
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

SCHEDULE 14A
Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934

Filed by the Registrant

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Check the appropriate box:

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- Confidential, for Use of the Commission Only** (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

Seer, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

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- No fee required.
 - Fee paid previously with preliminary materials.
 - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11
-
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Support Long-Term Value Creation at Seer



Safe harbor disclosures

Forward Looking Statements

Certain statements in this presentation and the accompanying oral commentary are forward-looking statements within the meaning of the federal securities laws. All statements other than statements of historical fact could be deemed forward-looking. These forward-looking statements relate to future events or results of Seer, Inc. (the "Company") and involve known and unknown risks, uncertainties and other factors that may cause the actual results, levels of activity, performance or achievements of the Company or its industry to be materially different from those expressed or implied by any forward-looking statements. In some cases, forward-looking statements can be identified by terminology such as "may," "will," "could," "would," "should," "to," "target," "expect," "plan," "anticipate," "intend," "believe," "estimate," "predict," "potential" or other comparable terminology. These forward-looking statements include, but are not limited to, statements regarding the Company's projections of market opportunities and the Company's business and industry; statements regarding the Company's business strategy, product development, operations, results of operations, financial needs, and financial condition; and statements regarding the Company's long-term expectations and future performance.

These forward-looking statements are subject to a number of risks, uncertainties and assumptions, including, among other things, the risk factors described in the Company's filings with the Securities and Exchange Commission ("SEC") and other documents that the Company subsequently files with the SEC from time to time. You should read these documents for more complete information about us. You may obtain these documents for free by visiting EDGAR on the SEC website at www.sec.gov.

While the Company believes these expectations, assumptions, estimates and projections are reasonable, such forward-looking statements are only predictions and involve known and unknown risks and uncertainties, many of which are beyond the Company's control. These and other important factors may cause actual results, performance, or achievements to differ materially from those expressed or implied by these forward-looking statements.

The forward-looking statements in this presentation are made only as of the date hereof. For a further description of the risks and uncertainties that could cause actual results to differ from those expressed in these forward-looking statements, as well as risks relating to the business of the Company in general, are described more fully in the Company's filings with the SEC and other documents that the Company subsequently files with the SEC from time to time. These risks are not exhaustive. New risk factors emerge from time to time, and it is not possible for our management to predict all risk factors, 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, or implied by, any forward-looking statements. The Company specifically disclaims any intention to update any forward-looking statements included in this presentation, except as required by law. If one or more of these statements is updated or corrected, investors and others should not conclude that additional updates or corrections will be made.

In light of the foregoing, investors are urged not to rely on any forward-looking statement in reaching any conclusion or prediction of future events or making any investment decision about any securities of the Company.

Note regarding Non-GAAP Financial Measures

In addition to the Company's consolidated financial statements, which are presented according to GAAP, the Company provides certain non-GAAP financial information that excludes purchases of property and equipment in the period. The Company believes that these non-GAAP measures offer important analytical tools to help investors understand its operating results, and to facilitate comparability with the results of companies that provide similar measures. Non-GAAP measures have limitations as analytical tools and are not meant to be considered in isolation or as a substitute for GAAP financial information. For example, other companies, including companies in Seer, Inc's industry, may calculate non-GAAP measures differently, limiting their usefulness as comparative measures. Reconciliations of non-GAAP measures to GAAP measures are included in footnotes to the non-GAAP measures.

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Executive Summary

What is This Proxy Contest About?

- This proxy contest is not about whether the stock has performed. It is about whether Radoff-JEC will be permitted to install nominees whose sole purpose is to sell Seer before we have reached our full potential
- Seer's Board is independent, qualified, and highly engaged. The Board has reduced burn, grown the installed base, and secured landmark partnerships during the same period the entire life sciences tools sector traded down. There is no governance or oversight failure here – there is an activist group that wants to strip Seer of its cash
- Radoff-JEC's own filings say it plainly: their acquisition proposals could be financed with the cash on the Company's balance sheet

Stockholders should ask a simple question: Who benefits when Radoff-JEC's real focus is to strip the Company of its cash?

Vote the **BLUE** proxy card in support of Seer's highly qualified directors

Seer at a glance

Seer imagines and pioneers new ways to unlock the power of the proteome to improve human health
We enable novel biological insight through deep, unbiased, reproducible and accurate proteomic data at scale

- Seer is a pioneer in deep, unbiased proteomics at scale using proprietary engineered nanoparticle technology to power the Proteograph Product Suite, which combines proprietary consumables, the SP200 automation instrument, and Proteograph Analysis Suite software
- Biological discovery is at an inflection point where precision medicine requires high-quality proteomic data

Operating proof points

~39%

Core Product & Services¹
'21 – '25 Revenue CAGR

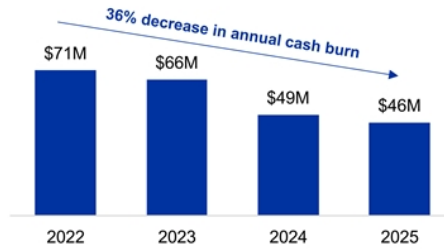
~67%

YoY growth in install
base from 2024 to 2025



Population-scale and discovery partners

Cash burn trajectory²



Well funded for future growth

~\$220M

Cash, cash equivalents, and
investments – no debt³

1. Excludes related party and grant / other revenue
2. Represents cash flow from operations minus net capital expenditure
3. 10-Q as of March 31, 2026

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The Board has delivered cost discipline and product innovation

Cost discipline, governance rigor, and significant new product introductions all during a sector downturn

Our Board has protected Stockholder interests

- ✓ We have reduced annual cash burn¹ by 36% since 2022
- ✓ Our operating expenses declined ~19% YoY in 2025
- ✓ The Board has authorized \$50M in total share repurchases, with \$25.5M remaining in the program²
- ✓ Stock-based compensation has declined ~75% from \$34M in 2023 to annualized run rate of \$8.5M in 2026
- ✓ We maintain a strong cash position of ~\$220M with no debt, providing ample runway to fund platform commercialization and drive a clear path to profitability
- ✓ We adopted a tax benefit preservation plan to protect the \$262.4M in federal NOL carryforwards³ for stockholders

Our Board & Governance are purpose-built

- ✓ All of our directors have healthcare industry experience
- ✓ A majority of our directors have financial backgrounds
- ✓ Two of our directors have C-suite level experience at public companies
- ✓ 5 of 7 directors are independent
- ✓ Lead independent director
- ✓ All directors are elected annually
- ✓ All stockholders have equal voting rights (no dual class)
- ✓ Our directors collectively own 17% of Seer's TSO⁴

1. Based on 2025 cash burn. Cash burn represents cash flow from operations minus net capital expenditure
2. 10-Q as of March 31, 2026
3. 10-K as of December 31, 2025
4. Total shares outstanding as of May 11, 2026

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Three nominees, one purpose: Sell Seer early

Radoff-JEC's three nominees lack the proteomics, instrumentation, and operating experience Seer requires at its commercial inflection point



Joshua S. Horowitz

- × Small-cap generalist investor, not a sector specialist nor a financial executive
- × Experience at BK Technologies and Barnwell has no resemblance to Seer
- × Long track record alongside Radoff – overlapping holdings and Board roles at companies Radoff backs



Luis E. Rinaldini

- × A career telecom/media banker with no life sciences background and less than one year of public Board experience
- × No operating experience at any company
- × Not the background of a long-term stewardship candidate



Howard H. Berman, Ph.D.

- × Life sciences tools experience is shallow
- × No proteomics, genomics or instrumentation background
- × Independence is compromised – repeat Radoff nominee

The Radoff-JEC nominees lack the expertise to guide Seer's next phase

- × No proteomics, life sciences tools, or instrumentation experience across any of the three nominees
- × Two of three are transaction specialists – not operators
- × Zero value-creation ideas offered for Seer
- × Radoff and Torok declined to let these nominees speak with us

"To be clear, the acquisition proposals could be financed with the cash on the Company's balance sheet." – Radoff-JEC¹

What This Contest Really is About

Change is Not Warranted

Repeated attempts to undervalue Seer and take our cash

The Radoff-JEC's only desire is to strip the Company of its cash

"To be clear, the acquisition proposals could be financed with the cash on the Company's balance sheet."

