

Foundation Medicine, Inc.

Solid Heme Volume and Salesforce Expansion Position the Company Well for Future Growth

- On Wednesday, May 7, Foundation Medicine announced first-quarter results that were in line with expectations, though uptake of the FoundationOne Heme assay was notably strong. Revenue of \$11.5 million was essentially in line with our estimate of \$11.6 million and slightly above Street consensus at \$11.3 million. Net loss per share was \$0.44, above our and the Street estimate of a \$0.49 loss. The company reiterated 2014 guidance of 22,000 to 25,000 clinical tests and revenue of \$52 million to \$58 million, which compares with consensus of \$58.6 million.
- During the quarter, the company reported 4,702 clinical tests (above our 4,560 estimate and representing sequential growth of 25%), suggesting the company continues to get meaningful traction. We were surprised by the adoption of the Heme test out of the gate; the company performed 715 Heme tests and 3,987 solid tumor tests (17% sequential growth). Roughly 350 of the clinical cases performed in the fourth quarter were driven by the soft launch of FoundationOne Heme and thus saw 100% sequential growth in the first quarter. On the other hand, some of those doctors ordering Heme may have otherwise ordered solid tumor, perhaps suggesting (especially for peds and sarcoma) some "cannibalization."
- The company continues to struggle with obtaining payment from its Medicare MAC, NGS; the company started submitting claims to Medicare at the end of 2013 and to date has not received payment on any of those claims. The AMA MoPath committee recently published the next-generation sequencing codes that it will introduce in 2015; the committed opted to create two categories of solid tumor somatic NGS panels (50 genes and below and above 50 genes). While there is still a lot of uncertainty about how these codes will ultimately be priced via the gap-fill process, we view it as an encouraging sign that the AMA recognizes the varying complexity of solid tumor alteration panels. We continue to assume the company starts to be paid for Medicare claims beginning in mid-2015.
- We note that the largest barrier to adoption continues to be education (educating payers and physicians about FoundationOne and its benefits), not competitive hotspot panels. Since the IPO, the company has more than doubled its salesforce from 18 reps to 43 reps. Thus, we expect further adoption from community practices (54% of tests ordered were from community practices and 46% from academic centers) as the new sales reps climb the learning curve and get out into the field.
- **Stock Thoughts and Valuation.** The stock is trading at 6.3 times enterprise-value-to-2015-sales estimates, below its average of 6.7 times since the IPO. Also, the stock is now 38% of its 52-week high and 40% above its 52-week low. We are encouraged by the rapid growth in FoundationOne Heme assay and continued growth (albeit slower) of the solid tumor assay. Still, we believe valuation already incorporates robust expectations for market share and reimbursement and therefore maintain our Market Perform rating.

Foundation Medicine is a CLIA-certified lab that generates revenue from its molecular information platform. Foundation leverages next-generation sequencing technology to provide genomic profiles of cancer, offering physicians individualized information about actionable alterations specific to each patient's tumor, enabling optimization of treatment.

Amanda Murphy, CFA +1 312 364 8951 amurphy@williamblair.com

JP McKim +1 312 364 8991 jpmckim@williamblair.com

May 08, 2014

Stock Rating: Market Perform
Company Profile: Aggressive Growth

Symbol: FMI (NASDAQ)
Price: \$27.99 (52-Wk.: \$20-\$45)
Market Value (mil.): \$787
Fiscal Year End: December

Long-Term EPS Growth Rate:

Dividend/Yield: None

| | 2013A | 2014E | 2015E |
|--------------|---------|---------|---------|
| Estimates | | | |
| EPS FY | \$-1.57 | \$-1.92 | \$-1.53 |
| CY | | \$-1.92 | \$-1.53 |
| Sales (mil.) | 29 | 57 | 105 |
| Valuation | | | |
| FY P/E | NM | NM | NM |
| CY P/E | | NM | NM |

Trading Data (FactSet)

Shares Outstanding (mil.) 28

Float (mil.) 12

Average Daily Volume 266,946

Financial Data (FactSet)

Long-Term Debt/Total Capital (MRQ) 0.0

Book Value Per Share (MRQ) 4.8

Return on Equity (TTM) -32.2

Two-Year Price Performance Chart



Sources: FactSet, William Blair & Company estimates

Please consult pages 4-5 of this report for all disclosures. Analyst certification is on page 4. William Blair & Company, L.L.C. does and seeks to do business with companies covered in its research reports. As a result, investors should be aware that the firm may have a conflict of interest that could affect the objectivity of this report. Investors should consider this report as a single factor in making an investment decision.

