

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934**

Date of Report (date of earliest event reported): **January 10, 2022**

**sema4**

**Sema4 Holdings Corp.**

(Exact name of registrant as specified in its charter)

<b>Delaware</b> <small>(State or other jurisdiction of incorporation or organization)</small>	<b>001-39482</b> <small>(Commission File Number)</small>	<b>85-1966622</b> <small>(I.R.S. Employer Identification No.)</small>
<b>333 Ludlow Street, North Tower, 8th Floor</b> <b>Stamford, Connecticut</b> <small>(Address of Principal Executive Offices)</small>		<b>06902</b> <small>(Zip Code)</small>

**(800) 298-6470**  
Registrant's telephone number, including area code  
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Class A common stock, par value \$0.0001 per share	SMFR	The Nasdaq Global Select Market
Warrants to purchase one share of Class A common stock, each at an exercise price of \$11.50 per share	SMFRW	The Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 7.01 Regulation FD Disclosure.**

On January 10, 2022, Sema4 Holdings Corp. (the "Company") is furnishing as Exhibit 99.1 hereto a copy of the investor presentation to be used at the 40th Annual J.P. Morgan Healthcare Conference event.

The information in this current report on Form 8-K and the exhibit attached hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act") or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

**Exhibit  
Number**

**Description**

99.1 [Investor Presentation, dated January 10, 2022](#)

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Sema4 Holdings Corp.**

Date: January 10, 2022

By: /s/ Eric Schadt  
Name: Eric Schadt  
Title: Chief Executive Officer



**sema4**

Investor Presentation  
J.P. Morgan Healthcare Conference

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January 2022

# Disclaimer

This presentation contains forward-looking statements under the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are statements that do not relate to historical facts and events and such statements and opinions pertaining to the future that, for example, contain wording such as "may," "might," "will," "could," "would," "should," "expect," "intend," "plan," "objective," "anticipate," "believe," "estimate," "predict," "potential," "continue," "ongoing," or the negative of these terms, or other comparable terminology intended to identify statements about the future. Forward-looking statements contained in this presentation include, but are not limited to, statements about: our estimates of our volumes and revenue for the fourth quarter and full year of fiscal year 2021, our addressable market, market growth, future revenue, key performance indicators, expenses, capital requirements and our needs for additional financing, our commercial launch plans, our strategic plans for our business and products, market acceptance of our products, our competitive position and developments and projections relating to our competitors, domestic and foreign regulatory approvals, third-party manufacturers and suppliers, our intellectual property, the potential effects of government regulation and local, regional and national and international economic conditions and events affecting our business. We cannot assure that the forward-looking statements in this presentation will prove to be accurate. Furthermore, if our forward-looking statements prove to be inaccurate, the inaccuracy may be material. These statements involve known and unknown risks, uncertainties and other important factors that may cause our actual results, levels of activity, performance or achievements to be materially different from the information expressed or implied by these forward-looking statements.

The forward-looking statements and opinions contained in this presentation are based on our management's beliefs and assumptions and are based upon information currently available to our management as of the date of this presentation and, while we believe such information forms a reasonable basis for such statements, such information may be limited or incomplete, and our statements should not be read to indicate that we have conducted an exhaustive inquiry into, or review of, all potentially available relevant information. In light of the significant uncertainties in these forward-looking statements, you should not regard these statements as a representation or warranty by us or any other person that we will achieve our objectives and plans in any specified time frame, or at all. Actual results, performance or events may differ materially from those in such statements due to, without limitation, risks generally associated with product development, including delays or challenges that may arise in the development, launch or scaling of our new products, programs or services; challenges in the commercialization of our products and services; the risk that we may not maintain our existing relationships with suppliers or enter into new ones, or that we will not realize the intended benefits from such relationships; any inability to protect our intellectual property effectively; changes in general economic conditions, in particular economic conditions in the markets on which we operate; changes affecting interest rate levels; changes affecting currency exchange rates; changes in competition levels and changes in laws and regulations. The information, opinions and forward-looking statements contained in this announcement speak only as of its date, and are subject to change without notice.

