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): February 27, 2025

Natera, Inc.

(Exact name of registrant as specified in its charter)

Delaware	**001-37478**	**01-0894487**
(State or other jurisdiction of incorporation)	**(Commission File Number)**	**(IRS Employer Identification No.)**

13011 McCallen Pass
Building A Suite 100
Austin, TX 78753
(Address of principal executive offices, including zip code)

(650) 980 9190
(Registrant's telephone number, including area code)

N/A
(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:

☐ 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
Common Stock, par value $0.0001 per share	NTRA	Nasdaq Stock Market LLC (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 2.02. Results of Operations and Financial Condition.

On February 27, 2025, Natera, Inc. issued a press release announcing the results for its fourth quarter and year ended December 31, 2024 and provided a related investor presentation. A copy of the press release and a copy of the investor presentation are furnished herewith as Exhibit 99.1 and Exhibit 99.2, respectively, to this Current Report on Form 8-K and are incorporated herein by reference.

The information in this Current Report on Form 8-K and the accompanying Exhibit 99.1 and Exhibit 99.2 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, unless expressly incorporated by reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Press Release dated February 27, 2025.
99.2	Investor Presentation.
104	Cover Page Interactive Data File (formatted as inline XBRL).

SIGNATURES

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

Natera, Inc.

By: */s/ Michael Brophy*
Michael Brophy
Chief Financial Officer (Principal Financial and Accounting Officer)

Dated: February 27, 2025

Exhibit 99.1

Natera Reports Fourth Quarter and Full Year 2024 Financial Results

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AUSTIN, Texas, February 27, 2025 /PRNewswire/ — Natera, Inc. (NASDAQ: NTRA), a global leader in cell-free DNA and genetic testing, today reported its financial results for the fourth quarter and full year ended December 31, 2024.

Recent Financial Highlights

- Generated total revenues of $476.1 million in the fourth quarter of 2024, compared to $311.1 million in the fourth quarter of 2023, an increase of 53.0%. Product revenues grew 53.9% over the same period.
- Generated a gross margin of 62.9% in the fourth quarter of 2024, compared to a gross margin of 51.4% in the fourth quarter of 2023.
- Generated total revenues of $1,696.9 million in the full year of 2024, compared to $1,082.6 million in the full year 2023, an increase of 56.7%. Product revenues grew 57.7% over the same period.
- Generated a gross margin of 60.3% in the full year of 2024, compared to a gross margin of 45.5% in the full year of 2023.
- Processed approximately 792,800 tests in the fourth quarter of 2024, compared to approximately 626,800 tests in the fourth quarter of 2023, an increase of 26.5%.
- Processed approximately 3,064,600 tests in the full year of 2024, compared to approximately 2,496,100 tests in the full year of 2023, an increase of 22.8%.
- Performed approximately 150,800 oncology tests in the fourth quarter of 2024, compared to approximately 97,500 in the fourth quarter of 2023, an increase of 54.7%.
- Performed approximately 528,200 oncology tests in the full year 2024, compared to approximately 341,000 in the full year 2023, an increase of 54.9%.
- Achieved positive cash flow of approximately $45.7 million[1] in the fourth quarter of 2024.

“We had a strong finish to the year, with excellent performance across the board,” said Steve Chapman, chief executive officer of Natera. “Our ongoing success can be attributed to the mission-driven mindset of our team and our focus on patients. We have significant momentum, with several potential catalysts in 2025 and beyond.”

Fourth Quarter and Year Ended December 31, 2024 Financial Results

Total revenues were $476.1 million in the fourth quarter of 2024 compared to $311.1 million in the fourth quarter of 2023, an increase of 53.0%. The increase in total revenues was driven primarily by a 53.9% increase in product revenues, which were $472.9 million in the fourth quarter of 2024 compared to $307.3 million in the fourth quarter of 2023. The increase in product revenues was primarily driven by an increase in volume and average selling price improvements.

Natera processed approximately 792,800 tests in the fourth quarter of 2024, including approximately 778,400 tests accessioned in its laboratory, compared to approximately 626,800 tests processed, including approximately 610,100 tests accessioned in its laboratory, in the fourth quarter of 2023.

In the fourth quarter of 2024, Natera recognized revenue on approximately 771,700 tests for which results were reported to customers in the period (tests reported), including approximately 758,200 tests reported from its laboratory, compared to approximately 619,800 tests reported, including approximately 604,200 tests reported from its laboratory, in the fourth quarter of 2023, an increase of 24.5% from the prior period.

Total revenues were $1,696.9 million in the full year 2024 compared to $1,082.6 million in the full year 2023, an increase of 56.7%. The increase in total revenues was driven primarily by a 57.7% increase in product revenues, which were $1,685.1 million in the full year 2024 compared to $1,068.5 million in the full year 2023. The increase in product revenues was primarily driven by an increase in volume and average selling price improvements.

Natera processed approximately 3,064,600 tests in the full year 2024, including approximately 3,001,900 tests accessioned in its laboratory, compared to approximately 2,496,100 tests processed, including approximately 2,426,500 tests accessioned in its laboratory, in the full year 2023.

In the full year 2024, Natera recognized revenue on approximately 2,926,400 tests for which results were reported to customers in the period (tests reported), including approximately 2,867,400 tests reported from its laboratory, compared to approximately 2,388,200 tests reported, including approximately 2,323,400 tests reported from its laboratory, in the full year 2023, an increase of 22.5% from the prior period.