- × Radoff-JEC's own definitive proxy filing¹ confirms that their nominees take instructions from Radoff-JEC:

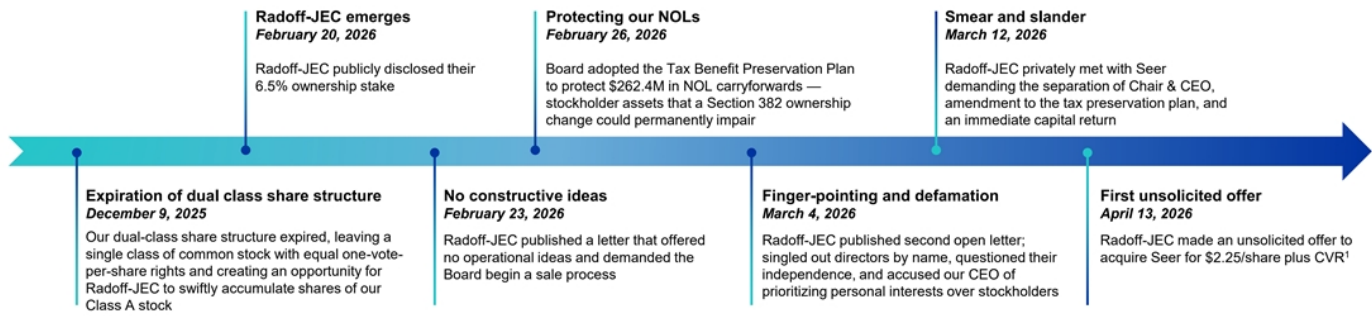
"Due to the Board's failure to respond to the April 13th Proposal... the Radoff-JEC Group did not believe that the Company would conduct the interviews in good faith and therefore did not respond to the Company's interview request."

- × The Radoff-JEC nominees intend to launch a strategic process designed to sell the Company to the detriment of all long-term stockholders of Seer

1. Radoff-JEC definitive proxy statement as of June 1, 2026

Engagement timeline

Board engaged in good faith – Radoff-JEC escalated toward a forced sale



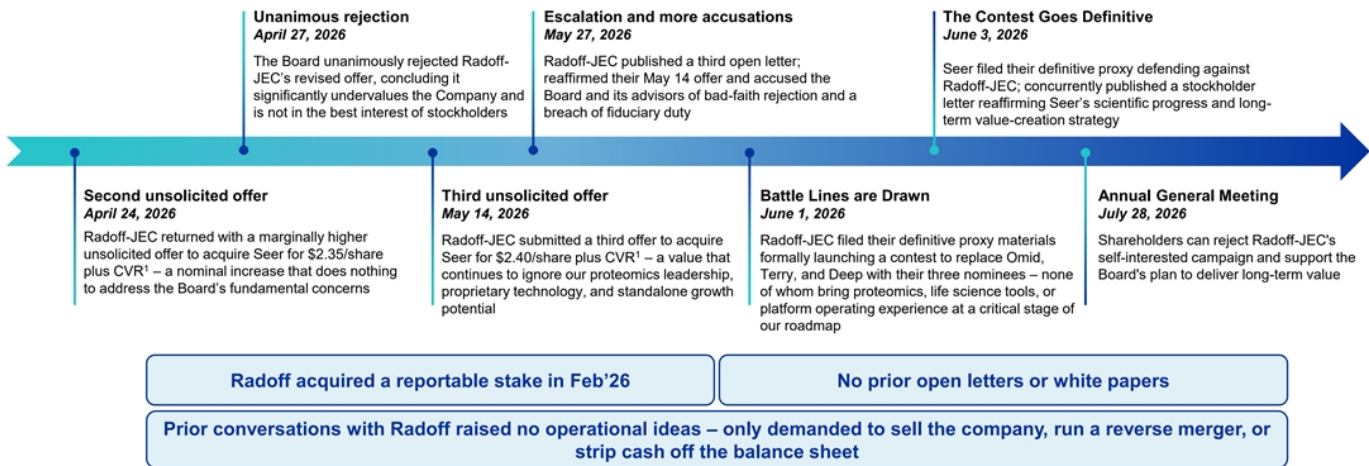
Radoff acquired a reportable stake in Feb'26 **No prior open letters or white papers**

Prior conversations with Radoff raised no operational ideas – only demanded to sell the company, run a reverse merger, or strip cash off the balance sheet

1. CVR equal to 80% of proceeds from any license, sale, or other disposition of business and assets, including PrognomiQ

Engagement timeline (cont'd)

Board engaged in good faith – Radoff-JEC escalated toward a forced sale



1. CVR equal to 80% of proceeds from any license, sale, or other disposition of business and assets, including PrognomiQ

Three bids: Each carefully reviewed and rejected by our Board

Radoff-JEC's bids are an attempt to strip our cash

	4/13/26 Proposal	4/24/26 Proposal	5/14/26 Proposal
<p>Misaligned incentives</p> <ul style="list-style-type: none"> ⊗ Radoff-JEC's offers are intended to strip the Company of its cash – Radoff-JEC is attempting to buy Seer at a discount to the cash on our balance sheet and pocket the difference ⊗ No incentive to sell – The CVR offers contingent, illiquid value that depends entirely on Radoff-JEC's future disposition decisions and timeline 	✓	✓	✓
<p>Lack of credibility</p> <ul style="list-style-type: none"> ⊗ Radoff-JEC has no desire to put its own capital at risk – The group cited Seer's cash as the source of funding for the acquisitions with no committed financing source ⊗ Lack of Engagement – Radoff-JEC has not taken appropriate time to constructively understand the business 	✓	✓	✓
<p>"To be clear, the acquisition proposals could be financed with the cash on the Company's balance sheet."</p> <p style="text-align: right;">– Radoff-JEC (May 21, 2026)¹</p>	✓	✓	✓
<p>Reviewed by Advisors</p>			
<p>Discussed by Full Board</p>			
<p>Rejected Unanimously</p>			

The Board carefully reviewed, discussed, and unanimously rejected all proposals in consultation with its independent financial and legal advisors

We've adopted what works and rejected what destroys value

Radoff-JEC's demands fall into three categories: already pursued, superficial, or value-destroying

	Activist Demand	Rationale
Already pursuing	Cost reduction	Reducing costs within headcount and non-personnel expenses in order to extend cash runway without compromising platform execution
	Share repurchase	Active buyback program in place returning capital to stockholders; aligns management with the long-term trajectory of the business
	Commercial acceleration	Tony Bazarko brought on as Chief Commercial Officer to lead commercial execution, accelerate customer acquisition, and drive revenue conversion across the Proteograph platform
	Stockholder engagement	Active dialogue with stockholders; management remains accountable and aligned with the broader stockholder base
Superficial	Index comparison methodology	Radoff-JEC's benchmark is focused on drug developers, <u>not</u> life sciences tools. Our peers who became publicly traded through an IPO or SPAC in 2020 and 2021 saw comparable declines in valuation from their issue price for the same macro reasons that we faced; and the broader small and micro-cap life science tools companies have had a very challenging five years with the macroeconomic environment
	Burn-per-dollar metric	Radoff-JEC's burn-per-dollar metric is deliberately constructed to obscure that our cash burn has built a new life sciences platform and a new end market, and burn has fallen materially every year since 2023
Destroys value	Strip the cash from balance sheet	Stripping cash from the balance sheet to fund the acquisition or to dividend cash takes focus and capital flexibility away from the core of the business
	Reverse merger	Abandons the Proteograph platform thesis prior to inflection

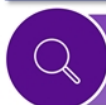
What Radoff-JEC's Offer Would Permanently Destroy

Introduction to Seer

Seer powers AI-driven precision medicine with unbiased, deep, and scalable proteomic data

The market inflection is happening now and Radoff-JEC's plan would deprive Seer stockholders of the upside

Biological discovery is at an inflection point and proteomic content will be a key enabler



Biological insight is shifting from focused hypothesis-driven experiments to broad, large-scale data-driven discoveries



AI models are progressively capable of drawing novel biological insights from vast amounts of multimodal data



AI models are only as effective as the quality of the data they are fed and Seer enables reproducible and accurate proteomic data



Biological discoveries require data that is **complete**, **precise**, and **scalable** and Seer's unbiased platform reveals previously undiscovered protein variants and biomarkers

Seer is uniquely positioned to power the next era of AI-driven precision medicine



Complete

Peptide-level resolution

Precise

Accurate and reproducible

Scalable

Population-scale studies

Proteomics is critical to enabling precision medicine

Understanding the proteome represents a paradigm shift in life sciences, which Radoff-JEC's offer would fail to realize

'RIGHT DRUG'

'RIGHT PATIENT'

'RIGHT TIME'

Genomics

- ✗ Only a **small percentage of drugs** target genes
- ✗ Genetics has **unproven utility** for stratification of complex diseases
- ✗ DNA is temporally **static**