#### Use of Non-GAAP Financial Measures

This presentation includes non-GAAP financial measures, including Adjusted EBITDA, Adjusted Gross Profit and Adjusted Gross Margin. Adjusted EBITDA is defined as net loss adjusted for interest (income) expense, net, other (income) expense, net, provision for (benefit from) income taxes, gain on extinguishment of debt, depreciation and amortization and stock-based compensation expenses, and COVID-19 costs. Management believes that these non-GAAP measures of financial results are useful in evaluating the Sema4's operating performance compared to that of other companies in its industry, as this metric generally eliminates the effects of certain items that may vary from company to company for reasons unrelated to overall operating performance. Please refer to the Appendix for Non-GAAP to GAAP Reconciliation.

This presentation contains estimates, projections and other information concerning our industry, our business, and the markets for our products and services. Information that is based on estimates, forecasts, projections, market research or similar methodologies is inherently subject to uncertainties, and actual events or circumstances may differ materially from events and circumstances that are assumed in this information. Unless otherwise expressly stated, we obtained this industry, business, market and other data from our own internal estimates and research as well as from reports, research surveys, studies and similar data prepared by market research firms and other third parties, industry, medical and general publications, government data and similar sources. While we believe our internal company research as to such matters is reliable and the market definitions are appropriate, neither such research nor these definitions have been verified by any independent source.

We discuss these and other risks and uncertainties in greater detail in the sections entitled "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" in our periodic reports and other filings we make with the SEC from time to time. Given these uncertainties, you should not place undue reliance on the forward-looking statements. Moreover, we operate in a very competitive and rapidly changing environment. New risks emerge from time to time. Except as required by law, we undertake no obligation to update publicly any forward-looking statements for any reason after the date of this presentation to conform these statements to actual results or to changes in our expectations. We file reports, proxy statements, and other information with the SEC. Such reports, proxy statements, and other information concerning us is available at <http://www.sec.gov>. Requests for copies of such documents should be directed to our Investor Relations department at Sema4 Holdings Corp, 333 Ludlow Street, North Tower, 8<sup>th</sup> Floor, Stamford, CT 06902. Our telephone number is 800-298-6470.

