

MOSS ADAMS, LLP
635 CAMPBELL TECHNOLOGY PARKWAY, SUITE 100
CAMPBELL, CA 95008-5088

THERANOS, INC & SUBSIDIARY
Instructions for Filing
Form 8879-C
IRS e-file Signature Authorization for Form 1120
for the year ended December 31, 2015

The original form should be signed (using full name and title) and dated by an authorized officer of the corporation.

The signed form should be returned on or before September 15, 2016.

MOSS ADAMS LLP
635 CAMPBELL TECH. PKWY #100
CAMPBELL, CA 95008-5059

Or email to: efile.svo@mossadams.com

Although there is no tax for the current year, estimated tax payments may be required in order to avoid an underpayment penalty next year.

Do NOT separately file Form 1120 with the Internal Revenue Service. Doing so will delay the processing of your return.

We must receive your signed form before we can electronically transmit your return. The Internal Revenue Service will notify us when your return is accepted. Your return is not considered filed until the Internal Revenue Service confirms their acceptance.

MA - 00000079.0001

SEC-TX-000002604

CARRYOVERS TO NEXT YEAR
=====

	REGULAR TAX	ALTERNATIVE MINIMUM TAX
	-----	-----
NON-SRLY NOL	531,907,224.	544,373,389.
CHARITABLE CONTRIBUTIONS	234,000.	228,500.
ACE CARRYOVER		58,055.
CAPITAL LOSS CARRYOVERS	6,888,934.	
SEC. 1231 LOSSES	4,505,010.	4,495,104.
TOTAL GENERAL BUSINESS CREDITS	13,055,707.	
CREDIT FOR INCREASING RESEARCH ACTIVITIES (FORM 6765)	13,055,707.	

For calendar year 2015, or tax year beginning _____, ending _____

▶ Do not send to the IRS. Keep for your records.

▶ Information about Form 8879-C and its instructions is at www.irs.gov/form8879c.

2015

Department of the Treasury
Internal Revenue Service

Name of corporation

THELANOS, INC & SUBSIDIARY

Employer identification number

20-1231826

Part I Tax Return Information (Whole dollars only)

1	Total income (Form 1120, line 11)	1	1,944,948.
2	Taxable income (Form 1120, line 30).	2	-176,199,111.
3	Total tax (Form 1120, line 31).	3	NONE
4	Amount owed (Form 1120, line 34).	4	NONE
5	Overpayment (Form 1120, line 35).	5	NONE

Part II Declaration and Signature Authorization of Officer (Be sure to get a copy of the corporation's return)

Under penalties of perjury, I declare that I am an officer of the above corporation and that I have examined a copy of the corporation's 2015 electronic income tax return and accompanying schedules and statements and to the best of my knowledge and belief, it is true, correct, and complete. I further declare that the amounts in Part I above are the amounts shown on the copy of the corporation's electronic income tax return. I consent to allow my electronic return originator (ERO), transmitter, or intermediate service provider to send the corporation's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund. If applicable, I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the corporation's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I have selected a personal identification number (PIN) as my signature for the corporation's electronic income tax return and, if applicable, the corporation's consent to electronic funds withdrawal.

Officer's PIN: check one box only

- I authorize MOSS ADAMS LLP to enter my PIN 9 4 3 0 4 as my signature
ERO firm name do not enter all zeros
on the corporation's 2015 electronically filed income tax return.
- As an officer of the corporation, I will enter my PIN as my signature on the corporation's 2015 electronically filed income tax return.

Officer's signature ▶ _____ Date ▶ _____ Title ▶ PRESIDENT & COO

Part III Certification and Authentication

ERO's EFIN/PIN. Enter your six-digit EFIN followed by your five-digit self-selected PIN.

7 7 9 6 8 5 9 1 0 1 8
do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2015 electronically filed income tax return for the corporation indicated above. I confirm that I am submitting this return in accordance with the requirements of **Pub. 3112**, IRS e-file Application and Participation, and **Pub. 4163**, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.

ERO's signature ▶ _____ Date ▶ _____

**ERO Must Retain This Form - See Instructions
Do Not Submit This Form to the IRS Unless Requested To Do So**

For Paperwork Reduction Act Notice, see instructions.

Form **8879-C** (2015)

A Check if: 1a Consolidated return (attach Form 851) <input checked="" type="checkbox"/> b Life/nonlife consolidated return <input type="checkbox"/> 2 Personal holding co. (attach Sch. PH) <input type="checkbox"/> 3 Personal service corp. (see instructions) <input type="checkbox"/> 4 Schedule M-3 attached <input checked="" type="checkbox"/>	TYPE OR PRINT	Name THERANOS, INC & SUBSIDIARY Number, street, and room or suite no. If a P.O. box, see instructions. 1701 PAGE MILL ROAD City or town, state, or province, country, and ZIP or foreign postal code PALO ALTO, CA 94304	B Employer identification number 20-1231826 C Date incorporated 04/13/2004 D Total assets (see instructions) \$ 507,532,502.
E Check if: (1) <input type="checkbox"/> Initial return (2) <input type="checkbox"/> Final return (3) <input type="checkbox"/> Name change (4) <input type="checkbox"/> Address change			

Income	1a	Gross receipts or sales	429,210.	
	1b	Returns and allowances		
	1c	Balance. Subtract line 1b from line 1a	429,210.	
	2	Cost of goods sold (attach Form 1125-A)		
	3	Gross profit. Subtract line 2 from line 1c	429,210.	
	4	Dividends (Schedule C, line 19)		
	5	Interest	SEE STATEMENT 3.	1,515,738.
	6	Gross rents		
	7	Gross royalties		
	8	Capital gain net income (attach Schedule D (Form 1120))		NONE
	9	Net gain or (loss) from Form 4797, Part II, line 17 (attach Form 4797)		
10	Other income (see instructions - attach statement)			
11	Total income. Add lines 3 through 10		1,944,948.	
Deductions (See instructions for limitations on deductions.)	12	Compensation of officers (see instructions - attach Form 1125-E)		585,542.
	13	Salaries and wages (less employment credits)		64,312,306.
	14	Repairs and maintenance	SEE STATEMENT 3.	5,319,981.
	15	Bad debts		
	16	Rents	SEE STATEMENT 4.	12,220,020.
	17	Taxes and licenses	SEE STATEMENT 4.	4,790,953.
	18	Interest		537,214.
	19	Charitable contributions	SEE STATEMENT 6.	NONE
	20	Depreciation from Form 4562 not claimed on Form 1125-A or elsewhere on return (attach Form 4562)		8,465,425.
	21	Depletion		
	22	Advertising		4,362,925.
	23	Pension, profit-sharing, etc., plans		
	24	Employee benefit programs		5,880,920.
	25	Domestic production activities deduction (attach Form 8903)		
	26	Other deductions (attach statement)	SEE STATEMENT 7.	71,668,773.
	27	Total deductions. Add lines 12 through 26		178,144,059.
	28	Taxable income before net operating loss deduction and special deductions. Subtract line 27 from line 11		-176,199,111.
Tax, Refundable Credits, and Payments	29a	Net operating loss deduction (see instructions)	NONE	STMT 9
	29b	Special deductions (Schedule C, line 20)		
	29c	Add lines 29a and 29b		NONE
30	Taxable income. Subtract line 29c from line 28 (see instructions)		-176,199,111.	
31	Total tax (Schedule J, Part I, line 11)		NONE	
32	Total payments and refundable credits (Schedule J, Part II, line 21)		NONE	
33	Estimated tax penalty (see instructions). Check if Form 2220 is attached <input type="checkbox"/>			
34	Amount owed. If line 32 is smaller than the total of lines 31 and 33, enter amount owed		NONE	
35	Overpayment. If line 32 is larger than the total of lines 31 and 33, enter amount overpaid		NONE	
36	Enter amount from line 35 you want: Credited to 2016 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>		NONE	

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer _____	Date _____	Title _____	May the IRS discuss this return with the preparer shown below (see instructions)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Paid Preparer Use Only	Print/Type preparer's name DENNIS M ONDYAK	Preparer's signature _____	Date _____	Check <input type="checkbox"/> if self-employed PTIN P00368087
	Firm's name ▶ MOSS ADAMS LLP	Firm's EIN ▶ 91-0189318	Phone no. 408-558-7500	
	Firm's address ▶ 635 CAMPBELL TECH. PKWY #100 CAMPBELL, CA 95008-5059			

Schedule C Dividends and Special Deductions (see instructions)

	(a) Dividends received	(b) %	(c) Special deductions (a) x (b)
1 Dividends from less-than-20%-owned domestic corporations (other than debt-financed stock)		70	
2 Dividends from 20%-or-more-owned domestic corporations (other than debt-financed stock)		80	
3 Dividends on debt-financed stock of domestic and foreign corporations		see instructions	
4 Dividends on certain preferred stock of less-than-20%-owned public utilities		42	
5 Dividends on certain preferred stock of 20%-or-more-owned public utilities		48	
6 Dividends from less-than-20%-owned foreign corporations and certain FSCs		70	
7 Dividends from 20%-or-more-owned foreign corporations and certain FSCs		80	
8 Dividends from wholly owned foreign subsidiaries		100	
9 Total. Add lines 1 through 8. See instructions for limitation			
10 Dividends from domestic corporations received by a small business investment company operating under the Small Business Investment Act of 1958		100	
11 Dividends from affiliated group members		100	
12 Dividends from certain FSCs		100	
13 Dividends from foreign corporations not included on lines 3, 6, 7, 8, 11, or 12			
14 Income from controlled foreign corporations under subpart F (attach Form(s) 5471).			
15 Foreign dividend gross-up			
16 IC-DISC and former DISC dividends not included on lines 1, 2, or 3.			
17 Other dividends			
18 Deduction for dividends paid on certain preferred stock of public utilities			
19 Total dividends. Add lines 1 through 17. Enter here and on page 1, line 4			
20 Total special deductions. Add lines 9, 10, 11, 12, and 18. Enter here and on page 1, line 29b			

Form **1120** (2015)

Schedule J Tax Computation and Payment (see instructions)

Part I-Tax Computation

1	Check if the corporation is a member of a controlled group (attach Schedule O (Form 1120)), . . . ▶		
2	Income tax. Check if a qualified personal service corporation (see instructions), . . . ▶		2
3	Alternative minimum tax (attach Form 4626)		3
4	Add lines 2 and 3		4
5a	Foreign tax credit (attach Form 1118)	5a	
b	Credit from Form 8834 (see instructions)	5b	
c	General business credit (attach Form 3800)	5c	
d	Credit for prior year minimum tax (attach Form 8827)	5d	
e	Bond credits from Form 8912,	5e	
6	Total credits. Add lines 5a through 5e		6
7	Subtract line 6 from line 4		7
8	Personal holding company tax (attach Schedule PH (Form 1120)),		8
9a	Recapture of investment credit (attach Form 4255)	9a	
b	Recapture of low-income housing credit (attach Form 8611)	9b	
c	Interest due under the look-back method - completed long-term contracts (attach Form 8697),	9c	
d	Interest due under the look-back method - income forecast method (attach Form 8866)	9d	
e	Alternative tax on qualifying shipping activities (attach Form 8902),	9e	
f	Other (see instructions - attach statement),	9f	
10	Total. Add lines 9a through 9f		10
11	Total tax. Add lines 7, 8, and 10. Enter here and on page 1, line 31		11

Part II-Payments and Refundable Credits

12	2014 overpayment credited to 2015		12
13	2015 estimated tax payments		13
14	2015 refund applied for on Form 4466		14 ()
15	Combine lines 12, 13, and 14		15
16	Tax deposited with Form 7004		16
17	Withholding (see instructions)		17
18	Total payments. Add lines 15, 16, and 17,		18
19	Refundable credits from:		
a	Form 2439	19a	
b	Form 4136	19b	
c	Form 8827, line 8c	19c	
d	Other (attach statement - see instructions),	19d	
20	Total credits. Add lines 19a through 19d		20
21	Total payments and credits. Add lines 18 and 20. Enter here and on page 1, line 32		21

Schedule K Other Information (see instructions)

1	Check accounting method: a <input type="checkbox"/> Cash b <input checked="" type="checkbox"/> Accrual c <input type="checkbox"/> Other (specify) ▶	Yes	No
2	See the instructions and enter the:		
a	Business activity code no. ▶ 541711		
b	Business activity ▶ BIOTECHNOLOGY		
c	Product or service ▶ THERANOSTICS		
3	Is the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? If "Yes," enter name and EIN of the parent corporation ▶		X
4	At the end of the tax year:		
a	Did any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, or tax-exempt organization own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote? If "Yes," complete Part I of Schedule G (Form 1120) (attach Schedule G)		X
b	Did any individual or estate own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote? If "Yes," complete Part II of Schedule G (Form 1120) (attach Schedule G)		X

Form 1120 (2015)

Schedule K Other Information continued (see instructions)

5 At the end of the tax year, did the corporation:

- a Own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of stock entitled to vote of any foreign or domestic corporation not included on Form 851, Affiliations Schedule? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (iv) below.

Table with Yes/No columns for question 5a. 'X' is marked in the 'Yes' column.

Table with 4 columns: (i) Name of Corporation, (ii) Employer Identification Number, (iii) Country of Incorporation, (iv) Percentage Owned in Voting Stock. Row 1: THERANOS GLOBAL MANUFACTURING, LTD, FOREIGNUS, CJ, 100.000.

- b Own directly an interest of 20% or more, or own, directly or indirectly, an interest of 50% or more in any foreign or domestic partnership (including an entity treated as a partnership) or in the beneficial interest of a trust? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (iv) below.

Table with Yes/No columns for question 5b. 'X' is marked in the 'Yes' column.

Table with 4 columns: (i) Name of Entity, (ii) Employer Identification Number, (iii) Country of Organization, (iv) Maximum Percentage Owned in Profit, Loss, or Capital.

6 During this tax year, did the corporation pay dividends (other than stock dividends and distributions in exchange for stock) in excess of the corporation's current and accumulated earnings and profits? (See sections 301 and 316.)

Table with Yes/No columns for question 6. 'X' is marked in the 'Yes' column.

7 At any time during the tax year, did one foreign person own, directly or indirectly, at least 25% of (a) the total voting power of all classes of the corporation's stock entitled to vote or (b) the total value of all classes of the corporation's stock?

Table with Yes/No columns for question 7. 'X' is marked in the 'Yes' column.

- 8 Check this box if the corporation issued publicly offered debt instruments with original issue discount.
9 Enter the amount of tax-exempt interest received or accrued during the tax year.
10 Enter the number of shareholders at the end of the tax year (if 100 or fewer).
11 If the corporation has an NOL for the tax year and is electing to forego the carryback period, check here.
12 Enter the available NOL carryover from prior tax years (do not reduce it by any deduction on line 29a.) \$ 355,708,113.

Table with Yes/No columns for questions 8, 9, 10, 11, 12. 'X' is marked in the 'Yes' column for question 12.

13 Are the corporation's total receipts (page 1, line 1a, plus lines 4 through 10) for the tax year and its total assets at the end of the tax year less than \$250,000? If "Yes," the corporation is not required to complete Schedules L, M-1, and M-2.

Table with Yes/No columns for question 13. 'X' is marked in the 'Yes' column.

14 Is the corporation required to file Schedule UTP (Form 1120), Uncertain Tax Position Statement (see instructions)? If "Yes," complete and attach Schedule UTP.

Table with Yes/No columns for question 14. 'X' is marked in the 'Yes' column.

15a Did the corporation make any payments in 2015 that would require it to file Form(s) 1099? b If "Yes," did or will the corporation file required Forms 1099?

Table with Yes/No columns for question 15a and 15b. 'X' is marked in the 'Yes' column for both.

16 During this tax year, did the corporation have an 80% or more change in ownership, including a change due to redemption of its own stock?

Table with Yes/No columns for question 16. 'X' is marked in the 'Yes' column.

17 During or subsequent to this tax year, but before the filing of this return, did the corporation dispose of more than 65% (by value) of its assets in a taxable, non-taxable, or tax deferred transaction?

Table with Yes/No columns for question 17. 'X' is marked in the 'Yes' column.

18 Did the corporation receive assets in a section 351 transfer in which any of the transferred assets had a fair market basis or fair market value of more than \$1 million?

Table with Yes/No columns for question 18. 'X' is marked in the 'Yes' column.

Schedule L Balance Sheets per Books	Beginning of tax year		End of tax year	
	(a)	(b)	(c)	(d)
Assets				
1 Cash		364,698,373.		44,866,833.
2a Trade notes and accounts receivable				
b Less allowance for bad debts	()		()	
3 Inventories				
4 U.S. government obligations				
5 Tax-exempt securities (see instructions)				
6 Other current assets (attach statement)	STMT 16	26,590,843.		18,346,644.
7 Loans to shareholders				
8 Mortgage and real estate loans				
9 Other investments (attach statement)	STMT 16	78,925,600.		269,739,500.
10a Buildings and other depreciable assets	66,892,883.		88,157,585.	
b Less accumulated depreciation	(14,121,370.)	52,771,513.	(24,279,778.)	63,877,807.
11a Depletable assets				
b Less accumulated depletion	()		()	
12 Land (net of any amortization)				
13a Intangible assets (amortizable only)				
b Less accumulated amortization	()		()	
14 Other assets (attach statement)	STMT 17	41,856,446.		110,701,718.
15 Total assets		564,842,775.		507,532,502.
Liabilities and Shareholders' Equity				
16 Accounts payable		16,552,653.		18,691,628.
17 Mortgages, notes, bonds payable in less than 1 year				
18 Other current liabilities (attach statement)	STMT 18	400,198,877.		19,374,209.
19 Loans from shareholders				
20 Mortgages, notes, bonds payable in 1 year or more	STMT 19	40,000,000.		40,000,000.
21 Other liabilities (attach statement)	STMT 19	171,263,465.		168,844,340.
22 Capital stock: a Preferred stock	3,759.		-18,813,607.	
b Common stock	5,246.	9,005.	16,236.	-18,797,371.
23 Additional paid-in capital		302,434,134.		864,498,938.
24 Retained earnings - Appropriated (attach statement)				
25 Retained earnings - Unappropriated		-365,557,928.		-585,079,242.
26 Adjustments to shareholders' equity (attach statement)		-57,431.		
27 Less cost of treasury stock		()		()
28 Total liabilities and shareholders' equity		564,842,775.		507,532,502.

Schedule M-1 Reconciliation of Income (Loss) per Books With Income per Return

Note: The corporation may be required to file Schedule M-3 (see instructions).

1 Net income (loss) per books		7 Income recorded on books this year not included on this return (itemize): Tax-exempt interest \$ _____
2 Federal income tax per books		
3 Excess of capital losses over capital gains		
4 Income subject to tax not recorded on books this year (itemize): _____		8 Deductions on this return not charged against book income this year (itemize): a Depreciation \$ _____ b Charitable contributions . . \$ _____
5 Expenses recorded on books this year not deducted on this return (itemize): a Depreciation \$ _____ b Charitable contributions . . \$ _____ c Travel and entertainment . \$ _____		9 Add lines 7 and 8
6 Add lines 1 through 5		10 Income (page 1, line 28) - line 6 less line 9

Schedule M-2 Analysis of Unappropriated Retained Earnings per Books (Line 25, Schedule L)

1 Balance at beginning of year	-365,557,928.	5 Distributions: a Cash	
2 Net income (loss) per books	-182,033,160.	b Stock	
3 Other increases (itemize): _____		c Property	
SEE STATEMENT 22	2,436.	6 Other decreases (itemize) STMT 22	37,490,590.
4 Add lines 1, 2, and 3	-547,588,652.	7 Add lines 5 and 6	37,490,590.
		8 Balance at end of year (line 4 less line 7)	-585,079,242.

**SCHEDULE N
(Form 1120)**

Department of the Treasury
Internal Revenue Service

Foreign Operations of U.S. Corporations

▶ Attach to Form 1120, 1120-C, 1120-IC-DISC, 1120-L, 1120-PC, 1120-REIT, 1120-RIC, or 1120S.
▶ Information about Schedule N (Form 1120) and its instructions is available at www.irs.gov/form1120.

OMB No. 1545-0123

2015

Name THELANOS, INC & SUBSIDIARY	Employer identification number (EIN) 20-1231826
---	---

Foreign Operations Information

		Yes	No
1 a During the tax year, did the corporation own (directly or indirectly) any foreign entity that was disregarded as an entity separate from its owner under Regulations sections 301.7701-2 and 301.7701-3 (see instructions)? If "Yes," you are generally required to attach Form 8858 , Information Return of U.S. Persons With Respect to Foreign Disregarded Entities, for each foreign disregarded entity (see instructions).			X
b Enter the number of Forms 8858 attached to the tax return ▶ -----			
2 Enter the number of Forms 8865 , Return of U.S. Persons With Respect to Certain Foreign Partnerships, attached to the corporation's income tax return ▶ -----			
3 Excluding any partnership for which a Form 8865 is attached to the tax return, did the corporation own at least a 10% interest, directly or indirectly, in any other foreign partnership (including an entity treated as a foreign partnership under Regulations section 301.7701-2 or 301.7701-3)? If "Yes," see instructions for required statement.			X
4 a Was the corporation a U.S. shareholder of any controlled foreign corporation (CFC)? (See sections 951 and 957.) If "Yes," attach Form 5471 , Information Return of U.S. Persons With Respect to Certain Foreign Corporations, for each CFC.	X		
b Enter the number of Forms 5471 attached to the tax return ▶ ----- <u>1</u> -----			
5 During the tax year, did the corporation receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If "Yes," the corporation may have to file Form 3520 , Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts.			X
6 a At any time during the 2015 calendar year, did the corporation have an interest in or a signature or other authority over a financial account (such as a bank account, securities account, or other financial account) in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114 , Report of Foreign Bank and Financial Accounts (FBAR).			X
b If "Yes," enter the name of the foreign country ▶ -----			
7 a Is the corporation claiming the extraterritorial income exclusion? If "Yes," attach a separate Form 8873 , Extraterritorial Income Exclusion, for each transaction or group of transactions.			X
b Enter the number of Forms 8873 attached to the tax return ▶ -----			
c Enter the total of the amounts from line 52 (extraterritorial income exclusion (net of disallowed deductions)) of all Forms 8873 attached to the tax return ▶ \$ -----			

Instructions

Section references are to the Internal Revenue Code unless otherwise noted.

Who Must File

Corporations that, at any time during the tax year, had assets in or operated a business in a foreign country or a U.S. possession may have to file Schedule N. If the corporation answers "Yes" to any of the questions above, attach Schedule N and the applicable forms and schedules to the corporation's income tax return.

Question 1a

Check the "Yes" box if the corporation is the "tax owner" (defined below) of a foreign disregarded entity (FDE) or it is required to file Form 5471 or Form 8865 with respect to a CFC or a CFP that is the tax owner of an FDE.

Tax owner of an FDE. The tax owner of an FDE is the person that is treated as owning the assets and liabilities of the FDE for purposes of U.S. income tax law.

A corporation that is the tax owner of an FDE is generally required to attach Form 8858 to its return. However, if the **Exception** below applies, the corporation should attach a statement (described below) in lieu of Form 8858.

For Paperwork Reduction Act Notice, see the Instructions for Form 1120.

