The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

UNI	TED STATES SECURITIES A Washington, FORI Notice of Exempt Of	D.C. 20549 M D	AISSION OMB APPROVAL OMB 3235- Number: 0076 Estimated average burden hours per 4.00 response:
1. Issuer's Identity			
CIK (Filer ID Nun	ıber) Previous X Names	None	Entity Type
<u>0001699031</u>			X Corporation
Name of Issue	r		Limited Partnership
Grail, Inc.			Limited Liability Company
Jurisdiction of Incorporation/Organ			General Partnership
DELAWARE			Business Trust Other (Specify)
Year of Incorporat	ion/Organization		Other (Specify)
Over Five Years Ago			
X Within Last Five Years (S Yet to Be Formed	pecify Year) 2015		
2. Principal Place of Business	and Contact Information		
Name o Grail, Inc.	of Issuer		
	ddress 1	Stree	t Address 2
1525 O'BRIEN DRIVE	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
City MENLO PARK	0	94025	650-771-9796
3. Related Persons			
Last Name	First N	Name	Middle Name
Huber	Jeffrey	Т.	
Street Address 1	Street Ac	ldress 2	
c/o Grail, Inc.	1525 O'Brien Drive		
City Menlo Park	State/Provin CALIFORNIA	ce/Country 94025	ZIP/PostalCode
	Officer X Director Promoter	94025	
Clarification of Response (if	Necessary):		
Last Name	First N	Name	Middle Name
Nelsen	Robert	Т.	

INCISCII		Robert	1.	
Stree	et Address 1	Street Address 2		
c/o Grail, Inc.		1525 O'Brien Drive		
	City	State/Province/Country		ZIP/PostalCode
Menlo Park		CALIFORNIA	94025	
Relationship :	Executive Officer X	Director Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Rastetter	William	
Street Address 1	Street Address 2	
c/o Grail, Inc.	1525 O'Brien Drive	
City Marla Dark	State/Province/Country	ZIP/PostalCode
Menlo Park	CALIFORNIA V Director	94025
Relationship: X Executive Officer	X Director Promoter	
Clarification of Response (if Necess	sary):	
Last Name	First Name	Middle Name
Klausner	Richard	
Street Address 1	Street Address 2	
c/o Grail, Inc.	1525 O'Brien Drive	
City	State/Province/Country	ZIP/PostalCode
Menlo Park	CALIFORNIA	94025
Relationship: Executive Officer	X Director Promoter	
Clarification of Response (if Necess	sary):	
Last Name	First Name	Middle Name
Baselga	Jose	
Street Address 1	Street Address 2	
c/o Grail, Inc.	1525 O'Brien Drive	
City	State/Province/Country	ZIP/PostalCode
Menlo Park Relationship: Executive Officer	CALIFORNIA	94025
Clarification of Response (if Necess		
Last Name	First Name	Middle Name
Foster-Cheek	Kaye	
Street Address 1	Street Address 2	
c/o Grail, Inc.	1525 O'Brien Drive	
City	State/Province/Country	ZIP/PostalCode
Menlo Park	CALIFORNIA	94025
Relationship: Executive Officer	X Director Promoter	
Clarification of Response (if Necess	sary):	
Last Name	First Name	Middle Name
Byers	Brook	
Street Address 1	Street Address 2	
c/o Grail, Inc.	1525 O'Brien Drive	
City	State/Province/Country	ZIP/PostalCode
Menlo Park	CALIFORNIA	94025
Relationship: Executive Officer	X Director Promoter	
Clarification of Response (if Necess	sary):	
Last Name	First Name	Middle Name
Friedman	Catherine	
Street Address 1	Street Address 2	
c/o Grail, Inc.	1525 O'Brien Drive	
City	State/Province/Country	ZIP/PostalCode
Menlo Park	CALIFORNIA	94025

Relationship: Executive Officer X Director Promoter

Clarification of Response (if Necessary):

\mathbf{L}	ast Name	First Name		Middle Name
Cui		Min		
Stree	et Address 1	Street Address 2		
c/o Grail, Inc.		1525 O'Brien Drive		
	City	State/Province/Country		ZIP/PostalCode
Menlo Park		CALIFORNIA	94025	
Relationship:	Executive Officer 2	X Director Promoter		

Clarification of Response (if Necessary):