**sema4**

A Patient-Centered Health  
Intelligence Company  
Leveraging Genomics and AI

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Seam4

## Corporate Snapshot

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### World-class team

1,200+ employees  
160+ MDs/PhD's<sup>1</sup>



### 2021 guidance

\$204-206M total  
revenue<sup>2</sup>



### Unrivaled patient access

12M de-identified records  
500k+ w/ genomic profiles



### Massive scale in data

46+ petabytes  
managed growing at an  
accelerating rate

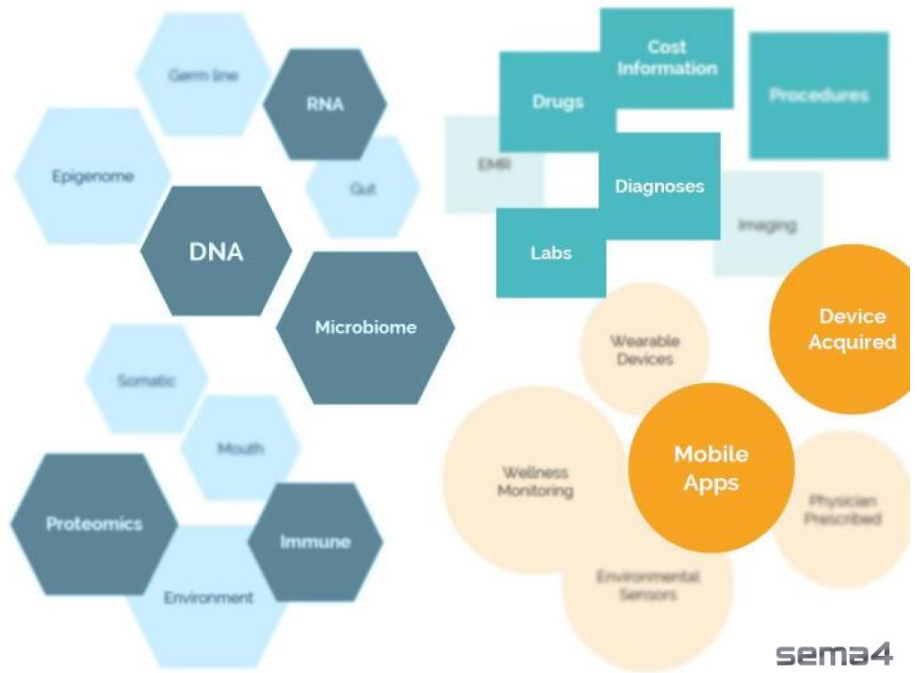


### Massive scale in NGS

250,000+<sup>3</sup>  
