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January 4, 2024

**VIA EDGAR**

U.S. Securities and Exchange Commission  
Division of Corporation Finance  
Office of Industrial Applications and Services  
100 F Street, N.E.  
Washington, D.C. 20549  
Attn: J. Conlon Danberg

RE: **Personalis, Inc.**  
**Registration Statement on Form S-3**  
**Filed December 21, 2023**  
**File No. 333-276204**

Ladies and Gentlemen:

On behalf of Personalis, Inc. (the "**Company**"), we are providing this letter pursuant to our oral conversations with the staff of the U.S. Securities and Exchange Commission's Division of Corporation Finance (the "**Staff**") on December 29, 2023 and January 3, 2024 with respect to the Company's Registration Statement on Form S-3 (File No. 333-276204), filed on December 21, 2023 (the "**Registration Statement**").

The table below sets forth the aggregate market value of shares of the Company's outstanding common stock held by non-affiliates of the Company as of December 21, 2023, calculated in accordance with General Instruction I.B.1 of Form S-3. Other than the Company's directors and executive officers, the Company has no other "affiliates" as that term is defined in Rule 405 under the Securities Act of 1933, as amended.

Shares Outstanding	50,182,691
Shares Issued and Beneficially Owned by Affiliates	381,133
Shares Outstanding Held by Non-Affiliates	49,801,558
Closing Price on November 27, 2023	\$ 1.80
Public Float	<u>\$89,642,804</u>

Pursuant to the above, the Company is eligible to offer securities under the Registration Statement pursuant to General Instruction I.B.1 of Form S-3.

We request that the Staff contact Laura Berezin or Asa Henin of Cooley LLP, outside counsel to the Company, at (206) 452-8775 or (858) 550-6104, with any questions or comments regarding this letter.

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Sincerely,

Cooley LLP

By: /s/ Laura Berezin

Laura Berezin

cc: Christopher Hall, Personalis, Inc.  
Aaron Tachibana, Personalis, Inc.  
Stephen Moore, Personalis, Inc.  
Asa Henin, Cooley LLP