4. Industry Group

Agriculture		Health Care	Retailing
Banking & Financial	l Services	X Biotechnology	Restaurants
Commercial Bank	ing	Health Insurance	Technology
Insurance		Hospitals & Physicians	Computers
Investing		Pharmaceuticals	Telecommunications
Investment Bankir	-		
Pooled Investment		Other Health Care	Other Technology
Is the issuer register an investment com		Manufacturing	Travel
the Investment Co	1 0	Real Estate	Airlines & Airports
Act of 1940?	1 5	Commercial	Lodging & Conventions
Yes	No	Construction	Tourism & Travel Services
Other Banking & I	Financial Services	REITS & Finance	Other Travel
Business Services		Residential	Other
Energy		Other Real Estate	
Coal Mining			
Electric Utilities			
Energy Conservati	ion		
Environmental Ser	rvices		
Oil & Gas			
Other Energy			
5. Issuer Size			
Revenue Range	OR	1	Aggregate Net Asset Value Range
NUD			

	Revenue Range	UN	Aggregate Net Asset value Kange
	No Revenues		No Aggregate Net Asset Value
	\$1 - \$1,000,000		\$1 - \$5,000,000
	\$1,000,001 - \$5,000,000		\$5,000,001 - \$25,000,000
	\$5,000,001 - \$25,000,000		\$25,000,001 - \$50,000,000
	\$25,000,001 - \$100,000,000		\$50,000,001 - \$100,000,000
	Over \$100,000,000		Over \$100,000,000
Х	Decline to Disclose		Decline to Disclose
	Not Applicable		Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

Rule 504(b)(1) (not (i), (ii) or (iii))

Investment Company Act Section 3(c)

Rule 504 (b)(1)(i) Rule 504 (b)(1)(ii)	Section 3(c)(1) Section 3(c)(2)	Section 3(c)(9) Section 3(c)(10)	
Rule 504 (b)(1)(iii)	Section 3(c)(3)	Section 3(c)(11)	
Rule 506(b) X Rule 506(c)	Section 3(c)(4)	Section 3(c)(12)	
Securities Act Section 4(a)(5)	Section 3(c)(5)	Section 3(c)(13)	
	Section 3(c)(6)	Section 3(c)(14)	
	Section 3(c)(7)		
7. Type of Filing			
New Notice Date of First Sale 2017-02-28 First X Amendment	st Sale Yet to Occur		
8. Duration of Offering			
Does the Issuer intend this offering to last more than	one year? Yes X No		
9. Type(s) of Securities Offered (select all that apply))		
X Equity		nvestment Fund Interests	
Debt		n-Common Securities	
Option, Warrant or Other Right to Acquire Anothe Security to be Acquired Upon Exercise of Option, Other Right to Acquire Security	5	Property Securities escribe)	
10. Business Combination Transaction			
Is this offering being made in connection with a busi a merger, acquisition or exchange offer?	ness combination transa	action, such as Yes X No	
Clarification of Response (if Necessary):			
A small percentage of shares in the offering were issu	ued following the initial	closing in connection with a	n acquisition transaction.
11. Minimum Investment			
Minimum investment accepted from any outside inv	estor \$0 USD		
12. Sales Compensation			
Recipient	Recipient CRD	Number None	
Goldman, Sachs & Co.	361		
(Associated) Broker or Dealer X None		oker or Dealer CRD Number	X None
None Street Address 1	None	Street Address 2	
200 West Street		Street Address 2	
City	State/Province/C	ountry	ZIP/Postal Code
New York	NEW YORK		10282-2198
State(s) of Solicitation (select all that apply) Check "All States" or check individual States	States X Foreign/non-V	JS	
ARKANSAS			
ILLINOIS			
UTAH			

NEW YORK CONNECTICUT MINNESOTA CALIFORNIA

WASHINGTON
NEW JERSEY
VIRGINIA
TEXAS
FLORIDA
MARYLAND
MASSACHUSETTS

13. Offering and Sales Amounts

Total Offering AmountUSDor X IndefiniteTotal Amount Sold\$1,211,655,039USDTotal Remaining to be SoldUSDor X Indefinite

Clarification of Response (if Necessary):

14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering. Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions	\$2,166,721 USD	X Estimate
Finders' Fees	\$0 USD	Estimate

Clarification of Response (if Necessary):

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$0 USD Estimate

Clarification of Response (if Necessary):

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment

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Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

• Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
Grail, Inc.	Ken Drazan	Ken Drazan	President	2017-11-22

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.

* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.