Schedule N (Form 1120) 2015

JSA
5C9139 2.000

MA - 0000079.0010

9077HP V850 09/14/2016 16:11:13 V15-6.7F 20-1231826 20

SEC-TX-000002613

▶ **Attach to the corporation's tax return.**

2015

▶ **Information about Form 4626 and its separate instructions is at www.irs.gov/form4626.**

Name THEERANOS, INC & SUBSIDIARY Employer identification number 20-1231826

Note: See the instructions to find out if the corporation is a small corporation exempt from the alternative minimum tax (AMT) under section 55(e).

1	Taxable income or (loss) before net operating loss deduction	1	-176199111.
2	Adjustments and preferences:		
a	Depreciation of post-1986 property	2a	419,131.
b	Amortization of certified pollution control facilities	2b	
c	Amortization of mining exploration and development costs	2c	
d	Amortization of circulation expenditures (personal holding companies only)	2d	
e	Adjusted gain or loss	2e	
f	Long-term contracts	2f	
g	Merchant marine capital construction funds	2g	
h	Section 833(b) deduction (Blue Cross, Blue Shield, and similar type organizations only)	2h	
i	Tax shelter farm activities (personal service corporations only)	2i	
j	Passive activities (closely held corporations and personal service corporations only)	2j	
k	Loss limitations	2k	
l	Depletion	2l	
m	Tax-exempt interest income from specified private activity bonds	2m	
n	Intangible drilling costs	2n	
o	Other adjustments and preferences	2o	NONE
3	Pre-adjustment alternative minimum taxable income (AMTI). Combine lines 1 through 2o	3	-175779980.
4	Adjusted current earnings (ACE) adjustment:		
a	ACE from line 10 of the ACE worksheet in the instructions.	4a	-175779980.
b	Subtract line 3 from line 4a. If line 3 exceeds line 4a, enter the difference as a negative amount (see instructions)	4b	
c	Multiply line 4b by 75% (.75). Enter the result as a positive amount	4c	
d	Enter the excess, if any, of the corporation's total increases in AMTI from prior year ACE adjustments over its total reductions in AMTI from prior year ACE adjustments (see instructions). Note: You <i>must</i> enter an amount on line 4d (even if line 4b is positive)	4d	58,055.
e	ACE adjustment. • If line 4b is zero or more, enter the amount from line 4c • If line 4b is less than zero, enter the smaller of line 4c or line 4d as a negative amount	4e	
5	Combine lines 3 and 4e. If zero or less, stop here; the corporation does not owe any AMT.	5	-175779980.
6	Alternative tax net operating loss deduction (see instructions)	6	
7	Alternative minimum taxable income. Subtract line 6 from line 5. If the corporation held a residual interest in a REMIC, see instructions.	7	-175779980.
8	Exemption phase-out (if line 7 is \$310,000 or more, skip lines 8a and 8b and enter -0- on line 8c):		
a	Subtract \$150,000 from line 7 (if completing this line for a member of a controlled group, see instructions). If zero or less, enter -0-	8a	NONE
b	Multiply line 8a by 25% (.25)	8b	NONE
c	Exemption. Subtract line 8b from \$40,000 (if completing this line for a member of a controlled group, see instructions). If zero or less, enter -0-	8c	40,000.
9	Subtract line 8c from line 7. If zero or less, enter -0-	9	NONE
10	Multiply line 9 by 20% (.20)	10	NONE
11	Alternative minimum tax foreign tax credit (AMTFTC) (see instructions)	11	
12	Tentative minimum tax. Subtract line 11 from line 10	12	NONE
13	Regular tax liability before applying all credits except the foreign tax credit	13	
14	Alternative minimum tax. Subtract line 13 from line 12. If zero or less, enter -0-. Enter here and on Form 1120, Schedule J, line 3, or the appropriate line of the corporation's income tax return	14	NONE

For Paperwork Reduction Act Notice, see separate instructions.

Form **4626** (2015)

Adjusted Current Earnings (ACE) Worksheet

Keep for Your Records

▶ See ACE Worksheet Instructions.

1	Pre-adjustment AMTI. Enter the amount from line 3 of Form 4626		1	-175779980.
2	ACE depreciation adjustment:			
a	AMT depreciation	2a		8,046,294.
b	ACE depreciation:			
	(1) Post-1993 property	2b(1)		8,046,294.
	(2) Post-1989, pre-1994 property	2b(2)		
	(3) Pre-1990 MACRS property	2b(3)		
	(4) Pre-1990 original ACRS property	2b(4)		
	(5) Property described in sections 168(f)(1) through (4)	2b(5)		
	(6) Other property	2b(6)		
	(7) Total ACE depreciation. Add lines 2b(1) through 2b(6)	2b(7)		8,046,294.
c	ACE depreciation adjustment. Subtract line 2b(7) from line 2a.		2c	
3	Inclusion in ACE of items included in earnings and profits (E&P):			
a	Tax-exempt interest income	3a		
b	Death benefits from life insurance contracts	3b		
c	All other distributions from life insurance contracts (including surrenders)	3c		
d	Inside buildup of undistributed income in life insurance contracts	3d		
e	Other items (see Regulations sections 1.56(g)-1(c)(6)(iii) through (ix) for a partial list)	3e		
f	Total increase to ACE from inclusion in ACE of items included in E&P. Add lines 3a through 3e		3f	
4	Disallowance of items not deductible from E&P:			
a	Certain dividends received	4a		
b	Dividends paid on certain preferred stock of public utilities that are deductible under section 247	4b		
c	Dividends paid to an ESOP that are deductible under section 404(k)	4c		
d	Nonpatronage dividends that are paid and deductible under section 1382(c)	4d		
e	Other items (see Regulations sections 1.56(g)-1(d)(3)(i) and (ii) for a partial list)	4e		
f	Total increase to ACE because of disallowance of items not deductible from E&P. Add lines 4a through 4e		4f	
5	Other adjustments based on rules for figuring E&P:			
a	Intangible drilling costs	5a		
b	Circulation expenditures	5b		
c	Organizational expenditures	5c		
d	LIFO inventory adjustments	5d		
e	Installment sales	5e		
f	Total other E&P adjustments. Combine lines 5a through 5e		5f	
6	Disallowance of loss on exchange of debt pools		6	
7	Acquisition expenses of life insurance companies for qualified foreign contracts		7	
8	Depletion		8	
9	Basis adjustments in determining gain or loss from sale or exchange of pre-1994 property		9	
10	Adjusted current earnings. Combine lines 1, 2c, 3f, 4f, and 5f through 9. Enter the result here and on line 4a of Form 4626		10	-175779980.

**SCHEDULE B
(Form 1120)**

(Rev. December 2014)
Department of the Treasury
Internal Revenue Service
Name

Additional Information for Schedule M-3 Filers

▶ Attach to Form 1120.
▶ See instructions on page 2.

OMB No. 1545-0123

THELANOS, INC

Employer identification number (EIN)

20-1231826

	Yes	No
1 Does any amount reported on Schedule M-3 (Form 1120), Part II, lines 9 or 10, column (d), reflect allocations to this corporation from a partnership of income, gain, loss, deduction, or credit that are disproportionate to this corporation's capital contribution to the partnership or its ratio for sharing other items of the partnership?		X
2 At any time during the tax year, did the corporation sell, exchange, or transfer any interest in an intangible asset to a related person as defined in section 267(b)?		X
3 At any time during the tax year, did the corporation acquire any interest in an intangible asset from a related person as defined in section 267(b)?		X
4a During the tax year, did the corporation enter into a cost-sharing arrangement with any related foreign party on whose behalf the corporation did not file Form 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations?		X
b At any time during the tax year, was the corporation a participant in a cost-sharing arrangement with any related foreign party on whose behalf the corporation did not file Form 5471?		X
5 At any time during the tax year, did the corporation make any change in accounting principle for financial accounting purposes? See instructions for the definition of change in accounting principle		X
6 At any time during the tax year, did the corporation make any change in a method of accounting for U.S. income tax purposes?		X
7 At any time during the tax year, did the corporation own any voluntary employees' beneficiary association (VEBA) trusts that were used to hold funds designated for employee benefits?		X
8 At any time during the tax year, did the corporation use an allocation method for indirect costs capitalized to self-constructed assets that varied from its financial method of accounting?		X
9 At any time during the tax year, did the corporation treat for tax purposes indirect costs, as defined in Regulations sections 1.263A-1(e)(3)(ii)(F), (G), and (H), as mixed-service costs, as defined in Regulations section 1.263A-1(e)(4)(ii)(C)?		X
10 Did the corporation, under section 118 or 362(c) and the related regulations, take a return filing position characterizing any amount as a contribution to the capital of the corporation during the tax year by any non-shareholders? Amounts so characterized may include, without limitation, incentives, inducements, money, and property.		X

For Paperwork Reduction Act Notice, see the Instructions for Form 1120.

Schedule B (Form 1120) (Rev. 12-2014)

Name of common parent corporation: THERANOS, INC Employer identification number: 20-1231826

Number, street, and room or suite no. If a P.O. box, see instructions.
 1701 PAGE MILL ROAD
 City or town, state, and ZIP code
 PALO ALTO, CA 94304

Part I Overpayment Credits, Estimated Tax Payments, and Tax Deposits (see instructions)

Corp. No.	Name and address of corporation	Employer identification number	Portion of overpayment credits and estimated tax payments	Portion of tax deposited with Form 7004
1	Common parent corporation			NONE
2	Subsidiary corporations: PROTEGIC PROCUREMENT COMPANY 1224 UNIVERSITY DR MENLO PARK, CA 94025	46-4117209		
Totals (Must equal amounts shown on the consolidated tax return.)				NONE

Part II Principal Business Activity, Voting Stock Information, Etc. (see instructions)

Corp. No.	Principal business activity (PBA)	PBA Code No.	Did the subsidiary make any nondividend distributions?		Stock holdings at beginning of year			
			Yes	No	Number of shares	Percent of voting power	Percent of value	Owned by corporation no.
1	Common parent corporation BIOTECHNOLOGY	541711						
2	Subsidiary corporations: BIOTECHNOLOGY	541711		X	1,000	100.00 %	100.00 %	1

Part III Changes in Stock Holdings During the Tax Year

Corp. No.	Name of corporation	Shareholder of Corporation No.	Date of transaction	(a) Changes		(b) Shares held after changes described in column (a)	
				Number of shares acquired	Number of shares disposed of	Percent of voting power	Percent of value
						%	%
						%	%
						%	%
						%	%
						%	%
						%	%
						%	%
						%	%
						%	%

(c) If any transaction listed above caused a transfer of a share of subsidiary stock (defined to include dispositions and deconsolidations), did the share's basis exceed its value at the time of the transfer? See instructions Yes No

(d) Did any share of subsidiary stock become worthless within the meaning of section 165 (taking into account the provisions of Regulations section 1.1502-80(c)) during the taxable year? See instructions Yes No

(e) If the equitable owners of any capital stock shown above were other than the holders of record, provide details of the changes.

(f) If additional stock was issued, or if any stock was retired during the year, list the dates and amounts of these transactions.

Part IV Additional Stock Information (see instructions)

1 During the tax year, did the corporation have more than one class of stock outstanding? Yes No
If "Yes," enter the name of the corporation and list and describe each class of stock.

Corp. No.	Name of corporation	Class of stock

2 During the tax year, was there any member of the consolidated group that reaffiliated within 60 months of disaffiliation? Yes No
If "Yes," enter the name of the corporation(s) and explain the circumstances.

Corp. No.	Name of corporation	Explanation

3 During the tax year, was there any arrangement in existence by which one or more persons that were not members of the affiliated group could acquire any stock, or acquire any voting power without acquiring stock, in the corporation, other than a de minimis amount, from the corporation or another member of the affiliated group? Yes No
If "Yes," enter the name of the corporation and see the instructions for the percentages to enter in columns (a), (b), and (c).

Corp. No.	Name of corporation	(a) Percent of value	(b) Percent of outstanding voting stock	(c) Percent of voting power
		%	%	%
		%	%	%
		%	%	%
		%	%	%

Corp. No.	(d) Provide a description of any arrangement.

**SCHEDULE D
(Form 1120)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1120, 1120-C, 1120-F, 1120-FSC, 1120-H, 1120-IC-DISC, 1120-L, 1120-ND, 1120-PC, 1120-POL, 1120-REIT, 1120-RIC, 1120-SF, or certain Forms 990-T.

▶ Information about Schedule D (Form 1120) and its separate instructions is at www.irs.gov/form1120.

OMB No. 1545-0123

2015

Name: **THERANOS, INC & SUBSIDIARY** Employer identification number: **20-1231826**

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked				
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked				
4 Short-term capital gain from installment sales from Form 6252, line 26 or 37				4
5 Short-term capital gain or (loss) from like-kind exchanges from Form 8824				5
6 Unused capital loss carryover (attach computation)				6 ()
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column h				7

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked				
9 Totals for all transactions reported on Form(s) 8949 with Box E checked				
10 Totals for all transactions reported on Form(s) 8949 with Box F checked		6,888,934.		-6,888,934.
11 Enter gain from Form 4797, line 7 or 9				11
12 Long-term capital gain from installment sales from Form 6252, line 26 or 37				12
13 Long-term capital gain or (loss) from like-kind exchanges from Form 8824				13
14 Capital gain distributions (see instructions)				14
15 Net long-term capital gain or (loss). Combine lines 8a through 14 in column h				15 -6,888,934.

Part III Summary of Parts I and II

16 Enter excess of net short-term capital gain (line 7) over net long-term capital loss (line 15)	16	
17 Net capital gain. Enter excess of net long-term capital gain (line 15) over net short-term capital loss (line 7)	17	
18 Add lines 16 and 17. Enter here and on Form 1120, page 1, line 8, or the proper line on other returns	18	NONE

Note: If losses exceed gains, see Capital losses in the instructions.

For Paperwork Reduction Act Notice, see the Instructions for Form 1120.

Schedule D (Form 1120) (2015)

JSA
5C1200 2.000

MA - 0000079.0017

9077HP V850 09/14/2016 16:11:13 V15-6.7F 20-1231826

27

SEC-TX-000002620

**SCHEDULE M-3
(Form 1120)**

Department of the Treasury
Internal Revenue Service

**Net Income (Loss) Reconciliation for Corporations
With Total Assets of \$10 Million or More**

▶ Attach to Form 1120 or 1120-C. ▶ Information about Schedule M-3 (Form 1120) and its separate instructions is available at www.irs.gov/form1120.

OMB No. 1545-0123

2015

Name of corporation (common parent, if consolidated return) THERANOS, INC				Employer identification number 20-1231826	
Check applicable box(es):	(1) <input type="checkbox"/>	Non-consolidated return	(2) <input checked="" type="checkbox"/>	Consolidated return (Form 1120 only)	
	(3) <input type="checkbox"/>	Mixed 1120/L/PC group	(4) <input type="checkbox"/>	Dormant subsidiaries schedule attached	

Part I Financial Information and Net Income (Loss) Reconciliation (see instructions)

1 a Did the corporation file SEC Form 10-K for its income statement period ending with or within this tax year?
 Yes. Skip lines 1b and 1c and complete lines 2a through 11 with respect to that SEC Form 10-K.
 No. Go to line 1b. See instructions if multiple non-tax-basis income statements are prepared.

b Did the corporation prepare a certified audited non-tax-basis income statement for that period?
 Yes. Skip line 1c and complete lines 2a through 11 with respect to that income statement.
 No. Go to line 1c.

c Did the corporation prepare a non-tax-basis income statement for that period?
 Yes. Complete lines 2a through 11 with respect to that income statement.
 No. Skip lines 2a through 3c and enter the corporation's net income (loss) per its books and records on line 4a.

2 a Enter the income statement period: Beginning 01/01/2015 Ending 12/31/2015

b Has the corporation's income statement been restated for the income statement period on line 2a?
 Yes. (If "Yes," attach an explanation and the amount of each item restated.)
 No.

c Has the corporation's income statement been restated for any of the five income statement periods immediately preceding the period on line 2a?
 Yes. (If "Yes," attach an explanation and the amount of each item restated.)
 No.

3 a Is any of the corporation's voting common stock publicly traded?
 Yes.
 No. If "No," go to line 4a.

b Enter the symbol of the corporation's primary U.S. publicly traded voting common stock

c Enter the nine-digit CUSIP number of the corporation's primary publicly traded voting common stock

4 a Worldwide consolidated net income (loss) from income statement source identified in Part I, line 1	4a	-182,033,160.
b Indicate accounting standard used for line 4a (see instructions): (1) <input checked="" type="checkbox"/> GAAP (2) <input type="checkbox"/> IFRS (3) <input type="checkbox"/> Statutory (4) <input type="checkbox"/> Tax-basis (5) <input type="checkbox"/> Other (specify) _____		
5 a Net income from nonincludible foreign entities (attach statement)	5a	()
b Net loss from nonincludible foreign entities (attach statement and enter as a positive amount)	5b	
6 a Net income from nonincludible U.S. entities (attach statement)	6a	()
b Net loss from nonincludible U.S. entities (attach statement and enter as a positive amount)	6b	
7 a Net income (loss) of other includible foreign disregarded entities (attach statement)	7a	
b Net income (loss) of other includible U.S. disregarded entities (attach statement)	7b	
c Net income (loss) of other includible entities (attach statement)	7c	
8 Adjustment to eliminations of transactions between includible entities and nonincludible entities (attach statement)	8	
9 Adjustment to reconcile income statement period to tax year (attach statement)	9	
10 a Intercompany dividend adjustments to reconcile to line 11 (attach statement)	10a	
b Other statutory accounting adjustments to reconcile to line 11 (attach statement)	10b	
c Other adjustments to reconcile to amount on line 11 (attach statement)	10c	
11 Net income (loss) per income statement of includible corporations. Combine lines 4 through 10.	11	-182,033,160.

Note. Part I, line 11, must equal Part II, line 30, column (a) or Schedule M-1, line 1 (see instructions).

12 Enter the total amount (not just the corporation's share) of the assets and liabilities of all entities included or removed on the following lines.

	Total Assets	Total Liabilities
a Included on Part I, line 4	526,493,503.	246,962,600.
b Removed on Part I, line 5		
c Removed on Part I, line 6		
d Included on Part I, line 7		

For Paperwork Reduction Act Notice, see the Instructions for Form 1120. Schedule M-3 (Form 1120) 2015

Name of corporation (common parent, if consolidated return)		Employer identification number
THERANOS, INC		20-1231826
Check applicable box(es): (1) <input checked="" type="checkbox"/> Consolidated group (2) <input type="checkbox"/> Parent corp (3) <input type="checkbox"/> Consolidated eliminations (4) <input type="checkbox"/> Subsidiary corp (5) <input type="checkbox"/> Mixed 1120/L/PC group		
Check if a sub-consolidated: (6) <input type="checkbox"/> 1120 group (7) <input type="checkbox"/> 1120 eliminations		
Name of subsidiary (if consolidated return)		Employer identification number

Part II Reconciliation of Net Income (Loss) per Income Statement of Includible Corporations With Taxable Income per Return (see instructions)

Income (Loss) Items (Attach statements for lines 1 through 12)	(a) Income (Loss) per Income Statement	(b) Temporary Difference	(c) Permanent Difference	(d) Income (Loss) per Tax Return
1 Income (loss) from equity method foreign corporations				
2 Gross foreign dividends not previously taxed				
3 Subpart F, QEF, and similar income inclusions				
4 Section 78 gross-up				
5 Gross foreign distributions previously taxed .				
6 Income (loss) from equity method U.S. corporations				
7 U.S. dividends not eliminated in tax consolidation				
8 Minority interest for includible corporations .				
9 Income (loss) from U.S. partnerships				
10 Income (loss) from foreign partnerships . . .				
11 Income (loss) from other pass-through entities				
12 Items relating to reportable transactions . .				
13 Interest income (see instructions).	1,515,738.			1,515,738.
14 Total accrual to cash adjustment.				
15 Hedging transactions				
16 Mark-to-market income (loss)				
17 Cost of goods sold (see instructions)	(12,001,262.)	574,228.		(11,427,034.)
18 Sale versus lease (for sellers and/or lessors)				
19 Section 481(a) adjustments				
20 Unearned/deferred revenue		38,000.		38,000.
21 Income recognition from long-term contracts				
22 Original issue discount and other imputed interest .				
23a Income statement gain/loss on sale, exchange, abandonment, worthlessness, or other disposition of assets other than inventory and pass-through entities	-6,924.	6,924.		
b Gross capital gains from Schedule D, excluding amounts from pass-through entities				
c Gross capital losses from Schedule D, excluding amounts from pass-through entities, abandonment losses, and worthless stock losses			-6,888,934.	-6,888,934.
d Net gain/loss reported on Form 4797, line 17, excluding amounts from pass-through entities, abandonment losses, and worthless stock losses				
e Abandonment losses				
f Worthless stock losses (attach statement). .				
g Other gain/loss on disposition of assets other than inventory				
24 Capital loss limitation and carryforward used			6,888,934.	6,888,934.
25 Other income (loss) items with differences (attach statement)				
26 Total income (loss) items. Combine lines 1 through 25	-10,492,448.	619,152.		-9,873,296.
27 Total expense/deduction items (from Part III, line 38).	-86,313,398.	368,435.	4,846,462.	-81,098,501.
28 Other items with no differences	-85,227,314.			-85,227,314.
29a Mixed groups, see instructions. All others, combine lines 26 through 28	-182,033,160.	987,587.	4,846,462.	-176,199,111.
b PC insurance subgroup reconciliation totals				
c Life insurance subgroup reconciliation totals				
30 Reconciliation totals. Combine lines 29a through 29c	-182,033,160.	987,587.	4,846,462.	-176,199,111.

Note. Line 30, column (a), must equal Part I, line 11, and column (d) must equal Form 1120, page 1, line 28.

