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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

**Personalis, Inc.**

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(Name of Issuer)

**Common Stock, \$0.0001 par value per share**

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(Title of Class of Securities)

**71535D106**

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(CUSIP Number)

**12/19/2024**

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(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)
- 

SCHEDULE 13G

**CUSIP No.** 71535D106

Names of Reporting Persons

1

Merck & Co., Inc.

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3

Sec Use Only

Citizenship or Place of Organization

4

NEW JERSEY

Number of Shares 5 Sole Voting Power

Beneficially Owned by Each Reporting Person With: 0.00  
Shared Voting Power  
6  
14,044,943.00  
Sole Dispositive Power  
7  
0.00  
Shared Dispositive Power  
8  
14,044,943.00

9 Aggregate Amount Beneficially Owned by Each Reporting Person

14,044,943.00

10 Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

11 Percent of class represented by amount in row (9)

16.5 %

12 Type of Reporting Person (See Instructions)

HC, CO

## SCHEDULE 13G

**CUSIP No.** 71535D106

1 Names of Reporting Persons

Merck Sharp & Dohme LLC

2 Check the appropriate box if a member of a Group (see instructions)

(a)

(b)

3 Sec Use Only

4 Citizenship or Place of Organization

NEW JERSEY

Sole Voting Power

5  
0.00

Number of Shares Beneficially Owned by Each Reporting Person With: 6  
Shared Voting Power

14,044,943.00

Sole Dispositive Power

7  
0.00

Shared Dispositive Power

8  
14,044,943.00

14,044,943.00

9 Aggregate Amount Beneficially Owned by Each Reporting Person

14,044,943.00

10 Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

11 Percent of class represented by amount in row (9)

16.5 %

Type of Reporting Person (See Instructions)

12

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## SCHEDULE 13G

### Item 1.

Name of issuer:

(a)

Personalis, Inc.

Address of issuer's principal executive offices:

(b)

6600 Dumbarton Circle, Fremont, CA, 94555

### Item 2.

Name of person filing:

(a)

This Schedule 13G is being filed on behalf of the following: i. Merck & Co., Inc. ("Merck"); and ii. Merck Sharp & Dohme LLC ("MSD"), which is a wholly owned subsidiary of Merck. Merck and MSD are collectively referred to in this Schedule 13G as the "Reporting Persons." The Reporting Persons have entered into a Joint Filing Agreement, a copy of which is filed with this Schedule 13G as Exhibit 99.1, pursuant to which the Reporting Persons have agreed to file this Schedule 13G jointly in accordance with the provisions of Rule 13d-1(k)(1) of the Securities Exchange Act of 1934, as amended.

Address or principal business office or, if none, residence:

(b)

i. The address of the principal business office for Merck is: 126 East Lincoln Avenue, Rahway, NJ 07065. ii. The address of the principal business office of MSD is: 126 East Lincoln Avenue, Rahway, NJ 07065.

Citizenship:

(c)

i. Merck is a New Jersey corporation. ii. MSD is a New Jersey limited liability company.

Title of class of securities:

(d)

Common Stock, \$0.0001 par value per share

CUSIP No.:

(e)

71535D106

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

(a)

Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);

(b)

Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);

(c)

Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);

(d)

Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);

(e)

An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);

(f)

An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);

(g)

A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);

(h)

A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

(i)

A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);

(j)

A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

(k)

Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

### Item 4. Ownership

Amount beneficially owned:

(a)

14,044,943

(b)

Percent of class:

The ownership percentage of each Reporting Person has been calculated based on 85,064,280 Shares outstanding, reflecting (a) the 71,019,877 Shares issued and outstanding as of December 17, 2024, plus (b) the 14,044,943 Shares reported on this statement. 16.5 %

- (c) Number of shares as to which the person has:
- (i) Sole power to vote or to direct the vote:  
0
  - (ii) Shared power to vote or to direct the vote:  
14,044,943
  - (iii) Sole power to dispose or to direct the disposition of:  
0
  - (iv) Shared power to dispose or to direct the disposition of:  
14,044,943

Item 5. Ownership of 5 Percent or Less of a Class.

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.  
Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

If a parent holding company has filed this schedule, pursuant to Rule 13d-1(b)(ii)(G), so indicate under Item 3(g) and attach an exhibit stating the identity and the Item 3 classification of the relevant subsidiary. If a parent holding company has filed this schedule pursuant to Rule 13d-1(c) or Rule 13d-1(d), attach an exhibit stating the identification of the relevant subsidiary.

The reported securities are owned directly by MSD, which is a wholly owned subsidiary of Merck. Merck is an indirect beneficial owner of the reported securities.

Item 8. Identification and Classification of Members of the Group.  
Not Applicable

Item 9. Notice of Dissolution of Group.  
Not Applicable

Item 10. Certifications:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under ?? 240.14a-11.

#### SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Merck & Co., Inc.

Signature: /s/ Kelly Grez  
Name/Title: Kelly Grez/Corporate Secretary  
Date: 12/23/2024

Merck Sharp & Dohme LLC

Signature: /s/ Jon Filderman  
Name/Title: Jon Filderman/Vice President  
Date: 12/23/2024



**Joint Filing Agreement Pursuant to Rule 13d-1**

This agreement is made pursuant to Rule 13d-1(k)(1) under the Securities and Exchange Act of 1934, as amended (the “Act”) by and among the parties listed below, each referenced to herein as a “Joint Filer.” The Joint Filers agree that a statement of beneficial ownership as required by Sections 13(g) or 13(d) of the Act and the Rules thereunder may be filed on each of their behalf on Schedule 13G or Schedule 13D, as appropriate, and that said joint filing may thereafter be amended by further joint filings. The Joint Filers state that they each satisfy the requirements for making a joint filing under Rule 13d-1.

Dated: December 23, 2024

**MERCK & CO., INC.**

/s/ Kelly Grez

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Name: Kelly Grez

Title: Corporate Secretary

**MERCK SHARP & DOHME LLC**

/s/ Jon Filderman

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Name: Jon Filderman

Title: Vice President

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