

Message

From: Elizabeth Holmes [/O=THERANOS ORGANIZATION/OU=FIRST ADMINISTRATIVE GROUP/CN=RECIPIENTS/CN=EHOLMES]
Sent: 12/7/2010 2:11:01 PM
To: Sunny Balwani [sbalwani@theranos.com]

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Meeting of the Board of Directors

December 7, 2010

8:15 a.m. – 11:45 a.m.

Theranos, Inc.

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Agenda

Light breakfast	8:15 – 8:30
Administrative	8:30 – 9:00
Products	9:00 – 9:30
Commercial	9:30 – 10:10
Organization	10:10 – 10:40
Legal	10:40 – 10:55
Finance	10:55 – 11:15
Discussion and close of meeting	11:15 – 11:45

Administrative

Approval of updated BCBSVP warrant

Approval of prior minutes

- Meeting of the Board of Directors – Tuesday, August 10th, 2010

Approval of Channing Robertson agreement structure

Acceptance of Pete Thomas resignation

Approval of Pete Thomas strategic advisory agreement terms

Administrative

Approval of new director search process

Review of new candidate matrix

Review of existing employee stock compensation matrix and new hire salary ranges

Clarification to schedule for payment of cash based compensation for directors

Review of director compensation matrix

2010 Goals Recap

Products:

- Launch Theranos Systems 4.0
- Establish volume capacity for millions of tests/month

Commercial:

Cash, Contracts, Market Share from at least 3 of each of:

- Enterprise deals with pharmaceutical companies
- Retail pharmacy deals
- Provider/Health ministry deals

Organization:

- World class products, sales, legal, and finance teams

Products

Device

- 3x & minilab

Cartridge

- Multiplexing 65+ assays
- On board sample collection and processing

Assays

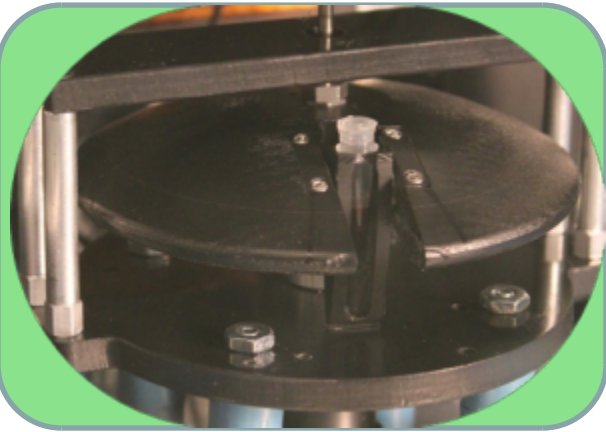
- Aptamers
- 800+ test menu & TPS library

Software

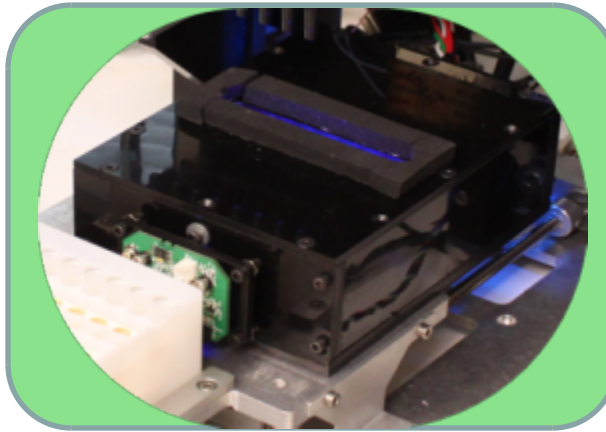
- Decision Support & Services
 - Enterprise Pharmaceutical Suite
 - Retail Pharmacy Suite
 - Provider Suite

