

**MINUTES OF A MEETING OF
THE BOARD OF DIRECTORS OF
PERSONALIS, INC.**

Date: June 12, 2012

Time: 1:30 p.m. to 3:45 p.m. (Pacific Time)

Place: The offices of the Company at
530 Lytton Avenue, Palo Alto, California

Directors Present: Jonathan MacQuitty
John West
Chris Schaepe
Rowan Chapman

Founders Present: None

Directors Absent: None

Others Present: Carol Tillis
Richard Chen
Christian Haudenschild
James C. Kitch, Cooley LLP
Alex de Winter, Mohr Davidow Ventures

CALL TO ORDER

Mr. MacQuitty presided as chairman of the meeting and Mr. Kitch served as secretary of the meeting. Mr. MacQuitty called the meeting to order and announced that a quorum of the directors was present and that the meeting, having been duly convened, was ready to proceed with business.

BUSINESS UPDATE

Members of management reported on, and discussed with those present, progress in the development of the 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.

ACTION ITEMS

Election of Director. The directors accepted the resignation of Sue Siegel from the Board and, at the request of Mohr Davidow, elected Rowan Chapman to the resulting vacancy.

Minutes. After review, the directors approved the minutes of the Board's meeting on May 8, 2012.

Options. The Board then discussed proposed stock option grants to be made from the Company's 2011 Equity Incentive Plan. After discussion, upon motion duly made, seconded and unanimously carried, the following resolutions were adopted:

RESOLVED, that the stock option grants under the Company's 2011 Equity Incentive Plan (the "Plan") to the individuals identified in Exhibit A be, and they hereby are, approved;

RESOLVED FURTHER, that such stock option grants shall have a term of ten (10) years, shall vest and have such other rights as are set forth on Exhibit A, shall in other respects be evidenced by and be subject to the terms and conditions set forth in the Company's standard form of stock option grant and shall have a per share exercise price equal to eleven cents (\$0.11);

RESOLVED FURTHER, that the Board hereby determines, after consideration of all relevant factors, including an independent appraisal, that the fair market value of the Common Stock of the Company as of the date hereof is equal to eleven cents (\$0.11) per share;

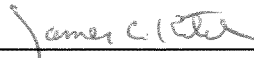
RESOLVED FURTHER, that the officers of the Company are hereby authorized to execute such further documents and take such further actions as are necessary to implement the foregoing.

Equipment Purchase. Based on management's presentation during the Business Update, the Board approved (a) the expenditure of up to \$240,000 for the purchase of computing and storage equipment and (b) the expenditure of up to \$620,000 on the purchase of sequencing equipment.

ADJOURNMENT

There being no further business to come before the meeting, following a brief executive session of the non-management directors, the meeting was duly adjourned at 3:45 p.m.

RESPECTFULLY SUBMITTED,



James C. Kitch
Secretary of the Meeting

APPROVED:



Jonathan MacQuitty
Chairman of the Meeting