Gross profit[2] for the three months ended December 31, 2024 and 2023 was $299.6 million and $159.9 million, respectively, representing a gross margin of 62.9% and 51.4%, respectively. Gross profit[2] for the year ended December 31, 2024 and 2023 was $1,023.2 million and $492.7 million, respectively, representing a gross margin of 60.3% and 45.5%, respectively. Natera had higher gross margin in the fourth quarter of 2024 and for the full year 2024 primarily as a result of higher revenues and continued progress in reducing cost of revenues associated with tests processed. Total operating expenses, representing research and development expenses and selling, general and administrative expenses, for the fourth quarter of 2024 were $364.4 million, compared to $244.4 million in the same period of the prior year, an increase of 49.1%. Total operating expenses, representing research and development expenses and selling, general and administrative expenses, for the full year 2024 were $1,245.5 million, compared to $939.0 million in the same period of the prior year, an increase of 32.6%. The increases in both periods were primarily driven by headcount growth to support new product offerings as well as increases in consulting and legal expenses.

Loss from operations for the fourth quarter of 2024 was $64.7 million compared to $84.5 million for the same period of the prior year. Loss from operations for full year 2024 was $222.3 million compared to $446.3 million for the same period of the prior year.

Natera reported a net loss for the fourth quarter of 2024 of $53.8 million, or ($0.41) per diluted share, compared to a net loss of $78.0 million, or ($0.65) per diluted share, for the same period in 2023. Weighted average shares outstanding were approximately 131.4 million in the fourth quarter of 2024 compared to 119.3 million in the fourth quarter of the prior year. Natera's net loss for the full year 2024 was $190.4 million, or ($1.53) per diluted share, compared to a net loss of $434.8 million, or ($3.78) per diluted share, in 2023. Weighted average shares outstanding were 124.7 million in the full year 2024 compared to 115.0 million for the same period in the prior year.

At December 31, 2024, Natera held approximately $968.3 million in cash, cash equivalents, short-term investments and restricted cash, compared to $879.0 million as of December 31, 2023. As of December 31, 2024, Natera had a total outstanding debt balance of $80.4 million including accrued interest under its line of credit with UBS at a variable interest rate of 30-day SOFR plus 50 bps. The Company previously had convertible senior notes which were redeemed or converted on October 11, 2024.

Financial Outlook

Natera anticipates 2025 total revenue of $1.87 billion to $1.95 billion; 2025 gross margin to be approximately 60% to 64% of revenues; selling, general and administrative costs to be approximately $950 million to $975 million; research and development costs to be $525 million to $550 million; and net cash inflow to be positive[3].

Test Volume Summary

Unit	Q4 2024	Q4 2023	FY 2024	FY 2023	Definition
Tests processed	792,800	626,800	3,064,600	2,496,100	Tests accessioned in our laboratory plus units processed outside of our laboratory
Tests accessioned	778,400	610,100	3,001,900	2,426,500	Test accessioned in our laboratory
Tests reported	771,700	619,800	2,926,400	2,388,200	Total tests reported
Tests reported in our laboratory	758,200	604,200	2,867,400	2,323,400	Total tests reported in our laboratory less units reported outside of our laboratory

About Natera

Natera™ is a global leader in cell-free DNA and genetic testing, dedicated to oncology, women's health, and organ health. We aim to make personalized genetic testing and diagnostics part of the standard of care to protect health and enable earlier, more targeted interventions that help lead to longer, healthier lives. Natera's tests are validated by more than 250 peer-reviewed publications that demonstrate high accuracy. Natera operates ISO 13485-certified and CAP-accredited laboratories certified under the Clinical Laboratory Improvement Amendments (CLIA) in Austin, Texas and San Carlos, California. For more information, visit www.natera.com.

Conference Call Information

Event:	Natera's Fourth Quarter and Full Year 2024 Financial Results Conference Call
Date:	Thursday, February 27, 2025
Time:	1:30 p.m. PT (4:30 p.m. ET)
Live Dial-In:	1-888-770-7321 (Domestic)
	1-929-201-7107 (International)
Conference ID:	7684785
Webcast Link:	https://events.q4inc.com/attendee/538630796

Forward-Looking Statements

This press release contains forward-looking statements under the meaning of the Private Securities Litigation Reform Act of 1995. All statements other than statements of historical facts, including statements regarding its market opportunity, anticipated products and launch schedules, reimbursement coverage and product costs, commercial and strategic partnerships and acquisitions, user experience, clinical trials and studies, and its strategies, goals and general business and market conditions, are forward-looking statements. Any forward-looking statements contained in this press release are based upon Natera's current plans, estimates, and expectations, as of the date of this release, and are not a representation that such plans, estimates, or expectations will be achieved. These forward-looking statements are subject to known and unknown risks and uncertainties that may cause actual results to differ materially, including: we face numerous uncertainties and challenges in achieving our financial projections and goals; we may be unable to further increase the use and adoption of our products through our direct sales efforts or through our laboratory partners; we have incurred net losses since our inception and we anticipate that we will continue to incur net losses for the foreseeable future; our quarterly results may fluctuate from period to period; our estimates of market opportunity and forecasts of market growth may prove to be inaccurate; we may be unable to compete successfully with existing or future products or services offered by our competitors; we may engage in acquisitions, dispositions or other strategic transactions that may not achieve our anticipated benefits and could otherwise disrupt our business, cause dilution to our stockholders or reduce our financial resources; our products may not perform as expected; the results of our clinical studies may not support the use and reimbursement of our tests, particularly for microdeletions screening, and may not be able to be replicated in later studies required for regulatory approvals or clearances; if either of our primary CLIA-certified laboratories becomes inoperable, we will be unable to perform our tests and our business will be harmed; we rely on a limited number of suppliers or, in some cases, single suppliers, for some of our laboratory instruments and materials and may not be able to find replacements or immediately transition to alternative suppliers; if we are unable to successfully scale our operations, our business could suffer; the marketing, sale, and use of Panorama and our other products could result in substantial damages arising from product liability or professional liability claims that exceed our resources; we may be unable to expand, obtain or maintain third-party payer coverage and reimbursement for our tests, and we may be required to refund reimbursements already received; third-party payers may withdraw coverage or provide lower levels of reimbursement due to changing policies, billing complexities or other factors; we could incur substantial costs and delays complying with governmental regulations, including recently enacted FDA regulations regarding LDTs; litigation and other regulatory or governmental proceedings, related to our intellectual property or the commercialization of our tests, are costly, time- consuming, could result in our obligation to pay material judgments or incur material settlement costs, and could limit our ability to commercialize our tests; and any inability to effectively protect our proprietary technology could harm our competitive position or our brand..