- **Revenue Detail.** Reported revenue was \$11.45 million, of which \$7.1 million came from clinical testing (below our estimate of \$7.8 million) and \$4.3 million from biopharmaceutical customers (above our estimate of \$3.8 million). Total volume was 5,553 tests, including 4,702 clinical tests and 851 tests to biopharmaceutical customers. Realized average revenue per clinical test was \$1,510 compared with our estimate of \$1,705 driven by strong uptake from the Heme assay given dynamics of cash accounting (the company is recognizing expenses for the new Heme, while revenue will be recognized upon cash receipt in later quarters). Average revenue per clinical test recognized in the quarter was \$3,400, in line with our estimate of \$3,479.
- Margin Detail. Gross margin was 54%, below our estimate of 57% and slightly below the guided range of 55% to 65%, driven by Foundation Heme tests that were performed for which revenue has not been collected. Sales and marketing expense was \$5.7 million compared with our estimate of \$5.3 million as a result of increased rep count. General and administrative expense was \$1.7 million below our estimate of \$7.4 million at \$5.7 million. Research and development expense was \$6.9 million, below our estimate of \$7.5 million.
- Model Update. For 2014, we now model revenue of \$57.3 million, down from \$57.7 million as a result of lower first-quarter results and realized ASP. Our gross margin estimate remains unchanged at 60%. Within operating expenses, we increased sales and marketing expense by \$3.5 million, to \$29.4 million from \$25.9 million. Given lower-than-expected general and administrative expenses in the first quarter, we lower our full-year estimate to \$27 million, down from \$31 million. Also, we lowered our estimate for research and development expense to \$31 million from \$33 million. Our 2014 net loss per share of \$1.92 is up from our prior estimate of a \$1.96 loss. For 2015, we model revenue of \$105 million and net loss per share of \$1.53 compared with our prior estimates of \$105 million and \$1.66, respectively.

| Foundation Medicine, Inc. First-Quarter Variance Analysis (\$ in thousands, Fiscal year ends December) | | | | | | | | |
|--|--------------------|-------------------|-------------------|----------------------|-------------------|-------------|--|--|
| | 1Q 2014 | 1Q 2013 | Year/Year | 1Q 2014 | Year/Year | Actual-Est. | | |
| Net Sales | Actual \$11,455 | Actual \$5,200 | %Change 120.3% | Estimate \$11,619 | %Change -55.2% | -\$164.4 | | |
| | | | | · · | | • | | |
| Cost of Sales | \$5,291 | \$2,378 | 122.5% | \$4,996 | -52.4% | \$294.7 | | |
| Gross Profit | \$6,164 | \$2,822 | 118.4% | \$6,623 | -57.4% | -\$459.1 | | |
| Sales & Marketing | \$5,690 | \$1,811 | 214.2% | \$5,229 | -65.4% | \$461.3 | | |
| General & Administrative | \$5,700 | \$3,150 | 81.0% | \$7,436 | -57.6% | -\$1,736.4 | | |
| Research & Development | \$6,915 | \$4,982 | 38.8% | \$7,553 | -34.0% | -\$637.6 | | |
| Operating Income | -\$12,141 | -\$7,121 | 70.5% | -\$13,595 | -47.6% | \$1,453.7 | | |
| Interest & Other | -\$25 | -\$82 | -69.5% | -\$31 | 167.1% | \$5.7 | | |
| Net Income/Loss | -\$12,166 | -\$7,203 | 68.9% | -\$13,625 | -47.1% | \$1,459.4 | | |
| Convertible Preferred Stock | \$0 | \$50 | -100.0% | \$0 | NM | \$0.0 | | |
| Net Income Common Shareh | -\$12,166 | -\$7,253 | 67.7% | -\$13,625 | -46.8% | \$1,459.4 | | |
| W. Avg. Shares (Diluted) | 27,734 | 27,355 | 1.4% | 28,005 | -2.3% | -271 | | |
| EPS | -\$0.44 | -\$0.27 | 65.4% | -\$0.49 | -45.5% | \$0.05 | | |
| Margin Analysis | | | | | | BPS | | |
| Gross Margin | 53.8% | 54.3% | -0.5% | 57.0% | -2.7% | -319 | | |
| Sales & Marketing | 49.7% | 34.8% | 14.8% | 45.0% | -10.2% | 467 | | |
| General & Administrative | 49.8% | 60.6% | -10.8% | 64.0% | -3.4% | -1424 | | |
| Research & Development | 60.4% | 95.8% | -35.4% | 65.0% | 30.8% | -463 | | |
| Operating Income | -106.0% | -136.9% | 31.0% | -117.0% | -19.9% | 1101 | | |
| Taxes | 0.0% | -0.7% | 0.7% | 0.0% | -0.7% | 0 | | |
| Net Income | -106.2% | -139.5% | 33.3% | -117.3% | -22.2% | 1106 | | |
| Clinical Revenue | \$7,100 | \$2,300 | 208.7% | \$7,774 | 238.0% | -\$674 | | |
| Clinical Tests | 4,702 | 1,140 | 312.5% | 4,560 | 300.0% | 142 | | |
| Revenue/Tests | \$1,510 | \$2,018 | -25.2% | \$1,705 | -15.5% | -\$195 | | |