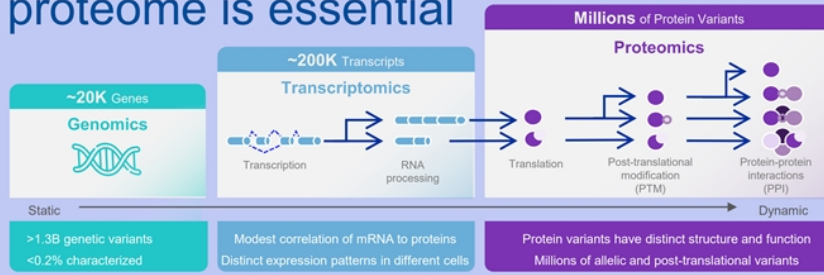
Proteomics

- ✓ Most drug targets **are proteins**
- ✓ Blood proteins are **routinely used** as diagnostics in clinical practice (e.g., ApoB)
- ✓ Proteins are temporally **dynamic**

"Genomics is not fully compatible with the principles of precision medicine, but **proteomics is.**"

Chris Whelan, Ph.D.
Founder, UKB-PPP

Complete characterization of the proteome is essential



UKBB
8.9M
protein variants

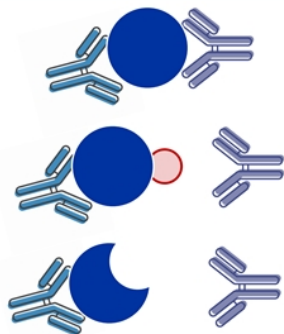
455,000 exomes sequenced
6,345,457 potential deleterious variants

Source: Isabell Bludau et al. Proteomic and interactomic insights into the molecular basis of cell functional diversity. *Nature Reviews Molecular Cell Biology* (2020); Backman, J.D. et al. Exome sequencing and analysis of 454,787 UK Biobank participants. *Nature* 599, 628–634 (2021) © 2026 Seer, Inc.

Targeted and unbiased proteomics have distinct utility

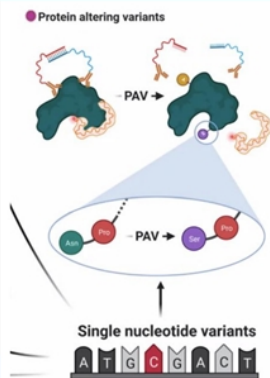
Discovery of new protein variants is uniquely possible with unbiased proteomics, which enables existing end market expansion and new end market creation

Affinity-Based Approaches



Three Protein Variants
Epitope Location Unknown

Low Correlation for the Same Protein (0.38)



"Protein-phenotype colocalization...goes beyond missing target specificity and can be explained by alternative proteoforms induced by genetic variants altering the amino acid sequence of the protein and the effects of alternative splicing"

– Pietzner, et al

Nature Communications, Nov 2021

Seer enables deeper proteomic insights

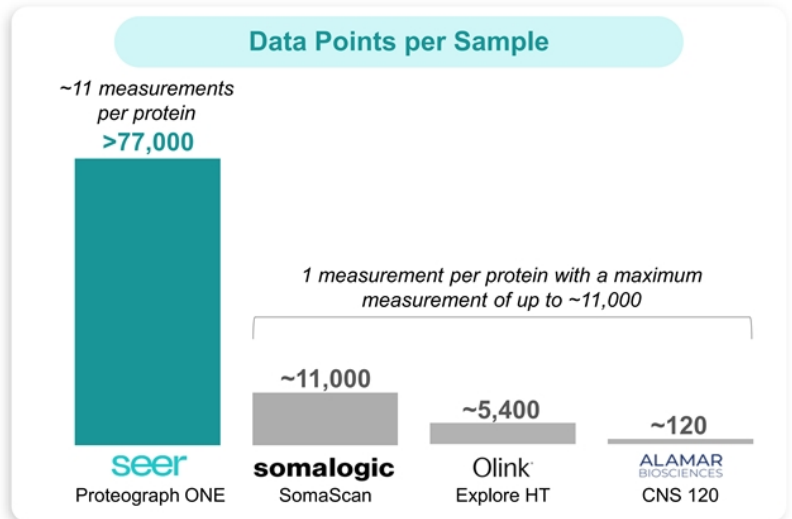
Seer has a measurable and defensible lead built over 8 years that Radoff-JEC wants to capture for \$2.40 + CVR¹

Significantly more data to train foundation models and reveal deeper insights

>7X More data points per sample versus other proteomic platforms

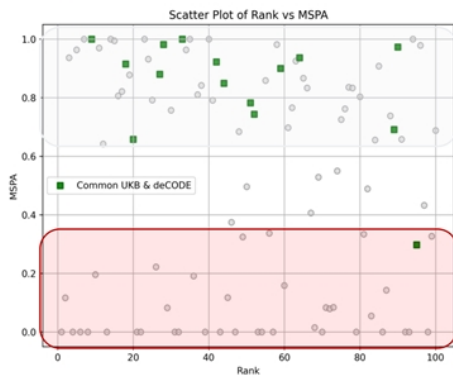
11X More avg measurements per protein with peptide-level resolution

77K Protein measurements per sample



1. CVR equal to 80% of proceeds from any license, sale, or other disposition of business and assets, including PrognomiQ

Seer can annotate the reliability of pQTL findings of affinity-base technologies



Article **nature genetics**

A genome-wide association study of mass spectrometry proteomics using a nanoparticle enrichment platform

Suhre, K., Chen, Q., Halama, A. et al. A genome-wide association study of mass spectrometry proteomics using a nanoparticle enrichment platform. *Nat Genet* 57, 2987–2996 (2025). <https://doi.org/10.1038/s41588-025-02413-w>

High-significance pQTLs in UKB & deCODE scored according to evidence in a Seer-analyzed cohort

1/3rd of pQTLs show high evidence in Seer data, 1/3rd low evidence; pQTLs found by both Olink and SomaScan show high evidence

In conclusion, Seer can annotate the reliability of pQTL findings

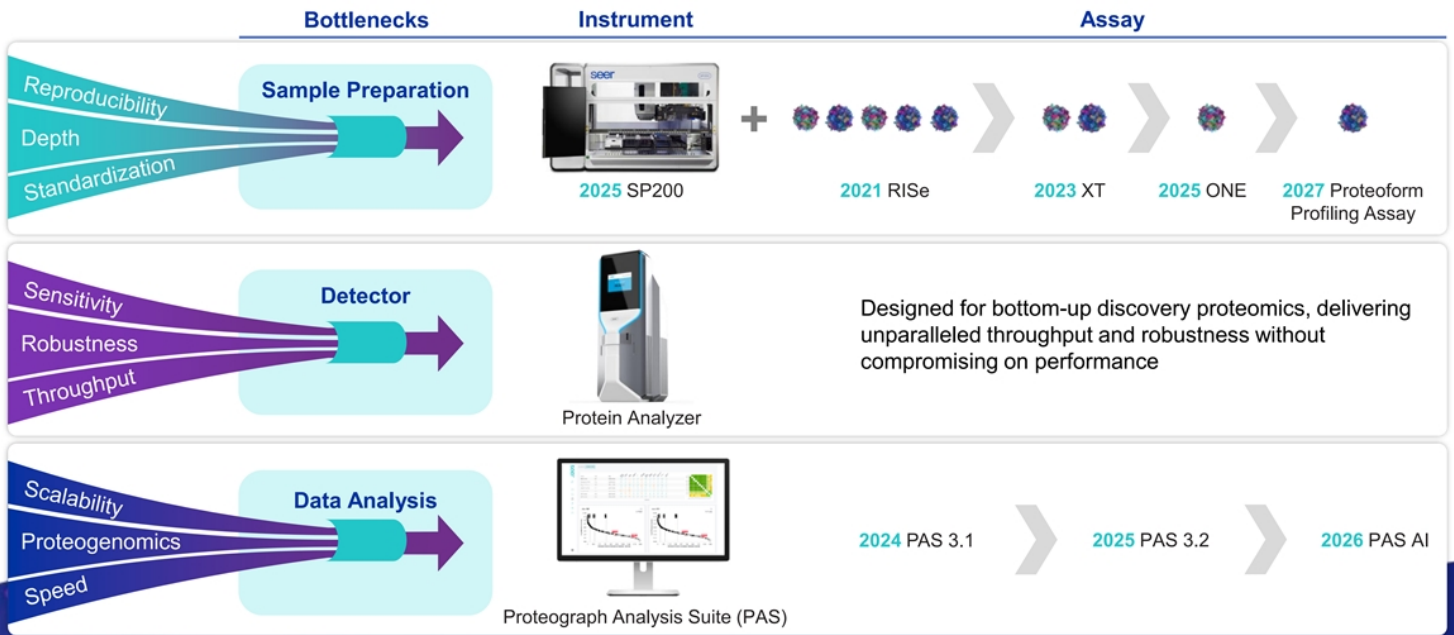
In a separate study on the ELGH cohort (Langenberg, Peitzner), 1,200 pQTLs detected, >50% novel

