the Company." *See* December 14, 2012 Meeting Minutes, EX2107, at page 2. Mr. West gave his CEO Overview presentation during the meeting. Dr. Chen gave his R&D Update presentation during the meeting.

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III. CERTIFICATION

52. I declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code.

Dated: 10/4/2023 By: DocuSigned by: CC66E86A5E18450...

Jonathan MacQuitty, Ph.D.

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