



LOGOFF

Dashboard | Messages | Payment Tools | Help

Payments Wires & Drafts Account Transfers
New Payment Pending List Processed List Template List New Template

View Payment: FedWire

Use this screen to view a FedWire.

Payment Information

Payment Type: U.S. Funds Transfer

Debit Account: -- USD -- IDS

Debit Amount: 30,000,000.00USD

Value Date: 08/19/2011

Frequency: One Time Only

Bank to Bank Information:

Sender's Reference:
Reference for Beneficiary:

Details of Payment: REF INVOICE #SW10001 AND #SW11002
INITIAL AND SECOND PAYMENT UNDER
MASTER SERVICE AGREEMENT

Beneficiary Information

Beneficiary ID Type: Account Number

Beneficiary ID:

Beneficiary Name: THERANOS INC

Address:

Beneficiary Bank ID Type: US ABA Number (FW)

Beneficiary Bank ID:

Beneficiary Bank Name: COMERICA BANK

Address: 1442 N MAIN ST
WALNUT CREEK, CA
94596, US

Settings

Save as Template: false



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From: Bob Gordon
To: Elizabeth Holmes
CC: Steve Burd (steve.burd3@safeway.com); Laura Donald
Sent: 8/18/2011 11:03:05 PM
Subject: Theranos - Equity Purchase Procedure
Attachments: Theranos - Equity Purchase Procedure 8-18-11.doc

Elizabeth,

The attached document sets forth the steps for the equity purchase. Let me know if you view things differently.

After I touch base with Steve when I come in tomorrow morning, we will transfer the funds by wire to your account listed on the invoices.

Bob

Theranos: Process for Safeway's Funding of Initial and Second Inventory Payments and Purchase of Promissory Notes/Preferred Stock:

- Theranos to provide Safeway with written notice that Regulatory Approvals have been obtained and copy of CLIA certification documents
- Safeway to pay Theranos Invoice #SW10001 in the amount of \$10 million, representing the Initial Inventory Payment under the Master Purchase Agreement
- Safeway to pay Theranos Invoice #SW10002 in the amount of \$20 million, representing the Second Inventory Payment under the Master Purchase Agreement
- After funding of the inventory payments, Safeway to deliver to Theranos an exercise notice pursuant to Section 1.5 of the Option Agreement dated July 30, 2010 indicating Safeway's intention to exercise its options to purchase the Initial Note and the Additional Note
- Theranos to issue to Safeway the Initial Note in the principal amount of \$10 million and the Additional Note in the principal amount of \$15 million
- Concurrently with the delivery of the notes, Theranos to deliver a copy of its current Charter and a schedule showing the capitalization of Theranos, certified by the Theranos President or CFO
- Safeway provides notice to Theranos that it wishes to convert the notes
- So Safeway can reach a final decision on conversion, Theranos should deliver stock purchase documents for the Series C-1 Preferred Stock (in addition to the Charter, Series C-1 Preferred Stock Purchase Agreement, Investor Rights Agreement, Voting Agreement)
- To convert the notes, Safeway will execute the Series C-1 purchase documents, Theranos and Safeway will execute the warrant to purchase Series C-1, Theranos will issue the Preferred Stock and warrant to Safeway and the notes will be cancelled