Name of corporation (common parent, if consolidated return)	Employer identification number
THEERANOS, INC	20-1231826
Check applicable box(es): (1) <input checked="" type="checkbox"/> Consolidated group (2) <input type="checkbox"/> Parent corp (3) <input type="checkbox"/> Consolidated eliminations (4) <input type="checkbox"/> Subsidiary corp (5) <input type="checkbox"/> Mixed 1120/L/PC group	
Check if a sub-consolidated: (6) <input type="checkbox"/> 1120 group (7) <input type="checkbox"/> 1120 eliminations	
Name of subsidiary (if consolidated return)	Employer identification number

Part III Reconciliation of Net Income (Loss) per Income Statement of Includible Corporations With Taxable Income per Return - Expense/Deduction Items (see instructions)

Expense/Deduction Items	(a) Expense per Income Statement	(b) Temporary Difference	(c) Permanent Difference	(d) Deduction per Tax Return
1 U.S. current income tax expense				
2 U.S. deferred income tax expense				
3 State and local current income tax expense	4,050.	-2,400.		1,650.
4 State and local deferred income tax expense				
5 Foreign current income tax expense (other than foreign withholding taxes)				
6 Foreign deferred income tax expense				
7 Foreign withholding taxes				
8 Interest expense (see instructions)	537,214.			537,214.
9 Stock option expense		-699,993.		-699,993.
10 Other equity-based compensation				
11 Meals and entertainment	393,211.		-196,606.	196,605.
12 Fines and penalties	205.		-205.	
13 Judgments, damages, awards, and similar costs				
14 Parachute payments				
15 Compensation with section 162(m) limitation				
16 Pension and profit-sharing				
17 Other post-retirement benefits				
18 Deferred compensation	2,337,727.	-782,527.		1,555,200.
19 Charitable contribution of cash and tangible property	228,500.			228,500.
20 Charitable contribution of intangible property				
21 Charitable contribution limitation/carryforward		-228,500.		-228,500.
22 Domestic production activities deduction				
23 Current year acquisition or reorganization investment banking fees				
24 Current year acquisition or reorganization legal and accounting fees				
25 Current year acquisition/reorganization other costs				
26 Amortization/impairment of goodwill				
27 Amortization of acquisition, reorganization, and start-up costs				
28 Other amortization or impairment write-offs		2,058,088.		2,058,088.
29 Reserved				
30 Depletion				
31 Depreciation	10,161,615.	-1,696,190.		8,465,425.
32 Bad debt expense				
33 Corporate owned life insurance premiums	1,100.		-1,100.	
34 Purchase versus lease (for purchasers and/or lessees)				
35 Research and development costs	66,561,232.			66,561,232.
36 Section 118 exclusion (attach statement)				
37 Other expense/deduction items with differences (attach statement)	6,088,544.	983,087.	-4,648,551.	2,423,080.
38 Total expense/deduction items. Combine lines 1 through 37. Enter here and on Part II, line 27, reporting positive amounts as negative and negative amounts as positive	86,313,398.	-368,435.	-4,846,462.	81,098,501.

Schedule M-3 (Form 1120) 2015

JSA
5C2732 2.000

MA - 0000079.0022

9077HP V850 09/14/2016 16:11:13 V15-6.7F

20-1231826

32

SEC-TX-000002625

Name of corporation (common parent, if consolidated return) THELANOS, INC		Employer identification number 20-1231826
Check applicable box(es): (1) <input type="checkbox"/> Consolidated group (2) <input checked="" type="checkbox"/> Parent corp (3) <input type="checkbox"/> Consolidated eliminations (4) <input type="checkbox"/> Subsidiary corp (5) <input type="checkbox"/> Mixed 1120/L/PC group		
Check if a sub-consolidated: (6) <input type="checkbox"/> 1120 group (7) <input type="checkbox"/> 1120 eliminations		
Name of subsidiary (if consolidated return) THELANOS, INC		Employer identification number 20-1231826

Part II Reconciliation of Net Income (Loss) per Income Statement of Includible Corporations With Taxable Income per Return (see instructions)

Income (Loss) Items (Attach statements for lines 1 through 12)	(a) Income (Loss) per Income Statement	(b) Temporary Difference	(c) Permanent Difference	(d) Income (Loss) per Tax Return
1 Income (loss) from equity method foreign corporations				
2 Gross foreign dividends not previously taxed				
3 Subpart F, QEF, and similar income inclusions				
4 Section 78 gross-up				
5 Gross foreign distributions previously taxed .				
6 Income (loss) from equity method U.S. corporations				
7 U.S. dividends not eliminated in tax consolidation				
8 Minority interest for includible corporations .				
9 Income (loss) from U.S. partnerships				
10 Income (loss) from foreign partnerships . . .				
11 Income (loss) from other pass-through entities				
12 Items relating to reportable transactions . .				
13 Interest income (see instructions).	1,515,738.			1,515,738.
14 Total accrual to cash adjustment.				
15 Hedging transactions				
16 Mark-to-market income (loss)				
17 Cost of goods sold (see instructions)	(12,001,262.)	574,228.		(11,427,034.)
18 Sale versus lease (for sellers and/or lessors)				
19 Section 481(a) adjustments				
20 Unearned/deferred revenue		38,000.		38,000.
21 Income recognition from long-term contracts				
22 Original issue discount and other imputed interest .				
23a Income statement gain/loss on sale, exchange, abandonment, worthlessness, or other disposition of assets other than inventory and pass-through entities	-6,924.	6,924.		
b Gross capital gains from Schedule D, excluding amounts from pass-through entities				
c Gross capital losses from Schedule D, excluding amounts from pass-through entities, abandonment losses, and worthless stock losses			-6,888,934.	-6,888,934.
d Net gain/loss reported on Form 4797, line 17, excluding amounts from pass-through entities, abandonment losses, and worthless stock losses				
e Abandonment losses				
f Worthless stock losses (attach statement). .				
g Other gain/loss on disposition of assets other than inventory				
24 Capital loss limitation and carryforward used			6,888,934.	6,888,934.
25 Other income (loss) items with differences (attach statement)				
26 Total income (loss) items. Combine lines 1 through 25	-10,492,448.	619,152.		-9,873,296.
27 Total expense/deduction items (from Part III, line 38).	-86,313,398.	368,435.	4,846,462.	-81,098,501.
28 Other items with no differences	-85,227,314.			-85,227,314.
29a Mixed groups, see instructions. All others, combine lines 26 through 28	-182,033,160.	987,587.	4,846,462.	-176,199,111.
b PC insurance subgroup reconciliation totals				
c Life insurance subgroup reconciliation totals				
30 Reconciliation totals. Combine lines 29a through 29c	-182,033,160.	987,587.	4,846,462.	-176,199,111.

Note. Line 30, column (a), must equal Part I, line 11, and column (d) must equal Form 1120, page 1, line 28.

Name of corporation (common parent, if consolidated return)		Employer identification number
THERANOS, INC		20-1231826
Check applicable box(es): (1) <input type="checkbox"/> Consolidated group (2) <input checked="" type="checkbox"/> Parent corp (3) <input type="checkbox"/> Consolidated eliminations (4) <input type="checkbox"/> Subsidiary corp (5) <input type="checkbox"/> Mixed 1120/L/PC group		
Check if a sub-consolidated: (6) <input type="checkbox"/> 1120 group (7) <input type="checkbox"/> 1120 eliminations		
Name of subsidiary (if consolidated return)		Employer identification number
THERANOS, INC		20-1231826

Part III Reconciliation of Net Income (Loss) per Income Statement of Includible Corporations With Taxable Income per Return - Expense/Deduction Items (see instructions)

Expense/Deduction Items	(a) Expense per Income Statement	(b) Temporary Difference	(c) Permanent Difference	(d) Deduction per Tax Return
1 U.S. current income tax expense				
2 U.S. deferred income tax expense				
3 State and local current income tax expense	4,050.	-2,400.		1,650.
4 State and local deferred income tax expense				
5 Foreign current income tax expense (other than foreign withholding taxes)				
6 Foreign deferred income tax expense				
7 Foreign withholding taxes				
8 Interest expense (see instructions)	537,214.			537,214.
9 Stock option expense		-699,993.		-699,993.
10 Other equity-based compensation				
11 Meals and entertainment	393,211.		-196,606.	196,605.
12 Fines and penalties	205.		-205.	
13 Judgments, damages, awards, and similar costs				
14 Parachute payments				
15 Compensation with section 162(m) limitation				
16 Pension and profit-sharing				
17 Other post-retirement benefits				
18 Deferred compensation	2,337,727.	-782,527.		1,555,200.
19 Charitable contribution of cash and tangible property	228,500.			228,500.
20 Charitable contribution of intangible property				
21 Charitable contribution limitation/carryforward		-228,500.		-228,500.
22 Domestic production activities deduction				
23 Current year acquisition or reorganization investment banking fees				
24 Current year acquisition or reorganization legal and accounting fees				
25 Current year acquisition/reorganization other costs				
26 Amortization/impairment of goodwill				
27 Amortization of acquisition, reorganization, and start-up costs				
28 Other amortization or impairment write-offs		2,058,088.		2,058,088.
29 Reserved				
30 Depletion				
31 Depreciation	10,161,615.	-1,696,190.		8,465,425.
32 Bad debt expense				
33 Corporate owned life insurance premiums	1,100.		-1,100.	
34 Purchase versus lease (for purchasers and/or lessees)				
35 Research and development costs	66,561,232.			66,561,232.
36 Section 118 exclusion (attach statement)				
37 Other expense/deduction items with differences (attach statement)	6,088,544.	983,087.	-4,648,551.	2,423,080.
38 Total expense/deduction items. Combine lines 1 through 37. Enter here and on Part II, line 27, reporting positive amounts as negative and negative amounts as positive	86,313,398.	-368,435.	-4,846,462.	81,098,501.

Name(s) shown on return

THELANOS, INC & SUBSIDIARY

Identifying number

20-1231826

Part I Current Year Credit for Credits Not Allowed Against Tentative Minimum Tax (TMT)
(See instructions and complete Part(s) III before Parts I and II)

1	General business credit from line 2 of all Parts III with box A checked	1	3,260,223.
2	Passive activity credits from line 2 of all Parts III with box B checked 2		
3	Enter the applicable passive activity credits allowed for 2015 (see instructions)	3	
4	Carryforward of general business credit to 2015. Enter the amount from line 2 of Part III with box C checked. See instructions for statement to attach	4	9,795,484.
5	Carryback of general business credit from 2016. Enter the amount from line 2 of Part III with box D checked (see instructions)	5	
6	Add lines 1, 3, 4, and 5	6	13,055,707.

Part II Allowable Credit

7	Regular tax before credits: <ul style="list-style-type: none"> Individuals. Enter the sum of the amounts from Form 1040, lines 44 and 46, or the sum of the amounts from Form 1040NR, lines 42 and 44 Corporations. Enter the amount from Form 1120, Schedule J, Part I, line 2; or the applicable line of your return Estates and trusts. Enter the sum of the amounts from Form 1041, Schedule G, lines 1a and 1b; or the amount from the applicable line of your return 	7	
8	Alternative minimum tax: <ul style="list-style-type: none"> Individuals. Enter the amount from Form 6251, line 35 Corporations. Enter the amount from Form 4626, line 14. Estates and trusts. Enter the amount from Schedule I (Form 1041), line 56 	8	
9	Add lines 7 and 8	9	
10a	Foreign tax credit	10a	
b	Certain allowable credits (see instructions)	10b	
c	Add lines 10a and 10b	10c	
11	Net income tax. Subtract line 10c from line 9. If zero, skip lines 12 through 15 and enter -0- on line 16	11	
12	Net regular tax. Subtract line 10c from line 7. If zero or less, enter -0-	12	
13	Enter 25% (.25) of the excess, if any, of line 12 over \$25,000 (see instructions)	13	
14	Tentative minimum tax: <ul style="list-style-type: none"> Individuals. Enter the amount from Form 6251, line 33 Corporations. Enter the amount from Form 4626, line 12. Estates and trusts. Enter the amount from Schedule I (Form 1041), line 54 	14	
15	Enter the greater of line 13 or line 14	15	
16	Subtract line 15 from line 11. If zero or less, enter -0-	16	
17	Enter the smaller of line 6 or line 16 C corporations: See the line 17 instructions if there has been an ownership change, acquisition, or reorganization.	17	

For Paperwork Reduction Act Notice, see separate instructions.

Form **3800** (2015)

Part II Allowable Credit (Continued)

Note. If you are not required to report any amounts on lines 22 or 24 below, skip lines 18 through 25 and enter -0- on line 26.

18	Multiply line 14 by 75% (.75) (see instructions)	18	
19	Enter the greater of line 13 or line 18	19	
20	Subtract line 19 from line 11. If zero or less, enter -0-	20	
21	Subtract line 17 from line 20. If zero or less, enter -0-	21	
22	Combine the amounts from line 3 of all Parts III with box A, C, or D checked	22	
23	Passive activity credit from line 3 of all Parts III with box B checked	23	
24	Enter the applicable passive activity credit allowed for 2015 (see instructions)	24	
25	Add lines 22 and 24	25	
26	Empowerment zone and renewal community employment credit allowed. Enter the smaller of line 21 or line 25	26	
27	Subtract line 13 from line 11. If zero or less, enter -0-	27	
28	Add lines 17 and 26	28	
29	Subtract line 28 from line 27. If zero or less, enter -0-	29	
30	Enter the general business credit from line 5 of all Parts III with box A checked.	30	
31	Reserved	31	
32	Passive activity credits from line 5 of all Parts III with box B checked	32	
33	Enter the applicable passive activity credits allowed for 2015 (see instructions)	33	
34	Carryforward of business credit to 2015. Enter the amount from line 5 of Part III with box C checked and line 6 of Part III with box G checked. See instructions for statement to attach	34	488,649.
35	Carryback of business credit from 2016. Enter the amount from line 5 of Part III with box D checked (see instructions)	35	
36	Add lines 30, 33, 34, and 35.	36	488,649.
37	Enter the smaller of line 29 or line 36	37	
38	Credit allowed for the current year. Add lines 28 and 37. Report the amount from line 38 (if smaller than the sum of Part I, line 6, and Part II, lines 25 and 36, see instructions) as indicated below or on the applicable line of your return: <ul style="list-style-type: none"> • Individuals. Form 1040, line 54, or Form 1040NR, line 51 • Corporations. Form 1120, Schedule J, Part I, line 5c • Estates and trusts. Form 1041, Schedule G, line 2b 	38	

Name(s) shown on return

Identifying number

ThERANOS, INC & SUBSIDIARY

20-1231826

Part III General Business Credits or Eligible Small Business Credits (see instructions)

Complete a separate Part III for each box checked below. (see instructions)

- A [X] General Business Credit From a Non-Passive Activity
B [] General Business Credit From a Passive Activity
C [] General Business Credit Carryforwards
D [] General Business Credit Carrybacks
E [] Reserved
F [] Reserved
G [] Eligible Small Business Credit Carryforwards
H [] Reserved

I If you are filing more than one Part III with box A or B checked, complete and attach first an additional Part III combining amounts from all Parts III with box A or B checked. Check here if this is the consolidated Part III

Table with 3 columns: (a) Description of credit, (b) If claiming the credit from a pass-through entity, enter the EIN, (c) Enter the appropriate amount. Rows include 1a-1zz, 2, 3, 4a-4z, 5, 6.

Name(s) shown on return

Identifying number

ThERANOS, INC & SUBSIDIARY

20-1231826

Part III General Business Credits or Eligible Small Business Credits (see instructions)

Complete a separate Part III for each box checked below. (see instructions)

- A General Business Credit From a Non-Passive Activity
B General Business Credit From a Passive Activity
C General Business Credit Carryforwards
D General Business Credit Carrybacks
E Reserved
F Reserved
G Eligible Small Business Credit Carryforwards
H Reserved

I If you are filing more than one Part III with box A or B checked, complete and attach first an additional Part III combining amounts from all Parts III with box A or B checked. Check here if this is the consolidated Part III

Table with 3 columns: (a) Description of credit, (b) If claiming the credit from a pass-through entity, enter the EIN, (c) Enter the appropriate amount. Rows include investment, research, housing, disabled access, etc.

Name(s) shown on return

Identifying number

ThERANOS, INC & SUBSIDIARY

20-1231826

Part III General Business Credits or Eligible Small Business Credits (see instructions)

Complete a separate Part III for each box checked below. (see instructions)

- A General Business Credit From a Non-Passive Activity
B General Business Credit From a Passive Activity
C General Business Credit Carryforwards
D General Business Credit Carrybacks
E Reserved
F Reserved
G Eligible Small Business Credit Carryforwards
H Reserved

I If you are filing more than one Part III with box A or B checked, complete and attach first an additional Part III combining amounts from all Parts III with box A or B checked. Check here if this is the consolidated Part III

Table with 3 columns: (a) Description of credit, (b) If claiming the credit from a pass-through entity, enter the EIN, (c) Enter the appropriate amount. Rows include investment, research, housing, disabled access, renewable electricity, Indian employment, orphan drug, new markets, pension plan, child care, biodiesel, low sulfur diesel, distilled spirits, nonconventional fuel, energy efficient home/appliance, alternative motor vehicle/fuel, mine rescue, agricultural chemicals, employer wage payments, carbon dioxide, plug-in vehicles, new hire retention, and general partnership credits.

Depreciation and Amortization (Including Information on Listed Property)

Department of the Treasury Internal Revenue Service (99)

Attach to your tax return.

Information about Form 4562 and its separate instructions is at www.irs.gov/form4562.

Attachment Sequence No. 179

Name(s) shown on return

Identifying number

THERANOS, INC & SUBSIDIARY

20-1231826

Business or activity to which this form relates

GENERAL DEPRECIATION & AMORTIZATION

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

Table with 5 main rows for Part I. Row 1: Maximum amount. Row 2: Total cost of section 179 property. Row 3: Threshold cost of section 179 property. Row 4: Reduction in limitation. Row 5: Dollar limitation for tax year. Row 6: Description of property, Cost, Elected cost. Row 7: Listed property. Row 8: Total elected cost. Row 9: Tentative deduction. Row 10: Carryover of disallowed deduction. Row 11: Business income limitation. Row 12: Section 179 expense deduction. Row 13: Carryover of disallowed deduction to 2016.

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions.)

Table with 3 rows for Part II. Row 14: Special depreciation allowance. Row 15: Property subject to section 168(f)(1) election. Row 16: Other depreciation (including ACRS) with value 227,496.

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

Table with 2 rows for Section A. Row 17: MACRS deductions for assets placed in service in tax years beginning before 2015 with value 6,130,813. Row 18: If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here.

Section B - Assets Placed in Service During 2015 Tax Year Using the General Depreciation System

Table with 7 columns: (a) Classification of property, (b) Month and year placed in service, (c) Basis for depreciation, (d) Recovery period, (e) Convention, (f) Method, (g) Depreciation deduction. Rows include 3-year, 5-year, 7-year, 10-year, 15-year, 20-year, 25-year property, Residential rental property, and Nonresidential real property.

Section C - Assets Placed in Service During 2015 Tax Year Using the Alternative Depreciation System

Table with 7 columns: (a) Class life, (b) Month and year placed in service, (c) Basis for depreciation, (d) Recovery period, (e) Convention, (f) Method, (g) Depreciation deduction. Rows include 12-year and 40-year class life.

Part IV Summary (See instructions.)

Table with 3 rows for Part IV. Row 21: Listed property. Row 22: Total. Row 23: For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs.

For Paperwork Reduction Act Notice, see separate instructions.

MA - 0000079-0031562 (2015)

Part V Listed Property (Include automobiles, certain other vehicles, certain aircraft, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? Yes No **24b** If "Yes," is the evidence written? Yes No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions) 25								
26 Property used more than 50% in a qualified business use:								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use:								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1. 28								
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1. 29								

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
30 Total business/investment miles driven during the year (do not include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions).

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.)		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2015 tax year (see instructions):					
				TOTAL	237,349.
43 Amortization of costs that began before your 2015 tax year 43					1,820,739.
44 Total. Add amounts in column (f). See the instructions for where to report 44					2,058,088.

Form **5471**

(Rev. December 2015)

Department of the Treasury
Internal Revenue Service

Information Return of U.S. Persons With Respect To Certain Foreign Corporations

► For more information about Form 5471, see www.irs.gov/form5471

Information furnished for the foreign corporation's annual accounting period (tax year required by section 898) (see instructions) beginning 01/01/2015, and ending 04/30/2015

OMB No. 1545-0704

Attachment Sequence No. **121**

Name of person filing this return <u>THERANOS, INC.</u>	A Identifying number <u>20-1231826</u>
Number, street, and room or suite no. (or P.O. box number if mail is not delivered to street address) <u>1701 PAGE MILL ROAD</u>	B Category of filer (See instructions. Check applicable box(es): S T M T 4 7 1 (repealed) 2 <input type="checkbox"/> 3 <input checked="" type="checkbox"/> 4 <input checked="" type="checkbox"/> 5 <input checked="" type="checkbox"/>
City or town, state, and ZIP code <u>PALO ALTO, CA 94304</u>	C Enter the total percentage of the foreign corporation's voting stock you owned at the end of its annual accounting period _____ %
Filer's tax year beginning <u>01/01/2015</u> , and ending <u>12/30/2015</u>	
D Check if any excepted specified foreign financial assets are reported on this form (see instructions) <input type="checkbox"/>	
E Person(s) on whose behalf this information return is filed:	

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Shareholder	Officer	Director

Important: Fill in all applicable lines and schedules. All information **must** be in English. All amounts **must** be stated in U.S. dollars unless otherwise indicated.

1a Name and address of foreign corporation <u>THERANOS GLOBAL MANUFACTURING, LTD.</u> <u>309 GT, UGLAND HOUSE, SOUTH CHURCH</u> <u>GEORGE TOWN, GRAND CAY, CJ</u>		b(1) Employer identification number, if any <u>98-0518427</u>
		b(2) Reference ID number (see instructions) <u>980518427CJ</u>
		c Country under whose laws incorporated <u>CJ</u>
d Date of incorporation <u>12/28/2006</u>	e Principal place of business <u>US</u>	f Principal business activity code number <u>541700</u>
		g Principal business activity <u>SUPPORTING R&D</u>
h Functional currency <u>USD</u>		

2 Provide the following information for the foreign corporation's accounting period stated above.

a Name, address, and identifying number of branch office or agent (if any) in the United States	b If a U.S. income tax return was filed, enter:	
	(i) Taxable income or (loss)	(ii) U.S. income tax paid (after all credits)
c Name and address of foreign corporation's statutory or resident agent in country of incorporation <u>M&C</u> <u>309 GT, UGLAND HOUSE, SOUTH CHURCH</u> <u>GEORGE TOWN, GRAND CAYMAN, CJ</u>	d Name and address (including corporate department, if applicable) of person (or persons) with custody of the books and records of the foreign corporation, and the location of such books and records, if different	

Schedule A Stock of the Foreign Corporation

(a) Description of each class of stock	(b) Number of shares issued and outstanding	
	(i) Beginning of annual accounting period	(ii) End of annual accounting period
<u>COMMON</u>	<u>7,500.</u>	<u>NONE</u>

For Paperwork Reduction Act Notice, see instructions.

Form **5471** (Rev. 12-2015)

Schedule B U.S. Shareholders of Foreign Corporation (see instructions)

(a) Name, address, and identifying number of shareholder	(b) Description of each class of stock held by shareholder. Note: This description should match the corresponding description entered in Schedule A, column (a).	(c) Number of shares held at beginning of annual accounting period	(d) Number of shares held at end of annual accounting period	(e) Pro rata share of subpart F income (enter as a percentage)
THERANOS, INC. 1701 PAGE MILL ROAD PALO ALTO, CA 94304	COMMON	7,500.	NONE	100.000000000000

Schedule C Income Statement (see instructions)

Important: Report all information in functional currency in accordance with U.S. GAAP. Also, report each amount in U.S. dollars translated from functional currency (using GAAP translation rules). However, if the functional currency is the U.S. dollar, complete only the U.S. Dollars column. See instructions for special rules for DASTM corporations.

