

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

Date: November 1, 2012

Time: 9:00 a.m. (Pacific Time)

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

Directors Present: Jonathan MacQuitty
John West
Chris Schaepe

Founders Present: None

Directors Absent: None

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

EXECUTIVE SESSION

Meeting in executive session, the directors addressed the following matters:

1. After noting that Rowan Chapman had resigned from the Board and that Mohr Davidow Ventures had requested that Mr. Feiber be appointed to fill the resulting vacancy, the directors voted to appoint Mr. Feiber to the Board. The directors also appointed Mr. Feiber to the Compensation Committee and as chair of that committee.

2. Mr. West discussed with the directors the Company's current planning for a Series B Preferred stock financing.
3. On the recommendation of Ms. Tillis, the directors authorized the establishment of the Personalis Qualified Retirement Plan, a 401K Plan, with PayChex as the vendor and with David Hope as an independent investment advisor. The directors designated Ms. Tillis to act as the Plan Administrator and Trustee and authorized management to certify to the adoption at this meeting of such formal resolutions as may be reasonably requested by PayChex in connection with establishment of the Plan.
4. After discussion, the directors approved the purchase of an additional MiSeq instrument at a cost of \$110,000, plus taxes, shipping and installation.
5. After reviewing planned executive recruiting, the directors authorized management to engage search firms to recruit up to three sales or marketing executives at a cost of up to \$240,000 in aggregate retained search fees.

Messrs. Chen and Haudenschild then joined the meeting.

BUSINESS REVIEW

Mr. West provided an overview of the condition, position and prospects of the Company. Mr. Haudenschild reported on current laboratory operations and potential customers for the Company's products and services. Following a general discussion of the Company's business, Messrs. Chen and Haudenschild left the meeting.

OTHER ACTION ITEMS

Continuing in executive session, the directors approved the minutes of the September 5, 2012, Board meeting, as submitted.

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;

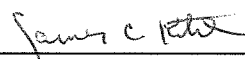
RESOLVED FURTHER, that the officers of the Company are hereby authorized to execute such further documents and take such further actions as are necessary to implement the foregoing.

Finally, the directors formally empowered the Compensation Committee to either (a) recommend stock option grants and other awards under the Plan to the full Board for action by the Board or (b) make such grants and awards directly.

ADJOURNMENT

There being no further business to come before the meeting, the meeting was duly adjourned at 11:15 a.m.

RESPECTFULLY SUBMITTED,



James C. Kitch
Secretary of the Meeting

APPROVED:



Jonathan MacQuitty
Chairman of the Meeting