

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

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

1. Name and Address of Reporting Person* <u>SOFTBANK VISION FUND (AIV M1) L.P.</u> (Last) (First) (Middle) 251 LITTLE FALLS DRIVE (Street) WILMINGTON DE 19808 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Guardant Health, Inc. [GH]</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) 03/12/2019	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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							25,816,470	D ⁽¹⁾		
Common Stock	03/12/2019		P		2,033,990 ⁽²⁾	A	\$9.8328	27,850,420	D ⁽¹⁾	

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					

1. Name and Address of Reporting Person* <u>SOFTBANK VISION FUND (AIV M1) L.P.</u> (Last) (First) (Middle) 251 LITTLE FALLS DRIVE (Street) WILMINGTON DE 19808 (City) (State) (Zip)		
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1. Name and Address of Reporting Person*

[SB INVESTMENT ADVISERS \(UK\) LTD](#)

(Last) (First) (Middle)

[69 GROSVENOR STREET](#)

(Street)

[LONDON X0 W1K 3JP](#)

(City) (State) (Zip)

Explanation of Responses:

1. The shares are directly held by SoftBank Vision Fund (AIV M1) L.P., or the Fund. SB Investment Advisers (UK) Limited, a wholly-owned subsidiary of SoftBank Group Corp., has been appointed as alternative investment fund manager, or AIFM, and is exclusively responsible for managing the Fund in accordance with the Alternative Investment Fund Managers Directive and is authorized and regulated by the UK Financial Conduct Authority accordingly. As AIFM of the Fund, SB Investment Advisers (UK) Limited is exclusively responsible for making all decisions related to the acquisition, structuring, financing, voting and disposal of the Fund's Investments. Each Reporting Person disclaims beneficial ownership of such shares except to the extent of his or its pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

2. This filing on Form 4 is being filed as a result of the transfer of 2,033,990 shares of Common Stock of the Issuer from SoftBank Group Capital Limited ("SBGC") to SoftBank Vision Fund (AIV M1) L.P., on or about March 12, 2019 in a private sale transaction. The transferred shares will remain subject to a lock-up agreement substantially the same as that certain Lock-Up Agreement dated June 28, 2018, by and among SBGC, J.P. Morgan Securities LLC, Merrill Lynch, Pierce, Fenner & Smith Incorporated, and the Issuer.

[/s/ Brian Wheeler, General
Counsel of SB Investment
Advisers \(UK\) Limited,](#) [03/12/2019](#)
[manager of SoftBank Vision
Fund \(AIV M1\) L.P.](#)

[/s/ Brian Wheeler, General
Counsel of SB Investment
Advisers \(UK\) Limited](#) [03/12/2019](#)

** 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.