		Functional Currency	U.S. Dollars
Income	1 a Gross receipts or sales	1 a	
	b Returns and allowances	1 b	
	c Subtract line 1b from line 1a	1 c	
	2 Cost of goods sold	2	
	3 Gross profit (subtract line 2 from line 1c)	3	
	4 Dividends	4	
	5 Interest	5	
	6 a Gross rents	6 a	
	b Gross royalties and license fees	6 b	
7 Net gain or (loss) on sale of capital assets	7		
8 Other income (attach statement)	8		
9 Total income (add lines 3 through 8)	9		
Deductions	10 Compensation not deducted elsewhere	10	
	11 a Rents	11 a	
	b Royalties and license fees	11 b	
	12 Interest	12	
	13 Depreciation not deducted elsewhere	13	
	14 Depletion	14	
	15 Taxes (exclude provision for income, war profits, and excess profits taxes)	15	
	16 Other deductions (attach statement - exclude provision for income, war profits, and excess profits taxes)	16	
17 Total deductions (add lines 10 through 16)	17		
Net Income	18 Net income or (loss) before extraordinary items, prior period adjustments, and the provision for income, war profits, and excess profits taxes (subtract line 17 from line 9)	18	
	19 Extraordinary items and prior period adjustments (see instructions)	19	
	20 Provision for income, war profits, and excess profits taxes (see instructions)	20	
	21 Current year net income or (loss) per books (combine lines 18 through 20)	21	

Schedule E Income, War Profits, and Excess Profits Taxes Paid or Accrued (see instructions)

	(a) Name of country or U.S. possession	Amount of tax		
		(b) In foreign currency	(c) Conversion rate	(d) In U.S. dollars
1	U.S.			
2				
3				
4				
5				
6				
7				
8	Total			

Schedule F Balance Sheet

Important: Report all amounts in U.S. dollars prepared and translated in accordance with U.S. GAAP. See instructions for an exception for DASTM corporations.

Assets		(a) Beginning of annual accounting period	(b) End of annual accounting period
1	Cash	52,424.	NONE
2a	Trade notes and accounts receivable		
b	Less allowance for bad debts	()	()
3	Inventories		
4	Other current assets (attach statement) SEE STATEMENT 48	NONE	NONE
5	Loans to shareholders and other related persons		
6	Investment in subsidiaries (attach statement)		
7	Other investments (attach statement)		
8a	Buildings and other depreciable assets		
b	Less accumulated depreciation	()	()
9a	Depletable assets		
b	Less accumulated depletion	()	()
10	Land (net of any amortization)		
11	Intangible assets:		
a	Goodwill		
b	Organization costs		
c	Patents, trademarks, and other intangible assets		
d	Less accumulated amortization for lines 11a, b, and c	()	()
12	Other assets (attach statement)		
13	Total assets	52,424.	NONE
Liabilities and Shareholders' Equity			
14	Accounts payable		
15	Other current liabilities (attach statement) SEE STATEMENT 48	NONE	NONE
16	Loans from shareholders and other related persons		
17	Other liabilities (attach statement)		
18	Capital stock:		
a	Preferred stock		
b	Common stock	8.	NONE
19	Paid-in or capital surplus (attach reconciliation)	18,960,993.	NONE
20	Retained earnings	-18,908,577.	NONE
21	Less cost of treasury stock	()	()
22	Total liabilities and shareholders' equity	52,424.	NONE

Schedule G Other Information

<p>1 During the tax year, did the foreign corporation own at least a 10% interest, directly or indirectly, in any foreign partnership?</p> <p>If "Yes," see the instructions for required statement.</p> <p>2 During the tax year, did the foreign corporation own an interest in any trust?</p> <p>3 During the tax year, did the foreign corporation own any foreign entities that were disregarded as entities separate from their owners under Regulations sections 301.7701-2 and 301.7701-3 (see instructions)?</p> <p>If "Yes," you are generally required to attach Form 8858 for each entity (see instructions).</p> <p>4 During the tax year, was the foreign corporation a participant in any cost sharing arrangement?</p> <p>5 During the course of the tax year, did the foreign corporation become a participant in any cost sharing arrangement?</p> <p>6 During the tax year, did the foreign corporation participate in any reportable transaction as defined in Regulations section 1.6011-4?</p> <p>If "Yes," attach Form(s) 8886 if required by Regulations section 1.6011-4(c)(3)(i)(G).</p> <p>7 During the tax year, did the foreign corporation pay or accrue any foreign tax that was disqualified for credit under section 901(m)?</p> <p>8 During the tax year, did the foreign corporation pay or accrue foreign taxes to which section 909 applies, or treat foreign taxes that were previously suspended under section 909 as no longer suspended?</p>	<p>Yes</p> <p><input type="checkbox"/></p> <p><input type="checkbox"/></p> <p><input type="checkbox"/></p> <p><input checked="" type="checkbox"/></p> <p><input type="checkbox"/></p> <p><input type="checkbox"/></p> <p><input type="checkbox"/></p> <p><input type="checkbox"/></p> <p><input type="checkbox"/></p> <p><input type="checkbox"/></p>	<p>No</p> <p><input checked="" type="checkbox"/></p> <p><input checked="" type="checkbox"/></p> <p><input checked="" type="checkbox"/></p> <p><input type="checkbox"/></p> <p><input checked="" type="checkbox"/></p> <p><input checked="" type="checkbox"/></p> <p><input type="checkbox"/></p> <p><input checked="" type="checkbox"/></p> <p><input checked="" type="checkbox"/></p>
---	--	---

Schedule H Current Earnings and Profits (see instructions)

Important: Enter the amounts on lines 1 through 5c in **functional** currency.

1 Current year net income or (loss) per foreign books of account		1	
2 Net adjustments made to line 1 to determine current earnings and profits according to U.S. financial and tax accounting standards (see instructions):	Net Additions	Net Subtractions	
	a Capital gains or losses		
	b Depreciation and amortization		
	c Depletion		
	d Investment or incentive allowance		
	e Charges to statutory reserves		
	f Inventory adjustments		
	g Taxes		
	h Other (attach statement) <i>STMT. 49</i>		
3 Total net additions			
4 Total net subtractions			
5a Current earnings and profits (line 1 plus line 3 minus line 4)		5a	
b DASTM gain or (loss) for foreign corporations that use DASTM (see instructions)		5b	
c Combine lines 5a and 5b		5c	
d Current earnings and profits in U.S. dollars (line 5c translated at the appropriate exchange rate as defined in section 989(b) and the related regulations (see instructions))		5d	

Enter exchange rate used for line 5d ▶

Schedule I Summary of Shareholder's Income From Foreign Corporation (see instructions)

If item E on page 1 is completed, a separate Schedule I must be filed for each Category 4 or 5 filer for whom reporting is furnished on this Form 5471. This schedule I is being completed for:

Name of U.S. shareholder ▶ **THERANOS, INC.** Identifying number ▶ **20-1231826**

1 Subpart F income (line 38b, Worksheet A in the instructions)	1	
2 Earnings invested in U.S. property (line 17, Worksheet B in the instructions)	2	
3 Previously excluded subpart F income withdrawn from qualified investments (line 6b, Worksheet C in the instructions)	3	
4 Previously excluded export trade income withdrawn from investment in export trade assets (line 7b, Worksheet D in the instructions)	4	
5 Factoring income	5	
6 Total of lines 1 through 5. Enter here and on your income tax return. See instructions	6	
7 Dividends received (translated at spot rate on payment date under section 989(b)(1))	7	
8 Exchange gain or (loss) on a distribution of previously taxed income	8	

<p>• Was any income of the foreign corporation blocked?</p> <p>• Did any such income become unblocked during the tax year (see section 964(b))?</p> <p>If the answer to either question is "Yes," attach an explanation.</p>	<p>Yes</p> <p><input type="checkbox"/></p> <p><input type="checkbox"/></p>	<p>No</p> <p><input checked="" type="checkbox"/></p> <p><input checked="" type="checkbox"/></p>
--	---	--

**SCHEDULE J
(Form 5471)**

(Rev. December 2012)
Department of the Treasury
Internal Revenue Service

**Accumulated Earnings and Profits (E&P)
of Controlled Foreign Corporation**

► Information about Schedule J (Form 5471) and its instructions is at www.irs.gov/form5471.
► Attach to Form 5471.

OMB No. 1545-0704

Name of person filing Form 5471 <u> THERANOS, INC. </u>		Identifying number <u> 20-1231826 </u>
Name of foreign corporation <u> THERANOS GLOBAL MANUFACTURING, LTD. </u>	EIN (if any) <u> 98-0518427 </u>	Reference ID number (see instructions) <u> 980518427CJ </u>

Important: Enter amounts in functional currency.	(a) Post-1986 Undistributed Earnings (post-86 section 959(c)(3) balance)	(b) Pre-1987 E&P Not Previously Taxed (pre-87 section 959(c)(3) balance)	(c) Previously Taxed E&P (see instructions) (sections 959(c)(1) and (2) balances)			(d) Total Section 964(a) E&P (combine columns (a), (b), and (c))
			(i) Earnings Invested in U.S. Property	(ii) Earnings Invested in Excess Passive Assets	(iii) Subpart F Income	
1 Balance at beginning of year	-7,174,947.					-7,174,947.
2a Current year E&P						
b Current year deficit in E&P						
3 Total current and accumulated E&P not previously taxed (line 1 plus line 2a or line 1 minus line 2b)	-7,174,947.					
4 Amounts included under section 951(a) or reclassified under section 959(c) in current year						
5a Actual distributions or reclassifications of previously taxed E&P						
b Actual distributions of nonpreviously taxed E&P						
6a Balance of previously taxed E&P at end of year (line 1 plus line 4, minus line 5a)						
b Balance of E&P not previously taxed at end of year (line 3 minus line 4, minus line 5b)	-7,174,947.					
7 Balance at end of year. (Enter amount from line 6a or line 6b, whichever is applicable.)	NONE					NONE

For Paperwork Reduction Act Notice, see the Instructions for Form 5471.

Schedule J (Form 5471) (Rev. 12-2012)

JSA

**Transactions Between Controlled Foreign Corporation
and Shareholders or Other Related Persons**

▶ Information about Schedule M (Form 5471) and its instructions is at www.irs.gov/form5471.
▶ Attach to Form 5471.

Name of person filing Form 5471

Identifying number

THELANOS, INC.

20-1231826

Name of foreign corporation

EIN (if any)

Reference ID number (see instructions)

THELANOS GLOBAL MANUFACTURING, LTD.

98-0518427

980518427CJ

Important: Complete a separate Schedule M for each controlled foreign corporation. Enter the totals for each type of transaction that occurred during the annual accounting period between the foreign corporation and the persons listed in columns (b) through (f). All amounts must be stated in U.S. dollars translated from functional currency at the average exchange rate for the foreign corporation's tax year. See instructions.

Enter the relevant functional currency and the exchange rate used throughout this schedule ▶

USD

(a) Transactions of foreign corporation	(b) U.S. person filing this return	(c) Any domestic corporation or partnership controlled by U.S. person filing this return	(d) Any other foreign corporation or partnership controlled by U.S. person filing this return	(e) 10% or more U.S. shareholder of controlled foreign corporation (other than the U.S. person filing this return)	(f) 10% or more U.S. shareholder of any corporation controlling the foreign corporation
1 Sales of stock in trade (inventory)					
2 Sales of tangible property other than stock in trade					
3 Sales of property rights (patents, trademarks, etc.) . . .					
4 Platform contribution transaction payments received					
5 Cost sharing transaction payments received					
6 Compensation received for technical, managerial, engineering, construction, or like services . .					
7 Commissions received					
8 Rents, royalties, and license fees received					
9 Dividends received (exclude deemed distributions under subpart F and distributions of previously taxed income). . . .					
10 Interest received.					
11 Premiums received for insurance or reinsurance.					
12 Add lines 1 through 11					
13 Purchases of stock in trade (inventory)					
14 Purchases of tangible property other than stock in trade. . . .					
15 Purchases of property rights (patents, trademarks, etc.) . . .					
16 Platform contribution transaction payments paid					
17 Cost sharing transaction payments paid .					
18 Compensation paid for technical, managerial, engineering, construction, or like services . .					
19 Commissions paid					
20 Rents, royalties, and license fees paid					
21 Dividends paid					
22 Interest paid					
23 Premiums paid for insurance or reinsurance					
24 Add lines 13 through 23. . . .					
25 Amounts borrowed (enter the maximum loan balance during the year) - see instructions . .					
26 Amounts loaned (enter the maximum loan balance during the year) - see instructions . . .					

For Paperwork Reduction Act Notice, see the Instructions for Form 5471.

Schedule M (Form 5471) (Rev. 12-2012)

JSA
5X1664 1.000

MA - 0000079.0038

**SCHEDULE O
(Form 5471)**

(Rev. December 2012)

Department of the Treasury
Internal Revenue Service

Organization or Reorganization of Foreign Corporation, and Acquisitions and Dispositions of its Stock

Information about Schedule O (Form 5471) and its instructions is at www.irs.gov/form5471
▶ Attach to Form 5471.

OMB No. 1545-0704

Name of person filing Form 5471		Identifying number
THERANOS, INC.		20-1231826
Name of foreign corporation	EIN (if any)	Reference ID number (see instructions)
THERANOS GLOBAL MANUFACTURING, LTD.	98-0518427	980518427CJ

Important: Complete a *separate* Schedule O for each foreign corporation for which information must be reported.

Part I To Be Completed by U.S. Officers and Directors

(a) Name of shareholder for whom acquisition information is reported	(b) Address of shareholder	(c) Identifying number of shareholder	(d) Date of original 10% acquisition	(e) Date of additional 10% acquisition

Part II To Be Completed by U.S. Shareholders

Note: If this return is required because one or more shareholders became U.S. persons, attach a list showing the names of such persons and the date each became a U.S. person.

Section A - General Shareholder Information

(a) Name, address, and identifying number of shareholder(s) filing this schedule	(b) For shareholder's latest U.S. income tax return filed, indicate:			(c) Date (if any) shareholder last filed information return under section 6046 for the foreign corporation
	(1) Type of return (enter form number)	(2) Date return filed	(3) Internal Revenue Service Center where filed	
THERANOS, INC. 1701 PAGE MILL ROAD PALO ALTO, CA 94304 20-1231826	1120	09/15/2016	EFILE	

Section B - U.S. Persons Who Are Officers or Directors of the Foreign Corporation

(a) Name of U.S. officer or director	(b) Address	(c) Social security number	(d) Check appropriate box(es)	
			Ofcr	Dir
ELIZABETH HOLMES	1701 PAGE MILL ROAD PALO ALTO, CA 94304	577-11-1188		X

Section C - Acquisition of Stock

(a) Name of shareholder(s) filing this schedule	(b) Class of stock acquired	(c) Date of acquisition	(d) Method of acquisition	(e) Number of shares acquired		
				(1) Directly	(2) Indirectly	(3) Constructively

For Paperwork Reduction Act Notice, see the Instructions for Form 5471.

Schedule O (Form 5471) (Rev. 12-2012)

JSA

5X2763 1.000

MA - 0000079.0039

9077HP V850 09/14/2016 16:11:13 V15-6.7F

20-1231826

49

SEC-TX-000002642

(f) Amount paid or value given	(g) Name and address of person from whom shares were acquired

Section D — Disposition of Stock

(a) Name of shareholder disposing of stock	(b) Class of stock	(c) Date of disposition	(d) Method of disposition	(e) Number of shares disposed of		
				(1) Directly	(2) Indirectly	(3) Constructively
THERANOS, INC.	22-1231826	04/30/2016	DISSOLUTION	7,500.		

(f) Amount received	(g) Name and address of person to whom disposition of stock was made

Section E — Organization or Reorganization of Foreign Corporation

(a) Name and address of transferor	(b) Identifying number (if any)	(c) Date of transfer

(d) Assets transferred to foreign corporation			(e) Description of assets transferred by, or notes or securities issued by, foreign corporation
(1) Description of assets	(2) Fair market value	(3) Adjusted basis (if transferor was U.S. person)	

Section F — Additional Information

(a) If the foreign corporation or a predecessor U.S. corporation filed (or joined with a consolidated group in filing) a U.S. income tax return for any of the last 3 years, attach a statement indicating the year for which a return was filed (and, if applicable, the name of the corporation filing the consolidated return), the taxable income or loss, and the U.S. income tax paid (after all credits).

(b) List the date of any reorganization of the foreign corporation that occurred during the last 4 years while any U.S. person held 10% or more in value or vote (directly or indirectly) of the corporation's stock ►

(c) If the foreign corporation is a member of a group constituting a chain of ownership, attach a chart, for each unit of which a shareholder owns 10% or more in value or voting power of the outstanding stock. The chart must indicate the corporation's position in the chain of ownership and the percentages of stock ownership (see instructions for an example).

Name(s) shown on return

Identifying number

THERANOS, INC & SUBSIDIARY

20-1231826

Section A - Regular Credit. Skip this section and go to Section B if you are electing or previously elected (and are not revoking) the alternative simplified credit.

Table with 17 rows for Section A. Columns include line number, description, amount, and total. Values include 39,059,760, 10,675,490, 422,021, 50,157,271, 641,859, 25,078,636, and 3,260,223.

Section B - Alternative Simplified Credit. Skip this section if you are completing Section A.

Table with 14 rows for Section B. Columns include line number, description, amount, and total. Values include 24, 25, 26, 27, 28, 29, 30, 31, and 32.

For Paperwork Reduction Act Notice, see separate instructions.

Form 6765 (2015)

Section B - Alternative Simplified Credit. *(continued)*

33 Add lines 23 and 32	33	
34 Are you electing the reduced credit under section 280C? <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> If "Yes," multiply line 33 by 65% (0.65). If "No," enter the amount from line 33 and see the line 17 instructions for the statement that must be attached. Members of controlled groups or businesses under common control: see instructions for the statement that must be attached	34	

Section C - Summary

35 Enter the portion of the credit from Form 8932, line 2, that is attributable to wages that were also used to figure the credit on line 17 or line 34 (whichever applies)	35	
36 Subtract line 35 from line 17 or line 34 (whichever applies). If zero or less, enter -0-	36	3,260,223.
37 Credit for increasing research activities from partnerships, S corporations, estates, and trusts . . .	37	
38 Add lines 36 and 37. Estates and trusts, go to line 39. Partnerships and S corporations, stop here and report this amount on Schedule K. All others, stop here and report this amount on Form 3800, Part III, line 1c	38	3,260,223.
39 Amount allocated to beneficiaries of the estate or trust (see instructions)	39	
40 Estates and trusts, subtract line 39 from line 38. Report the amount on Form 3800, Part III, line 1c.	40	

Form **6765** (2015)

Application for Automatic Extension of Time To File Certain Business Income Tax, Information, and Other Returns

OMB No. 1545-0233

► **File a separate application for each return.**
 ► **Information about Form 7004 and its separate instructions is at www.irs.gov/form7004.**

Print or Type	Name	Identifying number
	THERANOS, INC & SUBSIDIARY	20-1231826
	Number, street, and room or suite no. (If P.O. box, see instructions.)	
	1701 PAGE MILL ROAD	
	City, town, state, and ZIP code (If a foreign address, enter city, province or state, and country (follow the country's practice for entering postal code)).	
	PALO ALTO, CA 94304	

Note. File request for extension by the due date of the return for which the extension is granted. See instructions before completing this form.

Part I Automatic 5-Month Extension

1a Enter the form code for the return that this application is for (see below)

Application Is For:	Form Code	Application Is For:	Form Code
Form 1065	09	Form 1041 (estate other than a bankruptcy estate)	04
Form 8804	31	Form 1041 (trust)	05

Part II Automatic 6-Month Extension

b Enter the form code for the return that this application is for (see below) **1 2**

Application Is For:	Form Code	Application Is For:	Form Code
Form 706-GS(D)	01	Form 1120-ND (section 4951 taxes)	20
Form 706-GS(T)	02	Form 1120-PC	21
Form 1041 (bankruptcy estate only)	03	Form 1120-POL	22
Form 1041-N	06	Form 1120-REIT	23
Form 1041-QFT	07	Form 1120-RIC	24
Form 1042	08	Form 1120S	25
Form 1065-B	10	Form 1120-SF	26
Form 1066	11	Form 3520-A	27
Form 1120	12	Form 8612	28
Form 1120-C	34	Form 8613	29
Form 1120-F	15	Form 8725	30
Form 1120-FSC	16	Form 8831	32
Form 1120-H	17	Form 8876	33
Form 1120-L	18	Form 8924	35
Form 1120-ND	19	Form 8928	36

- 2** If the organization is a foreign corporation that does not have an office or place of business in the United States, check here
- 3** If the organization is a corporation and is the common parent of a group that intends to file a consolidated return, check here
 If checked, attach a statement, listing the name, address, and Employer Identification Number (EIN) for each member covered by this application. **SEE STATEMENT 51**

Part III All Filers Must Complete This Part

- 4** If the organization is a corporation or partnership that qualifies under Regulations section 1.6081-5, check here
- 5 a** The application is for calendar year 2015 , or tax year beginning _____, 20____, and ending _____, 20____
- b Short tax year.** If this tax year is less than 12 months, check the reason: Initial return Final return
 Change in accounting period Consolidated return to be filed Other (see instructions-attach explanation)

6 Tentative total tax	6	NONE
7 Total payments and credits (see instructions)	7	NONE
8 Balance due. Subtract line 7 from line 6 (see instructions)	8	NONE

For Privacy Act and Paperwork Reduction Act Notice, see separate Instructions. Form **7004** (Rev. 12-2012)

Department of the Treasury
Internal Revenue Service

▶ Attach to Schedule M-3 for Form 1065, 1120, 1120-L, 1120-PC, or 1120S.
▶ Information about Form 8916-A and its instructions is at www.irs.gov/form1120.

2015

Name of common parent
THERANOS, INC

Employer identification number
20-1231826

Name of subsidiary

Employer identification number

Part I Cost of Goods Sold

Cost of Goods Sold Items	(a) Expense per Income Statement	(b) Temporary Difference	(c) Permanent Difference	(d) Deduction per Tax Return
1 Amounts attributable to cost flow assumptions				
2 Amounts attributable to:				
a Stock option expense				
b Other equity based compensation				
c Meals and entertainment				
d Parachute payments				
e Compensation with section 162(m) limitation				
f Pension and profit sharing				
g Other post-retirement benefits				
h Deferred compensation				
i Reserved				
j Amortization				
k Depletion				
l Depreciation				
m Corporate owned life insurance premiums				
n Other section 263A costs				
3 Inventory shrinkage accruals				
4 Excess inventory and obsolescence reserves	12,001,262.	-574,228.		11,427,034.
5 Lower of cost or market write-downs				
6 Other items with differences (attach statement)				
7 Other items with no differences				
8 Total cost of goods sold. Add lines 1 through 7 in columns a, b, c, and d. Enter totals on the applicable Schedule M-3. See instructions	12,001,262.	-574,228.		11,427,034.

For Paperwork Reduction Act Notice, see instructions.

Form **8916-A** (2015)

Part II Interest Income

	Interest Income Item	(a) Income (Loss) per Income Statement	(b) Temporary Difference	(c) Permanent Difference	(d) Income (Loss) per Tax Return
1	Tax-exempt interest income				
2	Interest income from hybrid securities				
3	Sale/lease interest income				
4a	Intercompany interest income - From outside tax affiliated group				
4b	Intercompany interest income - From tax affiliated group				
5	Other interest income	1,515,738.			1,515,738.
6	Total interest income. Add lines 1 through 5 in columns a, b, c, and d. Enter total on the applicable Schedule M-3. See instructions.	1,515,738.			1,515,738.