Source: Company Reports and William Blair & Company L.L.C. estimates

Foundation Medicine Projected Income Statement (2011 to 2017E)

| roundation Medicine Projected in | FY | FY | 2011 10 | 2017EJ 201 | 2 | | FY | | 20 | 14 | | FY | FY | FY | FY |
|--|-----------|-----------|----------------|---------------|------------|---------------|-----------|-----------|---------------|---------------|-----------|-----------------|-----------------|-----------|------------------|
| | 2011 | 2012 | Q1'13 | Q2'13 | Q3'13 | Q4'13 | 2013 | Q1'14 | Q2'14E | Q3'14E | Q4'14E | 2014E | 2015E | 2016E | 2017E |
| Revenues | \$2,057 | \$10,645 | \$5,200 | \$5,920 | \$8,208 | \$9,662 | \$28,990 | \$11,455 | \$13,154 | \$15,265 | \$17,396 | \$57,270 | \$105,327 | \$191,612 | \$278,879 |
| | • , | • -,- | *-, | * - / - | | * - , | * -, | , , | * -, - | * -, | , , , | , , | *,- | , , , | , ,,, |
| Cost of Goods Sold | \$258 | \$5,681 | \$2,378 | \$2,219 | \$2,858 | \$4,204 | \$11,659 | \$5,291 | \$5,393 | \$5,953 | \$6,436 | \$23,074 | \$34,611 | \$51,052 | \$63,281 |
| Cross Drafit | ¢4.700 | £4.004 | # 0.000 | CO 704 | ዮ ፫ | CE 450 | C47 004 | CC 4C4 | 67.704 | CO 242 | £40.050 | CO 4 40C | 070 74 5 | £440.500 | \$245.507 |
| Gross Profit | \$1,799 | \$4,964 | \$2,822 | \$3,701 | \$5,350 | \$5,458 | \$17,331 | \$6,164 | \$7,761 | \$9,312 | \$10,959 | \$34,196 | \$70,715 | \$140,560 | \$215,597 |
| Operating Expenses | | | | | | | | | | | | | | | |
| Sales & Marketing | \$1,555 | \$3,454 | \$1,811 | \$2,875 | \$3,038 | \$4,602 | \$12,326 | \$5,690 | \$7,103 | \$7,938 | \$8,698 | \$29,429 | \$38,683 | \$51,767 | \$65,289 |
| General and Administrative | \$6,992 | \$8,644 | \$3,150 | \$4,755 | \$6,448 | \$7,512 | \$21,865 | \$5,700 | \$6,708 | \$7,175 | \$7,654 | \$27,237 | \$36,795 | \$45,303 | \$54,770 |
| Research & Development | \$9,023 | \$14,777 | \$4,982 | \$6,097 | \$6,988 | \$6,834 | \$24,901 | \$6,915 | \$7,366 | \$7,938 | \$8,524 | \$30,743 | \$38,133 | \$48,324 | \$62,500 |
| Total Operating Expenses | \$17,570 | \$26,875 | \$9,943 | \$13,727 | \$16,474 | \$18,948 | \$59,092 | \$18,305 | \$21,178 | \$23,050 | \$24,876 | \$87,409 | \$113,611 | \$145,394 | \$182,559 |
| | | | _ | | | | | | | | | | | | |
| Operating Income | -\$15,771 | -\$21,911 | -\$7,121 | -\$10,026 | -\$11,124 | -\$13,490 | -\$41,761 | -\$12,141 | -\$13,417 | -\$13,739 | -\$13,916 | -\$53,213 | -\$42,896 | -\$4,834 | \$33,038 |
| Interest Expense | \$421 | \$421 | \$76 | \$65 | \$61 | \$33 | \$235 | \$25 | \$27 | \$26 | \$23 | \$101 | \$65 | \$50 | \$76 |
| Other Non-Operating Expenses | \$845 | \$61 | \$6 | \$96 | \$1,278 | -\$432 | \$948 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| 3 1 | 40.0 | *** | ** | *** | ¥ .,=. · | * | **** | ** | ** | ** | ** | ** | ** | ** | ** |
| Net Income/Loss | -\$17,037 | -\$22,393 | -\$7,203 | -\$10,187 | -\$12,463 | -\$13,091 | -\$42,944 | -\$12,166 | -\$13,444 | -\$13,764 | -\$13,939 | -\$53,314 | -\$42,961 | -\$4,883 | \$32,962 |