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 on Forms 10-K and 10-Q and in other filings that we make with the SEC from time to time. These documents are available on our website at www.natera.com under the Investor Relations section and on the SEC's website at www.sec.gov.

We operate in a very competitive and rapidly changing environment. New risks emerge from time to time. It is not possible for our management to predict all risks, nor can we assess the impact of all factors on our business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statement. In light of these risks, uncertainties and assumptions, you should not place undue reliance on our forward-looking statements. 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.

References

1. Positive cash inflow for the quarter ended December 31, 2024, is derived from the GAAP Statement of Cash Flows as follows: net cash provided by operating activities of $52.9 million, net cash provided by financing activities of $10.9 million, offset by net cash used in investing activities for purchases of property and equipment, investment in related party and cash paid for acquisition of intangible assets of $18.1 million.
2. Gross profit is calculated as GAAP total revenues less GAAP cost of revenues. Gross margin is calculated as gross profit divided by GAAP total revenues.
3. Cash (outflow) inflow is calculated as the sum of GAAP net cash provided by (used in) operating activities, GAAP net cash provided by (used in) financing activities, and GAAP net cash provided by (used in) investing activities for purchases of property and equipment, investment in related party, and acquisition of intangible assets.

Contacts

Investor Relations
Mike Brophy, CFO, Natera, Inc., 510-826-2350

Media
Lesley Bogdanow, VP of Corporate Communications, Natera, Inc., pr@natera.com

Natera, Inc.

Consolidated Balance Sheets

(Unaudited)

(in thousands, except shares)

	December 31, 2024	December 31, 2023 (1)
Assets		
Current assets:		
Cash, cash equivalents and restricted cash	$ 945,587	$ 642,095
Short-term investments	22,689	236,882
Accounts receivable, net of allowance of $7,259 in 2024 and $6,481 in 2023	314,165	278,289
Inventory	44,744	40,759
Prepaid expenses and other current assets	48,635	60,524
Total current assets	1,375,820	1,258,549
Property and equipment, net	162,046	111,210
Operating lease right-of-use assets	86,149	56,537
Other assets	36,720	15,403
Total assets	$ 1,660,735	$ 1,441,699
Liabilities and Stockholders' Equity		
Current liabilities:		
Accounts payable	$ 34,922	$ 14,998
Accrued compensation	62,114	45,857
Other accrued liabilities	146,893	149,405
Deferred revenue, current portion	19,754	16,612
Short-term debt financing	80,362	80,402
Total current liabilities	344,045	307,274
Long-term debt financing	—	282,945
Deferred revenue, long-term portion and other liabilities	24,682	19,128
Operating lease liabilities, long-term portion	96,588	67,025
Total liabilities	465,315	676,372
Commitments and contingencies		
Stockholders' equity:		
Common stock **(2)**	12	11
Additional paid in capital	3,763,614	3,145,837
Accumulated deficit	(2,567,862)	(2,377,436)
Accumulated other comprehensive loss	(344)	(3,085)
Total stockholders' equity	1,195,420	765,327
Total liabilities and stockholders' equity	$ 1,660,735	$ 1,441,699

(1) The consolidated balance sheet at December 31, 2023 has been derived from the audited consolidated financial statements at that date included in the Company's Annual Report on Form 10-K for the year ended December 31, 2023.

(2) As of December 31, 2024 and December 31, 2023, there were approximately 132,646,000 and 119,581,000 shares of common stock issued and outstanding, respectively.

Natera, Inc.

Consolidated Statements of Operations and Comprehensive Loss

(Unaudited)

(in thousands, except per share data)

	Year ended December 31,		
	2024	**2023**	**2022**
Revenues			
Product revenues	$ 1,685,074	$ 1,068,522	$ 797,307
Licensing and other revenues	11,837	14,049	22,915
Total revenues	1,696,911	1,082,571	820,222
Cost and expenses			
Cost of product revenues	672,304	588,564	453,632
Cost of licensing and other revenues	1,449	1,267	2,624
Research and development	404,138	320,678	316,415
Selling, general and administrative	841,314	618,307	588,591
Total cost and expenses	1,919,205	1,528,816	1,361,262
Loss from operations	(222,294)	(446,245)	(541,040)
Interest expense	(10,685)	(12,638)	(9,319)
Interest and other income, net	43,248	24,353	3,538
Loss before income taxes	(189,731)	(434,530)	(546,821)
Income tax expense	(695)	(271)	(978)
Net loss	$ (190,426)	$ (434,801)	$ (547,799)
Unrealized gain (loss) on available-for-sale securities, net of tax	2,741	13,277	(14,075)
Comprehensive loss	$ (187,685)	$ (421,524)	$ (561,874)
Net loss per share:			
Basic and diluted	$ (1.53)	$ (3.78)	$ (5.57)
Weighted-average number of shares used in computing basic and diluted net loss per share:			
Basic and diluted	124,718	114,997	98,408

Exhibit 99.2

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Natera, Inc.