Part III Interest Expense

	Interest Expense Item	(a) Expense per Income Statement	(b) Temporary Difference	(c) Permanent Difference	(d) Deduction per Tax Return
1	Interest expense from hybrid securities				
2	Lease/purchase interest expense				
3a	Intercompany interest expense - Paid to outside tax affiliated group				
3b	Intercompany interest expense - Paid to tax affiliated group				
4	Other interest expense	537,214.			537,214.
5	Total interest expense. Add lines 1 through 4 in columns a, b, c, and d. Enter total on the applicable Schedule M-3. See instructions.	537,214.			537,214.

Form 8916-A (2015)

Department of the Treasury
Internal Revenue Service

▶ Attach to Schedule M-3 for Form 1065, 1120, 1120-L, 1120-PC, or 1120S.
▶ Information about Form 8916-A and its instructions is at www.irs.gov/form1120.

2015

Name of common parent
THERANOS, INC

Employer identification number
20-1231826

Name of subsidiary
THERANOS, INC

Employer identification number
20-1231826

Part I Cost of Goods Sold

Cost of Goods Sold Items	(a) Expense per Income Statement	(b) Temporary Difference	(c) Permanent Difference	(d) Deduction per Tax Return
1 Amounts attributable to cost flow assumptions				
2 Amounts attributable to:				
a Stock option expense				
b Other equity based compensation				
c Meals and entertainment				
d Parachute payments				
e Compensation with section 162(m) limitation				
f Pension and profit sharing				
g Other post-retirement benefits				
h Deferred compensation				
i Reserved				
j Amortization				
k Depletion				
l Depreciation				
m Corporate owned life insurance premiums				
n Other section 263A costs				
3 Inventory shrinkage accruals				
4 Excess inventory and obsolescence reserves	12,001,262.	-574,228.		11,427,034.
5 Lower of cost or market write-downs				
6 Other items with differences (attach statement)				
7 Other items with no differences				
8 Total cost of goods sold. Add lines 1 through 7 in columns a, b, c, and d. Enter totals on the applicable Schedule M-3. See instructions	12,001,262.	-574,228.		11,427,034.

For Paperwork Reduction Act Notice, see instructions.

Form **8916-A** (2015)

Part II Interest Income

	Interest Income Item	(a) Income (Loss) per Income Statement	(b) Temporary Difference	(c) Permanent Difference	(d) Income (Loss) per Tax Return
1	Tax-exempt interest income				
2	Interest income from hybrid securities				
3	Sale/lease interest income				
4a	Intercompany interest income - From outside tax affiliated group				
4b	Intercompany interest income - From tax affiliated group				
5	Other interest income	1,515,738.			1,515,738.
6	Total interest income. Add lines 1 through 5 in columns a, b, c, and d. Enter total on the applicable Schedule M-3. See instructions.	1,515,738.			1,515,738.

Part III Interest Expense

	Interest Expense Item	(a) Expense per Income Statement	(b) Temporary Difference	(c) Permanent Difference	(d) Deduction per Tax Return
1	Interest expense from hybrid securities				
2	Lease/purchase interest expense				
3a	Intercompany interest expense - Paid to outside tax affiliated group				
3b	Intercompany interest expense - Paid to tax affiliated group				
4	Other interest expense	537,214.			537,214.
5	Total interest expense. Add lines 1 through 4 in columns a, b, c, and d. Enter total on the applicable Schedule M-3. See instructions.	537,214.			537,214.

Form 8916-A (2015)

(Rev. January 2010)

Department of the Treasury
Internal Revenue Service (99)

▶ **Attach to the policyholder's tax return - See instructions.**

Attachment
Sequence No. **160**

Name(s) as shown on return		Identifying number	
THERANOS, INC & SUBSIDIARY		20-1231826	
Name of policyholder, if different from above		Identifying number, if different from above	
THERANOS, INC.		20-1231826	
Type of business			
BIOTECHNOLOGY			
1	Enter the number of employees the policyholder had at the end of the tax year	1	1.
2	Enter the number of employees included on line 1 who were insured at the end of the tax year under the policyholder's employer-owned life insurance contract(s) issued after August 17, 2006. See <i>Section 1035 exchanges</i> on page 2 for an exception	2	1.
3	Enter the total amount of employer-owned life insurance in force at the end of the tax year for employees who were insured under the contract(s) specified on line 2	3	1,000,000.
4a	Does the policyholder have a valid consent (see instructions) for each employee included on line 2? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
b	If "No," enter the number of employees included on line 2 for whom the policyholder does not have a valid consent	4b	

General Instructions

Section references are to the Internal revenue Code unless otherwise noted.

Purpose of Form

Use Form 8925 to report the number of employees covered by employer-owned life insurance contracts issued after August 17, 2006, and the total amount of employer-owned life insurance in force on those employees at the end of the tax year. Policyholders must also indicate whether a valid consent has been received from each covered employee, and the number of covered employees for which a valid consent has not been received.

See sections 101(j) and 6039I, and Notice 2009-48, 2009-24 I.R.B. 1085, for more information.

Definitions

Employer-owned life insurance contract. For purposes of Form 8925, an insurance contract is an employer-owned life insurance contract if it is owned by a policyholder as defined below, and covers the life of the policyholder's employee(s) on the date the life insurance contract is issued. If you have master contracts, see section 101(j)(3) for additional information.

Policyholder. For purposes of Form 8925 and these instructions, a policyholder is an "applicable policyholder" as defined in section 101(j)(3)(B). Generally, a policyholder is the person who owns the employer-owned life insurance contract, and who is (a) engaged in a trade or business

that employs the person insured under the employer-owned life insurance contract and (b) the direct or indirect beneficiary of the employer-owned life insurance contract.

Related person. A related person is considered a policyholder if that person is (a) related to the policyholder (defined earlier) under sections 267(b) or 707(b) (1), or (b) engaged in a trade or business under common control with the policyholder. See sections 52(a) and (b).

Employee. Employee includes an officer, director, or highly compensated employee under section 414(q).

Insured. An individual must be a U.S. citizen or resident to be considered insured under an employer-owned life insurance contract. Both individuals covered by a contract covering the joint lives of two individuals are considered insured.

Notice and consent requirements. To qualify as an employer-owned life insurance contract, the policyholder must meet the notice and consent requirements listed below before the issuance of the contract.

1. Provide written notification to the employee stating the policyholder intends to insure the employee's life and the maximum face amount for which the employee could be insured at the time the contract was issued.

The written notification must include a disclosure of the face amount of life insurance, either in dollars or as a multiple of salary, that the policyholder

reasonably expects to purchase with regard to the employee during the course of the employee's tenure. Additional notice and consent are required if the aggregate face amount of the employer-owned life insurance contracts with regard to an employee exceeds the amount of which the employee was given notice and to which the employee consented. See Q&A-9 and Q&A-12 in Notice 2009-48.

2. Provide written notification to the employee that the policyholder will be a beneficiary of any proceeds payable upon the death of the employee.

3. Received written consent from the employee. See *Valid consent* under the instructions for line 4a.

Electronic notification and consent. The written notification and consent requirement can be met electronically only if the system for electronic notification and consent meets requirements 1 through 3, above. See Q&A-11 in Notice 2009-48 for more information.

Issue date of contract. Generally, the issue date of a life insurance contract is the date on the policy assigned by the insurance company on or after the date of application. For purposes of meeting the notice and consent requirements, the issue date of the employer-owned life insurance contract is the later of (1) the date of application of coverage, (2) the effective date of coverage, or (3) the formal issuance of the contract. See Q&A-4 in Notice 2009-48 for more information.

2015 Depreciation

Description of Property															
GENERAL DEPRECIATION AND AMORTIZATION															
Asset description	Date placed in service	Unadjusted cost or basis	Bus. %	179 exp. reduc. in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated Depreciation	Ending Accumulated Depreciation	Method	Convention	Life	ACRS class	MA CRS class	Current -yr 179 expense	Current-year depreciation
OTHER:															
2004 FURNITURE	07/01/2004	72,241.	100.		36,121.	36,120.	35,292.	35,292.	200 DB	HY			7		
2005 FURNITURE	07/01/2005	459,910.	100.			459,910.	459,891.	459,891.	200 DB	HY			7		
2007 OFFICE EQUIPMEN	07/01/2007	8,728.	100.			8,728.	8,728.	8,728.	200 DB	HY			5		
2005 EQUIPMENT	07/01/2005	17,292.	100.			17,292.	17,292.	17,292.	200 DB	HY			5		
08Q1 HARDWARE	02/15/2008	36,501.	100.		18,251.	18,250.	18,249.	18,249.	200 DB	HY			5		
08Q1 EQUIPMENT	02/15/2008	70,654.	100.		35,327.	35,327.	35,327.	35,327.	200 DB	HY			5		
08Q1 FURNITURE & FIX	02/15/2008	78,217.	100.		39,109.	39,108.	37,364.	39,108.	200 DB	HY			7		1,744.
08Q1 SOFTWARE	02/15/2008	3,475.	100.		1,738.	1,737.	1,737.	1,737.	200 DB	HY			3		
2007 EQUIPMENT	07/01/2007	160,112.	100.			160,112.	160,112.	160,112.	200 DB	HY			5		
2006 EQUIPMENT	07/01/2006	610,481.	100.			610,481.	610,481.	610,481.	200 DB	HY			5		
2007 COMPUTER EQUIPM	07/01/2007	212,983.	100.			212,983.	212,983.	212,983.	200 DB	HY			5		
2010 EQUIPMENT	07/01/2010	686,905.	100.			686,905.	647,339.	686,905.	200 DB	HY			5		39,566.
2010 FURNITURE	07/01/2010	6,521.	100.			6,521.	5,066.	5,648.	200 DB	HY			7		582.
2010 OFFICE EQUIP.	07/01/2010	76,972.	100.			76,972.	72,538.	76,972.	200 DB	HY			5		4,434.
2010 COMPUTER EQUIP.	07/01/2010	128,664.	100.			128,664.	121,252.	128,663.	200 DB	HY			5		7,411.
2010 SOFTWARE	07/01/2010	18,627.	100.			18,627.	18,627.	18,627.	S/L	S/L	3.000				
2010 MANUFACT DEVICE	07/01/2010	650,165.	100.			650,165.	612,716.	650,165.	200 DB	HY			5		37,449.
MACHINERY&EQUIPMENT	02/15/2011	157,782.	100.			157,782.	138,233.	155,605.	200 DB	MQ			5		17,372.
MACHINERY&EQUIPMENT	05/15/2011	433,328.	100.			433,328.	365,598.	414,867.	200 DB	MQ			5		49,269.
MACHINERY&EQUIPMENT	08/15/2011	677,122.	100.			677,122.	552,802.	629,317.	200 DB	MQ			5		76,515.
FURNITURE & FIXTURE	02/15/2011	3,800.	100.			3,800.	2,761.	3,094.	200 DB	MQ			7		333.
SOFTWARE	02/15/2011	22,941.	100.			22,941.	22,941.	22,941.	S/L	S/L	3.000				
SOFTWARE	05/15/2011	10,977.	100.			10,977.	10,977.	10,977.	S/L	S/L	3.000				
SOFTWARE	11/15/2011	9,382.	100.			9,382.	9,382.	9,382.	S/L	S/L	3.000				
MACHINERY&EQUIPMENT	02/15/2012	1,162,176.	100.			1,162,176.	827,469.	961,352.	200 DB	HY			5		133,883.
MACHINERY&EQUIPMENT	05/15/2012	5,643,761.	100.			5,643,761.	4,018,358.	4,668,519.	200 DB	HY			5		650,161.
MACHINERY&EQUIPMENT	08/15/2012	3,273,635.	100.			3,273,635.	2,330,828.	2,707,951.	200 DB	HY			5		377,123.
MACHINERY&EQUIPMENT	11/15/2012	1,854,600.	100.			1,854,600.	949,555.	1,163,205.	200 DB	HY			5		213,650.
FURNITURES&FIXTURES	05/15/2012	188,598.	100.			188,598.	106,125.	129,681.	200 DB	HY			7		23,556.
FURNITURES&FIXTURES	08/15/2012	54,463.	100.			54,463.	30,647.	37,449.	200 DB	HY			7		6,802.
FURNITURES&FIXTURES	11/15/2012	3,563.	100.			3,563.	2,005.	2,450.	200 DB	HY			7		445.
SOFTWARE	02/15/2012	103,695.	100.			103,695.	100,815.	103,695.	S/L	S/L	3.000				2,880.
SOFTWARE	05/15/2012	130,045.	100.			130,045.	115,595.	130,045.	S/L	S/L	3.000				14,450.
SOFTWARE	08/15/2012	147,524.	100.			147,524.	118,839.	147,524.	S/L	S/L	3.000				28,685.
Less: Retired Assets															
TOTALS															

*Assets Retired

2015 Depreciation

Description of Property															
GENERAL DEPRECIATION AND AMORTIZATION															
Asset description	Date placed in service	Unadjusted cost or basis	Bus. %	179 exp. reduc. in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated Depreciation	Ending Accumulated Depreciation	Method	Convention	Life	ACRS class	MA CRS class	Current -yr 179 expense	Current-year depreciation
SOFTWARE	11/15/2012	609,758.	100.			609,758.	440,381.	609,758.	S/L	S/L	3.000				169,377.
2006 COMPUTER EQUIPM	07/01/2006	309,819.	100.			309,819.	309,819.	309,819.	200 DB	HY			5		
MACHINERY&EQUIPMENT	11/15/2011	1,378,859.	100.			1,378,859.	1,095,917.	1,246,764.	200 DB	MQ			5		150,847.
FURNITURES&FIXTURES	07/01/2013	80,884.	100.			80,884.	31,366.	45,513.	200 DB	HY			7		14,147.
2013 OFFICE EQUIP.	07/01/2013	3,189.	100.			3,189.	1,658.	2,270.	200 DB	HY			5		612.
CAR	07/01/2013	58,752.	100.			58,752.	30,551.	41,831.	200 DB	HY			5		11,280.
MACHINERY&EQUIPMENT	07/01/2013	4,707,931.	100.			4,707,931.	2,448,124.	3,352,047.	200 DB	HY			5		903,923.
2013 COMPUTER EQUIP.	07/01/2013	707,348.	100.			707,348.	367,821.	503,632.	200 DB	HY			5		135,811.
FURNITURE 2014 Q1	02/15/2014	5,430.	100.			5,430.	1,358.	2,522.	200 DB	MQ			7		1,164.
FURNITURE 2014 Q3	08/15/2014	108,010.	100.			108,010.	11,568.	39,121.	200 DB	MQ			7		27,553.
FURNITURE 2014 Q4	11/15/2014	335,756.	100.			335,756.	11,986.	104,487.	200 DB	MQ			7		92,501.
MACHINERY&EQUIP 14Q1	02/15/2014	529,046.	100.			529,046.	185,166.	322,718.	200 DB	MQ			5		137,552.
MACHINERY&EQUIP 14Q2	05/15/2014	1,963,693.	100.			1,963,693.	490,923.	1,080,031.	200 DB	MQ			5		589,108.
MACHINERY&EQUIP 14Q3	08/15/2014	2,303,888.	100.			2,303,888.	345,583.	1,128,905.	200 DB	MQ			5		783,322.
MACHINERY&EQUIP 14Q4	11/15/2014	2,973,331.	100.			2,973,331.	148,667.	1,278,533.	200 DB	MQ			5		1,129,866.
AUTO 2014 Q1	02/15/2014	44,685.	100.			44,685.	15,640.	27,258.	200 DB	MQ			5		11,618.
AUTO 2014 Q2	05/15/2014	73,444.	100.			73,444.	18,361.	40,394.	200 DB	MQ			5		22,033.
AUTO 2013 Q3	08/15/2014	25,876.	100.			25,876.	3,881.	12,679.	200 DB	MQ			5		8,798.
AUTO 2014 Q4	11/15/2014	214,110.	100.			214,110.	10,706.	92,068.	200 DB	MQ			5		81,362.
2014 LHI	07/01/2014	15,172,433.	100.			15,172,433.	178,580.	567,601.	S/L	MM			39		389,021.
2015 FURNITURE	07/01/2015	1,073,938.	100.			1,073,938.		153,466.	200 DB	HY			7		153,466.
MACHINERY&EQUIP-2015	07/01/2015	9,297,313.	100.			9,297,313.		1,859,463.	200 DB	HY			5		1,859,463.
AUTO 2015	07/01/2015	155,874.	100.			155,874.		31,175.	200 DB	HY			5		31,175.
2015 LHI	07/01/2015	5,353,636.	100.			5,353,636.		63,012.	S/L	MM			39		63,012.
SUBTOTAL		64,662,843.			130,546.	64,532,297.	18,925,980.	27,379,301.							8,453,321.
SEC 168 (K) (4) ASSETS															
08Q3 EQUIPMENT	08/15/2008	22,408.	100.			22,408.	22,408.	22,408.	S/L	S/L	5.000				
08Q3 FURNITURE & FIX	08/15/2008	14,051.	100.			14,051.	12,878.	14,051.	S/L	S/L	7.000				1,173.
2009 EQUIPMENT	07/01/2009	44,347.	100.			44,347.	44,347.	44,347.	S/L	S/L	5.000				
2009 COMPUTER EQUIP	07/01/2009	5,119.	100.			5,119.	5,119.	5,119.	S/L	S/L	5.000				
2009 FURNITURE & FIX	07/01/2009	76,515.	100.			76,515.	60,120.	71,051.	S/L	S/L	7.000				10,931.
08Q2 EQUIPMENT	05/15/2008	25,061.	100.			25,061.	25,061.	25,061.	S/L	S/L	5.000				
SUBTOTAL		187,501.				187,501.	169,933.	182,037.							12,104.
Less: Retired Assets															
TOTALS		64,850,344.			130,546.	64,719,798.	19,095,913.	27,561,338.							8,465,425.

*Assets Retired

2015 Alternative Minimum Tax Depreciation

Description of Property											
GENERAL DEPRECIATION AND AMORTIZATION											
Asset description	Date Placed in Service	AMT basis for depreciation	AMT accumulated depreciation	AMT method	AMT convention	AMT life	AMT depreciation deduction	Regular depreciation deduction	Post-86 depreciation adjustment	Leased pers. prop. preference	Real property preference
OTHER:											
2004 FURNITURE	07/01/2004	36,120.	35,292.	200 DB	HY	7.000					
2005 FURNITURE	07/01/2005	459,910.	454,643.	150 DB	HY	7.000					
2007 OFFICE EQUIPMEN	07/01/2007	8,728.	8,728.	150 DB	HY	5.000					
2005 EQUIPMENT	07/01/2005	17,292.	16,902.	150 DB	HY	5.000					
08Q1 HARDWARE	02/15/2008	18,250.	18,249.	200 DB	HY	5.000					
08Q1 EQUIPMENT	02/15/2008	35,327.	35,327.	200 DB	HY	5.000					
08Q1 FURNITURE & FIX	02/15/2008	39,108.	37,364.	200 DB	HY	7.000	1,744.	1,744.			
08Q1 SOFTWARE	02/15/2008	1,737.	1,737.	200 DB	HY	3.000					
2007 EQUIPMENT	07/01/2007	160,112.	160,112.	150 DB	HY	5.000					
2006 EQUIPMENT	07/01/2006	610,481.	610,480.	150 DB	HY	5.000					
2007 COMPUTER EQUIPM	07/01/2007	212,983.	212,982.	150 DB	HY	5.000					
2010 EQUIPMENT	07/01/2010	686,905.	629,686.	150 DB	HY	5.000	57,219.	39,566.	-17,653.		
2010 FURNITURE	07/01/2010	6,521.	4,523.	150 DB	HY	7.000	799.	582.	-217.		
2010 OFFICE EQUIP.	07/01/2010	76,972.	70,562.	150 DB	HY	5.000	6,410.	4,434.	-1,976.		
2010 COMPUTER EQUIP.	07/01/2010	128,664.	117,946.	150 DB	HY	5.000	10,718.	7,411.	-3,307.		
2010 MANUFACT DEVICE	07/01/2010	650,165.	596,005.	150 DB	HY	5.000	54,159.	37,449.	-16,710.		
MACHINERY&EQUIPMENT	02/15/2011	157,782.	128,467.	150 DB	MQ	5.000	26,066.	17,372.	-8,694.		
MACHINERY&EQUIPMENT	05/15/2011	433,328.	333,446.	150 DB	MQ	5.000	72,626.	49,269.	-23,357.		
MACHINERY&EQUIPMENT	08/15/2011	677,122.	494,841.	150 DB	MQ	5.000	112,199.	76,515.	-35,684.		
FURNITURE & FIXTURE	02/15/2011	3,800.	2,357.	150 DB	MQ	7.000	462.	333.	-129.		
SOFTWARE	02/15/2011	22,941.	22,941.	SL	S/L	3.000					
SOFTWARE	05/15/2011	10,977.	10,977.	SL	S/L	3.000					
SOFTWARE	11/15/2011	9,382.	9,382.	SL	S/L	3.000					
MACHINERY&EQUIPMENT	02/15/2012	1,162,176.	678,129.	150 DB	HY	5.000	193,619.	133,883.	-59,736.		
MACHINERY&EQUIPMENT	05/15/2012	5,643,761.	3,293,134.	150 DB	HY	5.000	940,251.	650,161.	-290,090.		
MACHINERY&EQUIPMENT	08/15/2012	3,273,635.	1,910,166.	150 DB	HY	5.000	545,388.	377,123.	-168,265.		
MACHINERY&EQUIPMENT	11/15/2012	1,854,600.	803,969.	150 DB	HY	5.000	308,976.	213,650.	-95,326.		
FURNITURES&FIXTURES	05/15/2012	188,598.	84,624.	150 DB	HY	7.000	23,103.	23,556.	453.		
FURNITURES&FIXTURES	08/15/2012	54,463.	24,438.	150 DB	HY	7.000	6,672.	6,802.	130.		
FURNITURES&FIXTURES	11/15/2012	3,563.	1,600.	150 DB	HY	7.000	436.	445.	9.		
SOFTWARE	02/15/2012	103,695.	100,815.	SL	S/L	3.000	2,880.	2,880.			
SOFTWARE	05/15/2012	130,045.	115,595.	SL	S/L	3.000	14,450.	14,450.			
SOFTWARE	08/15/2012	147,524.	118,839.	SL	S/L	3.000	28,685.	28,685.			
SOFTWARE	11/15/2012	609,758.	440,381.	SL	S/L	3.000	169,377.	169,377.			
2006 COMPUTER EQUIPM	07/01/2006	309,819.	309,818.	150 DB	HY	5.000					
Less: Retired Assets											
TOTALS											

