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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM D

Notice of Exempt Offering of Securities

OMB APPROVAL

OMB Number: 3235-0076

Estimated average burden

hours per response: 4.00

1. Issuer's Identity

CIK (Filer ID Number)	Previous Names	X None	Entity Type
0001699031			X Corporation
Name of Issuer			Limited Partnership
Grail, Inc.			Limited Liability Company
Jurisdiction of Incorporation/Organization			General Partnership
DELAWARE			Business Trust
Year of Incorporation/Organization			Other (Specify)
Over Five Years Ago			
X Within Last Five Years (Specify Year) 2015			
Yet to Be Formed			

2. Principal Place of Business and Contact Information

Name of Issuer			
Grail, Inc.			
Street Address 1	Street Address 2		
1525 O'BRIEN DRIVE			
City	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
MENLO PARK	CALIFORNIA	94025	650-771-9796

3. Related Persons

Last Name	First Name	Middle Name
Huber	Jeffrey	T.
Street Address 1	Street Address 2	ZIP/PostalCode
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
Nelsen	Robert	T.
Street Address 1	Street Address 2	ZIP/PostalCode
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	State/Province/Country	ZIP/PostalCode
Menlo Park	CALIFORNIA	94025
Relationship: X Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

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 Necessary):

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	CALIFORNIA	94025
Relationship: Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

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 Necessary):

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 Necessary):

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):

Last Name	First Name	Middle Name
Cui	Min	
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):

4. Industry Group

Agriculture	Health Care	Retailing
Banking & Financial Services	X Biotechnology	Restaurants
Commercial Banking	Health Insurance	Technology
Insurance	Hospitals & Physicians	Computers
Investing	Pharmaceuticals	Telecommunications
Investment Banking	Other Health Care	Other Technology
Pooled Investment Fund	Manufacturing	Travel
Is the issuer registered as an investment company under the Investment Company Act of 1940?	Real Estate	Airlines & Airports
Yes No	Commercial	Lodging & Conventions
Other Banking & Financial Services	Construction	Tourism & Travel Services
Business Services	REITS & Finance	Other Travel
Energy	Residential	Other
Coal Mining	Other Real Estate	
Electric Utilities		
Energy Conservation		
Environmental Services		
Oil & Gas		
Other Energy		

5. Issuer Size

Revenue Range	OR	Aggregate Net Asset Value Range
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
X 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)	Section 3(c)(1)	Section 3(c)(9)
Rule 504 (b)(1)(ii)	Section 3(c)(2)	Section 3(c)(10)
Rule 504 (b)(1)(iii)	Section 3(c)(3)	Section 3(c)(11)
Rule 506(b)	Section 3(c)(4)	Section 3(c)(12)
X Rule 506(c)	Section 3(c)(5)	Section 3(c)(13)
Securities Act Section 4(a)(5)	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 Sale Yet to Occur
X Amendment

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	Pooled Investment Fund Interests
Debt	Tenant-in-Common Securities
Option, Warrant or Other Right to Acquire Another Security	Mineral Property Securities
Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	Other (describe)

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? Yes X No

Clarification of Response (if Necessary):

A small percentage of shares in the offering were issued following the initial closing in connection with an acquisition transaction.

11. Minimum Investment

Minimum investment accepted from any outside investor \$0 USD

12. Sales Compensation

Recipient	Recipient CRD Number	None
Goldman, Sachs & Co.	361	
(Associated) Broker or Dealer X None	(Associated) Broker or Dealer CRD Number X None	
None	None	

Street Address 1

Street Address 2

200 West Street

City	State/Province/Country	ZIP/Postal Code
New York	NEW YORK	10282-2198

State(s) of Solicitation (select all that apply)
Check "All States" or check individual States All States X Foreign/non-US

ARKANSAS
ILLINOIS
UTAH
NEW YORK
CONNECTICUT
MINNESOTA
CALIFORNIA

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.