Q4'2024 Earnings Presentation

February 27, 2025

Safe harbor statement

This presentation contains forward-looking statements under the meaning of the Private Securities Litigation Reform Act of 1995. All statements other than statements of historical facts contained in this presentation, including statements regarding our market opportunity, our anticipated products and launch schedules, our reimbursement coverage and our product costs, our commercial and strategic partnerships and potential acquisitions, our user experience, our clinical trials and studies, our strategies, our goals and general business and market conditions, are forward-looking statements.

These forward-looking statements are subject to known and unknown risks and uncertainties that may cause actual results to differ materially, including: we face numerous uncertainties and challenges in achieving our financial projections and goals; we may be unable to further increase the use and adoption of our products through our direct sales efforts or through our laboratory partners; we have incurred net losses since our inception and we anticipate that we will continue to incur net losses for the foreseeable future; our quarterly results may fluctuate from period to period; our estimates of market opportunity and forecasts of market growth may prove to be inaccurate; we may be unable to compete successfully with existing or future products or services offered by our competitors; we may engage in acquisitions, dispositions or other strategic transactions that may not achieve our anticipated benefits and could otherwise disrupt our business, cause dilution to our stockholders or reduce our financial resources; our products may not perform as expected; the results of our clinical studies may not support the use and reimbursement of our tests, particularly for microdeletions screening, and may not be able to be replicated in later studies required for regulatory approvals or clearances; if either of our primary CLIA-certified laboratories becomes inoperable, we will be unable to perform our tests and our business will be harmed; we rely on a limited number of suppliers or, in some cases, single suppliers, for some of our laboratory instruments and materials and may not be able to find replacements or immediately transition to alternative suppliers; if we are unable to successfully scale our operations, our business could suffer; the marketing, sale, and use of Panorama and our other products could result in substantial damages arising from product liability or professional liability claims that exceed our resources; we may be unable to expand, obtain or maintain third-party payer coverage and reimbursement for our tests, and we may be required to refund reimbursements already received; third-party payers may withdraw coverage or provide lower levels of reimbursement due to changing policies, billing complexities or other factors; we could incur substantial costs and delays complying with governmental regulations, including recently enacted FDA regulations regarding LDTs; litigation and other regulatory or governmental proceedings, related to our intellectual property or the commercialization of our tests, are costly, time- consuming, could result in our obligation to pay material judgments or incur material settlement costs, and could limit our ability to commercialize our tests; and any inability to effectively protect our proprietary technology could harm our competitive position or our brand. 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 on Forms 10-K and 10-Q and in other filings we make with the SEC from time to time. Moreover, we operate in a very competitive and rapidly changing environment. New risks emerge from time to time. It is not possible for our management to predict all risks, nor can we assess the impact of all factors on our business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statement. In light of these risks, uncertainties and assumptions, the forward-looking events and circumstances discussed in this presentation may not occur and our actual results could differ materially and adversely from those anticipated or implied. As a result, you should not place undue reliance on our forward-looking statements. 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 Natera, Inc., 13011 McCallen Pass, Building A Suite 100, Austin, TX 78753. Our telephone number is (650) 980-9190.

Q4 2024 highlights and recent business updates

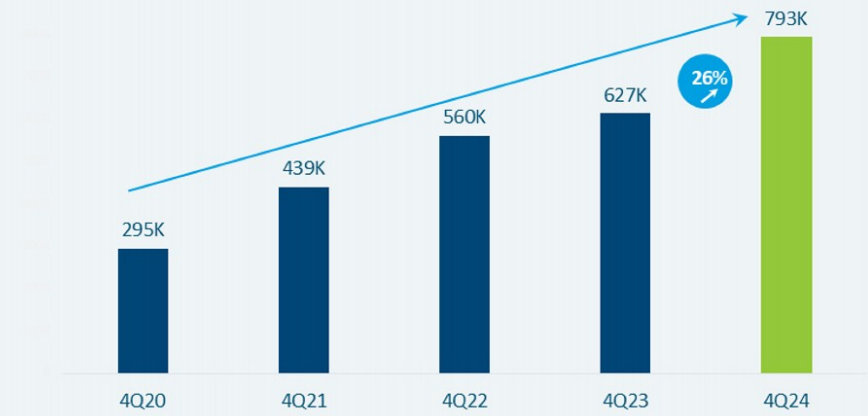
- Revenue of $476M in Q4 2024 vs $311M in Q4 2023; year-over-year growth of 53%.
- 793K total tests processed in Q4 2024 vs 627K in Q4 2023; year-over-year growth of 26%.
- 151K oncology tests in Q4 2024 vs 98K in Q4 2023; year-over-year growth of 55%.
- Gross margin[1] of 63% in Q4 2024 vs 51% in Q4 2023; generated ~$46M in cash inflow[2] in Q4 2024.
- **Establishing 2025 financial outlook:** revenue of $1.87B – $1.95B (pro-forma revenue growth of 24%); gross margin of 60% – 64%; and positive cash flow generation[2].
- Clinical readouts in oncology, kidney/heart transplantation, and fetal RhD NIPT.
- NCCN strengthened guidance on ctDNA.
- Medicare coverage of Signatera for lung cancer patients in surveillance.