System Integration of New Technologies

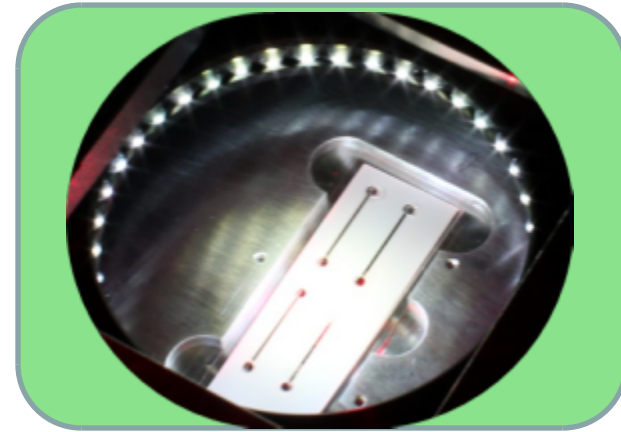
Centrifuge



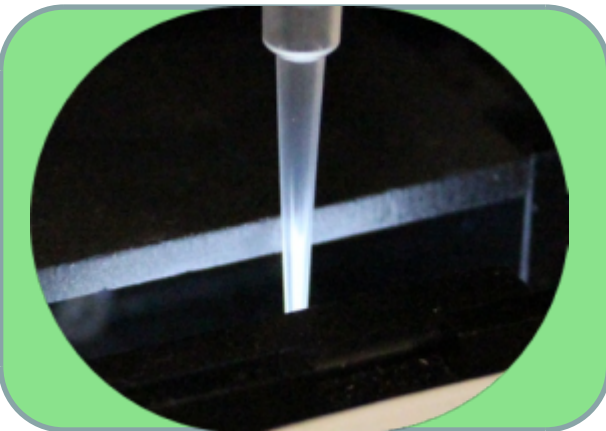
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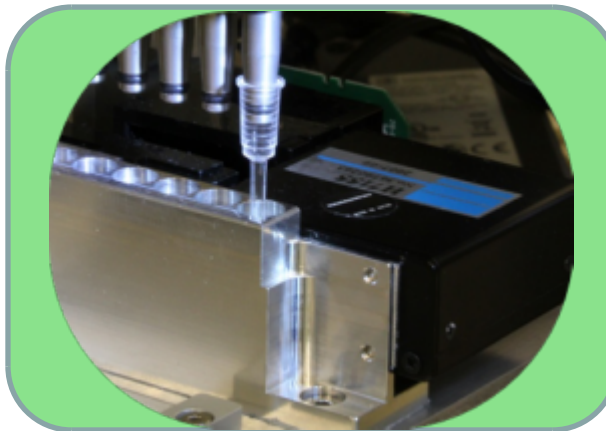
Cytometry



