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**From:** Hosain Rahman [REDACTED]  
**Sent:** Sunday, August 30, 2015 5:38 PM  
**To:** Jeffrey Epstein  
**Subject:** Jawbone Opportunity  
**Attachments:** Jawbone Mort investment analysis 2015-08-28.pdf; Untitled attachment 00277.htm

Jeffrey,

Nice to speak with you briefly. As promised, here's an =pdate on the financing round and business:

Investment Opportunity =or Mort (see attached):

For a \$1.25M =nvestment you will elevate all your previous common and preferred to =he most senior equity preference (after convertible note) with a 1.5x =reference. You currently have \$5M in Series 5 preferred =ith ~\$1B in preference ahead of it and \$5M in common. Closing is on Monday.

Financing Round:

Although our latest major investment round was later than =xpected, we're pleased to have BlackRock as a partner. BlackRock =nvested \$220M in a convertible note in April and then added an =dditional \$50M to it paired with \$40M in Series 8 Preferred equity from =P Morgan and Sequoia. Now, BlackRock is obligated to invest an =dditional \$50M if we raise an additional \$35M in Series 8 Preferred by =he end of August. We're offering it to Major Investors and it's =structured to be a great way for holders of prior preferred to increase =heir preference coverage and seniority. Every investor we've =spoken to has been pleasantly surprised by how advantageous the terms =re: investors essentially get to increase their preference on 9x their =oney invested. More details on the transaction and potential for you =re attached. I know Andrew Lindsay on my team has spoken to =ichard Kahn about it a couple times.

Team:

We recently hired two =xceptional business leaders to partner with me to run the =usiness. With the addition of Sameer Samat and Jason Child we =ave one of the premier executive teams of any late-stage =tartup.

Sameer =amat joined in June as our President. He was previously a VP at =oogle leading their commerce business and a key lieutenant to Sundar =ichai, the new Google CEO. He's responsible for our entire =roduct development organization including R&D, software, hardware =nd design. In the two months he's been here we've already =nstilled important discipline in our development process that will help =s better launch products on time and on cost.

We also hired a new =FO. Jason Child joined last month from Groupon where he took them =ublic as their CFO. Prior to that he was CFO of Amazon's =nternational business. He's excited about helping us grow with =he exploding wearables market while keeping gross margins and operating =osts in line.

Sales =nd Partnerships:

Confidentially, we're in talks with several key partners to integrate our products into their offerings. We're deep in talks with Microsoft on combining UP into their office productivity suite. It would be huge for corporate wellness. We're discussing powering watches with our sensors and software. Fossil is driving these conversations and eager to partner. They sell over 30M watches annually under brands such as Michael Kors and Tory Burch so we're seriously considering it.

Our recent sales have been a mixed bag. We have successfully narrowed our focus to wearables exclusively in 2014 but total sales were below expectations. Last year nearly 80% of our revenues were from UP bands and this year we expect it to be over 95%. Total sales in Q4 =014 and H1 2015 were hampered though by delayed funding and product launches. We didn't have the necessary marketing support when we launched the products and they suffered from low awareness. Despite this we forecast wearable sales to grow 43% from \$201M in 2014 to \$288M in =015. We should be fully on track going into 2016 and expect to grow with the market and generate \$651M in revenues.

#### Market:

The wearables market is growing incredibly fast. Consumers are excited about the space and seeking new products. While we've ceded some of the market to fitbit we're seeing that consumers are not brand loyal at this early stage. Best Buy recently surveyed their customers and found that half of them are interested in wearables and 92% of them are not loyal to any brand. It's reminiscent of the early stages of the smartphone market when Symbian had 50% of the share in 2009 and fell to =% in 2012.

#### Products:

We launched three great new bands this year: UP2, UP3 and UP4. UP3 is the market's only band with bioimpedance sensors to get accurate heart rate and UP4 has all UP3's features with American Express payment functionality. =P2 has all the functionality of UP2 but at lower cost with better design. The products have remarkable technology but the clasp and the capacitive touch input mechanism disappointed some customers. We've worked quickly to resolve those issues and expect to continue to delight customers. We also have some beautiful new jewelry-like =P2 and UP3 designs coming out in a couple weeks. Channel partners have been raving about them and if you send me the best address to reach you at I'll send you one.

#### Development:

Our current products are exciting but the real magic is what we have on deck. We have the industry's best intellectual property and we're incorporating it into groundbreaking new products with features such as blood pressure, stress detection and respiration. We have even more advanced sensors in development. With our sensor development we're at the forefront of the convergence of health and consumer and the market opportunity for that is massive.

Let me know if you would like to discuss any of this further.

All my best,  
Hosain

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