1. Non-GAAP gross margin percentage is computed as follows: GAAP revenues minus GAAP cost of product revenues and licensing and other revenues divided by GAAP revenues.
2. Non-GAAP cash inflow / outflow are calculated based on GAAP Statement of Cash Flows amounts including net cash from operating activities, net cash from investing activities excluding amounts related to short-term investments, and net cash from financing activities excluding proceeds from public offerings. Please refer to our website at www.investor.natera.com/financials for a reconciliation of non-GAAP cash inflow / outflow to the most directly comparable GAAP financial measure. Management uses non-GAAP cash flow as an indicator of the Company's operational cash generating capabilities.

Volumes continue to ramp: Q4 growth of 26%

Core Volume Drivers

- Record quarter for flagship Panorama™, Prospera™ and Signatera™
- New features and data in women's health
- New data and guidelines driving organ health
- Signatera continues to ramp



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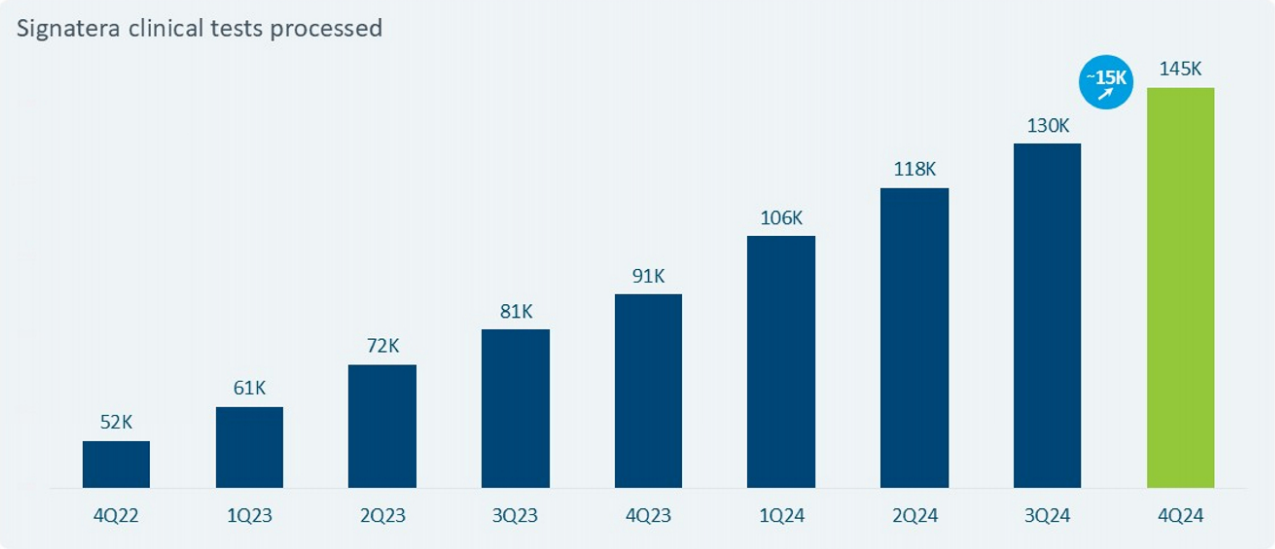
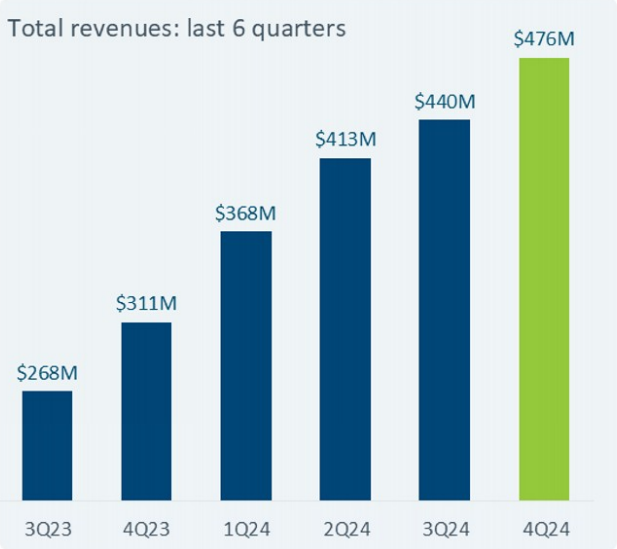
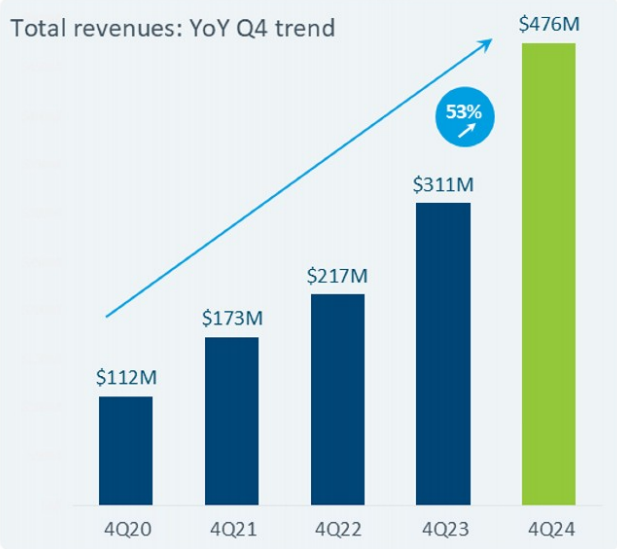
Signatera clinical units jump up ~15K units in Q4