| Taxes | \$0 | \$0 | | | | | \$0 | | | | | \$0 | \$0 | \$816 | \$6,592 |
| 0 (11 5 (10 1 | | | | | A | • | | • | • | • | • | • | • | • | • |
| Convertible Preferred Stock | \$296 | \$286 | \$50 | \$42 | \$47 | \$0 | \$139 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 | \$0 |
| Net Income Common Shareholders | -\$17,333 | -\$22,679 | -\$7,253 | -\$10,229 | -\$12,510 | -\$13,091 | -\$43,083 | -\$12,166 | -\$13,444 | -\$13,764 | -\$13,939 | -\$53,314 | -\$42,961 | -\$5,699 | \$26,370 |
| | | | | | | | | | | | | | | | |
| Basic & Diluted EPS | -\$0.62 | -\$0.83 | -\$0.27 | -\$0.37 | -\$0.46 | -\$0.48 | -\$1.57 | -\$0.44 | -\$0.48 | -\$0.49 | -\$0.50 | -\$1.92 | -\$1.53 | -\$0.20 | \$0.92 |
| Weighted Avg. Shares - Basic & Diluted | 28,138 | 27,230 | 27,355 | 27,405 | 27,455 | 27,505 | 27,430 | 27,734 | 27,784 | 27,834 | 27,884 | 27,809 | 28,071 | 28,371 | 28,671 |
| | 20,100 | 2.,200 | 2.,000 | 21,100 | 27,100 | 2.,000 | 2.,.00 | 2., | 21,70 | 21,00 | 2.,00 | 2.,000 | 20,0 | 20,011 | 20,011 |
| Margin Analysis: | | | | | | | | | | | | | | | |
| Gross Margin | 87% | 47% | 54% | 63% | 65% | 56% | 60% | 54% | 59% | 61% | 63% | 60% | 67% | 73% | 77% |
| Sales & Marketing | 76% | 32% | 35% | 49% | 37% | 48% | 43% | 50% | 54% | 52% | 50% | 51% | 37% | 27% | 23% |
| General and Administrative | 340% | 81% | 61% | 80% | 79% | 78% | 75% | 50% | 51% | 47% | 44% | 48% | 35% | 24% | 20% |
| Research & Development | 439% | 139% | 96% | 103% | 85% | 71% | 86% | 60% | 56% | 52% | 49% | 54% | 36% | 25% | 22% |
| Interest Expense | 7% | 0.8% | 0.6% | 0.6% | 0.7% | 0.1% | 0.5% | 0.1% | 0.1% | 0.1% | 0.1% | 0.1% | 0.1% | 0.1% | 0.1% |
| Operating Income | NM | NM | NM | NM | NM | NM | NM | NM | NM | NM | NM | NM | NM | NM | 12% |
| Taxes | 0% | 0% | 0% | 0% | 0% | 0% | 0% | 0% | 0% | 0% | 0% | 0% | 0% | 0% | 20% |
| Net Income/Loss | NM | NM | NM | NM | NM | NM | NM | NM | NM | NM | NM | NM | NM | NM | 13% |
| Growth Metrics: | | | | | | | | | | | | | | | |
| Revenue | NM | 418% | 750% | 226% | 170% | 87% | 172% | 120% | 122% | 86% | 80% | 98% | 84% | 82% | 46% |
| Cost of Goods Sold | NM | 2102% | 235% | 98% | 60% | 104% | 105% | 122% | 143% | 108% | 53% | 98% | 50% | 47% | 24% |
| Gross Profit | NM | 176% | -3009% | 432% | 329% | 75% | 249% | 118% | 110% | 74% | 101% | 97% | 107% | 99% | 53% |
| Sales & Marketing | NM | 222% | 360% | 341% | 358% | 366% | 357% | 314% | 247% | 261% | 189% | 239% | 131% | 134% | 126% |
| General and Administrative | NM | 124% | 188% | 235% | 302% | 267% | 253% | 181% | 141% | 111% | 102% | 125% | 135% | 123% | 121% |
| Research & Development | NM | 164% | 165% | 169% | 196% | 149% | 169% | 139% | 121% | 114% | 125% | 123% | 124% | 127% | 129% |
| Operating Income | NM | 39% | 35% | 73% | 110% | 144% | 91% | 70% | 34% | 24% | 3% | 27% | -19% | -89% | -784% |
| Net Income/Loss | NM | 31% | 32% | 73% | 127% | 135% | 92% | 69% | 32% | 10% | 6% | 24% | -19% | -89% | -775% |
| EPS | NM | 35% | 30% | 70% | 123% | 132% | 89% | 65% | 30% | 9% | 5% | 22% | -20% | -87% | -558% |