tests annually

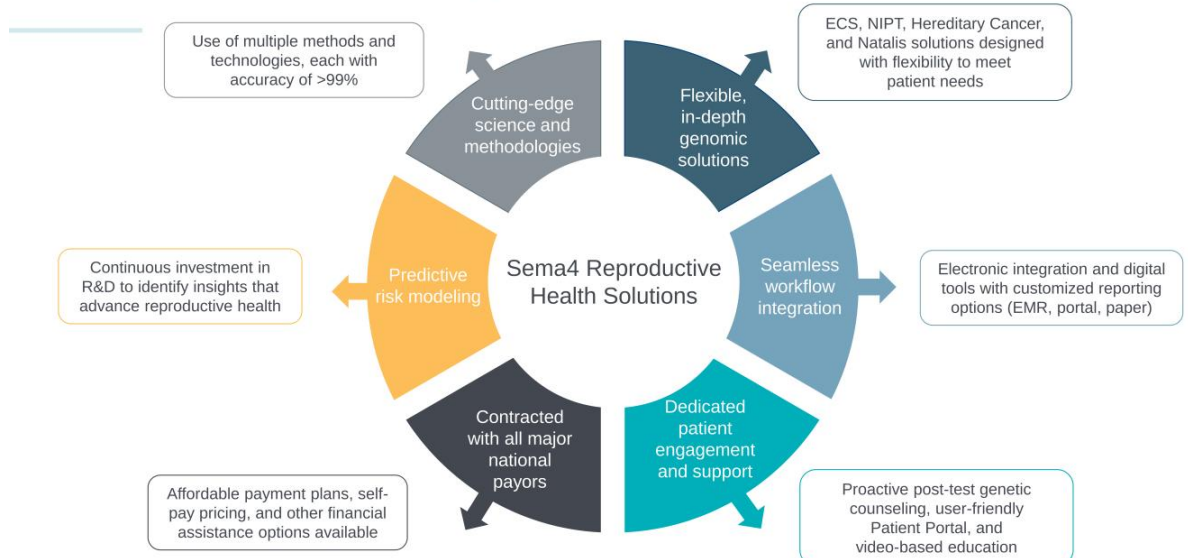
## The Problem

Rapid advances in  
Genomics & AI...  
...but limited impact  
on patients





## Our Solution: A Holistic Approach to Patient Care...



## ...Combined with Centrellis, our Flywheel for Patient Data and Insights

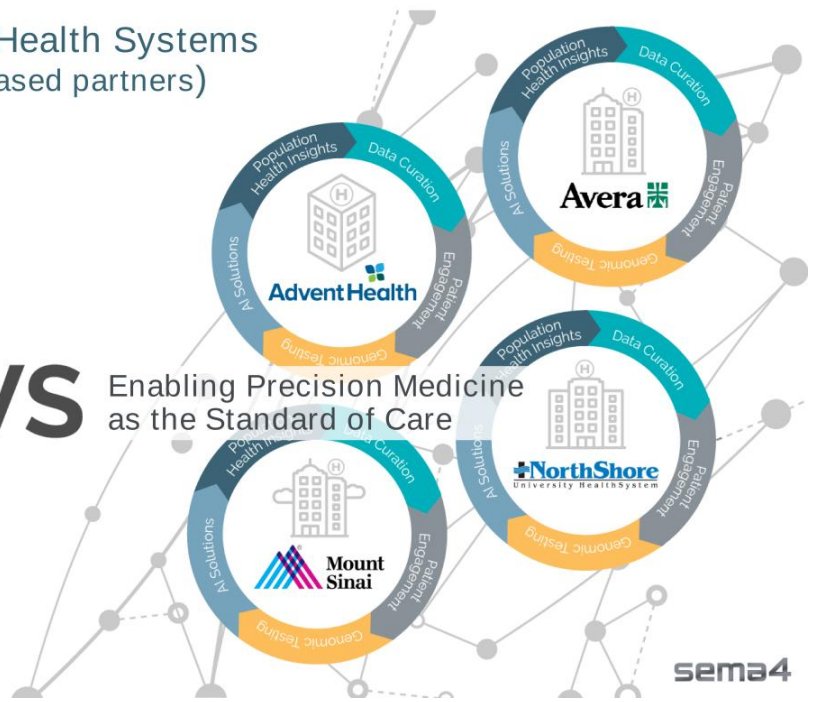


## Deep Partnership with Health Systems (Beginning with learning-based partners)

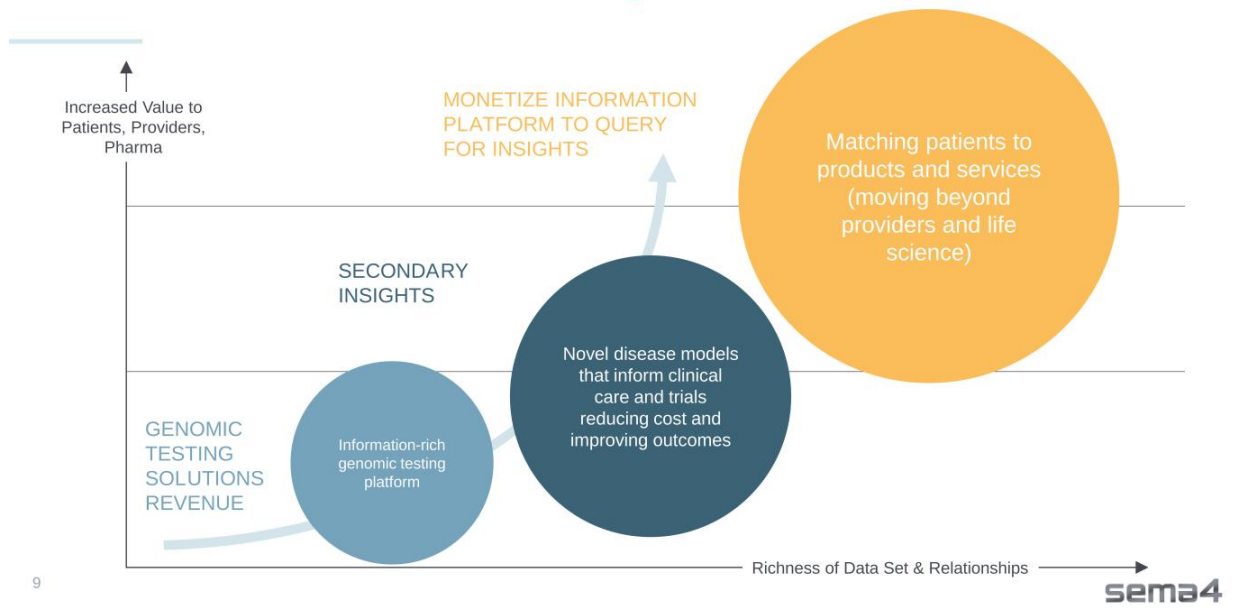
### Conventional Genomics Model

- narrow menu
- sold direct to physicians
- no (or limited) data integration
- no or limited patient engagement