Total revenues jump 53% from Q4'23

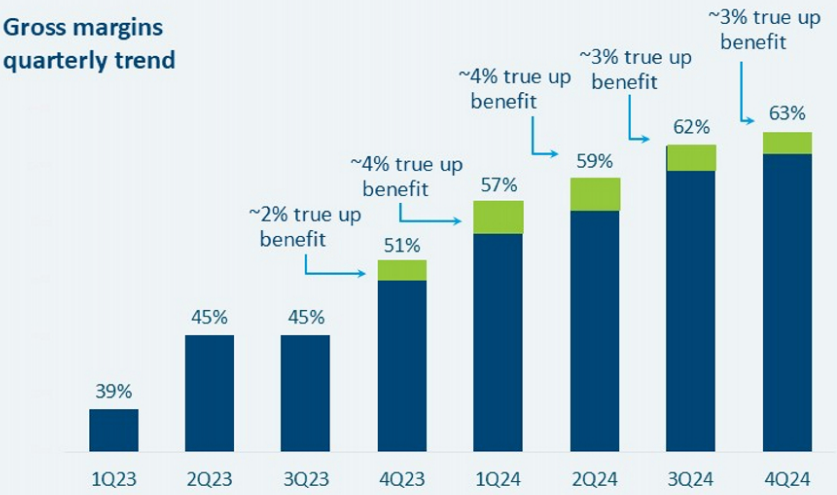




ASPs and COGS execution ahead of plan

- Underlying gross margins (excluding true ups) increased ~70 bps in Q4 2024 over Q3 2024
- Continued sequential step up in ASPs
- Cash collection exceeding expectations, driving true-ups
- Continued momentum in COGS projects

Gross margins quarterly trend

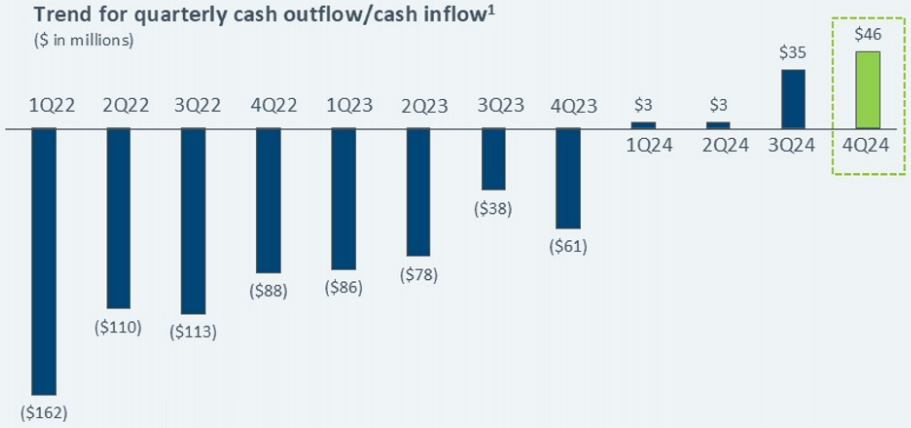


Generated roughly $46M of cash flow in Q4

- **Executing the strategy:** cash flow improvement driven by continued revenue growth, improving gross margins, and stable operating expenses
- Significant cash flow generation in Q4 demonstrates continuing operating leverage in the business

Trend for quarterly cash outflow/cash inflow[1]

($ in millions)



1. Non-GAAP cash inflow / outflow are calculated based on GAAP Statement of Cash Flows amounts including net cash from operating activities, net cash from investing activities excluding amounts related to short-term investments, and net cash from financing activities excluding proceeds from public offerings. In addition, non-GAAP cash inflow / outflow for the quarters ended March 31, 2022, December 31, 2022 and March 31, 2023 include additional adjustments. Please refer to our website at www.investor.natera.com/financials for a reconciliation of non-GAAP cash inflow / outflow to the most directly comparable GAAP financial measure. Management uses non-GAAP cash flow as an indicator of the Company's operational cash generating capabilities.

Unlocking additional value from our core business

- ADLT rate increase
- Increasing coverage in biomarker states
- Additional coverage for expanded carrier screening
- Deployment of AI tools across the business

Ongoing support for Natera's fetal RhD NIPT

Original Research

OPEN

Clinical Validation of a Prenatal Cell-Free DNA Screening Test for Fetal *RHD* in a Large U.S. Cohort

Marisa Gilstrop Thompson, MD, Wenbo Xu, MS, PhD, Bridget Moore, MBA, Tina Wang, PhD, Nicholas Sun, MS, Hemant Prasar, PhD, Neil D. Avent, PhD, Abelardo Vernaza, MS, Felipe Acosta, PhD, Jessica L. Saben, PhD, Vivienne Souter, MD, MPH, Shantal Parmar, MS, CGC, Urmi Sengupta, PhD, Yael Altug, PhD, Joshua Emmree, PhD, Carlos Cantos, MS, Chitra Kotwaliwale, PhD, Joshua Babiarz, PhD, Bernhard Zimmermann, PhD, Ryan Swenerton, PhD, and Jeffrey T. Meltzer, MD, MBA

OBJECTIVE: To present a large U.S. clinical validation of a next-generation sequencing-based, noninvasive prenatal cell-free DNA test for fetal RHD.

METHODS: This clinical validation study assessed the performance of a commercially available, next-generation sequencing-based cell-free DNA test for fetal *RHD* status. Samples that passed quality metrics were included if the patient had a previously reported cell-free DNA result for fetal zygosity, maternal RhD-negative serology, newborn RhD serology, and maternal *RHD* deletion or *RHD-CE-D* hybrid(e's) genotype. Dizygotic twin pregnancies were excluded. Maternal and fetal *RHD* genotypes were evaluated with prospective cell-free DNA next-generation sequencing analysis. At the time of analysis, investigators were blinded to fetal RhD status.

