

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

1. Name and Address of Reporting Person* <u>Scott Randal W.</u>  (Last) (First) (Middle) C/O TALIS BIOMEDICAL CORPORATION 230 CONSTITUTION DRIVE  (Street) MENLO PARK CA 94025  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Talis Biomedical Corp [ TLIS ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 02/17/2021	
	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 <input type="checkbox"/> 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	02/17/2021		C		752,897	A	(1)	752,897	I	By Thinking Bench Capital, LLC <sup>(2)</sup>
Common Stock	02/17/2021		C		334,546	A	(3)	1,087,443	I	By Thinking Bench Capital, LLC <sup>(2)</sup>
Common Stock	02/17/2021		C		302,621	A	(4)	1,390,064	I	By Thinking Bench Capital, LLC <sup>(2)</sup>
Common Stock	02/17/2021		P		312,500	A	\$16	312,500	I	By OG Family Trust, u/d/t May 30, 2014 <sup>(5)</sup>

**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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series D-1 Preferred Stock	(1)	02/17/2021		C		1,076,643		(1)	(1)	Common Stock	752,897	\$0.00	0	I	By Thinking Bench Capital, LLC <sup>(2)</sup>
Series E-1 Preferred Stock	(3)	02/17/2021		C		478,402		(3)	(3)	Common Stock	334,546	\$0.00	0	I	By Thinking Bench Capital, LLC <sup>(2)</sup>
Series F-1 Preferred Stock	(4)	02/17/2021		C		432,749		(4)	(4)	Common Stock	302,621	\$0.00	0	I	By Thinking Bench Capital, LLC <sup>(2)</sup>

**Explanation of Responses:**

- Each share of Series D-1 Preferred Stock automatically converts on a 1-for-1.43 basis into Common Stock at any time at the holder's election and has no expiration date. At the closing of the Issuer's initial public offering, each share of Series D-1 Preferred stock converted into shares of Common Stock, for no additional consideration, at a rate of one share of Series D-1 Preferred Stock.
- The shares are held by Thinking Bench Capital, LLC, for which Dr. Scott is the manager. The OG Family Trust, u/d/t May 30, 2014 is the sole member of Thinking Bench Capital, LLC. Dr. Scott and his spouse are trustees and share voting and dispositive power of the OG Family Trust, u/d/t May 30, 2014.
- Each share of Series E-1 Preferred Stock automatically converts on a 1-for-1.43 basis into Common Stock at any time at the holder's election and has no expiration date. At the closing of the Issuer's initial public offering, each share of Series E-1 Preferred stock converted into shares of Common Stock, for no additional consideration, at a rate of one share of Common Stock for each 1.43 shares of Series E-1 Preferred Stock.

4. Each share of Series F-1 Preferred Stock automatically converts on a 1-for-1.43 basis into Common Stock at any time at the holder's election and has no expiration date. At the closing of the Issuer's initial public offering, each share of Series F-1 Preferred stock converted into shares of Common Stock, for no additional consideration, at a rate of one share of Common Stock for each 1.43 shares of Series F-1 Preferred Stock.  
5. The shares are held directly by the OG Family Trust, u/d/t May 30, 2014. Dr. Scott and his spouse are trustees and share voting and dispositive power over the shares held by OG Family Trust, u/d/t May 30, 2014.

**Remarks:**

/s/ Karen E. Flick, Attorney-in-Fact for Randal Scott      02/19/2021

\*\* 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.**