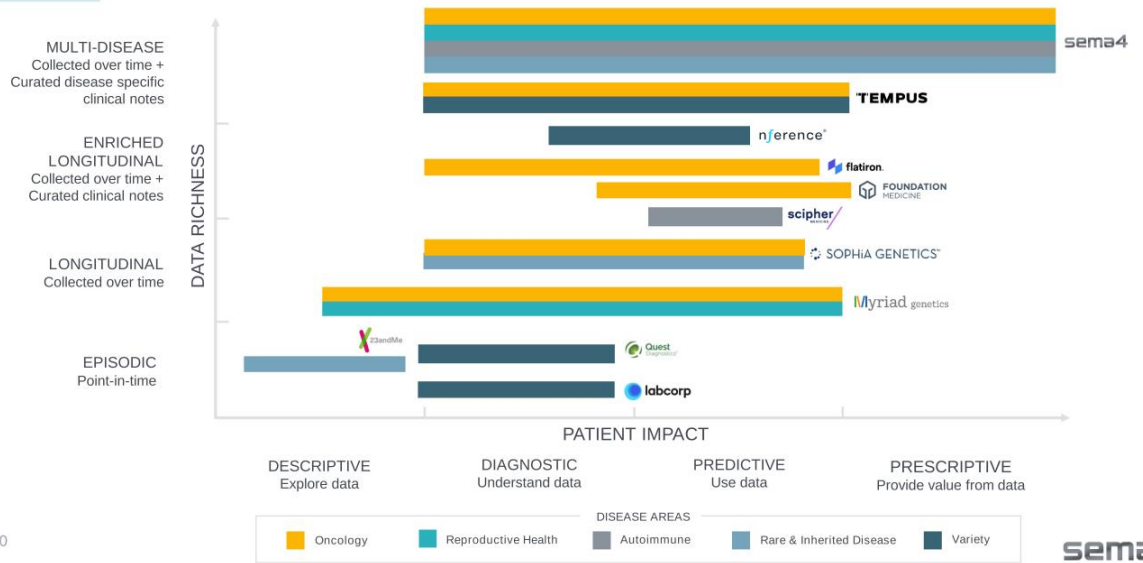
**VS** Enabling Precision Medicine  
as the Standard of Care



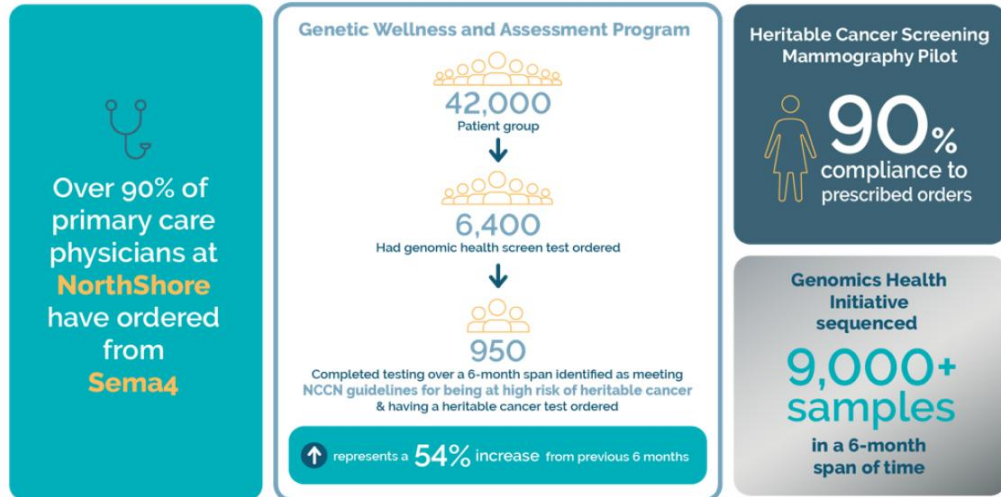
# Evolution Towards a Platform of Algorithms



