

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

Date: December 14, 2012

Time: 8:00 a.m. (Pacific Time)

Place: The offices of the Company at
1350 Willow Road, Suite 202, Menlo Park, California

Directors Present: Jonathan MacQuitty
John Feiber
John West

Founders Present: None

Directors Absent: Chris Schaepe

Others Present: Carol Tillis
Richard Chen
Christian Haudenschild
Jim Kitch, Cooley LLP

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.

COMPENSATION REVIEW

Mr. West and Ms. Tillis reviewed and discussed with the directors the compensation matrix defining the authority of the Compensation Committee and the Board, potential 2012 bonuses, compensation plans for 2013, and proposed stock option grants.

ACTION ITEMS

Ms. Tillis left the meeting and the directors further discussed compensation plans, including the proposed option grants to be made from the Company's 2011 Equity Incentive Plan. After this 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.

Continuing in executive session, the directors approved the minutes of the November 1, 2012, Board meeting, as submitted.

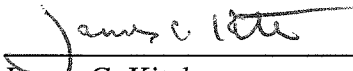
BUSINESS REVIEW

Ms. Tillis and Messrs. Chen and Haudenschild then joined the meeting to participate in 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. Questions were asked and answered.

ADJOURNMENT

There being no further business to come before the meeting, the meeting was duly adjourned at 10:00 a.m.

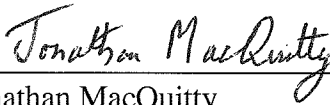
RESPECTFULLY SUBMITTED,



James C. Kitch

Secretary of the Meeting

APPROVED:



Jonathan MacQuitty

Chairman of the Meeting