Population-scale, deep, unbiased proteomics studies drive novel biological insight

We anticipate that biobanks will be lighthouse customers that will drive additional business




Breaking bottlenecks with an end-to-end solution



Protein Analyzer will open up a new end market for non-MS users

Why Seer can expand proteomics beyond expert mass spec users



Target Customers

- **High-volume** proteomics researchers
- Biopharma, CROs, and core lab segments

Customer Pain Points

- Cannot conduct **deep, discovery proteomic research at scale** without significant capex and complex workflow
- Current mass spectrometers for discovery proteomics are not designed for broad adoption across scientific community

Protein Analyzer Benefits


- Provides **2.5x performance** at **2x throughput** in a high dynamic range complex sample (eliminates customer's tradeoff decision)
- Improved **robustness** (MS uptime) and **reproducibility**

Protein Analyzer Differentiation

- **Fit-for-purpose** with turnkey workflows for discovery proteomics
- **Fraction of the cost** of leading MS systems
- **Best-in-class performance** compared to leading MS systems

Protein Analyzer

Fit-for-purpose system with compelling performance and usability



- ↑ Performance
- ↑ Throughput
- ↑ Robustness
- ↑ Reproducible
- ↑ Ease of use
- ↓ Cost of ownership

High performance without the traditional tradeoffs

"We have an extreme need for speed and sensitivity"
– Principal Scientist, J&J

"We are continuously assessing turnaround time for projects."
– Principal Scientist, Merck

Protein Analyzer unlocks Next Generation Proteomics and will vastly expand the proteomics market

1

Next generation proteomics (NGP) requires all of:

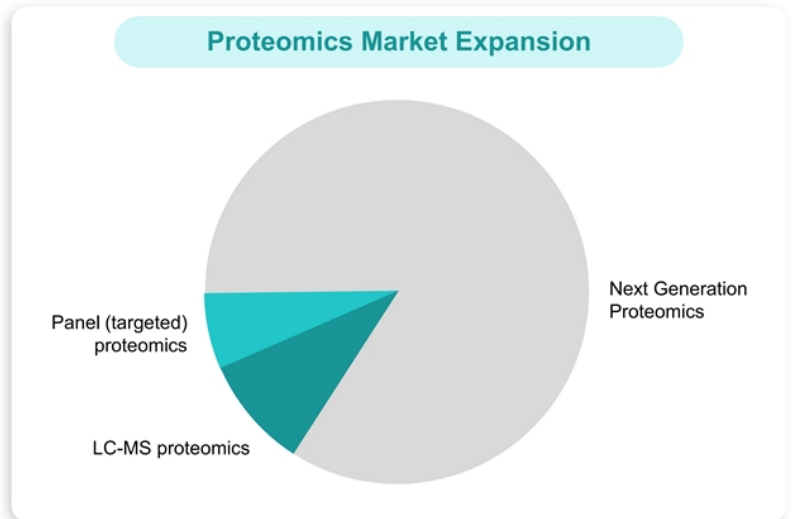
- Standardized workflow
- Depth of content
- Scalability
- Ease of use

2

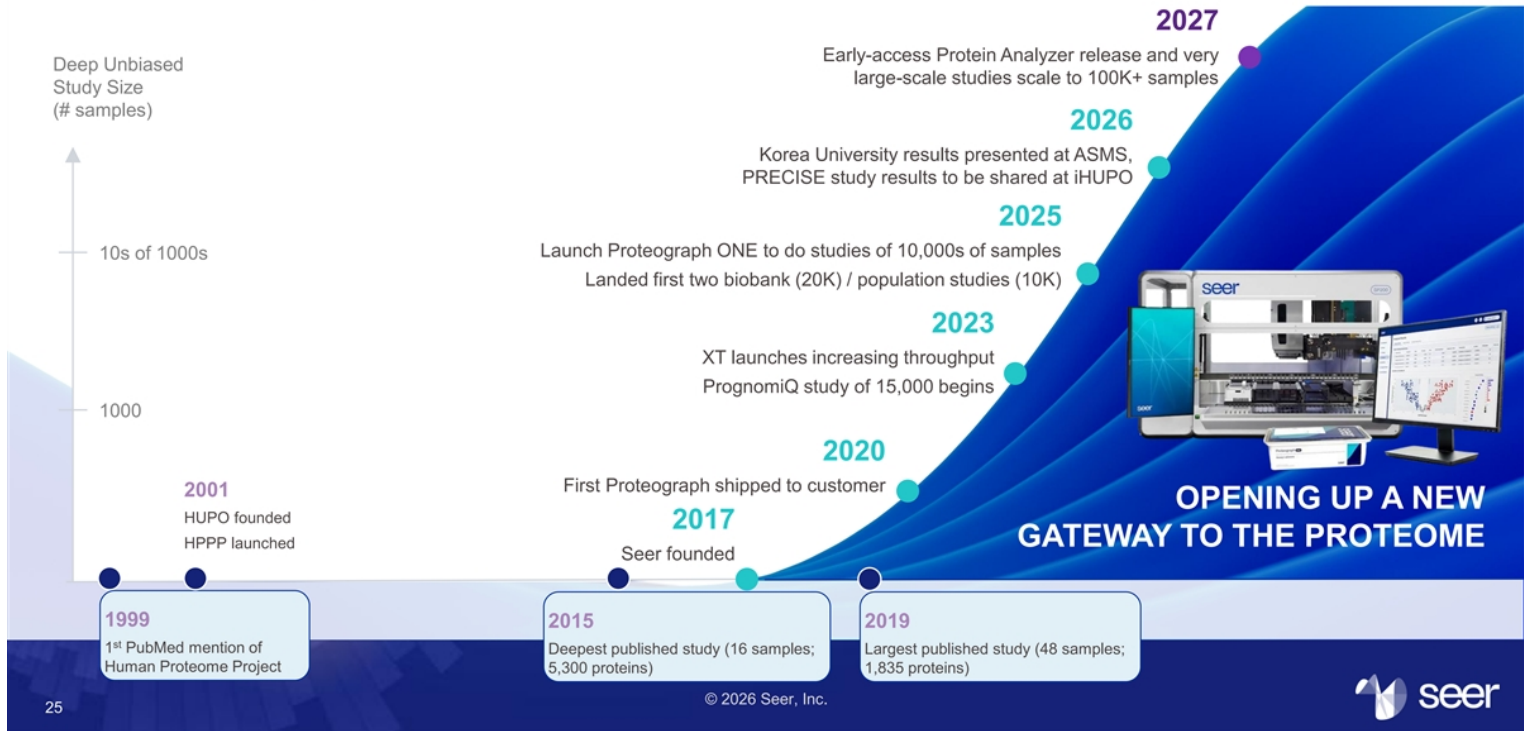
Existing LC-MS and panel (affinity-based) proteomics tools lack the requirements for true NGP

3

Protein Analyzer + Proteograph Product Suite, which includes our data processing software (PAS), will provide a highly-differentiated end-to-end standardized solution



Seer changed the arc of proteomics



Seer's asset base spans a core operating business



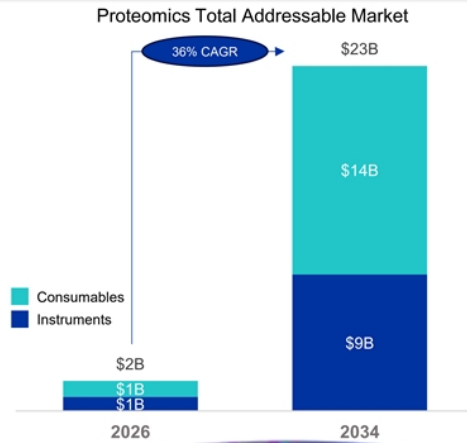
Asset	Proteograph: Platform and Assay Core commercial proteomics platform	Proteograph: Software Workflow, data and analysis layer	Protein Analyzer Next-generation detector in development	Balance sheet Cash and financial flexibility	PrognomiQ Minority ownership in a separately capitalized diagnostics company
Strategic Value	Primary operating business and near-term revenue engine	Increases stickiness, scalability, and potential future monetization	Scale / TAM expansion and strategic optionality	Funds core execution and enables offensive strategic actions	Validation of Seer's platform for biomarker discovery and new LDTs

Robust innovation pipeline with potential to meaningfully expand the end market for proteomics

Seer is pioneering a new market

The Radoff-JEC plan would sacrifice a \$23B market opportunity for a short-term exit

Substantial and Fast-Growing Market Opportunity



Trends and Key Drivers of Market Growth

- ✓ ~50,000 mass spectrometry instruments installed globally, growing at 8% CAGR. Seer's TAM expands in line with the base and rising proteomics adoption
- ✓ Proteomics is shifting from targeted panels to comprehensive unbiased profiling, mirroring genomics' transition from microarrays to next-generation sequencing
- ✓ Population-scale study design is becoming the research standard across government, academic and biopharma settings
- ✓ Biopharma R&D is moving upstream into discovery-stage proteomics for target ID, pQTL, and biomarker work — use cases where affinity-based platforms fall short
- ✓ Large-scale proteomics datasets are becoming foundational inputs for AI-driven drug discovery

The Board Has Delivered and the Inflection Point is Close

Strategy and Performance

Seer is executing on its IPO commitments

Seer's goals at IPO

"Sales of new products into new market opportunities may take years to develop and mature and we cannot be certain that these market opportunities will develop as we expect...The life sciences scientific community is often led by a small number of early adopters and key opinion leaders who significantly influence the rest of the community through publications in peer-reviewed journals."