2015 Alternative Minimum Tax Depreciation

Description of Property											
GENERAL DEPRECIATION AND AMORTIZATION											
Asset description	Date Placed in Service	AMT basis for depreciation	AMT accumulated depreciation	AMT method	AMT convention	AMT life	AMT depreciation deduction	Regular depreciation deduction	Post-86 depreciation adjustment	Leased pers. prop. preference	Real property preference
MACHINERY&EQUIPMENT	11/15/2011	1,378,859.	954,722.	150 DB	MQ	5.000	226,271.	150,847.	-75,424.		
FURNITURES&FIXTURES	07/01/2013	80,884.	24,136.	150 DB	HY	7.000	12,157.	14,147.	1,990.		
2013 OFFICE EQUIP.	07/01/2013	3,189.	1,291.	150 DB	HY	5.000	569.	612.	43.		
CAR	07/01/2013	58,752.	23,795.	150 DB	HY	5.000	10,487.	11,280.	793.		
MACHINERY&EQUIPMENT	07/01/2013	4,707,931.	1,906,712.	150 DB	HY	5.000	840,366.	903,923.	63,557.		
2013 COMPUTER EQUIP.	07/01/2013	707,348.	286,476.	150 DB	HY	5.000	126,262.	135,811.	9,549.		
FURNITURE 2014 Q1	02/15/2014	5,430.	1,018.	150 DB	MQ	7.000	945.	1,164.	219.		
FURNITURE 2014 Q3	08/15/2014	108,010.	8,684.	150 DB	MQ	7.000	21,289.	27,553.	6,264.		
FURNITURE 2014 Q4	11/15/2014	335,756.	8,998.	150 DB	MQ	7.000	70,005.	92,501.	22,496.		
MACHINERY&EQUIP 14Q1	02/15/2014	529,046.	138,875.	150 DB	MQ	5.000	117,078.	137,552.	20,474.		
MACHINERY&EQUIP 14Q2	05/15/2014	1,963,693.	368,192.	150 DB	MQ	5.000	478,748.	589,108.	110,360.		
MACHINERY&EQUIP 14Q3	08/15/2014	2,303,888.	259,187.	150 DB	MQ	5.000	613,525.	783,322.	169,797.		
MACHINERY&EQUIP 14Q4	11/15/2014	2,973,331.	111,500.	150 DB	MQ	5.000	858,698.	1,129,866.	271,168.		
AUTO 2014 Q1	02/15/2014	44,685.	11,730.	150 DB	MQ	5.000	9,889.	11,618.	1,729.		
AUTO 2014 Q2	05/15/2014	73,444.	13,771.	150 DB	MQ	5.000	17,906.	22,033.	4,127.		
AUTO 2013 Q3	08/15/2014	25,876.	2,911.	150 DB	MQ	5.000	6,891.	8,798.	1,907.		
AUTO 2014 Q4	11/15/2014	214,110.	8,029.	150 DB	MQ	5.000	61,835.	81,362.	19,527.		
2014 LHI	07/01/2014	15,172,433.	178,580.	SL	MM	39.000	389,021.	389,021.			
2015 FURNITURE	07/01/2015	1,073,938.		150 DB	HY	7.000	115,019.	153,466.	38,447.		
MACHINERY&EQUIP-2015	07/01/2015	9,297,313.		150 DB	HY	5.000	1,394,597.	1,859,463.	464,866.		
AUTO 2015	07/01/2015	155,874.		150 DB	HY	5.000	23,381.	31,175.	7,794.		
2015 LHI	07/01/2015	5,353,636.		SL	MM	39.000	63,012.	63,012.			
SUBTOTAL		64,513,670.	16,203,064.				8,034,190.	8,453,321.	419,131.		
SEC 168 (K) (4) ASSETS											
08Q3 EQUIPMENT	08/15/2008	22,408.			S/L						
08Q3 FURNITURE & FIX	08/15/2008	14,051.			S/L						
2009 EQUIPMENT	07/01/2009	44,347.			S/L						
2009 COMPUTER EQUIP	07/01/2009	5,119.			S/L						
2009 FURNITURE & FIX	07/01/2009	76,515.			S/L						
08Q2 EQUIPMENT	05/15/2008	25,061.			S/L						
SUBTOTAL		187,501.									
Less: Retired Assets											
TOTALS		64,701,171.	16,203,064.				8,034,190.	8,453,321.	419,131.		

2015 ACE Depreciation

Description of Property									
GENERAL DEPRECIATION AND AMORTIZATION									
Asset description	Date placed in service	ACE basis for depreciation	ACE accumulated depreciation	Method	Orig. Life	Rem. Life	ACE depreciation	AMT** depreciation used	ACE adjustment
OTHER:									
2004 FURNITURE	07/01/2004	36,120.	35,292.	200 DB	7.000	7.000			
2005 FURNITURE	07/01/2005	459,910.	454,643.	150 DB	7.000	7.000			
2007 OFFICE EQUIPMEN	07/01/2007	8,728.	8,728.	150 DB	5.000	5.000			
2005 EQUIPMENT	07/01/2005	17,292.	16,902.	150 DB	5.000	5.000			
08Q1 HARDWARE	02/15/2008	18,250.	18,249.	200 DB	5.000	5.000			
08Q1 EQUIPMENT	02/15/2008	35,327.	35,327.	200 DB	5.000	5.000			
08Q1 FURNITURE & FIX	02/15/2008	39,108.	37,364.	200 DB	7.000	7.000	1,744.	1,744.	
08Q1 SOFTWARE	02/15/2008	1,737.	1,737.	200 DB	3.000	3.000			
2007 EQUIPMENT	07/01/2007	160,112.	160,112.	150 DB	5.000	5.000			
2006 EQUIPMENT	07/01/2006	610,481.	610,480.	150 DB	5.000	5.000			
2007 COMPUTER EQUIPM	07/01/2007	212,983.	212,982.	150 DB	5.000	5.000			
2010 EQUIPMENT	07/01/2010	686,905.	629,686.	150 DB	5.000	5.000	57,219.	57,219.	
2010 FURNITURE	07/01/2010	6,521.	4,523.	150 DB	7.000	7.000	799.	799.	
2010 OFFICE EQUIP.	07/01/2010	76,972.	70,562.	150 DB	5.000	5.000	6,410.	6,410.	
2010 COMPUTER EQUIP.	07/01/2010	128,664.	117,946.	150 DB	5.000	5.000	10,718.	10,718.	
2010 MANUFACT DEVICE	07/01/2010	650,165.	596,005.	150 DB	5.000	5.000	54,159.	54,159.	
MACHINERY&EQUIPMENT	02/15/2011	157,782.	128,467.	150 DB	5.000	5.000	26,066.	26,066.	
MACHINERY&EQUIPMENT	05/15/2011	433,328.	333,446.	150 DB	5.000	5.000	72,626.	72,626.	
MACHINERY&EQUIPMENT	08/15/2011	677,122.	494,841.	150 DB	5.000	5.000	112,199.	112,199.	
FURNITURE & FIXTURE	02/15/2011	3,800.	2,357.	150 DB	7.000	7.000	462.	462.	
SOFTWARE	02/15/2011	22,941.	22,941.	SL	3.000	3.000			
SOFTWARE	05/15/2011	10,977.	10,977.	SL	3.000	3.000			
SOFTWARE	11/15/2011	9,382.	9,382.	SL	3.000	3.000			
MACHINERY&EQUIPMENT	02/15/2012	1,162,176.	678,129.	150 DB	5.000	5.000	193,619.	193,619.	
MACHINERY&EQUIPMENT	05/15/2012	5,643,761.	3,293,134.	150 DB	5.000	5.000	940,251.	940,251.	
MACHINERY&EQUIPMENT	08/15/2012	3,273,635.	1,910,166.	150 DB	5.000	5.000	545,388.	545,388.	
MACHINERY&EQUIPMENT	11/15/2012	1,854,600.	803,969.	150 DB	5.000	5.000	308,976.	308,976.	
FURNITURES&FIXTURES	05/15/2012	188,598.	84,624.	150 DB	7.000	7.000	23,103.	23,103.	
FURNITURES&FIXTURES	08/15/2012	54,463.	24,438.	150 DB	7.000	7.000	6,672.	6,672.	
FURNITURES&FIXTURES	11/15/2012	3,563.	1,600.	150 DB	7.000	7.000	436.	436.	
SOFTWARE	02/15/2012	103,695.	100,815.	SL	3.000	3.000	2,880.	2,880.	
SOFTWARE	05/15/2012	130,045.	115,595.	SL	3.000	3.000	14,450.	14,450.	
SOFTWARE	08/15/2012	147,524.	118,839.	SL	3.000	3.000	28,685.	28,685.	
SOFTWARE	11/15/2012	609,758.	440,381.	SL	3.000	3.000	169,377.	169,377.	
Less: Retired Assets									
TOTALS									

*Assets Retired
JSA
5X9033 1.000

**In certain circumstances, this may be regular tax depreciation rather than AMT depreciation.

7460DG V850 09/14/2016 16:11:13 V15-6.6F

20-1231826

MA - 0000079.0055

General Dependency Information

Tax Year : 2015
Taxpayer: THERANOS, INC & SUBSIDIARY
ID No : 20-1231826

Return No: 9077HP
Form: 1120

REGULATION REFERENCE

STATEMENT PURSUANT TO TREASURY REGULATION SECTION

1.382-11(A)

DESCRIPTION

382 STATEMENT

ATTACHMENT INFORMATION

STATEMENT PURSUANT TO TREAS. REG. § 1.382-11(A)
BY THERANOS, INC. & SUBSIDIARIES, A LOSS
CORPORATION

EMPLOYER IDENTIFICATION NUMBER: 20-1231826
FOR THE YEAR ENDING DECEMBER 31, 2015

THERANOS, INC. & SUBSIDIARIES HAS TAX ATTRIBUTES
THAT MAY BE SUBJECT TO IRC SECTIONS 382 AND 383
LIMITATIONS. NONE OF THESE ATTRIBUTES ARE BEING
USED TO OFFSET CURRENT YEAR INCOME OR TAX. BEFORE
THE COMPANY FILES A RETURN ON WHICH A TAX
ATTRIBUTE MAY BE SUBJECT TO LIMITATION UNDER IRC
SECTION 382 OR 383, AN APPROPRIATE ANALYSIS WILL
BE PERFORMED TO DETERMINE THAT THE AMOUNT OF
ATTRIBUTE CLAIMED ON SUCH RETURN PROPERLY TAKES
INTO ACCOUNT THE IRC SECTIONS 382 AND 383
LIMITATIONS.

THE FOLLOWING INFORMATION IS BEING SUBMITTED IN
ACCORDANCE WITH TREAS. REG. § 1.382-11(A):

1. TESTING DATES OCCURRING DURING THE TAX
YEAR:
NO TESTING DATES OCCURRED DURING THE TAX YEAR.

2. TESTING DATES (IF ANY) ON WHICH AN
OWNERSHIP CHANGE OCCURRED:
NO ANALYSIS HAS BEEN PERFORMED TO DETERMINE IF AN
OWNERSHIP CHANGE HAS OCCURRED DURING THE TAX
YEAR.

3. AMOUNT OF ATTRIBUTES CAUSING CORPORATION
TO BE A LOSS CORPORATION:
A. NET OPERATING LOSS CARRYFORWARD
\$531,907,224

CONTINUED ON NEXT PAGE

General Dependency Information

Tax Year : 2015
Taxpayer: THERANOS, INC & SUBSIDIARY
ID No : 20-1231826

Return No: 9077HP
Form: 1120

ATTACHMENT INFORMATION (CONT'D)

B. CAPITAL LOSS CARRYOVER N/A
C. EXCESS FOREIGN TAX CARRYOVER UNDER IRC
SEC. 904(C) N/A
D. GENERAL BUSINESS CREDIT CARRYFORWARD UNDER
IRC SEC. 39 \$13,055,707
E. MINIMUM TAX CREDIT CARRYOVER UNDER IRC
SEC. 53 N/A
F. NET UNREALIZED BUILT-IN-LOSS N/A

General Dependency Information

Tax Year : 2015
Taxpayer: THERANOS, INC & SUBSIDIARY
ID No : 20-1231826

Return No: 9077HP
Form: 1120

DESCRIPTION

2014 NOL ADJUSTMENT

ATTACHMENT INFORMATION

NET OPERATING LOSS CARRYOVER ADJUSTMENT

THE 2014 NET OPERATING LOSS CARRYOVER IS BEING ADJUSTED TO REFLECT ADJUSTING AFTER THE 2014 TAX RETURNS WERE FILED.

2014 NET OPERATING LOSS CARRYOVER ADJUSTMENT:

REGULAR NET OPERATING LOSS

AS ORIGINALLY FILED: \$121,992,141

ADJUSTMENT: +\$4,667,639

AS ADJUSTED: \$126,659,780

Consolidated Schedules 1120 Page 1	COMBINED	THERANOS, INC. - ELIMINATION	THERANOS, INC & SUBSIDIARY
1a Gross receipts or sales	429,210.		429,210.
1b Returns and allowances			
1c Balance	429,210.		429,210.
2 Cost of goods sold			
3 Gross profit	429,210.		429,210.
4 Dividends			
5 Interest	1,515,738.		1,515,738.
6 Gross rents			
7 Gross royalties			
8 Capital gain net income	NONE		NONE
9 Net gain or (loss) from Form 4797			
10 Other income			
11 Total income	1,944,948.		1,944,948.
12 Compensation of officers	585,542.		585,542.
13 Salaries and wages	64,312,306.		64,312,306.
14 Repairs and maintenance	5,319,981.		5,319,981.
15 Bad debts			
16 Rents	12,220,020.		12,220,020.
17 Taxes and licenses	4,790,953.		4,790,953.
18 Interest	537,214.		537,214.
19 Charitable contributions	NONE		NONE
20 Depreciation	8,465,425.		8,465,425.
21 Depletion			
22 Advertising	4,362,925.		4,362,925.
23 Pension, profit-sharing etc., plans			
24 Employee benefit programs	5,880,920.		5,880,920.
25 Domestic production activities deduction			
26 Other deductions	71,668,773.		71,668,773.
27 Total deductions	178,144,059.		178,144,059.
28 Taxable income before NOL & Spec. Deductions	-176,199,111.	NONE	-176,199,111.
29 NOL, Spec. deductions	NONE		NONE
30 Taxable income	-176,199,111.	NONE	-176,199,111.

JSA

5C9082 1.000

9077HP V850 09/14/2016 16:11:13 V15-6.7F 20-1231826

71

MA - 0000079.0061

STATEMENT 1

SEC-TX-000002664

Consolidated Schedules 1120 Page 1	THERANOS, INC 20-1231826	PROTEGIC PROCUREMENT COMPANY 46-4117209
	-----	-----
1a Gross receipts or sales	429,210.	
1b Returns and allowances		
1c Balance	429,210.	
2 Cost of goods sold		
3 Gross profit	429,210.	
4 Dividends		
5 Interest	1,515,738.	
6 Gross rents		
7 Gross royalties		
8 Capital gain net income	NONE	
9 Net gain or (loss) from Form 4797		
10 Other income		
	-----	-----
11 Total income	1,944,948.	
	-----	-----
12 Compensation of officers	585,542.	
13 Salaries and wages	64,312,306.	
14 Repairs and maintenance	5,319,981.	
15 Bad debts		
16 Rents	12,220,020.	
17 Taxes and licenses	4,790,953.	
18 Interest	537,214.	
19 Charitable contributions	NONE	
20 Depreciation	8,465,425.	
21 Depletion		
22 Advertising	4,362,925.	
23 Pension, profit-sharing etc., plans		
24 Employee benefit programs	5,880,920.	
25 Domestic production activities deduction		
26 Other deductions	71,668,773.	
	-----	-----
27 Total deductions	178,144,059.	
	-----	-----
28 Taxable income before NOL & Spec. Deductions	-176,199,111.	NONE
	=====	=====
29 NOL, Spec. deductions	NONE	
	-----	-----
30 Taxable income	-176,199,111.	NONE
	=====	=====

JSA

5C9082 1.000

9077HP

V850

09/14/2016

16:11:13

V15-6.7F 20-1231826

72

MA - 0000079.0062

STATEMENT

2

SEC-TX-000002665

1120 PAGE 1 DETAIL

LINE 5 - INTEREST INCOME

THERANOS, INC

OTHER INTEREST	1,515,738.
SUBTOTAL	1,515,738.
TOTAL LINE 5 - INTEREST INCOME	1,515,738.

LINE 14 - REPAIRS

THERANOS, INC

EQUIPMENT REPAIR	1,067,604.
FACILITY REPAIR	4,252,377.
SUBTOTAL	5,319,981.
TOTAL LINE 14 - REPAIRS	5,319,981.

1120 PAGE 1 DETAIL

LINE 16 - RENTS

THERANOS, INC

EQUIPMENT	128,911.
OFFICE	12,091,109.

SUBTOTAL	12,220,020.

TOTAL LINE 16 - RENTS	12,220,020.
	=====

LINE 17 - TAXES SUMMARY

TAXES (EXCLUDING INCOME TAXES)	4,789,303.
OTHER STATE AND LOCAL TAXES	1,650.

TOTAL LINE 17 - TAXES	4,790,953.
	=====

LINE 17 - TAXES (EXCLUDING INCOME TAXES)

THERANOS, INC

PAYROLL TAXES	4,437,807.
PROPERTY TAXES	351,496.

SUBTOTAL	4,789,303.

TOTAL - TAXES (EXCLUDING INCOME TAXES)	4,789,303.
	=====

1120 PAGE 1 DETAIL

LINE 17 - OTHER STATE AND LOCAL TAXES

THERANOS, INC

STATE TAXES

1,650.

SUBTOTAL

1,650.

TOTAL - OTHER STATE AND LOCAL TAXES

1,650.

1120 PAGE 1 DETAIL

LINE 19 - CONTRIBUTIONS DEDUCTION

1.	TAXABLE INCOME (EXCLUDING CONTRIBUTIONS AND DOMESTIC PRODUCTION ACTIVITIES DEDUCTION)	-176,199,111.
2.	LESS: NOL CARRYOVER	355,708,113.
3.	PLUS: CAPITAL LOSS CARRYBACK	
4.	TAXABLE INCOME WITHOUT REGARD TO CONTRIBUTIONS, SPECIAL DEDUCTIONS, DOMESTIC PRODUCTION ACTIVITIES DEDUCTION, NOL CARRYBACKS, AND CAPITAL LOSS CARRYBACKS	-531,907,224.
5.	CONTRIBUTION DEDUCTION LIMITATION (TAXABLE INCOME X 10%)	NONE
6.	AMOUNT OF DEDUCTIBLE CONTRIBUTIONS	234,000.
7.	CONTRIBUTION DEDUCTION (LESSER OF LINE 5 OR LINE 6)	NONE

LINE 19 - 5 YEAR CONTRIBUTION CARRYOVER

YEAR ENDING	AMOUNT AVAILABLE	AMOUNT UTILIZED	CONVERTED TO NOL CARRYOVER	CARRYOVER TO NEXT YEAR
12/31/2011	1,000.	NONE		1,000.
12/31/2012	1,000.	NONE		1,000.
12/31/2013	2,500.	NONE		2,500.
12/31/2014	1,000.	NONE		1,000.
12/31/2015	228,500.	NONE		228,500.
TOTAL	234,000.	NONE		234,000.

1120 PAGE 1 DETAIL

LINE 19 - CURRENT YEAR CONTRIBUTIONS

THERANOS, INC

CURRENT YEAR CONTRIBUTIONS	228,500.
SUBTOTAL	228,500.
TOTAL CURRENT YEAR CONTRIBUTIONS	228,500.

LINE 26 - SUMMARY OF TRAVEL, MEALS AND ENTERTAINMENT

THERANOS, INC

GROSS MEALS AND ENTERTAINMENT	393,211.
LESS 50% LIMITATION TO SCH M-1	196,606.
NET MEALS AND ENTERTAINMENT TO OTHER DEDUCTIONS	196,605.
100% ALLOWABLE TRAVEL AND ENTERTAINMENT	2,941,129.
SUBTOTAL	3,137,734.
TOTAL LINE 26 - TRAVEL, MEALS AND ENTERTAINMENT	3,137,734.

LINE 26 - OTHER DEDUCTIONS

THERANOS, INC

AMORTIZATION	2,058,088.
TRAVEL, MEALS AND ENTERTAINMENT	3,137,734.
ACCOUNTING	55,383.
AUTO	170,086.
BANK FEES	110,885.
CONFERENCE/ SEMINAR/ TRAINING	113,472.
CONSULTING	8,972,531.
DUES AND SUBSCRIPTIONS	161,816.
FREIGHT	1,453,202.
INSURANCE	664,619.
JANITORIAL	343,497.
LEGAL	24,359,628.
MISCELLANEOUS EXPENSES	521,673.

CONTINUED ON NEXT PAGE

STATEMENT 7
MA - 0000079.0067

1120 PAGE 1 DETAIL

=====

LINE 26 - OTHER DEDUCTIONS (CONT'D)

=====

OUTSIDE SERVICES	566,679.
TELEPHONE	838,098.
OTHER FACILITY EXPENSE	446,949.
RECRUITING	1,336,726.
RELOCATION	162,081.
SECURITY	39,661.
EXPENSED FURNITURE	242,084.
EXPENSED EQUIPMENT	455,261.
EXPENSED SOFTWARE	1,736,907.
EXPENSED MOLD	65,240.
UTILITIES EXPENSE	1,389,893.
IT EXPENSE	4,032,004.
WORKERS COMPENSATION	64,899.
OTHER OFFICE EXPENSE	142,656.
QUALITY CONTROL	9,888.
MARKETING	3,810,910.
CLIA EXPENSE	5,886,699.
PAYROLL PROCESSING FEE	135,125.
R&D RELATED EXPENSE	6,799,874.
NQ EXERCISED	
SOFTWARE MAINT/LICENSE	
INVENTORY EXPENSE	1,384,525.

SUBTOTAL	71,668,773.

TOTAL LINE 26 - OTHER DEDUCTIONS	71,668,773.
	=====

FORM 1120, PAGE 1 DETAIL

NON-SRLY NOL CARRYOVER SCHEDULE

ThERANOS, INC & SUBSIDIARY

YEAR ENDING	ORIGINAL NOL	AMOUNT AVAILABLE	AMOUNT USED IN CURRENT YEAR	CONVERTED CONTRIBUTIONS	CARRYOVER TO NEXT YEAR
12/31/1997					
12/31/1998					
12/31/1999					
12/31/2000					
12/31/2001					
12/31/2002					
12/31/2003					
12/31/2004	472,607.	472,607.			472,607.
12/31/2005	3,896,509.	3,896,509.			3,896,509.
12/31/2006	13,169,080.	13,169,080.			13,169,080.
12/31/2007	16,078,163.	16,078,163.			16,078,163.
12/31/2008	7,903,401.	7,903,401.			7,903,401.
12/31/2009	8,506,057.	8,506,057.			8,506,057.
12/31/2010	13,035,005.	13,035,005.			13,035,005.
12/31/2011	24,536,341.	24,536,341.			24,536,341.
12/31/2012	58,255,084.	58,255,084.			58,255,084.
12/31/2013	83,196,086.	83,196,086.			83,196,086.
12/31/2014	126,659,780.	126,659,780.			126,659,780.
12/31/2015	176,199,111.	176,199,111.			176,199,111.
TOTAL	531,907,224.	531,907,224.			531,907,224.