IMPORTANT DISCLOSURES

William Blair is a market maker in the security of Foundation Medicine, Inc. and may have a long or short position.

William Blair intends to seek investment banking compensation in the next three months from Foundation Medicine, Inc.

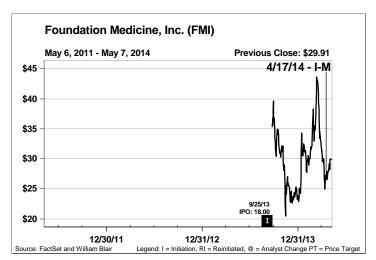
Additional information is available upon request.

This report is available in electronic form to registered users via R*Docs™ at www.rdocs.com or www.williamblair.com.

Please contact us at +1 800 621 0687 or consult williamblair.com/Research-and-Insights/Equity-Research/Coverage.aspx for all disclosures.

Amanda Murphy attests that 1) all of the views expressed in this research report accurately reflect his/her personal views about any and all of the securities and companies covered by this report, and 2) no part of his/her compensation was, is, or will be related, directly or indirectly, to the specific recommendations or views expressed by him/her in this report. We seek to update our research as appropriate, but various regulations may prohibit us from doing so. Other than certain periodical industry reports, the majority of reports are published at irregular intervals as deemed appropriate by the analyst.

DOW JONES: 16,518.54 S&P 500: 1,878.21 NASDAQ: 4,067.67



| Current Rating Distribution Coverage Universe | Percent | Inv. Banking Relationships* | Percent | |
|---|---------|-----------------------------|---------|--|
| Outperform (Buy) | 66 | Outperform (Buy) | 14 | |
| Market Perform (Hold) | 31 | Market Perform (Hold) | 2 | |
| Underperform (Sell) | 1 | Underperform (Sell) | 0 | |

^{*}Percentage of companies in each rating category that are investment banking clients, defined as companies for which William Blair has received compensation for investment banking services within the past 12 months.

The compensation of the research analyst is based on a variety of factors, including performance of his or her stock recommendations; contributions to all of the firm's departments, including asset management, corporate finance, institutional sales, and retail brokerage; firm profitability; and competitive factors.

OTHER IMPORTANT DISCLOSURES

Stock ratings, price targets, and valuation methodologies: William Blair & Company, L.L.C. uses a three-point system to rate stocks. Individual ratings and price targets (where used) reflect the expected performance of the stock relative to the broader market (generally the S&P 500, unless otherwise indicated) over the next 12 months. The assessment of expected performance is a function of near-, intermediate-, and long-term company fundamentals, industry outlook, confidence in earnings estimates, valuation (and our valuation methodology), and other factors.