- Seer S-1 (11/12/20)

"We believe we are adequately capitalized to execute on our strategic plan and remain thoughtful and prudent with our deployment of capital in order to drive long-term value creation."

- Earnings Call (02/28/22)

"Seer will enable population-scale proteogenomic studies to be performed, empowering the scientific community to identify tens of thousands of protein variants in plasma and hundreds of thousands of protein variants in other tissue. This will enrich biological data sets and enhance the number of biomarkers and drug targets."

- Earnings Call (03/29/21)

Demonstrable progress

"There are now 84 peer-reviewed publications, preprints and reviews validating the Proteograph Product Suite. This compares to three publications in 2022 at the time of our broad commercial launch and 42 publications as of March 2025, only 1 year ago."

- Earnings Call (05/13/26)

"[We achieved this] while reducing total operating expenses from \$22.8M in Q1 of 2025 to \$18.2M [in Q1 of 2026]."

- Earnings Call (05/13/26)

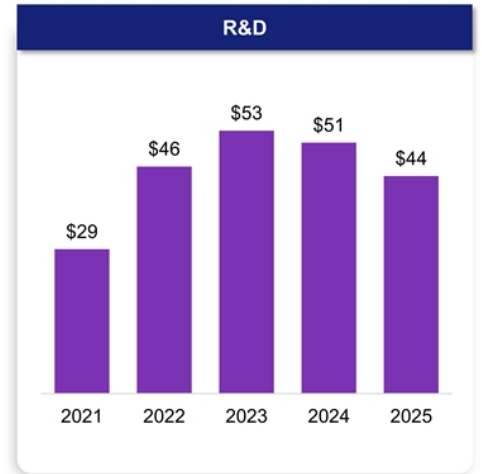
"Today, more than 1,000 samples per week can be run on the Proteograph One, representing nearly a tenfold increase from the 112 samples per week we achieved in 2021... we also initiated landmark population scale studies with Korea University, Discovery Life Sciences, the NIH, and [PRECISE Singapore with Thermo Fisher] potentially resulting in over 100,000 participants to generate one of the largest multi-omics data sets in the world."

- Earnings Calls (05/13/26 & 02/26/26)

Seer is executing on the long-term plan presented to our investors at IPO, with timing impacted by previously disclosed risks and unforeseeable challenges impacting the entire life sciences sector, including steep reductions in NIH funding

Prudent Board and Management decisions have led to meaningful SG&A and R&D reductions from 2023 peak

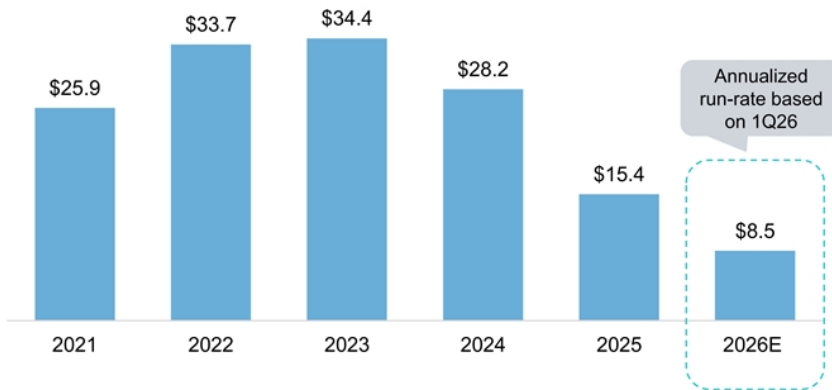
(\$ in millions)



Disciplined equity grants over time

(\$ in millions)

Stock-based Compensation

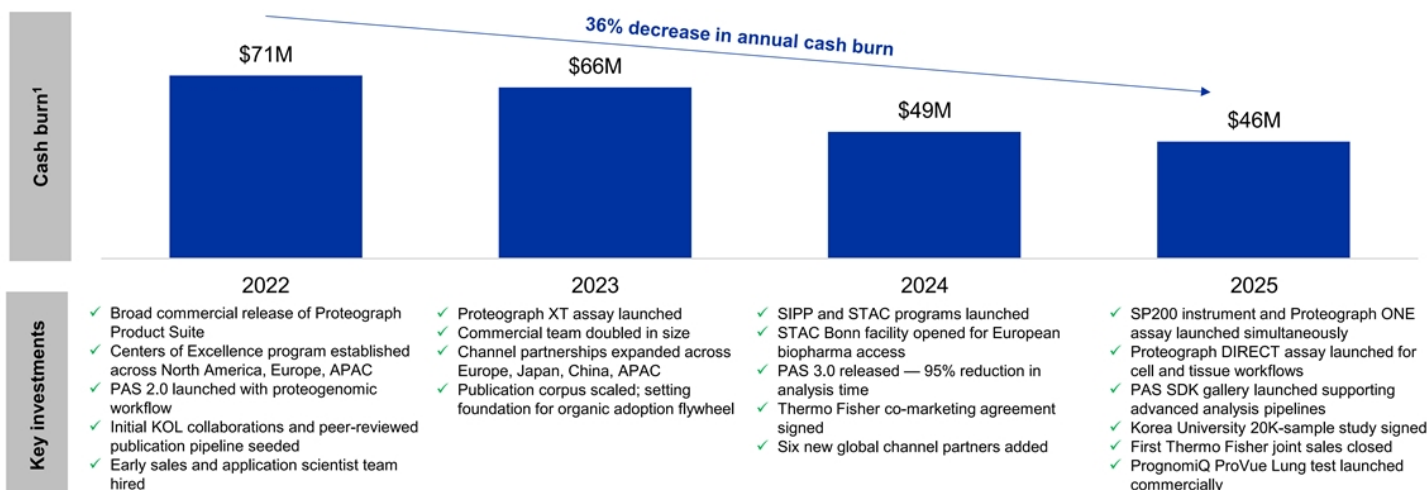


Our Approach to Equity Grants Has Been Measured

- Reduced stock-based compensation by ~75% since 2022, reflecting a disciplined, stockholder-aligned approach to equity
- Rather than issuing new equity at depressed prices — which would further dilute stockholders — management repriced existing underwater options to \$2.00 per share with an 18-month retention period, aligning employee incentives with long-term stockholder value without incremental dilution
- This approach is consistent with market practice, prudent, and structurally sound: at the time of Seer's repricing, ~30 life science companies had taken the same action over the prior 18 months
- Executive option grants contained a 150% stock price hurdle in 2023, rising to 300% for the CEO and 200% for other executives with 2024 option grants
- No equity grant provided to executives in 2025
- No evergreen refresh of equity incentive plan pool in 2024 and 2025

Cash burn has fallen every year since 2022 – while we build our platform

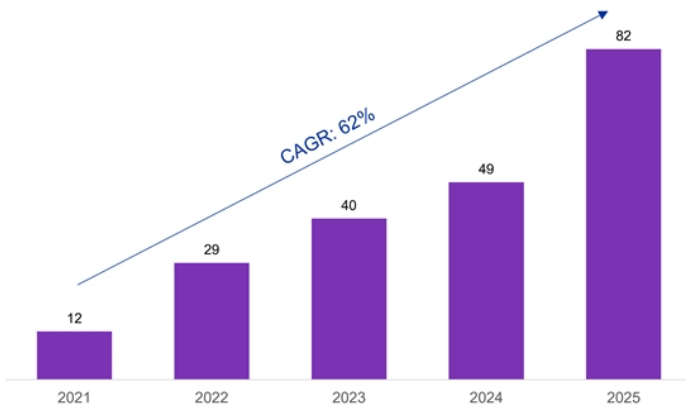
We have invested significantly in standing up our platform and will reap the benefits in years to come