RESULTS: The cohort consisted of 655 pregnant patients with serologic results for RhD antigen. Patient demographics included a representative distribution of race and ethnicities in the RhD-negative U.S. population (74.8% White, 13.7% Hispanic, 7.8% Black, and 2.1% Asian). Cell-free DNA fetal RHD was not reported in two cases. There were zero false-negative cases. 356 of 356 fetuses were correctly identified as fetal RhD positive (sensitivity 100%, 95% CI, 98.9–100%). Of the 297 RhD-negative fetuses, 295 were correctly identified as RhD negative (specificity 99.3%, 95% CI, 97.6–99.8%). Of the fetuses with a negative RhD phenotype, the cell-free DNA test accurately identified three with the fetal RHD pseudogene (*RHDΨ*) genotype.

CONCLUSION: Validation of this test in this large U.S. cohort of RhD-negative patients provides data on early and accurate noninvasive prenatal identification of fetal *RHD* genotype at 9 weeks of gestation or more. This test has the potential to assist patients and clinicians in the prevention and management of RhD alloimmunization.

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RhD alloimmunization refers to formation of maternal antibodies against fetal RhD. It can occur in RhD-negative pregnant patients carrying RhD-positive fetuses from mixing of maternal and fetal blood.[1] In the United States, antenatal administration of RhD immune globulin to RhD-negative patients is standard of care to reduce the risk of alloimmunization.[2] However, with this approach, an estimated 40% of patients with an RhD-negative fetus receive RhD immune globulin unnecessarily.[3,4]

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Each author has confirmed compliance with the journal's requirements for authorship.

Corresponding author Jeffrey T. Meltzer, MD, MBA, Natera, Inc., San Carlos, CA. jmeltzer@natera.com.

Financial Disclosure

Wenbo Xu, Bridget Moore, Tina Wang, Nicholas Sun, Hemant Prasar, Neil D. Avent, Abelardo Vernaza, Felipe Acosta, Jessica L. Saben, Vivienne Souter, Shantal Parmar, Urmi Sengupta, Yael Altug, Joshua Emmree, Carlos Cantos, Chitra Kotwaliwale, Joshua Babiarz, Bernhard Zimmermann, Ryan Swenerton, and Jeffrey T. Meltzer are employees of or consultants to Natera, Inc. with stocks or options in same stocks. Neil D. Avent received payments from Wilmer Hale LLP. Marisa Gilstrop Thompson did not report any potential conflicts of interest.

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RhD study published in The Green Journal[1]
Test demonstrated high performance metrics in largest study of its kind in the US with 100% sensitivity and 99.3% specificity

Guideline support for fetal RhD NIPT
ACOG support of testing for certain patients

Expansion of commercial coverage
One of the largest national payors issued new policy for fetal RhD NIPT

1. Gilstrop Thompson, et al. Clinical Validation of a Prenatal Cell-Free DNA Screening Test for Fetal RHD in a Large U.S. Cohort. Obstetrics & Gynecology 145(2):p 211-216, February 2025.

2 prospective, multi-site studies of Prospera

Novel studies in heart and kidney transplantation

PEDAL (Prospera Kidney)

- **Objective**: assess dd-cfDNA in the treatment period after rejection
- >580 kidney transplant patients | 28 sites
- Patients monitored with Prospera at 2-week intervals for 8 weeks following rejection, with clinical outcomes at 12 months

DEFINE (Prospera Heart)

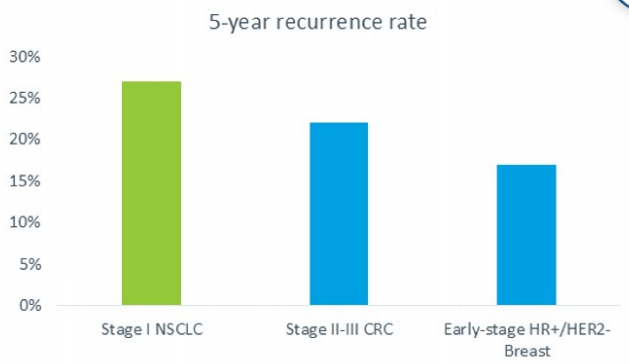
- **Objective**: assess the rates of clinical outcomes and their associations with dd-cfDNA
- >100 patients | 10 sites
- Patients monitored for 1 year with Prospera and endomyocardial biopsies with correlation to outcomes

Medicare coverage of Signatera for surveillance in lung cancer

Key details

- Stage I-III NSCLC patients in the surveillance setting
- Expands upon preexisting Medicare coverage for immunotherapy monitoring
- Supported by peer-reviewed studies

Stage I NSCLC recurrence rates exceed stage II-III CRC & early-stage HR+/HER- Breast Cancer[1-3]



1. Jiro Okami et al. JTO 2019.
2. Furuke, H. *et al. Surg Today* 2022.
3. Salvo EM et al. The Breast 2021.

NCCN strengthens guidance on ctDNA in colon cancer, rectal cancer, and merkel cell carcinoma

Merkel Cell Carcinoma[1]

Jan. 17, 2025

- Updated to include positive recommendation for ctDNA monitoring in surveillance
- Cites Signatera publication

Colon Cancer[2]

Feb. 7, 2025

- Updated to include ctDNA as a prognostic marker and high-risk factor for recurrence

Rectal Cancer[3]

Feb. 7, 2025

- Updated to include ctDNA as a prognostic marker and high-risk factor for recurrence

1. NCCN Clinical Practice Guidelines in Oncology (NCCN Guidelines®) for Merkel Cell Carcinoma Version 1.2025. © National Comprehensive Cancer Network, Inc. 2025. All rights reserved. Accessed January 17, 2025.
2. NCCN Clinical Practice Guidelines in Oncology (NCCN Guidelines®) for Colon Cancer Version 1.2025. © National Comprehensive Cancer Network, Inc. 2025. All rights reserved. Accessed February 7, 2025.
3. NCCN Clinical Practice Guidelines in Oncology (NCCN Guidelines®) for Rectal Cancer Version 1.2025. © National Comprehensive Cancer Network, Inc. 2025. All rights reserved. Accessed February 7, 2025.

