

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

Date: May 8, 2012

Time: 1:00 p.m. to 3:30 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

Founders Present: None

Directors Absent: Sue Siegel

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 products and services to be marketed by the Company, recent financial results, the location and proposed leasing terms for the Company's new facility and a general review of business activities within the Company, including plans for a sequencing project the expense for which requires Board approval under the Company's policies.

ACTION ITEMS

Minutes. After review, the directors approved the minutes of the Board's meeting on April 20, 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.

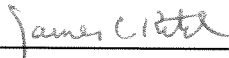
New Facility Lease. The Board approved a proposed lease agreement with Prologis pertaining to approximately 12,000 square feet of space at 1350 Willow Road in Menlo Park for 39 months at an average monthly cost of approximately \$30,000 and authorized management to negotiate and execute a definitive lease agreement with Prologis substantially on the terms and conditions presented at this meeting.

Genome Sequencing Project. The Board approved the expenditure of up to \$157,000 with vendors providing services to the Company for the genome sequencing project described at this meeting.

ADJOURNMENT

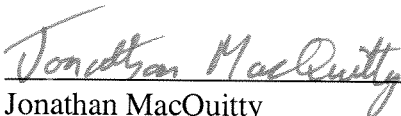
There being no further business to come before the meeting, the meeting was duly adjourned at 3:30 p.m.

RESPECTFULLY SUBMITTED,



James C. Kitch
Secretary of the Meeting

APPROVED:



Jonathan MacQuitty
Chairman of the Meeting