Installed base is compounding

62% CAGR in installed instruments and partnerships with every major platform

Cumulative growth in installed base



Partnership announcements

- ThermoFisher SCIENTIFIC**
Nov'24: co-marketing alliance pairing Proteograph with Orbitrap Astral – first joint sales closed 3Q25
- SCIEX / DISCOVERY**
Jan'22: multi-year collaboration targeting population-scale proteomics, with a phased build toward 100,000 samples and 1B peptides annually
- 应脉医疗**
Aug'21: exclusive distribution agreement covering sales, marketing, and service for Proteograph in China
- SCIEX**
Mar'21: co-marketing agreement pairing Proteograph with SCIEX mass spectrometry systems
- ThermoFisher SCIENTIFIC / BRUKER**
Jan'21: early commercial partnerships pairing Proteograph with Thermo's Orbitrap Eclipse Tribrid / Exploris 480 and Bruker's timsTOF Pro

Source: Company filings as of March 31, 2026 and Company data

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TSR has lagged, but we are at an inflection point

(\$ in millions)

Drivers of underperformance

Early-stage commercialization phase

High upfront R&D and infrastructure investment

Sector-wide multiple compression

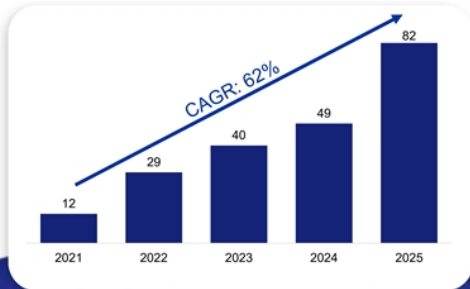
Drivers of future value

Expanding installed base brings recurring consumables revenue

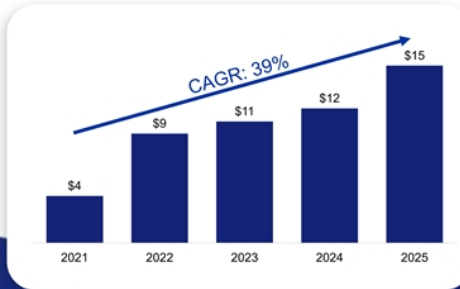
New product introductions create highly differentiated end to end solution

Operating leverage drives margin expansion over fixed cost base

Installed base growth



Core product & services¹ revenue growth



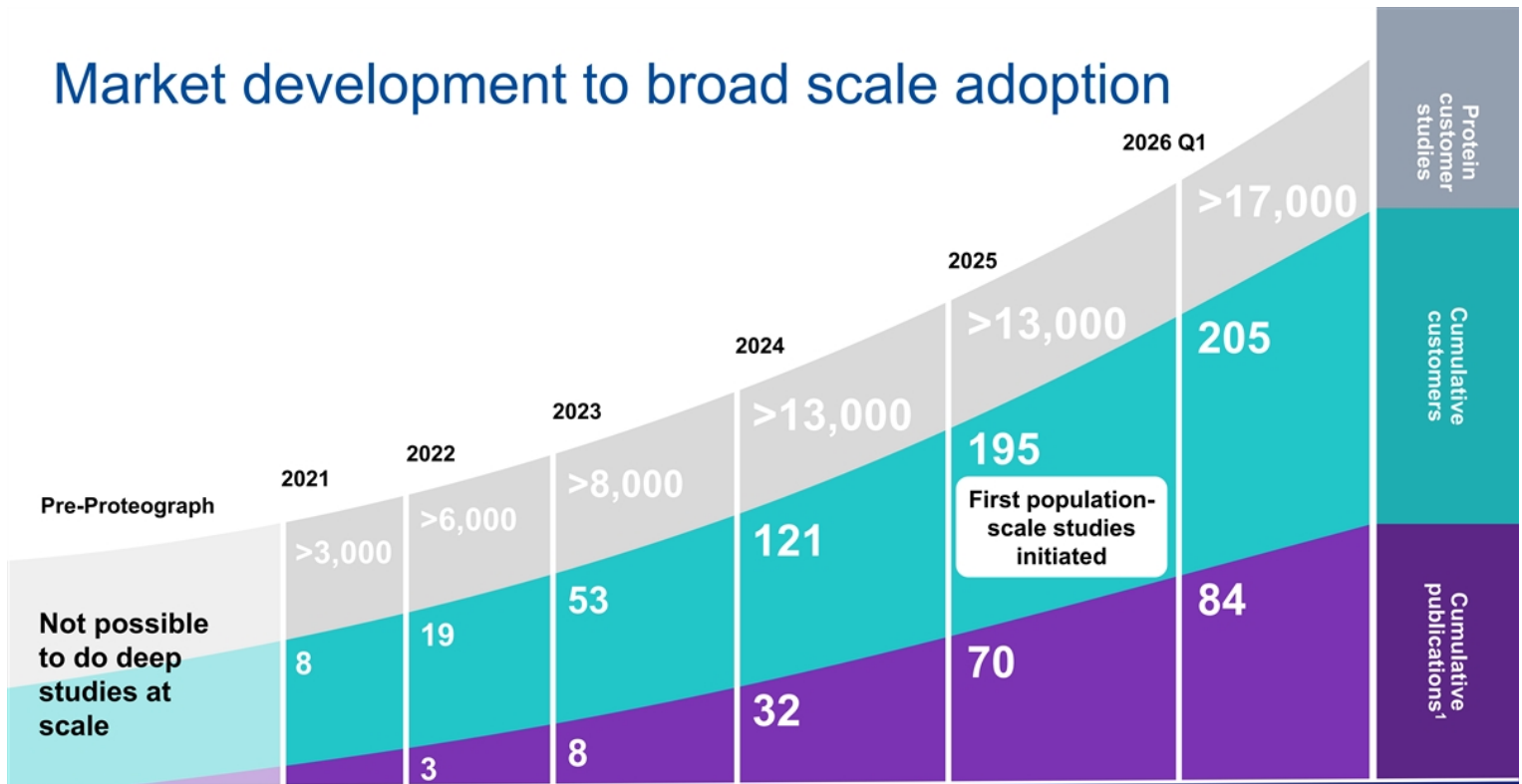
Increased product validation



1. Excludes related party and grant / other revenue

2. 84 peer reviewed publications, preprints and reviews vs. 42 publications as of March 2025

Market development to broad scale adoption



Diversified and expanding customer base

These relationships have taken years to build and we are beginning to realize the value from them

Academic & translational research



Early access partner



Early access partner



Center of Excellence



Center of Excellence



Knockout study (1,500 ind.)



European COE

Population-scale & discovery partners



20,000-sample cancer study



PRECISE-SG100K Singapore Biobank up to 100K



Independent 10K study



Large-scale multiomics study funded by NIH

Strategic alliance & biopharma reach



Non-exclusive co-marketing alliance pairing the Proteograph with Orbitrap Astral. First joint sales closed 3Q25.



of global top-20 pharma have completed a Proteograph study via Evotec.

35%

Commercial footprint

8

Centers of Excellence globally

7

Channel partners across key regions

~40%

1Q26 revenue from outside the U.S.

84

Peer-reviewed publications referencing the platform

Building the future of unbiased proteomics

Executing against a clear roadmap to deliver market leadership, financial strength, and transformative impact



12+ MONTHS

- ✓ **Protein Analyzer partnership** advances instrument development and scale
- ✓ Access to **larger scale biobanks** enables deeper, more diverse studies
- ✓ **Biobank publication** establishes category credibility and utility



24+ MONTHS

- ✓ **Acceleration of revenue** from consumable pull-through
- ✓ Driven by **biobank studies** expanding demand and platform adoption
- ✓ **Protein Analyzer early access** begins—first end-to-end solution for unbiased proteomics



24 – 36 MONTHS

- ✓ At scale **market leader** for end-to-end solutions for unbiased proteomics
- ✓ **Expanding installed base** drives recurring consumables revenue and operating leverage
- ✓ **Broad adoption** across leading biopharma and population-scale research programs



36 – 48 MONTHS

- ✓ **Cash flow positive** with strong balance sheet
- ✓ Continued investment in **innovation and scale**
- ✓ Enables breakthroughs in **biomarker discovery, new diagnostics, and new therapeutic development**

From category creation to commercial scale

Seer pioneered protein enrichment solutions, earned industry validation, and is ready to scale

