1. Title of Derivative

3. Transaction Date

2. Conversion

3A. Deemed Execution Date,

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Ω	JR AP	PROV	ΔI

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person* (Check all applicable) Personalis, Inc. [PSNL] Ninth MDV Partners, L.L.C. X 10% Owner Director Other (specify below) Officer (give title below) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 06/24/2019 777 MARINERS ISLAND BOULEVARD SUITE 550 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) Form filed by One Reporting Person SAN MATEO 94404 CA Form filed by More than One Reporting Person (City) (State) (Zip)

Table I - No	on-Derivative S	Securities Acc	luired	, Dis	posed of, o	r Bene	ficially	Owned		
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (I 8)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) Secur Benef Owner Repor			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	06/24/2019		С		2,288,805	A	(1)	2,288,805	I	See Footnote ⁽²⁾
Common Stock	06/24/2019		С		107,812	A	(1)	2,396,617	I	See Footnote ⁽²⁾
Common Stock	06/24/2019		С		61,592	A	(1)	2,458,209	I	See Footnote ⁽²⁾
Common Stock	06/24/2019		С		18,739	A	(1)	18,739	I	See Footnote ⁽³⁾
Common Stock	06/24/2019		С		882	A	(1)	19,621	I	See Footnote ⁽³⁾
Common Stock	06/24/2019		С		504	A	(1)	20,125	I	See Footnote ⁽³⁾
Common Stock	06/24/2019		С		127,504	A	(1)	127,504	I	See Footnote ⁽⁴⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

6. Date Exercisable and Expiration Date

7. Title and Amount of Securities Underlying

8. Price of Derivative

9. Number of derivative

10. 11. Nature Ownership of Indirect

5. Number of Derivative

Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Year)	if any (Month/Day/Year)	Code (8)	(Instr.	Acq or D	urities uired (A) bisposed of (Instr. 3, 4 5)	(Month/Day/\	rear)	Derivative Security (Instr. 3 and 4)		(Instr. 5)	Securities Beneficially Owned Following Reported Transaction(s)	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Series A Convertible Preferred Stock	(1)	06/24/2019		С			2,288,805	(1)	(1)	Common Stock	2,288,805	\$0.00	0	I	See Footnote ⁽²⁾
Series A Convertible Preferred Stock	(1)	06/24/2019		С			18,739	(1)	(1)	Common Stock	18,739	\$0.00	0	I	See Footnote ⁽³⁾
Series B Convertible Preferred Stock	(1)	06/24/2019		С			107,812	(1)	(1)	Common Stock	107,812	\$0.00	0	I	See Footnote ⁽²⁾
Series B Convertible Preferred Stock	(1)	06/24/2019		С			882	(1)	(1)	Common Stock	882	\$0.00	0	I	See Footnote ⁽³⁾
Series C Convertible Preferred Stock	(1)	06/24/2019		С			61,592	(1)	(1)	Common Stock	61,592	\$0.00	0	I	See Footnote ⁽²⁾
Series C Convertible Preferred Stock	(1)	06/24/2019		С			504	(1)	(1)	Common Stock	504	\$0.00	0	I	See Footnote ⁽³⁾

Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)
Series C Convertible Preferred Stock	(1)	06/24/2019		С			127,504	(1)	(1)	Common Stock	127,504	\$0.00	0
		Reporting Person*											
(Last) 777 MAI SUITE 5		(First) LAND BOULEV	(Middle)										
(Street)	TEO .	CA	94404										
(City)		(State)	(Zip)										
1. Name ar		Reporting Person*											
(Last)	RINERS ISI	(First) LAND BOULEV	(Middle) /ARD										
SUITE 5 (Street)	50												
SUITE 5	50	CA											
SUITE 5 (Street) SAN MA	TEO	(State)	(Zip)			_							
SUITE 5 (Street) SAN MA (City) 1. Name ar	TEO	(State)	(Zip)			_							
(Street) SAN MA (City) 1. Name ar MDV F (Last)	TEO Id Address of ENF IX L	(State)	(Middle)			_							
(City) 1. Name ar MDV F (Last) 777 MAI	TEO ad Address of ENF IX L RINERS ISI	(State) Reporting Person* P (First)	(Middle)										
(City) 1. Name ar MDV F (Last) 777 MAI SUITE 5	TEO ad Address of ENF IX L RINERS ISI	(State) Reporting Person* P (First) LAND BOULE)	(Middle) /ARD										
(City) 1. Name ar MDV F (Last) 777 MAI SUITE 5 (Street) SAN MA (City)	TEO Address of ENF IX L RINERS ISI TEO	(State) Reporting Person* P (First) LAND BOULEV CA (State) Reporting Person*	(Middle) /ARD 94404										
(City) 1. Name ar MDV F (Last) 777 MAI SUITE 5 (Street) SAN MA (City) 1. Name ar FEIBE	TEO Address of ENF IX L RINERS ISI Address of R JONAT	(State) Reporting Person* P (First) LAND BOULEV CA (State) Reporting Person*	(Middle) /ARD 94404 (Zip) (Middle)										
(City) 1. Name ar MDV F (Last) 777 MAI SUITE 5 (Street) SAN MA (City) 1. Name ar FEIBED (Last) 777 MAI	TEO Address of ENF IX L RINERS ISI Address of R JONAT RINERS ISI 50	(State) Reporting Person* P (First) LAND BOULEV CA (State) Reporting Person* HAN D (First)	(Middle) /ARD 94404 (Zip) (Middle)										

(First)

CA

(State)

777 MARINERS ISLAND BOULEVARD

SUITE 550

(Street)
SAN MATEO

(City)

(Middle)

94404

(Zip)

10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) 11. Nature of Indirect Beneficial Ownership (Instr. 4)

See Footnote⁽⁴⁾

Explanation of Responses:

- 1. The Series A Convertible Preferred Stock, Series B Convertible Preferred Stock and Series C Convertible Preferred Stock automatically converted into Common Stock on a 1-for-1 basis immediately upon the closing of the Issuer's initial public offering and have no expiration date.
- 2. These shares are held directly by MDV IX, L.P. ("MDV IX"). Ninth MDV Partners, L.L.C. ("Ninth MDV") is the general partner of MDV IX. Jonathan Feiber and William Ericson are the managing members of Ninth MDV and either are deemed to have sole voting and dispositive power with respect to the shares held by MDV IX. Each disclaims beneficial ownership of these securities except to the extent of his or its respective pecuniary interest therein.
- 3. These shares are held directly by MDV ENF IX, L.P. ("ENF IX"). Ninth MDV is the general partner of ENF IX. Jonathan Feiber and William Ericson are the managing members of Ninth MDV and either are deemed to have sole voting and dispositive power with respect to the shares held by ENF IX. Each disclaims beneficial ownership of these securities except to the extent of his or its respective pecuniary interest therein.
- 4. These shares are held directly by MDV IX, L.P., as nominee for MDV IX, L.P. and MDV ENF IX, L.P. ("IX Funds"). Ninth MDV is the general partner of IX Funds. Jonathan Feiber and William Ericson are the managing members of Ninth MDV and either are deemed to have sole voting and dispositive power with respect to the shares held by IX Funds. Each disclaims beneficial ownership of these securities except to the extent of his or its respective pecuniary interest therein.

Remarks:

/s/ Ninth MDV Partners, L.L.C., 06/26/2019 By: Brett Teele, Authorized **Signatory** /s/ MDV IX, L.P., By: Ninth MDV Partners, L.L.C., its 06/26/2019 General Partner, By: Brett Teele, **Authorized Signatory** /s<u>/ MDV ENF IX, L.P., By:</u> Ninth MDV Partners, L.L.C., its 06/26/2019 General Partner, By: Brett Teele, **Authorized Signatory** /s/ Jonathan Feiber 06/26/2019 06/26/2019 /s/ William Ericson

Date

** Signature of Reporting Person

 $Reminder: Report \ on \ a \ separate \ line \ for \ each \ class \ of \ securities \ beneficially \ owned \ directly \ or \ indirectly.$

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.