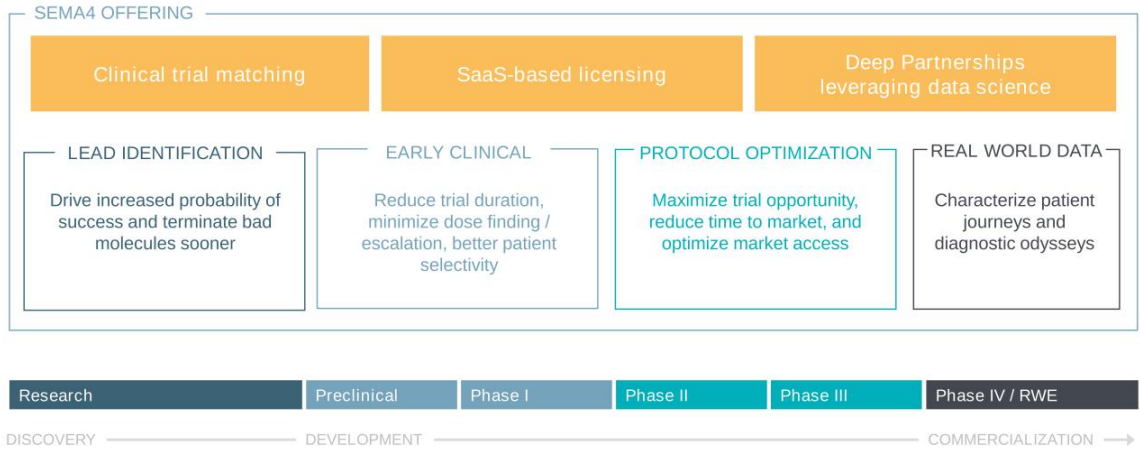
# The Value of Data: Must be Longitudinal and Prescriptive



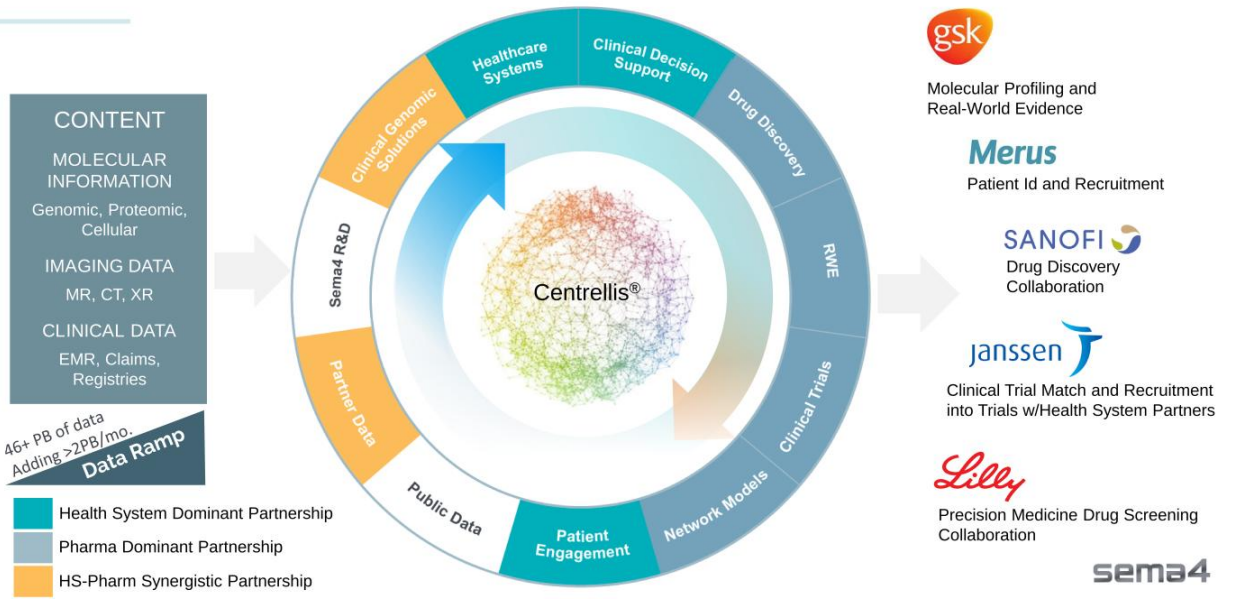
# NorthShore: The First Six Months



# Enabling Biopharma Partners and Customers



# Health System Partnerships Helping Accelerate Biopharma Partnerships





## 4Q Update: Strong Close to 2021<sup>1</sup>

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# Operational Improvements: Key Highlights and Future Focus