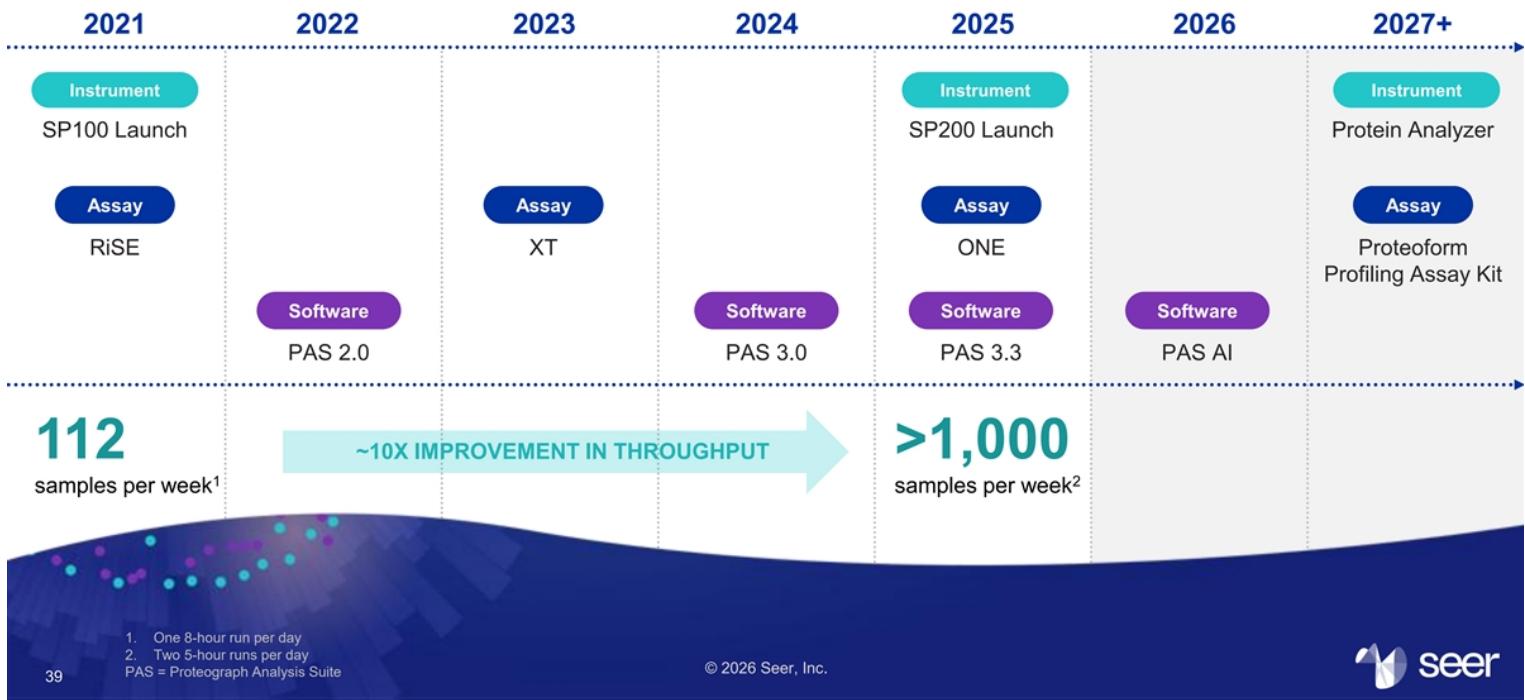


 **85** Issued Patents

 **>150** Patent Applications

 Operating from a position of IP strength in a category Seer created

A strong track record of innovation with a robust product pipeline ahead








An Independent, Accountable Board with the Right Expertise

Corporate Governance

Strong and relevant CEO track record

Dr. Farokhzad has a 20-year track record of building platform companies in drug delivery and cell therapy

	 BIND THERAPEUTICS	 Selecta of Biosciences	 TARVEDA THERAPEUTICS	 Blend Therapeutics	 SENTI BIO
Relevancy to Seer	Took a novel delivery platform from co-founding to IPO and strategic exit to Pfizer	14-year tenure building a clinical-stage platform through IPO while navigating long-cycle development	Founded and chaired through Series D and a near-public exit; proves repeated capital-raising credibility		Brought Senti public via SPAC — recent, scaled, public-market execution
Dr. Farokhzad's tenure	Co-Founder, Director & Scientific Advisory Board Member (2006 – 2015)	Co-Founder, Director, Vice Chairman, Chairman (2008 – 2022)	Co-Founder & Chairman (2011 – 2019)		Director via Dynamics Special Purpose Corp. (DYNS) SPAC (2022 – 2024)
Key developments and outcomes of the company	<ul style="list-style-type: none"> ✓ Co-founded in 2006 around the Accurin nanoparticle platform Dr. Farokhzad co-developed ✓ Company brought BIND-014 Accurin and AZD2811 Accurin into Phase 1 and Phase 2 clinical trials ✓ Established collaborations with Amgen, Pfizer, and AstraZeneca ✓ Took the company public in 2013 ✓ Pfizer acquired the platform in 2016, validating the technology Dr. Farokhzad co-invented 	<ul style="list-style-type: none"> ✓ Co-founded in 2008 around nanoparticle; raised significant institutional capital and developed the ImmTOR platform Dr. Farokhzad co-architected ✓ Out-licensed lead product SEL-212 to SOBI in a major partnership ✓ SEL-212 completed Phase 3 trials with BLA accepted by the FDA in September 2025 ✓ Took the company public in 2016 ✓ 14-year tenure as Director and Chairman through the company's full clinical-stage build-out ✓ Merged with Cartesian Therapeutics in 2023 via a PIPE-funded reverse merger; combined entity continues to trade publicly (NASDAQ: RNAC) 	<ul style="list-style-type: none"> ✓ Co-founded in 2011; secured sustained institutional backing across Series A through D rounds through 2017 ✓ Pentarin platform pioneered miniaturized drug conjugates as an alternative to ADCs — a thesis now being validated by the broader oncology market ✓ Company brought PEN-221 and PEN-866 into Phase 1/2a clinical trials ✓ Dr. Farokhzad stepped down as Chairman in 2019; company subsequently wound down in 2022 after a separate management team's reverse merger attempt 	<ul style="list-style-type: none"> ✓ Formed DYNS as Executive Chair in 2021 ✓ Announced business combination with Senti Bio in December 2021 ✓ Closed the transaction in June 2022; combined company began trading (NASDAQ: SNTI) ✓ Most recent platform Dr. Farokhzad took public — a synthetic biology cell therapy company built around CAR-NK and gene circuit technology ✓ Company later brought SENTI-202 into Phase 1 clinical trials 	

Repeat platform builder – four companies, four different therapeutic modalities

Strong capital-raising credibility across IPOs, SPAC, partnerships, and financings

Scientific credibility – foundational technology underpinning commercial-stage platforms

An independent Board with the right expertise – refreshed and accountable

5.5 Years Avg Tenure

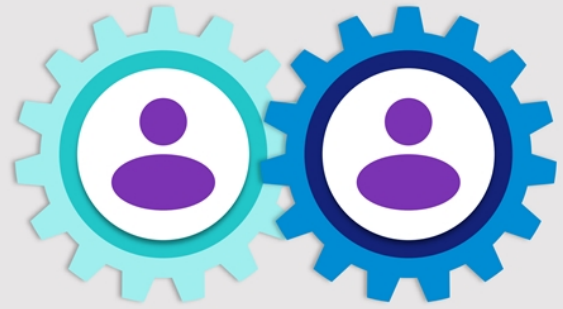
100% Prior Healthcare Experience

A Majority of Our Directors Have Financial Backgrounds

5 of 7 Directors are Independent

Lead Independent Director

All Directors are Elected Annually



2 Directors Added In The Last 2 Annual General Meetings

All Contested Directors are Seer Stockholders

Board of Directors' qualifications

 Chair  Member

Board Member	Tenure	Age	Independent	Focused experience				Committee membership			
				Industry (Healthcare)	Life science tools	Financial	Public Company C-Suite	Audit	Science & Technology	Talent & Compensation	Governance & Nominating
Omid Farokhzad, M.D. Chair & Chief Executive Officer	9 years	57		✓	✓		✓				
Meeta Gulyani SVP and GM, Bioprocessing & Head of Life Science Strategy	5 years	57	✓	✓	✓						
Robert Langer, Sc.D. Co-Chairman of Scientific Advisory Board	9 years	77		✓	✓						
Terry McGuire Founding Partner of Polaris Partners	9 years	70	✓	✓		✓					
Dipchand (Deep) Nishar Former Managing Director at General Catalyst	5 years	57	✓	✓		✓	✓				
Isaac Ro Partner at Catalio Capital Management	<1 year	48	✓	✓		✓	✓				
Nicolas Roelofs, Ph.D.¹ Former President, Life Sciences Group, Agilent Technologies	2 years	68	✓	✓		✓					
Summary	Avg. Tenure: 5.5 years	Avg. Age: 62	Independent: 71%								