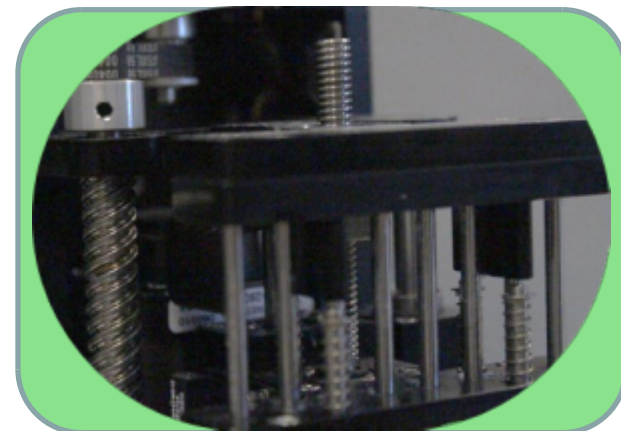
Colorimetry



ELISA

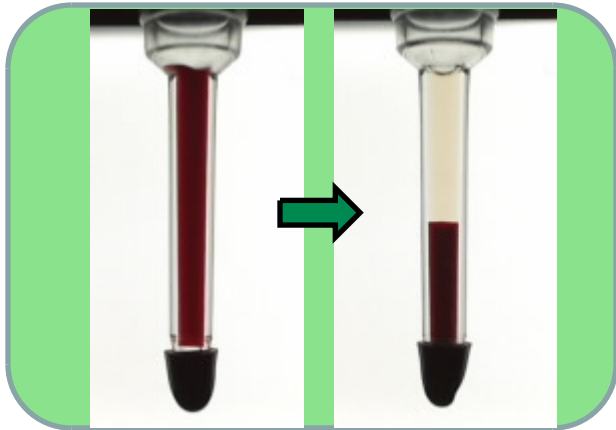


Robotics & Machine Vision

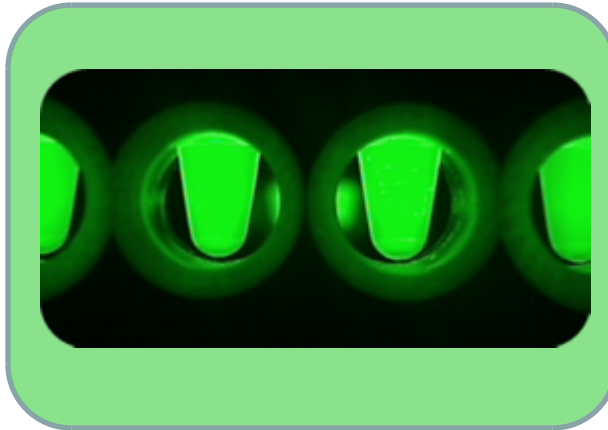


Diverse Data Acquisition Across Technologies

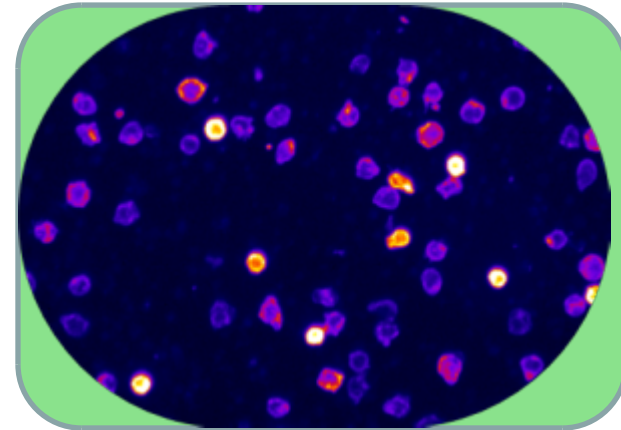
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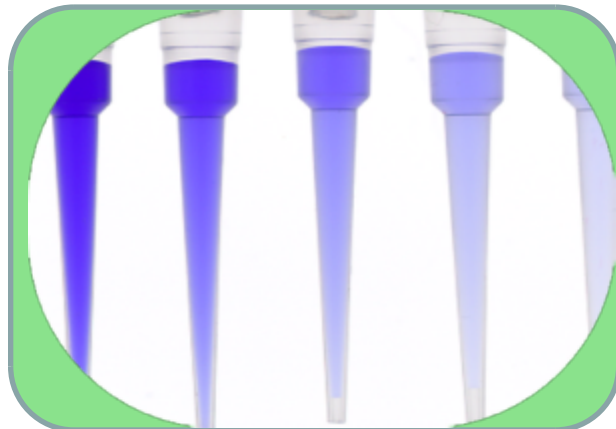
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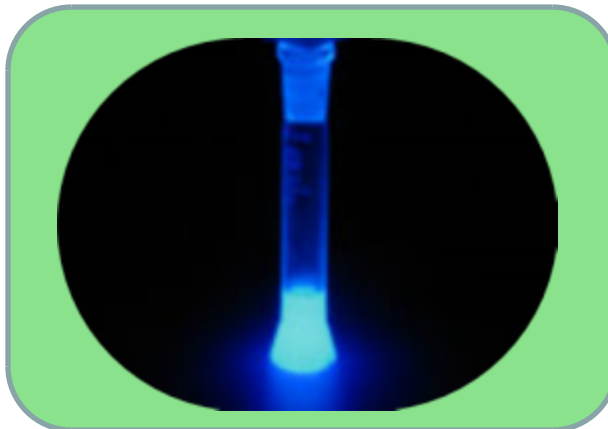
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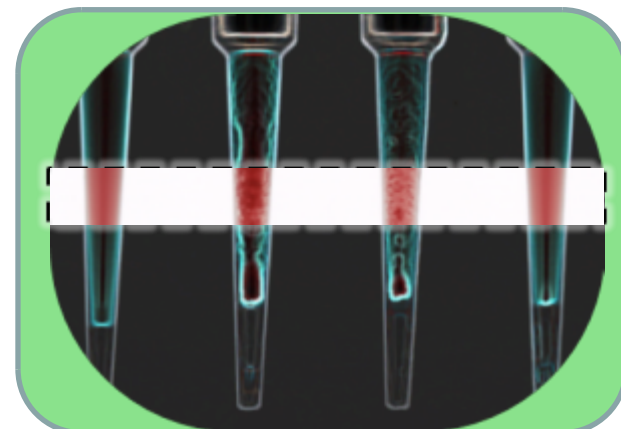
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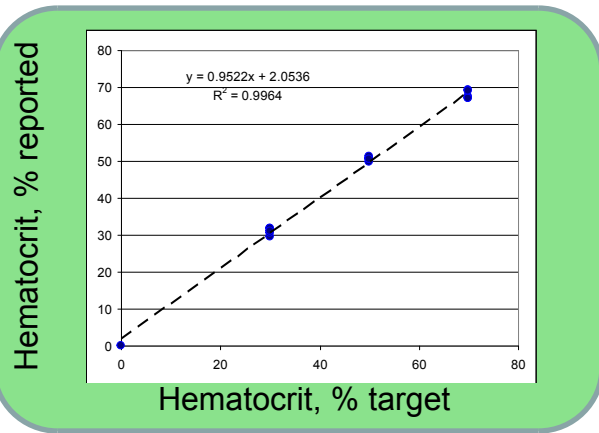