FORM 1120, PAGE 1 DETAIL

NON-SRLY NOL CARRYOVER SCHEDULE

THERANOS, INC

YEAR ENDING	ORIGINAL NOL	AMOUNT AVAILABLE	AMOUNT USED IN CURRENT YEAR	CONVERTED CONTRIBUTIONS	CARRYOVER TO NEXT YEAR
12/31/1997					
12/31/1998					
12/31/1999					
12/31/2000					
12/31/2001					
12/31/2002					
12/31/2003					
12/31/2004	472,607.	472,607.			472,607.
12/31/2005	3,896,509.	3,896,509.			3,896,509.
12/31/2006	13,169,080.	13,169,080.			13,169,080.
12/31/2007	16,078,163.	16,078,163.			16,078,163.
12/31/2008	7,903,401.	7,903,401.			7,903,401.
12/31/2009	8,506,057.	8,506,057.			8,506,057.
12/31/2010	13,035,005.	13,035,005.			13,035,005.
12/31/2011	24,536,341.	24,536,341.			24,536,341.
12/31/2012	58,255,084.	58,255,084.			58,255,084.
12/31/2013	83,196,086.	83,196,086.			83,196,086.
12/31/2014	126,659,780.	126,659,780.			126,659,780.
12/31/2015					
TOTAL	355,708,113.	355,708,113.			355,708,113.

1120 PAGE 1 DETAIL

=====

LINE 29A - NOL CARRYOVERS TO NEXT YEAR

=====

THERANOS, INC

NON-SRLY CARRYOVER

355,708,113.

TOTAL

355,708,113.

TOTAL LINE 29A - CURRENT YEAR UTILIZATION

NONE

=====

THERANOS, INC
 PROTEGIC
 PROCUREMENT
 COMPANY
 20-1231826
 46-4117209

Consolidated Schedules

Sch. L - Beginning

		-----	-----
Assets			
1	Cash	364,600,709.	97,664.
2 a	Trade Notes and A/R		
b	Less allowance for Bad Debts		
3	Inventories		
4	US Government Obligations		
5	Tax-exempt Securities		
6	Other Current Assets	26,690,943.	
7	Loans to Stockholders		
8	Mtge and Real Estate Loans		
9	Other Investments	78,925,600.	
10 a	Buildings and Other Depreciable Assets	66,892,883.	
b	Less Accum. Depreciation	14,121,370.	
11 a	Depletable Assets		
b	Less Accum. Depletion		
12	Land (net of any Amortization)		
13 a	Intangible Assets		
b	Less Accum. Amortization		
14	Other Assets	41,856,446.	
		-----	-----
15	Total Assets	564,845,211.	97,664.
		=====	=====

Liabilities and Stockholders' Equity

16	Accounts Payable	16,552,653.	
17	Mtges, Notes, Bond Payable in less than 1 year		
18	Other Current Liabilities	400,198,877.	100,100.
19	Loans from Stockholders		
20	Mtges, Notes, Bonds Payable in 1 year or more	40,000,000.	
21	Other Liabilities	171,263,465.	
22 a	Capital stock-Preferred	3,759.	
b	Capital stock-Common	5,246.	
23	Additional Paid-in Capital	302,434,134.	
24	Retained earnings-Appropriated		
25	Retained earnings-Unappropriated	-365,555,492.	-2,436.
26	Adjustments to shareholders' equity	-57,431.	
27	Less cost of Treasury Stock		
28	Total Liabilities and Stockholders' Equity	564,845,211.	97,664.
		-----	-----
		=====	=====

JSA
5C9094 1.000

9077HP

V850

09/14/2016

16:11:13

V15-6.7F

20-1231826

83

MA - 0000079.0073

STATEMENT

13

SEC-TX-000002676

	COMBINED	THERANOS, INC. - ELIMINATION	THERANOS, INC & SUBSIDIARY
Consolidated Schedules			
Sch. L - Ending			
Assets			
1	Cash	44,866,833.	44,866,833.
2 a	Trade Notes and A/R		
b	Less allowance for Bad Debts		
3	Inventories		
4	US Government Obligations		
5	Tax-exempt Securities		
6	Other Current Assets	18,346,644.	18,346,644.
7	Loans to Stockholders		
8	Mtge and Real Estate Loans		
9	Other Investments	269,739,500.	269,739,500.
10 a	Buildings and Other Depreciable Assets	88,157,585.	88,157,585.
b	Less Accum. Depreciation	24,279,778.	24,279,778.
11 a	Depletable Assets		
b	Less Accum. Depletion		
12	Land (net of any Amortization)		
13 a	Intangible Assets		
b	Less Accum. Amortization		
14	Other Assets	110,701,718.	110,701,718.
15	Total Assets	507,532,502.	507,532,502.
Liabilities and Stockholders' Equity			
16	Accounts Payable	18,691,628.	18,691,628.
17	Mtges, Notes, Bond Payable in less than 1 year		
18	Other Current Liabilities	19,374,209.	19,374,209.
19	Loans from Stockholders		
20	Mtges, Notes, Bonds Payable in 1 year or more	40,000,000.	40,000,000.
21	Other Liabilities	168,844,340.	168,844,340.
22 a	Capital stock-Preferred	-18,813,607.	-18,813,607.
b	Capital stock-Common	16,236.	16,236.
23	Additional Paid-in Capital	864,498,938.	864,498,938.
24	Retained earnings-Appropriated		
25	Retained earnings-Unappropriated	-585,079,242.	-585,079,242.
26	Adjustments to Shareholders' Equity		
27	Less cost of Treasury Stock		
28	Total Liabilities and Stockholders' Equity	507,532,502.	507,532,502.

JSA
5C9095 1.000

9077HP

V850

09/14/2016

16:11:13

V15-6.7F

20-1231826

84

MA - 0000079.0074

STATEMENT

14

SEC-TX-000002677

		THERANOS, INC	PROTEGIC PROCUREMENT COMPANY
Consolidated Schedules			
Sch. L - Ending		20-1231826	46-4117209
Assets		-----	-----
1	Cash	44,866,833.	NONE
2 a	Trade Notes and A/R		
b	Less allowance for Bad Debts		
3	Inventories		
4	US Government Obligations		
5	Tax-exempt Securities		
6	Other Current Assets	18,346,644.	
7	Loans to Stockholders		
8	Mtge and Real Estate Loans		
9	Other Investments	269,739,500.	
10 a	Buildings and Other Depreciable Assets	88,157,585.	
b	Less Accum. Depreciation	24,279,778.	
11 a	Depletable Assets		
b	Less Accum. Depletion		
12	Land (net of any Amortization)		
13 a	Intangible Assets		
b	Less Accum. Amortization		
14	Other Assets	110,701,718.	
15	Total Assets	----- 507,532,502. =====	----- NONE =====
Liabilities and Stockholders' Equity			
16	Accounts Payable	18,691,628.	
17	Mtges, Notes, Bond Payable in less than 1 year		
18	Other Current Liabilities	19,374,209.	
19	Loans from Stockholders		
20	Mtges, Notes, Bonds Payable in 1 year or more	40,000,000.	
21	Other Liabilities	168,844,340.	
22 a	Capital stock-Preferred	-18,813,607.	
b	Capital stock-Common	16,236.	
23	Additional Paid-in Capital	864,498,938.	
24	Retained earnings-Appropriated		
25	Retained earnings-Unappropriated	-585,079,242.	
26	Adjustments to Shareholders' Equity		
27	Less cost of Treasury Stock		
28	Total Liabilities and Stockholders' Equity	----- 507,532,502. =====	----- ----- =====

JSA
5C9095 1.000

9077HP

V850

09/14/2016

16:11:13

V15-6.7F

20-1231826

85

MA - 0000079.0075

STATEMENT

15

SEC-TX-000002678

FORM 1120 PAGE 5 DETAIL, SCH. L

	BEGINNING	ENDING
=====		
LINE 6 - OTHER CURRENT ASSETS		
=====		
THERANOS, INC		

PREPAID INSURANCE	142,868.	60,845.
PREPAID RENT	556,875.	453,071.
PREPAID FOR AMORTIZATION	632,824.	997,812.
OTHER PREPAID EXPENSES	853,291.	716,089.
PREPAID PROPERTY TAX	151,258.	196,984.
INTEREST RECEIVABLE	57,632.	464,276.
OTHER RECEIVABLE	15,195,654.	2,040,389.
RM DEVICE STOCK	7,232,788.	7,088,810.
WIP DEVICE STOCK	5,701,714.	17,971,608.
OTHER CONSUMABLES STOCK	6,620.	271,041.
DEPOSITS - ST	81,833.	93,714.
INTERCOMPANY RECEIVABLES	100,100.	
MANUAL PAYROLL - CHECK	NONE	-6,733.
INVENTORY RESERVES - READERS	-4,023,264.	-12,001,262.
OTHER SHORT TERM ASSETS	750.	
	-----	-----
SUBTOTAL	26,690,943.	18,346,644.
	-----	-----
THERANOS, INC. - ELIMINATION		

INTERCOMPANY	-100,100.	
	-----	-----
SUBTOTAL	-100,100.	
	-----	-----
TOTAL LINE 6 - OTHER CURRENT ASSETS	26,590,843.	18,346,644.
	=====	=====

LINE 9 - OTHER INVESTMENTS

=====		
THERANOS, INC		

SHORT TERM INVESTMENTS	59,964,600.	269,739,500.
INVESTMENT IN SUB.	18,961,000.	
	-----	-----
SUBTOTAL	78,925,600.	269,739,500.
	-----	-----
TOTAL LINE 9 - OTHER INVESTMENTS	78,925,600.	269,739,500.
	=====	=====

FORM 1120 PAGE 5 DETAIL, SCH. L

	BEGINNING	ENDING
LINE 14 - OTHER ASSETS		
=====		
THERANOS, INC		

DEPOSITS - LT	106,897.	106,626.
WIP	542,149.	923,592.
RESTRICTED LT INVESTMENT	1,191,800.	79,678,400.
LONG TERM INVESTMENT - MS	40,015,600.	28,347,638.
INTEREST RECEIVABLE - LT		1,645,462.
	-----	-----
SUBTOTAL	41,856,446.	110,701,718.
	-----	-----
TOTAL LINE 14 - OTHER ASSETS	41,856,446.	110,701,718.
	=====	=====

FORM 1120 PAGE 5 DETAIL, SCH. L

	BEGINNING	ENDING
=====		
LINE 18 - OTHER CURRENT LIABILITIES		
=====		
THERANOS, INC		

ACCRUED VACATION	1,975,303.	2,929,986.
ACCRUED EXPENSES	3,930,525.	1,462,296.
ACCRUED P/R TAXES	883,874.	1,119,496.
ACCRUED 401(K)	122,162.	217,380.
ACCRUED FLEX SPENDING	75,530.	116,879.
ACCRUED SALES & USE TAX	100,104.	90,936.
ACCRUED PAYROLL	1,410,045.	1,727,882.
ROYALTY RECEIVED	NONE	NONE
REFUNDABLE OPTIONS	700,546.	198,550.
CURRENT CAPITAL LEASES	1,169,273.	1,361,866.
DEFERRED RENT - ST	56,390.	47,390.
MISCELLANEOUS RECEIPTS	389,775,125.	10,095,613.
INTERCOMPANY PAYABLE		-799.
ACCRUED OTHER P/R DEDUCTION		6,734.
	-----	-----
SUBTOTAL	400,198,877.	19,374,209.
	-----	-----
PROTEGIC PROCUREMENT COMPANY		

INTERCOMPANY	100,100.	
	-----	-----
SUBTOTAL	100,100.	
	-----	-----
THERANOS, INC. - ELIMINATION		

INTERCOMPANY	-100,100.	
	-----	-----
SUBTOTAL	-100,100.	
	-----	-----
TOTAL LINE 18 - OTHER CURRENT LIABILITIES	400,198,877.	19,374,209.
	=====	=====

FORM 1120 PAGE 5 DETAIL, SCH. L

	BEGINNING	ENDING
LINE 20 - MORTGAGES, NOTES, BONDS PAYABLE IN 1 YEAR OR MORE		
=====		
THERANOS, INC		

NOTE PAYABLE	40,000,000.	40,000,000.
	-----	-----
SUBTOTAL	40,000,000.	40,000,000.
	-----	-----
TOTAL LINE 20 - MORTGAGES, NOTES BONDS PAYABLE IN 1 YEAR OR MORE	40,000,000.	40,000,000.
	=====	=====

LINE 21 - OTHER LIABILITIES

=====		
THERANOS, INC		

DEFERRED RENT - LT	23,414,523.	28,974,753.
NOTE INTEREST PAYABLE	805,151.	1,121,151.
CUSTOMER DEPOSITS	143,846,017.	136,346,017.
CAPITAL LEASE OBLIGATION	3,197,774.	3,052,068.
UNREALIZED GAIN		-649,649.
	-----	-----
SUBTOTAL	171,263,465.	168,844,340.
	-----	-----
TOTAL LINE 21 - OTHER LIABILITIES	171,263,465.	168,844,340.
	=====	=====

	THERANOS, INC	PROTEGIC PROCUREMENT COMPANY
Consolidated Schedules		
Sch. M1 and M-2 Summary	20-1231826	46-4117209
Schedule M-1	-----	-----
1 Net income per books		
2 Federal Income Tax		
3 Excess Capital Losses		
4 Income Subject to Tax not on Books		
5 Expenses Recorded on Books not Deducted on Return		
a Depreciation		
b Charitable Contributions		
c Travel and Entertainment		
Other		
	-----	-----
6 Total Lines 1-5		
7 Income Recorded on Books not Included on Return		
a Tax-exempt Interest		
Other		
8 Deductions on Return not on Books		
a Depreciation		
b Charitable Contributions		
Other		
	-----	-----
9 Total Lines 7 and 8		
	-----	-----
10 Income (Line 28, Page 1)		
	=====	=====
Schedule M-2		
1 Balance at beginning of year	-365,555,492.	-2,436.
2 Net Income per Books	-182,033,160.	
3 Other Increases		2,436.
	-----	-----
4 Total Line 1-3	-547,588,652.	
5 Distributions		
a Cash		
b Stock		
c Property		
6 Other Decreases	37,490,590.	
	-----	-----
7 Total lines 5 and 6	37,490,590.	
	-----	-----
8 Balance at end of year	-585,079,242.	
	=====	=====

1120 PAGE 5 DETAIL

SCH. M-2, LINE 3 - OTHER INCREASES

PROTEGIC PROCUREMENT COMPANY

ADJ	2,436.
SUBTOTAL	2,436.
TOTAL SCH. M-2, LINE 3 - OTHER INCREASES	2,436.

SCH. M-2, LINE 6 - OTHER DECREASES

THERANOS, INC

PPA - TAX AFFECTED	4,667,639.
PPA - NO TAX AFFECTED	32,822,951.
SUBTOTAL	37,490,590.
TOTAL SCH. M-2, LINE 6 - OTHER DECREASES	37,490,590.

	COMBINED	THERANOS, INC. - ELIMINATION	THERANOS, INC & SUBSIDIARY	
Consolidated Schedules				
4626-AMT				
1	Taxable income before NOL	-176,199,111.	NONE	-176,199,111.
Adjustments and Preferences				
2 a	Depr. of post 1986 property	419,131.		419,131.
b	Amort of pollution control facilities			
c	Amort of exploration and dev cost			
d	Amort of circulation expenses			
e	Adjusted gain or loss			
f	Long-term contracts			
g	Merchant marine funds			
h	Section 833(b) deduction			
i	Tax shelter farm activities			
j	Passive activities			
k	Loss limitations			
l	Depletion			
m	Tax exempt interest			
n	Intangible drilling costs			
o	Other adjustments	NONE		NONE
3	Pre-adjustment AMTI	-175,779,980.	NONE	-175,779,980.
Adjusted current earnings adj				
4 a	ACE from line 10 of worksheet	-175,779,980.	NONE	-175,779,980.
b	Line 4a less line 3	NONE	NONE	
c	Line 4b multiplied by 75%	NONE	NONE	
d	Total increases over reductions	58,055.		58,055.
e	ACE adjustment	NONE	NONE	
5	Sum of lines 3 and 4e	-175,779,980.	NONE	-175,779,980.
6	AMT NOL deduction			
7	Alternative minimum taxable inc.	-175,779,980.	NONE	-175,779,980.

	THERANOS, INC	PROTEGIC PROCUREMENT COMPANY
Consolidated Schedules	20-1231826	46-4117209
4626-AMT		
1 Taxable income before NOL	-176,199,111.	NONE
Adjustments and Preferences		
2 a Depr. of post 1986 property	419,131.	
b Amort of pollution control facilities		
c Amort of exploration and dev cost		
d Amort of circulation expenses		
e Adjusted gain or loss		
f Long-term contracts		
g Merchant marine funds		
h Section 833(b) deduction		
i Tax shelter farm activities		
j Passive activities		
k Loss limitations		
l Depletion		
m Tax exempt interest		
n Intangible drilling costs		
o Other adjustments	NONE	
3 Pre-adjustment AMTI	-175,779,980.	NONE
Adjusted current earnings adj		
4 a ACE from line 10 of worksheet	-175,779,980.	NONE
b Line 4a less line 3		NONE
c Line 4b multiplied by 75%		NONE
d Total increases over reductions	58,055.	
e ACE adjustment		NONE
5 Sum of lines 3 and 4e	-175,779,980.	NONE
6 AMT NOL deduction		
7 Alternative minimum taxable inc.	-175,779,980.	NONE

FORM 4626 DETAIL

LINE 20 - OTHER ADJUSTMENTS - CONTRIBUTIONS DEDUCTION

1.	AMTI (EXCLUDING CONTRIBUTIONS AND DOMESTIC PRODUCTION ACTIVITIES DEDUCTION)	-175,779,980.
2.	LESS: NOL CARRYOVER	
3.	PLUS: CAPITAL LOSS CARRYBACK	
4.	AMTI WITHOUT REGARD TO CONTRIBUTIONS, SPECIAL DEDUCTIONS, DOMESTIC PRODUCTION ACTIVITIES DEDUCTION, NOL CARRYBACKS, AND CAPITAL LOSS CARRYBACKS	-175,779,980.
5.	CONTRIBUTION DEDUCTION LIMITATION (AMTI X 10%)	NONE
6.	AMOUNT OF DEDUCTIBLE CONTRIBUTIONS	228,500.
7.	CONTRIBUTION DEDUCTION (LESSER OF LINE 5 OR LINE 6)	NONE

5 YEAR CONTRIBUTIONS CARRYOVER

YEAR ENDING	AMOUNT AVAILABLE	AMOUNT UTILIZED	CARRYOVER TO NEXT YEAR
12/31/2015	228,500.	NONE	228,500.
TOTAL	228,500.	NONE	228,500.

LINE 20 - CONTRIBUTIONS ADJUSTMENT

REGULAR CONTRIBUTIONS	NONE
AMT CONTRIBUTIONS	NONE
CONTRIBUTION ADJUSTMENT	NONE

FORM 4626 DETAIL

LINE 4D - ACE ADJUSTMENT

	2002	2003	2004	2005	2006	2007
ACE				-3,850,487.	-13,067,724.	-16,155,838.
AMTI				-3,927,893.	-13,067,724.	-16,155,838.
ACE OVER AMTI				77,406.		
AMTI OVER ACE						
75% ACE PREFERENCE .				58,055.		
75% ACE REDUCTION ..						
CARRYOVER CREATED ..				58,055.		
PRIOR YR CARRYOVER (REDUCTION ALLOWED)					58,055.	58,055.
CARRYOVER USED (REDUCTION CLAIMED)						
CARRYOVER REMAINING				58,055.	58,055.	58,055.

FORM 4626 DETAIL

LINE 4D - ACE ADJUSTMENT

	2008	2009	2010	2011	2012	2013
ACE	-7,866,075.	-7,138,087.	-11,469,184.	-24,414,431.	-57,532,585.	-82,159,357.
AMTI	-7,866,075.	-7,138,087.	-11,469,184.	-24,414,431.	-57,532,585.	-82,159,357.
ACE OVER AMTI						
AMTI OVER ACE						
75% ACE PREFERENCE .						
75% ACE REDUCTION ..						
CARRYOVER CREATED ..						
PRIOR YR CARRYOVER (REDUCTION ALLOWED)	58,055.	58,055.	58,055.	58,055.	58,055.	58,055.
CARRYOVER USED (REDUCTION CLAIMED)						
CARRYOVER REMAINING	58,055.	58,055.	58,055.	58,055.	58,055.	58,055.

FORM 4626 DETAIL

LINE 4D - ACE ADJUSTMENT

	2014	2015
ACE	-121,322,616.	-175,779,980.
AMTI	-121,322,616.	-175,779,980.
ACE OVER AMTI		
AMTI OVER ACE		
75% ACE PREFERENCE .		
75% ACE REDUCTION ..		
CARRYOVER CREATED ..		
PRIOR YR CARRYOVER (REDUCTION ALLOWED)	58,055.	58,055.
CARRYOVER USED (REDUCTION CLAIMED)		
CARRYOVER REMAINING	58,055.	58,055.

FORM 4626 DETAIL

LINE 6 - NON-SRLY AMT NOL DEDUCTION

YEAR ENDING	ORIGINAL NOL	AMOUNT AVAILABLE	AMOUNT USED	CARRYOVER TO NEXT YEAR
12/31/2004	472,607.	472,607.		472,607.
12/31/2005	3,863,901.	3,863,901.		3,863,901.
12/31/2006	13,067,724.	13,067,724.		13,067,724.
12/31/2007	16,002,505.	16,002,505.		16,002,505.
12/31/2008	7,866,075.	7,866,075.		7,866,075.
12/31/2010	13,082,795.	13,082,795.		13,082,795.
12/31/2011	24,414,431.	24,414,431.		24,414,431.
12/31/2012	57,532,585.	57,532,585.		57,532,585.
12/31/2013	82,159,357.	82,159,357.		82,159,357.
12/31/2014	141,558,207.	141,558,207.		141,558,207.
12/31/2015	175,779,980.	175,779,980.		175,779,980.
TOTAL	535,800,167.	535,800,167.		535,800,167.

FORM 4626 DETAIL

LINE 6 - NON-SRLY AMT NOL NOT SUBJECT TO 90% AMTI LIMIT

YEAR ENDING	ORIGINAL LOSS	AMOUNT AVAILABLE	AMOUNT USED	CARRYOVER TO NEXT YEAR
12/31/2009	8,573,222.	8,573,222.		8,573,222.
TOTAL	8,573,222.	8,573,222.		8,573,222.

Consolidated Schedules 4626 - ACE Worksheet	COMBINED	THERANOS, INC. - ELIMINATION	THERANOS, INC & SUBSIDIARY
1 Pre-adjustment AMTI	-175,779,980.	NONE	-175,779,980.
ACE depreciation adjustment			
2 a AMT depreciation expense	8,046,294.		8,046,294.
b ACE depreciation expense:			
(1) Post-1994 property	8,046,294.		8,046,294.
(2) Post-1990 property			
(3) Pre-1991 MACRS			
(4) Pre-1991 ACRS			
(5) Sec. 168(f)(1)-(4)			
(6) Other property			
(7) Total ACE depreciation exp.	8,046,294.		8,046,294.
c ACE depreciation adjustment			
Items included in E&P			
3 a Tax exempt interest income			
b Death benefits from life insurance			
c Other life insurance distributions			
d Inside buildup of undist. income			
e Other items			
f Total increase due to E&P items			
Items not deductible in E&P			
4 a Certain dividends received			
b Public utility dividends			
c Dividends paid to an ESOP			
d Nonpatronage dividends			
e Other items			
f Total due to disallowed E&P items			
Other E&P adjustments			
5 a Intangible drilling costs			
b Circulation expenditures			
c Organizational expenditures			
d LIFO inventory adjustments			
e Installment sales			
f Total other E&P adjustments			
6 Loss disallowance on debts pools			
7 Acquisition expenses			
8 Depletion			
9 Basis adj. from sale of property			
10 Adjusted current earnings	-175,779,980.	NONE	-175,779,980.