## Key Actions

- Hired seasoned SVP Lab Operations
- Key investments in Lab Automation

## Areas of Focus in 2022

- Improve turn-around-times
- Portfolio optimization



## Key Actions

- Increased salesforce headcount by 84% in 2021

## Areas of Focus in 2022

- New products open additional channel opportunities
- Health system entry points drive growth in oncology



## Key Actions

- Hired Chief Data & Chief Science Officers
- Announced hiring of Chief Medical Science Officer
- Submitted the Centrellis HITRUST validated assessment to HITRUST for final CSF certification in 2021

## Areas of Focus in 2022

- C-Suite Focus shift to Pharma Development & Data Monetization

## Capital Allocation

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### Significant Capital Resources to Drive Long Term Strategy

\$400M Cash & Cash Equivalents  
\$125M Revolver, undrawn<sup>1</sup>

### Acquisition Criteria Include

Enhance Our Reach into Health Systems

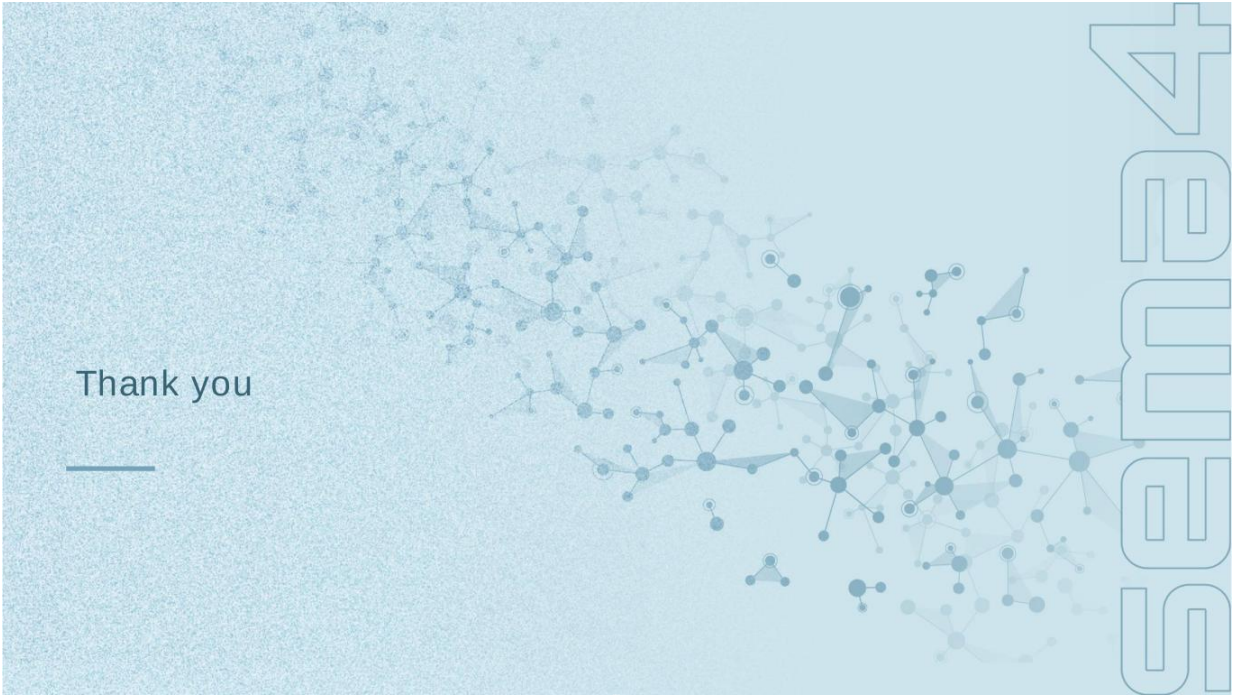
Enhance Our Data Capabilities

Commercial Revenue

Thank you



SEMBA4



Appendix



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## Historical COVID Revenue Mix

% of Total Revenue<sup>1</sup>

	1Q20	2Q20	3Q20	FY20	1Q21	2Q21	3Q21
Diagnostic Test	99%	93%	84%	79%	73%	87%	86%
COVID	0%	6%	14%	18%	25%	8%	10%
Other	1%	1%	2%	2%	2%	4%	4%

