

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>DING CHUN R</u> (Last) (First) (Middle) C/O CRCM LP 475 SANSOME STREET, SUITE 730 (Street) SAN FRANCISCO CA 94111 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>GRAIL, Inc. [GRAL]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 10/01/2024	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/01/2024		P		7,629	A	\$13.52 ⁽³⁾	3,503,655	I	See Footnotes ⁽¹⁾⁽²⁾
Common Stock	10/02/2024		P		20,000	A	\$13.37 ⁽⁴⁾	3,523,655	I	See Footnotes ⁽¹⁾⁽²⁾
Common Stock	10/03/2024		P		35,000	A	\$12.71 ⁽⁵⁾	3,558,655	I	See Footnotes ⁽¹⁾⁽²⁾
Common Stock	10/03/2024		J ⁽⁶⁾		70,000	A	\$12.57 ⁽⁷⁾	3,628,655	I	See Footnotes ⁽¹⁾⁽²⁾
Common Stock	10/09/2024		P		16,200	A	\$12.92 ⁽⁸⁾	3,644,855	I	See Footnotes ⁽¹⁾⁽²⁾

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

1. Title of 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) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- Securities are owned directly by funds (the "CRCM Funds") and separately managed accounts managed by CRCM LP, a Delaware limited partnership and a registered investment adviser with the U.S. Securities and Exchange Commission (the "Investment Manager"). The Reporting Person holds ownership interests in the CRCM Funds. The Reporting Person is the managing partner of the Investment Manager and may be deemed to have an indirect pecuniary interest in a percentage of the securities held by the CRCM Funds. The CRCM Funds and separately managed accounts hold directly in the aggregate 3,644,855 shares of common stock of the Issuer ("common stock"). The Reporting Person may be deemed to beneficially own a percentage of shares of common stock by virtue of his proportional interest in the CRCM Funds.
- The Reporting Person disclaims any beneficial ownership of any of the Issuer's securities reported herein, or otherwise, except as to securities representing the Reporting Person's proportional interest in the CRCM Funds, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of such other securities of the Issuer for purposes of Section 16 or for any other purpose.
- On October 1, 2024, the CRCM Funds acquired 7,629 shares of common stock in a series of transactions at prices ranging from \$13.25 to \$13.81 per share. The price reported in Column 4 is a weighted average price. The detailed breakdown of executed transactions will be furnished upon request.
- On October 2, 2024, the CRCM Funds acquired 20,000 shares of common stock in a series of transactions at prices ranging from \$13.10 to \$13.54 per share. The price reported in Column 4 is a weighted average price. The detailed breakdown of executed transactions will be furnished upon request.
- On October 3, 2024, the CRCM Funds acquired 35,000 shares of common stock in a series of transactions at prices ranging from \$12.57 to \$13.03 per share. The price reported in Column 4 is a weighted average price. The detailed breakdown of executed transactions will be furnished upon request.
- The shares of the common stock were contributed by a limited partner of a CRCM Fund to the CRCM Funds as an in-kind subscription for ownership interests in such fund.
- Represents the closing price per share of the common stock on the date on which the shares were contributed.
- On October 9, 2024, the CRCM Funds acquired 16,200 shares of common stock in a series of transactions at prices ranging from \$12.73 to \$13.14 per share. The price reported in Column 4 is a weighted average price. The detailed breakdown of executed transactions will be furnished upon request.

/s/ J. Matthew Mangan, as
attorney-in-fact for Chun R. 10/10/2024
Ding

** Signature of Reporting Person Date

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.