JSA
5C9120 2.000

9077HP V850 09/14/2016 16:11:13 V15-6.7F 20-1231826

101

MA - 0000079.0091
STATEMENT 31

SEC-TX-000002694

**Consolidated Schedules
4626 - ACE Worksheet**

	THERANOS, INC 20-1231826	PROTEGIC PROCUREMENT COMPANY 46-4117209
1	-175,779,980.	NONE
	ACE depreciation adjustment	
2 a	8,046,294.	
b	ACE depreciation expense:	
(1)	8,046,294.	
(2)		
(3)		
(4)		
(5)		
(6)		
(7)	8,046,294.	
c		
	Items included in E&P	
3 a		
b		
c		
d		
e		
f		
	Items not deductible in E&P	
4 a		
b		
c		
d		
e		
f		
	Other E&P adjustments	
5 a		
b		
c		
d		
e		
f		
6		
7		
8		
9		
10	-175,779,980.	NONE

JSA
5C9120 2.000

9077HP V850 09/14/2016 16:11:13 V15-6.7F 20-1231826

COMBINED	THERANOS, INC. - ELIMINATION	THERANOS, INC & SUBSIDIARY
----------	---------------------------------	-------------------------------

Consolidated Schedules

Schedule D

Short-Term Capital Gains and Losses			
1 a Short-term not on Form 8949			
1 b Form 8949, Part I, Box A			
2 Form 8949, Part I, Box B			
3 Form 8949, Part I, Box C			
4 Gain from installment sales			
5 Gain or loss from Form 8824			
6 Unused capital loss carryover			
7 Net short-term gains and losses			
Long-Term Capital Gains and Losses			
8 a Long-term not on Form 8949			
8 b Form 8949, Part II, Box D			
9 Form 8949, Part II, Box E			
10 Form 8949, Part II, Box F	-6,888,934.		-6,888,934.
11 Form 4797 Part I gain			
12 Gain from installment sales			
13 Gain or loss from Form 8824			
14 Capital gain distributions			
15 Net long-term gains and losses	-6,888,934.		-6,888,934.
Summary			
16 Short-term gain over long-term loss			
17 Long-term gain over short-term loss			
18 Net capital gain	NONE		NONE

Consolidated Schedules

Schedule D

20-1231826 46-4117209

Short-Term Capital Gains and Losses	-----	-----
1 a Short-term not on Form 8949		
1 b Form 8949, Part I, Box A		
2 Form 8949, Part I, Box B		
3 Form 8949, Part I, Box C		
4 Gain from installment sales		
5 Gain or loss from Form 8824		
6 Unused capital loss carryover		
	-----	-----
7 Net short-term gains and losses		
	=====	=====
Long-Term Capital Gains and Losses		
8 a Long-term not on Form 8949		
8 b Form 8949, Part II, Box D		
9 Form 8949, Part II, Box E		
10 Form 8949, Part II, Box F	-6,888,934.	
11 Form 4797 Part I gain		
12 Gain from installment sales		
13 Gain or loss from Form 8824		
14 Capital gain distributions		
	-----	-----
15 Net long-term gains and losses	-6,888,934.	
	=====	=====
Summary		
16 Short-term gain over long-term loss		
17 Long-term gain over short-term loss		
	-----	-----
18 Net capital gain	NONE	
	=====	=====

COMBINED

THERANOS, INC. - ELIMINATION

Consolidated Schedules

Schedule M-3, Part II

	PER INC STMT	TEMPORARY	PERMANENT	PER TAX RETURN	PER INC STMT	TEMPORARY	PERMANENT	PER TAX RETURN
	-----	-----	-----	-----	-----	-----	-----	-----
1								
2								
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13	1,515,738.			1,515,738.				
14								
15								
16								
17	-12,001,262.	574,228.		-11,427,034.				
18								
19								
20		38,000.		38,000.				
21								
22								
23a	-6,924.	6,924.						
23b								
23c			-6,888,934.	-6,888,934.				
23d								
23e								
23f								
23g								
24			6,888,934.	6,888,934.				
25								
26	-10,492,448.	619,152.		-9,873,296.				
27	-86,313,398.	368,435.	4,846,462.	-81,098,501.				
28	-85,227,314.			-85,227,314.				
29a	-182,033,160.	987,587.	4,846,462.	-176,199,111.				
29b								
29c								
30	-182,033,160.	987,587.	4,846,462.	-176,199,111.				

JSA
5C8042 1.000

MA - 0000079.0095

9077HP

V850

09/14/2016

16:11:13

V15-6.7F 20-1231826

105

STATEMENT

35

SEC-TX-000002698

Consolidated Schedules

Schedule M-3, Part II

	PER INC STMT	TEMPORARY	PERMANENT	PER TAX RETURN	PER INC STMT	TEMPORARY	PERMANENT	PER TAX RETURN
	-----	-----	-----	-----	-----	-----	-----	-----
1	Income (loss) from equity method foreign corp.							
2	Gross foreign dividends not previously taxed							
3	Subpart F, QEF, and similar income inclusions							
4	Section 78 gross-up							
5	Gross foreign distrib. previously taxed							
6	Income (loss) from equity method U.S. corp.							
7	U.S. dividends not eliminated in tax consolidation							
8	Minority interest for includible corp.							
9	Income (loss) from U.S. partnerships							
10	Income (loss) from foreign partnerships							
11	Income (loss) from other pass-through entities							
12	Items relating to reportable transactions							
13	Interest income				1,515,738.			1,515,738.
14	Total accrual to cash adjustment							
15	Hedging transactions							
16	Mark-to-market income (loss)							
17	Cost of goods sold				-12,001,262.	574,228.		-11,427,034.
18	Sales versus lease							
19	Section 481(a) adjustments							
20	Unearned/deferred revenue					38,000.		38,000.
21	Income recognition from long-term contracts							
22	Original issue discount/imputed interest							
23a	Income statement gain/loss on sale, exchange, or abandonment				-6,924.	6,924.		
23b	Gross cap. gains from Sch. D, excluding amount from pass-through entities							
23c	Gross cap. losses from Sch. D, exc. pass-through ent., abandonment, worthless stock						-6,888,934.	-6,888,934.
23d	Net gain/loss reported on Form 4797							
23e	Abandonment losses							
23f	Worthless stock losses							
23g	Other gain/loss on disposition of assets other than inventory							
24	Capital loss limitation and carryforward used						6,888,934.	6,888,934.
25	Other income (loss) items with differences							
26	Total income (loss) items				-10,492,448.	619,152.		-9,873,296.
27	Total expense/deduction items				-86,313,398.	368,435.	4,846,462.	-81,098,501.
28	Other items with no differences				-85,227,314.			-85,227,314.
29a	1120 subgroup reconciliation totals				-182,033,160.	987,587.	4,846,462.	-176,199,111.
29b	PC insurance subgroup reconciliation totals							
29c	Life insurance subgroup reconciliation totals							
30	Reconciliation totals				-182,033,160.	987,587.	4,846,462.	-176,199,111.

JSA
5C8042 1.000

MA - 0000079.0096
STATEMENT 36

9077HP

V850

09/14/2016

16:11:13

V15-6.7F

20-1231826

106

STATEMENT

36

SEC-TX-000002699

Consolidated Schedules Schedule M-3, Part III	COMBINED				THERANOS, INC. - ELIMINATION			
	PER INC STMT	TEMPORARY	PERMANENT	PER TAX RETURN	PER INC STMT	TEMPORARY	PERMANENT	PER TAX RETURN
1 U.S. current income tax exp.								
2 U.S. deferred income tax exp.								
3 State and local current income tax exp.	4,050.	-2,400.		1,650.				
4 State and local deferred income tax exp.								
5 Foreign current income tax exp.								
6 Foreign deferred income tax exp.								
7 Foreign withholding taxes								
8 Interest expense	537,214.			537,214.				
9 Stock option expense		-699,993.		-699,993.				
10 Other equity-based compensation								
11 Meals and entertainment	393,211.		-196,606.	196,605.				
12 Fines and penalties	205.		-205.					
13 Judgments, damages, awards, and similar costs								
14 Parachute payments								
15 Compensation with sect. 162(m) limitation								
16 Pension and profit-sharing								
17 Other post-retirement benefits								
18 Deferred compensation	2,337,727.	-782,527.		1,555,200.				
19 Charitable contribution - cash/tangibles	228,500.			228,500.				
20 Charitable contribution - intangible								
21 Charitable contribution limitation/carryforward		-228,500.		-228,500.				
22 Domestic production activities deduction								
23 Current year acquisition or reorg. investment banking fees								
24 Current year acquisition or reorg. legal and accounting fees								
25 Current year acquisition/reorg. other costs								
26 Amortization/impairment of goodwill								
27 Amortization of acquisition and reorg.								
28 Other amort. or impairment write-offs		2,058,088.		2,058,088.				
29 Reserved								
30 Depletion								
31 Depreciation	10,161,615.	-1,696,190.		8,465,425.				
32 Bad debt expense								
33 Corporate owned life insurance premiums	1,100.		-1,100.					
34 Purchase versus lease								
35 Research and development costs	66,561,232.			66,561,232.				
36 Section 118 exclusion								
37 Other expense/ded. items with differ.	6,088,544.	983,087.	-4,648,551.	2,423,080.				
38 Total expense/deduction items	86,313,398.	-368,435.	-4,846,462.	81,098,501.				

THERANOS, INC & SUBSIDIARY

Consolidated Schedules

Schedule M-3, Part III

	PER INC STMT	TEMPORARY	PERMANENT	PER TAX RETURN	PER INC STMT	TEMPORARY	PERMANENT	PER TAX RETURN
	-----	-----	-----	-----	-----	-----	-----	-----
1 U.S. current income tax exp.								
2 U.S. deferred income tax exp.								
3 State and local current income tax exp.					4,050.	-2,400.		1,650.
4 State and local deferred income tax exp.								
5 Foreign current income tax exp.								
6 Foreign deferred income tax exp.								
7 Foreign withholding taxes								
8 Interest expense					537,214.			537,214.
9 Stock option expense						-699,993.		-699,993.
10 Other equity-based compensation								
11 Meals and entertainment					393,211.		-196,606.	196,605.
12 Fines and penalties					205.		-205.	
13 Judgments, damages, awards, and similar costs								
14 Parachute payments								
15 Compensation with sect. 162(m) limitation								
16 Pension and profit-sharing								
17 Other post-retirement benefits								
18 Deferred compensation					2,337,727.	-782,527.		1,555,200.
19 Charitable contribution - cash/tangibles					228,500.			228,500.
20 Charitable contribution - intangible								
21 Charitable contribution limitation/carryforward						-228,500.		-228,500.
22 Domestic production activities deduction								
23 Current year acquisition or reorg. investment banking fees								
24 Current year acquisition or reorg. legal and accounting fees								
25 Current year acquisition/reorg. other costs								
26 Amortization/impairment of goodwill								
27 Amortization of acquisition and reorg.								
28 Other amort. or impairment write-offs						2,058,088.		2,058,088.
29 Reserved								
30 Depletion								
31 Depreciation					10,161,615.	-1,696,190.		8,465,425.
32 Bad debt expense								
33 Corporate owned life insurance premiums					1,100.		-1,100.	
34 Purchase versus lease								
35 Research and development costs					66,561,232.			66,561,232.
36 Section 118 exclusion								
37 Other expense/ded. items with differ.					6,088,544.	983,087.	-4,648,551.	2,423,080.
38 Total expense/deduction items					86,313,398.	-368,435.	-4,846,462.	81,098,501.

JSA
5C8044 1.000

MA - 0000079.0098

SCHEDULE M-3, PART III DETAIL

LINE 37 - OTHER EXPENSE/DEDUCTION ITEMS WITH DIFFERENCES

DESCRIPTION	EXPENSE PER INCOME STMT	TEMPORARY DIFFERENCE	PERMANENT DIFFERENCE	DEDUCTION PER TAX RETURN
THERANOS, INC				
TRADEMARKS	951,510.	-951,510.		
DEFERRED RENT	488,483.	1,934,597.		2,423,080.
NONDEDUCTIBLE MEALS	4,648,551.		-4,648,551.	
SUBTOTAL	6,088,544.	983,087.	-4,648,551.	2,423,080.
TOTAL	6,088,544.	983,087.	-4,648,551.	2,423,080.

FORM 1125-E DETAIL

NAME	SOC SEC #	% BUS	% COM	% PEF	AMOUNT
COMPENSATION OF OFFICERS					
THERANOS, INC					
ELIZABETH HOLMES	577-11-1188	100.000	83.000	0.530	391,667.
RAMESH BALWANI	452-81-3825	100.000	10.000	NONE	193,875.
TOTAL - COMPENSATION OF OFFICERS					585,542.
COMPENSATION OF OFFICERS DEDUCTED ON TAX RETURN					585,542.

FORM 3800 DETAIL

LINE 1C - CARRYFORWARD OF CREDIT FOR INCREASING RESEARCH

TAX YEAR	AVAILABLE	UTILIZED	CARRYFORWARD
12/31/2004	7,696.		7,696.
12/31/2005	123,137.		123,137.
12/31/2006	500,819.		500,819.
12/31/2007	610,978.		610,978.
12/31/2008	348,243.		348,243.
12/31/2009	331,061.		331,061.
12/31/2010	488,649.		488,649.
12/31/2011	970,151.		970,151.
12/31/2012	1,636,376.		1,636,376.
12/31/2013	2,310,837.		2,310,837.
12/31/2014	2,467,537.		2,467,537.
12/31/2015	3,260,223.		3,260,223.
TOTALS	13,055,707.		13,055,707.

TOTAL CARRIED FORWARD FROM PRIOR YEARS 9,795,484.

FORM 3800 DETAIL

LINE 1C - CARRYFORWARD OF INCREASING RESEARCH ESBC

TAX YEAR	AVAILABLE	UTILIZED	CARRYFORWARD
12/31/2010	488,649.		488,649.
TOTALS	488,649.		488,649.

TOTAL CARRIED FORWARD FROM PRIOR YEARS 488,649.

Consolidated Schedules - Form 4562

Consolidated 4562 Summary

Part I - Section 179 Expense

- 2 Sec 179 property placed in Service in current year
- 6 Nonlisted property
- 7 Listed property
- 8 Total elected cost
- 9 Tentative deduction
- 10 Carryover from 2013
- 12 Sec 179 expense deduction
- 13 Carryover to 2015

Part II - Other Depreciation

- 14 Special depreciation allowance
- 15 Property subject to 168(f)(1)

16 ACRS and other depreciation 227,496. 227,496.

Part III - MACRS

17 MACRS deduction - prior years 6,130,813. 6,130,813.

19 General Depreciation System

- a. 3-year property
- b. 5-year property 1,890,638. 1,890,638.
- c. 7-year property 153,466. 153,466.
- d. 10-year property
- e. 15-year property
- f. 20-year property
- g. 25-year property
- h. 27.5-year residential real
- i. 39-year nonresidential real 63,012. 63,012.

20 Alternative Depreciation System

- a. Class life
- b. 12-year
- c. 40-year

Part IV - Summary

21 Listed Property

22 Total depreciation 8,465,425. 8,465,425.

42 Amortization - current year 237,349. 237,349.

43 Amortization - prior year 1,820,739. 1,820,739.

44 Total Amortization 2,058,088. 2,058,088.

Consolidated Schedules - Form 4562

Consolidated 4562 Summary 20-1231826 46-4117209

Part I - Section 179 Expense

- 2 Sec 179 property placed in Service in current year
- 6 Nonlisted property
- 7 Listed property
- 8 Total elected cost
- 9 Tentative deduction
- 10 Carryover from 2013
- 12 Sec 179 expense deduction
- 13 Carryover to 2015

Part II - Other Depreciation

- 14 Special depreciation allowance
- 15 Property subject to 168(f)(1)
- 16 ACRS and other depreciation 227,496.

Part III - MACRS

- 17 MACRS deduction - prior years 6,130,813.
- 19 General Depreciation System
 - a. 3-year property
 - b. 5-year property 1,890,638.
 - c. 7-year property 153,466.
 - d. 10-year property
 - e. 15-year property
 - f. 20-year property
 - g. 25-year property
 - h. 27.5-year residential real
 - i. 39-year nonresidential real 63,012.

20 Alternative Depreciation System

- a. Class life
- b. 12-year
- c. 40-year

Part IV - Summary

- 21 Listed Property
- 22 Total depreciation** 8,465,425.
- 42 Amortization - current year 237,349.
- 43 Amortization - prior year 1,820,739.
- 44 Total Amortization** 2,058,088.

COMBINED

THERANOS,
INC. -
ELIMINATION

THERANOS,
INC &
SUBSIDIARY

Consolidated Schedules

Form 4797

Column (g) Section 1231 Gains/Losses

From Form 4797, line 2

Gain from Form 4684, line 39

Gain from Form 6252

From Form 8824

Gain from Form 4797, line 32

Total Section 1231 gain (loss)

Nonrecaptured prior year losses

Net Section 1231 gain

Ordinary Gains and Losses

From Form 4797, line 10

Section 1231 loss

Section 1231 gain

Gain from Form 4797, line 31

From Form 4684

From Form 6252

From Form 8824

Net ordinary gain or (loss)

THERANOS, PROTEGIC
INC PROCUREMENT
COMPANY

**Consolidated Schedules
Form 4797**

20-1231826 46-4117209

Column (g) Section 1231 Gains/Losses

From Form 4797, line 2

Gain from Form 4684, line 39

Gain from Form 6252

From Form 8824

Gain from Form 4797, line 32

Total Section 1231 gain (loss)

Nonrecaptured prior year losses

Net Section 1231 gain

Ordinary Gains and Losses

From Form 4797, line 10

Section 1231 loss

Section 1231 gain

Gain from Form 4797, line 31

From Form 4684

From Form 6252

From Form 8824

Net ordinary gain or (loss)

THERANOS, INC
THERANOS GLOBAL MANUFACTURING, LTD.

FORM 5471, PAGE 1 DETAIL

=====

CATEGORY 3 FILER STATEMENT

NAME LINE 1: THERANOS INC.
EIN: 20-1231826
TYPE OF INDEBTEDNESS: NONE
AMOUNT: NONE
NUMBER OF SHARES: NONE

7460DG V850 09/14/2016 16:11:13 V15-6.6F 20-1231826

STATEMENT 47
MA - 0000079.0107

117

SEC-TX-000002710

FORM 5471, PAGE 3 DETAIL

	BEGINNING		ENDING	
	FUNC CURRENCY	US CURRENCY	FUNC CURRENCY	US CURRENCY
SCH F, LINE 4 - OTHER CURRENT ASSETS				
PREPAID ROYALTY		NONE		NONE
TOTALS		NONE		NONE
SCH F, LINE 15 - OTHER CURRENT LIABILITIES				
I/C PAYABLE		NONE		NONE
TOTALS		NONE		NONE

FORM 5471, PAGE 4 DETAIL
=====

SCH H, LINE 2H -
OTHER RECONCILING ITEMS

NET ADDITIONS

NET SUBTRACTS

SECTION 59(E) CAPITALIZE

SECTION 59(E) AMORTIZE

TOTAL

=====

FORM 6765 PAGE 1 DETAIL

CONTROLLED GROUP MEMBER STATEMENT

CORPORATION NAME

SHARE OF CREDIT

THERANOS, INC

3,260,223.

FORM 7004 - AFFILIATED GROUP MEMBERS

=====

NAME AND ADDRESS OF EACH MEMBER OF THE GROUP

EMPLOYER ID

THERANOS, INC.
1701 PAGE MILL ROAD
PALO ALTO, CA 94304

20-1231826

PROTEGIC PROCUREMENT COMPANY
1701 PAGE MILL ROAD
PALO ALTO, CA 94304

46-4117209

FEDERAL FOOTNOTES

=====

THE COMPANY IS TREATED AS A SMALL CORPORATION EXEMPT FROM THE AMT FOR ITS CURRENT TAX YEAR. NO FORM 4626 IS REQUIRED FOR THE YEAR ENDED 12/31/2015.

FEDERAL ELECTIONS

=====

REGULATION REFERENCE: IRC SECTION 168 (K) (2) (D) (III)

PURSUANT TO IRC SECTION 168 (K) (2) (D) (III), THE CORPORATION HEREBY ELECTS TO NOT CLAIM THE ADDITIONAL DEPRECIATION DEDUCTION FOR THE FOLLOWING CLASSES OF PROPERTY IN THE TAX YEAR ENDED 12/31/15.

ALL PROPERTY CLASSES

THERANOS, INC. & SUBSIDIARIES
FEIN: 20-1231826
Form 1120, Tax Year Ended 12/31/2015
Information Statement Pursuant to a Section 367(b) exchange as required by
Regulation Section 1.367(b)-1(c)(4)

- (i) On April 30th, 2015, the taxpayer was a party to a Section 367(b) exchange described in Regulations Section 1.367(b)-3 with foreign corporation Theranos Global Manufacturing, LTD.
- (ii) On April 30th, 2015, Theranos, Inc. & Subsidiaries liquidated its foreign subsidiary, Theranos Global Manufacturing, LTD.
- (iii) Theranos, Inc. & Subsidiaries disposed of 7,500 shares of the foreign corporation's common stock. No consideration was received in the exchange.
- (iv) The amount required to be taken into account under this section is zero. Earnings and profits with respect to the stock in the foreign corporation are zero.
- (v) A separate statement pursuant to Section 332 has been filed.
- (vi) N/A
- (vii) N/A

MA - 0000079.0115

SEC-TX-000002718

THERANOS, INC. & SUBSIDIARIES
FEIN: 20-1231826
TAX YEAR END: DECEMBER 31, 2015

STATEMENT PURSUANT TO 1.332-6 BY
THERANOS, INC. & SUBSIDIARIES (FEIN: 20-1231826)
A CORPORATION RECEIVING A LIQUIDATING DISTRIBUTION

(1) The name and employer identification number of the liquidating corporation:

Name: Theranos Global Manufacturing, LTD.
FEIN: Foreign US

(2) The dates of all distributions by the liquidating corporation during the current tax year:

April 30, 2015

(3) Aggregate fair market value and basis, determined immediately before the liquidation, of all of the assets of the liquidating corporation that have been or will be transferred to any recipient corporation:

Fair Market Value: None
Basis: None.

(4) The date and control number of any private letter ruling(s) issued by the Internal Revenue Service in connection with the liquidation:

N/A

(5) The Plan of complete liquidation was adopted on April 30, 2015.

(6) The liquidation was completed on April 30, 2015.

MA - 0000079.0116

SEC-TX-000002719