Outperform (O) – stock expected to outperform the broader market over the next 12 months; Market Perform (M) – stock expected to perform

approximately in line with the broader market over the next 12 months; Underperform (U) – stock expected to underperform the broader market over the next 12 months; not rated (NR) – the stock is not currently rated. The valuation methodologies used to determine price targets (where used) include (but are not limited to) price-to-earnings multiple (P/E), relative P/E (compared with the relevant market), P/E-to-growth-rate (PEG) ratio, market capitalization/revenue multiple, enterprise value/EBITDA ratio, discounted cash flow, and others.

Company Profile: The William Blair research philosophy is focused on quality growth companies. Growth companies by their nature tend to be more volatile than the overall stock market. Company profile is a fundamental assessment, over a longer-term horizon, of the business risk of the company relative to the broader William Blair universe. Factors assessed include: 1) durability and strength of franchise (management strength and track record, market leadership, distinctive capabilities); 2) financial profile (earnings growth rate/consistency, cash flow generation, return on investment, balance sheet, accounting); 3) other factors such as sector or industry conditions, economic environment, confidence in long-term growth prospects, etc. Established Growth (E) – Fundamental risk is lower relative to the broader William Blair universe; Core Growth (C) – Fundamental risk is approximately in line with the broader William Blair universe; Aggressive Growth (A) – Fundamental risk is higher relative to the broader William Blair universe.

The ratings, price targets (where used), valuation methodologies, and company profile assessments reflect the opinion of the individual analyst and are subject to change at any time.

Our salespeople, traders, and other professionals may provide oral or written market commentary or trading strategies—to our clients and our trading desks—that are contrary to opinions expressed in this research. Certain outstanding reports may contain discussions or investment opinions relating to securities, financial instruments and/or issuers that are no longer current. Always refer to the most recent report on a company or issuer before making an investment decision. Our asset management and trading desks may make investment decisions that are inconsistent with recommendations or views expressed in this report. We will from time to time have long or short positions in, act as principal in, and buy or sell the securities referred to in this report. Our research is disseminated primarily electronically, and in some instances in printed form. Electronic research is simultaneously available to all clients. This research is for our clients only. No part of this material may be copied or duplicated in any form by any means or redistributed without the prior written consent of William Blair & Company, L.L.C.

THIS IS NOT IN ANY SENSE A SOLICITATION OR OFFER OF THE PURCHASE OR SALE OF SECURITIES. THE FACTUAL STATEMENTS HEREIN HAVE BEEN TAKEN FROM SOURCES WE BELIEVE TO BE RELIABLE, BUT SUCH STATEMENTS ARE MADE WITHOUT ANY REPRESENTATION AS TO ACCURACY OR COMPLETENESS OR OTHERWISE. OPINIONS EXPRESSED ARE OUR OWN UNLESS OTHERWISE STATED. PRICES SHOWN ARE APPROXIMATE.

THIS MATERIAL HAS BEEN APPROVED FOR DISTRIBUTION IN THE UNITED KINGDOM BY WILLIAM BLAIR INTERNATIONAL, LIMITED, REGULATED BY THE FINANCIAL CONDUCT AUTHORITY (FCA), AND IS DIRECTED ONLY AT, AND IS ONLY MADE AVAILABLE TO, PERSONS FALLING WITHIN COB 3.5 AND 3.6 OF THE FCA HANDBOOK (BEING "ELIGIBLE COUNTERPARTIES" AND "PROFESSIONAL CLIENTS"). THIS DOCUMENT IS NOT TO BE DISTRIBUTED OR PASSED ON TO ANY "RETAIL CLIENTS." NO PERSONS OTHER THAN PERSONS TO WHOM THIS DOCUMENT IS DIRECTED SHOULD RELY ON IT OR ITS CONTENTS OR USE IT AS THE BASIS TO MAKE AN INVESTMENT DECISION.

"William Blair" and "R*Docs" are registered trademarks of William Blair & Company, L.L.C. Copyright 2014, William Blair & Company, L.L.C. All rights reserved.