Robotics & Machine Vision

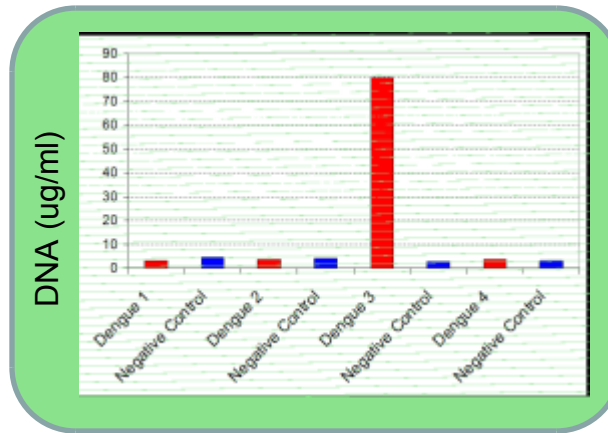


Assay Validation Across Technologies

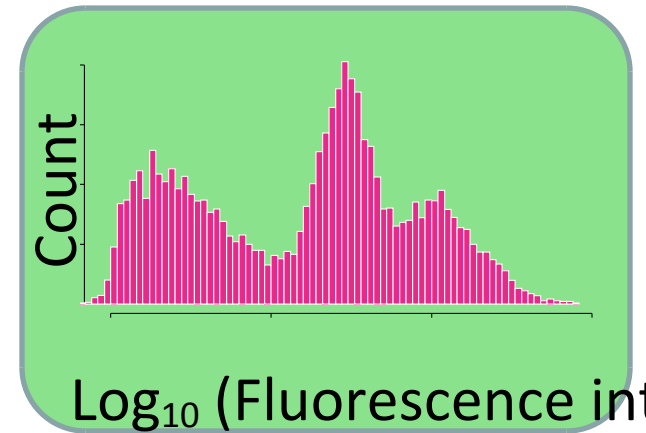
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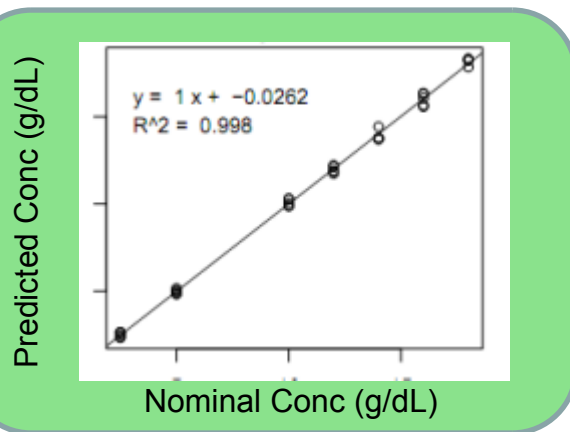
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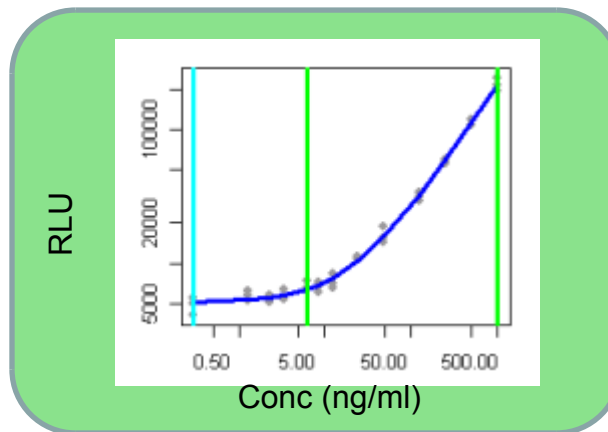
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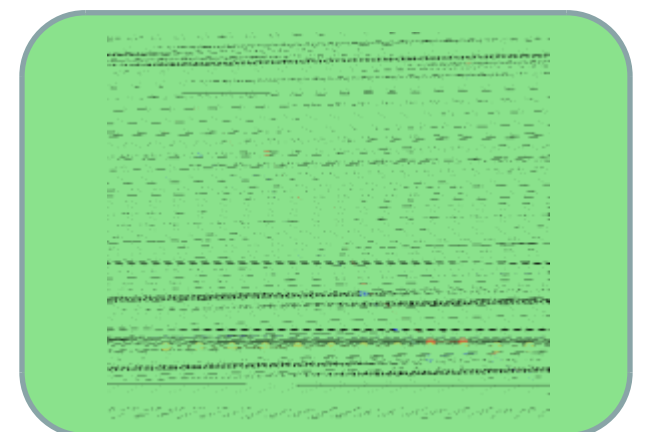
Colorimetry