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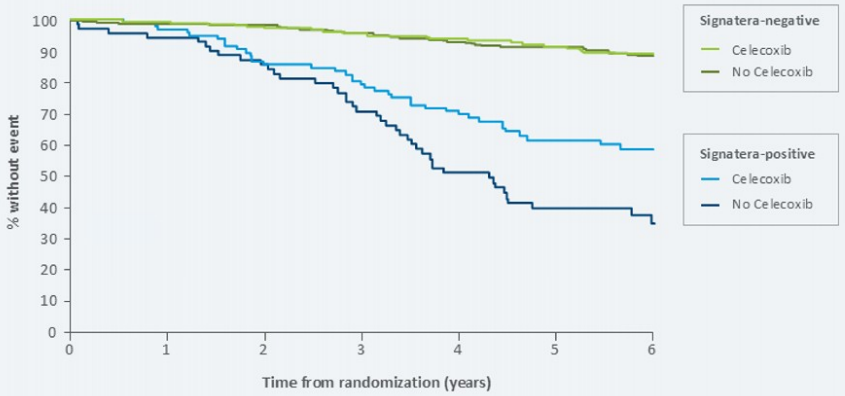
Readout of CALGB (Alliance)/SWOG 80702 at ASCO GI supports predictive nature of Signatera in adjuvant CRC

Study Highlights

- ACT + Celecoxib provided a significant benefit to Signatera-positive patients
  - 3-year DFS: 41% v 22.6% (HR: 0.55)
  - Similar results were seen for OS (HR 0.58).
- ACT + Celecoxib did not provide a benefit to Signatera-negative patients

OS by ctDNA status and Celecoxib use



Signatera harnesses the benefits of multiplex NGS PCR (mPCR)

- mPCR-NGS vs hybrid capture
- Targeted and deep vs wide and shallow
- Sequencing coverage: >100,000x per target
- Performance is based on more than just the number of targets: molecular biology approaches, variant selection techniques, calling algorithms

Extremely deep sequencing of targeted, high-quality variants versus shallower sequencing of a broader set of variants

natera

Complete product portfolio for MRD detection

Tumor-informed

Signatera designed on Exome

- Most extensively validated, adopted, and reimbursed MRD assay with leading clinical performance

Signatera designed on Genome

- Informed by Signatera clinical data
- Now available for research and clinical use

Tissue-free MRD (CRC)

- Now available for research use
- Clinical assay launch in mid-2025
- Other tumor types to follow

Promising initial readout from early cancer detection

ASCO GI Readout

127 CRC Cases
- 47% stage I/II

305 colonoscopy-screened negative controls

CRC Performance
Stage I-IV Sensitivity: 95%
Stage I-II Sensitivity: 92%
Screen Detected Sensitivity: 91%[1]
Specificity: 91%

★ New Data ★

Prospective Asymptomatic Advanced Adenoma (AA) Study

Over 3,000 asymptomatic colonoscopy-screened patients included in study
- Ran 76 AA and 139 negative controls
- Prospective protocol similar to an FDA study

AA Performance
Sensitivity: 18%
Specificity: 91%

1. Sensitivity for stage adjusted performance against Blue-C stage distribution

FY24 Q4 financial overview

($ in millions, except for per share data)

	FY24 Q4	FY23 Q4	Change Y/Y
Product revenues	$472.9	$307.3	$165.6
Licensing and other revenues	$3.2	$3.8	($0.6)
Total revenues	$476.1	$311.1	$165.0
Gross margin %	62.9%	51.4%	11.5%
R&D	$129.5	$83.0	$46.5
SG&A	$234.9	$161.4	$73.5
Net loss per diluted share	($0.41)	($0.65)	$0.24

Balance sheet	Dec 31, 2024	Dec 31, 2023	Change Y/Y
Cash & investments[1]	$968.3	$879.0	$89.3
UBS line of credit	$80.4	$80.4	$ —
Convertible senior notes[2]	$ —	$282.9	($282.9)

1. Cash and investments also include cash equivalents and restricted cash.
2. This balance reflects net carrying value for the Convertible Senior Notes under ASC 470-20 while the gross principal amounts outstanding is zero as of December 31, 2024 as all outstanding convertible senior notes were redeemed or converted on October 11, 2024.

2025 annual guidance

Guide	$ (millions)	Key drivers
Revenue	$1,870 – $1,950	Continued volume growth across all business units, conservative women's health ASPs, strong oncology contribution
Gross margin % revenue	60% – 64%	Conservative ASP assumptions, strong oncology growth
SG&A	$950 – $975	Expanded investments in sales channels to capitalize on leadership position
R&D	$525 – $550	Significant push on new product launches, clinical trials intended to drive further guideline adoption
Cash flow	Positive	Reinvesting cash flows into high ROIC R&D and commercial initiatives

‘25 guidance midpoint implies 24% pro forma growth vs ‘24

2025 Revenue drivers:

- Strong volume growth across transplant, women’s health, oncology
- Incremental ASP growth driven by operational improvements
- Broader guideline adoption represents potential upside to guidance

Annual revenues $(millions)