## Non-GAAP Gross Margin Reconciliation

USD Millions

	FY2020				FY2021		
	1Q	2Q	3Q	FY	1Q	2Q	3Q
Revenue	46.7	30.1	38.6	179.3	64.4	46.9	43.2
Cost of Service	39.3	36.0	36.5	184.6	71.8	49.7	58.8
<b>Gross (Loss) Profit</b>	<b>7.4</b>	<b>(5.9)</b>	<b>2.1</b>	<b>(5.3)</b>	<b>(7.4)</b>	<b>(2.8)</b>	<b>(15.6)</b>
Gross Margin	15.8%	(19.6%)	5.4%	(3.0%)	(11.5%)	(6.0%)	(36.1%)
Stock-based compensaton	0.1	(0.1)	3.5	13.9	19.8	(0.3)	3.7
COVID-19 costs <sup>(1)</sup>	-	3.2	-	3.2	-	-	-
Other	-	-	-	16.4	-	-	-
<b>Adjusted Gross (Loss) Profit</b>	<b>7.5</b>	<b>(2.8)</b>	<b>5.6</b>	<b>28.2</b>	<b>12.4</b>	<b>(3.1)</b>	<b>(11.9)</b>
<i>Adjusted Gross Margin</i>	16.1%	(9.3%)	14.5%	15.7%	19.3%	(6.6%)	(27.5%)

(1) Represents labor costs with respect to laboratory employees' downtime. During the second quarter of 2020, we did not reduce the workforce in our laboratory from COVID-19. However, we suffered significantly due to the decrease in volume in Women's Health and other products. Accordingly, we have adjusted our Gross Profit to reflect the management-assessed impact from the decrease in productivity of existing laboratory employees due to COVID-19 in the second quarter of 2020.

## Non-GAAP EBITDA Reconciliation

USD Millions

	FY2020				FY2021		
	1Q	2Q	3Q	FY	1Q	2Q	3Q
Net Profit (Loss)	(27.0)	(32.1)	(56.6)	(241.3)	(191.0)	(45.4)	31.4
Interest expense, net <sup>(1)</sup>	0.2	0.5	0.6	2.0	0.7	0.7	0.7
Depreciation and amortization	2.4	2.7	3.1	11.7	4.9	5.6	5.5
Stock-based compensation expense	0.8	(0.2)	29.4	120.2	165.0	(0.5)	18.0
Transaction costs <sup>(2)</sup>	-	-	-	-	1.9	3.2	0.4
Change in fair market value of warrant and earn-out contingent liabilities <sup>(3)</sup>	-	-	-	-	-	-	(122.2)
Other (income) expense, net <sup>(4)</sup>	(0.0)	(2.6)	-	(2.6)	(5.6)	-	0.3
COVID-19 costs <sup>(5)</sup>	-	3.2	-	3.2	-	-	-
<b>Adjusted EBITDA</b>	<b>(23.6)</b>	<b>(28.5)</b>	<b>(23.5)</b>	<b>(106.8)</b>	<b>(24.1)</b>	<b>(36.4)</b>	<b>(65.9)</b>

(1) Represents the total of Interest Expense related to our capital leases and interest-bearing loans and Interest Income on money market funds.

(2) Represents professional service costs incurred in connection with pursuing the Business Combination transaction that did not meet the requirement for capitalization.

(3) For the nine months ended September 30, 2021, represents the change in fair market value of the liabilities associated with our public warrants and private placement warrants and the earn-out shares issuable under the terms of the Merger Agreement.

(4) For the nine months ended September 30, 2021 and 2020, consists primarily of funding received under the CARES Act Provider Relief Fund, offset by penalties related to early extinguishment of debt occurred in three months ended September 30, 2021.

(5) Represents labor costs with respect to laboratory employees' downtime. During the second quarter of 2020, we did not reduce the workforce in our laboratory from COVID-19. However, we suffered significantly due to the decrease in volume in Women's Health and other products. Accordingly, we have adjusted our Gross Profit to reflect the management-assessed impact from the decrease in productivity of existing laboratory employees due to COVID-19 in the second quarter of 2020.



**SMFR**  
Nasdaq Listed

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