ELISA



Robotics & Machine Vision



Products

Regulatory

- **FDA**
 - non-significant risk, class I devices
 - 510(k)s for diagnostic and predictive tests and ultimately, all chemistries

- **CMS**
 - CLIA-certification
 - LDTs

Operations and Production

Implementation of fully automated lines with comprehensive vision inspection systems

Alchemist

- Automation of development

CLIA organizations and certifications, GMP (Good Manufacturing Practices) compliance, and ISO certifications for ongoing regulatory submissions

Commercial

Theranos businesses:

1. Physician's office

2. Retail Rx

3. Pharmaceutical

4. Department of Defense, Government

2011 Commercial Plan

- **Q1**
 - Prepare for retail and physician's office pilot launch
 - Regulatory and operations infrastructure in place
- **Q2**
 - Initiate retail and physician's office pilots
 - Resume pharmaceutical contracts around fully integrated solution for development acceleration (physical infrastructure , software decision support, real-time chemistry)
- **Q3**
 - Begin retail and physician's office rollout
 - Pharmaceutical deployments
- **Q4**
 - Scale rollouts and begin deployments with multiple retail partners

Commercial: Retail Rx

Walgreens

- \$100M inventory pre-purchase

Safeway & Safeway Network

- \$55M inventory pre-purchase
- ~\$70M inventory pre-purchase

Target, Rite Aid, CVS Minute Clinics, & Walmart

Commercial: TPS

GSK

Celgene

Centocor

Sanofi-aventis

Astrazeneca

Retail pharmacy contracts with pharmaceutical partners

Commercial: Providers

BlueCross BlueShield Association and plans

United

Aetna, Cigna

DoD

IMSS, Pemex

Organization

Our People: Building a World-Class Organization

- Re-structured entire organization for scalability and rapid development cycles in preparation for retail launches
- 13 team leads in place company wide around which all product and project teams are structured (from development to finance)
- Team lead profile: BS, MS from MIT/Stanford, 2-10 years experience
- Hiring to continually double headcount (150 people by 3/31/11)

Legal

Update on Government and Regulatory Affairs

Global Manufacturing Subsidiary & US Production

Intellectual Property & Trademarks

Theranos Intellectual Property Portfolio

Code	Patent Family	Status	Value
704	Pill & patch	Patch issued with narrow claims, other claims still being pursued	Publication blocks other companies from patents
707	Communications	US patent issued; foreign equivalents beginning to issue	Blocking for distributed test systems with wireless communication
711	Calibration	US claims allowed	Protects/blocks on-board calibrators used to update factory calibration
713	Detection of Influenza virus infection	Published, pending	Would protect ideas for assay configurations
725	Multivariate methods	Published, pending	Would protect use of multianalyte trend analysis in disease and therapy management
727	Modular POC systems	Published, pending	Would protect existing immunoassay system (pipette + tips)
732	Integrated health data capture and analysis	PCT filed	Would protect "Theranos Health Shield".; monitor and control ID outbreaks
733	Systems for sample use maximization	In preparation	Would protect the 4.0 System (Image analysis, protocol management, use of centrifuge)

Finance

Real Estate Update

Palo Alto: Additional facilities

- 3172 Porter at \$2.05 NNN (55k sf) staged lease
- BSL 2/3 labs
- 3201 Hillview

- Utah

Approval of Real Estate Committee

C-2 Financing

Preferred Shares & Share Repurchase

Projected Financial Statements