Source: Seer definitive proxy as of June 3, 2026
1. Lead independent director

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Corporate governance aligned with best practice

Our corporate governance practices ensure stockholders are represented in the boardroom



Annually elected directors



All shares have equal voting power



Lead independent director

Tax benefit preservation plan

- Seer has \$262.4M of federal NOLs¹
- Adopted to protect Seer's valuable net operating loss carryforwards (NOLs)
- If the Company experiences an ownership change, defined as a 5% stockholder increasing ownership by over 50%, our NOLs could become impaired
- The Plan is intended to make sure this asset remains available to benefit Seer's stockholders over the long term

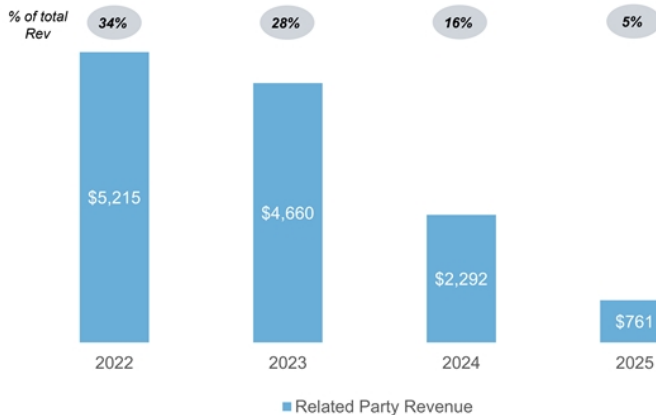
PrognomiQ spinout reflects sound governance and disciplined capital allocation



PrognomiQ spinoff

- ✓ **Strategically sound separation:** In 2020, Seer spun out PrognomiQ as a dedicated clinical diagnostics company — keeping Seer's life sciences tool business focused on scaling the Proteograph
- ✓ **Seer retained a meaningful stake:** Current ~24% equity stake²; stockholders benefit from PrognomiQ's upside without bearing the full risk profile of an early-stage diagnostics business
- ✓ **Healthy customer concentration:** PrognomiQ's share of Seer revenue has declined from the mid-30% range in 2022 to ~5% in 2025²
- ✓ **Staged progression reduces long-term execution risk:** Staged path — discovery to translation to clinical — reduces execution risk and is a repeatable model for ecosystem expansion around the Proteograph
- ✓ **The spinoff created a captive demand signal for Seer's platform:** ProVue Lung, launched in 2025, is proof that the Proteograph can reveal novel biology and underpin commercially viable diagnostic products
- ✓ **PrognomiQ has its own board, management, and arm's length commercial terms with Seer**

Dependence on PrognomiQ revenue has declined¹



Governance criticisms fall flat under scrutiny

Radoff-JEC has criticized our combined Chair / CEO

Seer's View



Our Lead Independent Director, Nicolas Roelofs, has significant Life Sciences experience and a scientific background providing him with the ability to serve as a balance to our combined Chair/CEO



- Mr. Nicolas Roelofs, in his role as Lead Independent Director, presides over periodic meetings of our independent directors and serves as a liaison between our Chair and Chief Executive Officer
- In addition to his role as Lead Independent Director, Mr. Roelofs serves as Chair of the Corporate Governance and Nominating committee, a member of the Science and Technology Committee, and as a member of the Talent and Compensation Committee



Seer's Founder Dr. Omid Farokhzad leads both the management team and the Board due to his critical knowledge of Seer's revolutionary products. He is also the largest single stockholder of Seer



- Founder-led companies at this stage of commercialization often outperform if the founder is in a dual-role such as at Seer. Examples of this include Guardant Health, Veracyte, Twist Bioscience, and Tempus AI

Governance criticisms fall flat under scrutiny (cont'd)

Radoff-JEC has criticized our compensation decision behind option repricing

Seer's View



In October 2024, the Company implemented a stock option repricing program



- We responsibly structured our repricing at \$2.00, the closing market price on the repricing date, with an 18-month retention for the repricing to take effect¹ to ensure alignment with long-term stockholder value
- We made this decision prudently based on broader market conditions alongside ~30 other life sciences companies
- Performance expectations were raised, not relaxed — executives faced a 150% stock price hurdle in 2023, rising to 300% for the CEO and 200% for other executives in 2024
- No equity grants for executives in February 2025









These changes were necessary so that the awards could continue to serve to incentivize performance given the option pricing did not reflect the current market reality

1. Subject to normal vesting schedule

Governance criticisms fall flat under scrutiny (cont'd)

Radoff-JEC has criticized our director attrition, founder-network overlap, and relationship to PrognomiQ

Seer's View	 In line with corporate governance best practices, Seer's board undergoes regular refreshment		<ul style="list-style-type: none">• The current Board's tenures range from 1 to 9 years, with an average of ~5.5 years• 5 of our 7 directors are independent• All directors serve for one-year terms and stand for election annually
	 Dr. Robert Langer's relationship with Dr. Omid Farokhzad is longstanding, disclosed, and deliberately structured away from fiduciary oversight		<ul style="list-style-type: none">• Dr. Langer chairs the Science and Technology Committee — the appropriate home for one of the world's most decorated scientists with over 1,600 published articles and over 1,500 patents issued and pending• Every committee that sets pay, evaluates performance, and governs succession is composed entirely of independent directors
	 PrognomiQ was spun out of Seer in 2020 to help enable the growth of ecosystems around new applications that leverage the Proteograph solution for unbiased, deep and large-scale proteomic information		<ul style="list-style-type: none">• PrognomiQ leveraged Seer's Proteograph to develop ProVue Lung, launched as an LDT in November 2025• Strong clinical case study of power of Proteograph with PrognomiQ moving from novel biomarker discovery to commercial test very rapidly• Seer owns 24%¹ of PrognomiQ stock

1. Company Filings as of March 31, 2026

A Forced Sale Campaign Dressed Up as Governance Reform

The Radoff-JEC Campaign

Radoff-JEC's comparisons don't survive scrutiny

Radoff-JEC's statements

Share price declined >96% since IPO (Dec. 2020) under CEO leadership

Seer has generated ~\$2M in net revenue growth since 2022 while burning over \$150M in cash — approximately \$75M spent per \$1M of revenue added

Seer's response

- Radoff-JEC's preliminary proxy compares us to the S&P Biotechnology Select Industry Index when we are not a biotech company. This illustrates Radoff-JEC's lack of knowledge of our business
- The sector has been down. The platform has not. The question is whether to crystalize the trough or capture the inflection
- Category-creating life sciences tools companies, like Seer, can endure periods where scientific and commercial progress can meaningfully outpace public market recognition. In those periods, stock prices can decline even as the underlying platform continues to strengthen. That does not change the fact that Seer's addressable market is large, and its breakthrough technology is being adopted
- Stockholders should focus on the strength of Seer's pioneering technology, its growing scientific validation and high-impact publications, the increasing number of large-scale population studies adopting Seer's platform, and the long-term opportunity ahead
- Cash burn¹ has fallen 36% since 2022
- Significant investments in the business are required to scale and stand up the platform, which will benefit stockholders over the long term
- Cash usage includes investment in PrognomiQ and significant return of capital to shareholder through share repurchases
- Burn-per-dollar metric is meaningless when applied to platform construction years – another example of how Radoff-JEC has no grasp of our business

Radoff-JEC's comparisons don't survive scrutiny (cont'd)

Radoff-JEC's statements
Shares trade at a discount to net cash; market assigns negative value to management, governance, technology and business plan
Board repriced all employee stock options to \$2.00/share and issued large equity grants to CEO/CFO, offsetting potential benefits from share repurchase program
The Company sought an extension for its dual-class share structure

Seer's response
<ul style="list-style-type: none">• Markets are forward-looking; we have been transparent with the market about our path to breakeven as we scale this new technology and as a result the market has assigned a discount to the current level of cash on the balance sheet as we build towards profitability• The repricing was at market price, included a lock requiring employees to pay the original price if exercised early, with an incremental cost of only \$2.5M• No new equity grants were issued in 2025 to Dr. Omid Farokhzad or David Horn; a year in which we repurchased ~5.3M shares and authorized an additional \$25M repurchase program for 2026. Equity grants in 2023 and 2024 for Dr. Farokhzad and Mr. Horn were subject to stock price performance hurdles• An independent special committee of the Board was formed to evaluate extending the dual-class share structure and determined pursuing extension was the best path to drive long-term value creation by mitigating potential pressure to deliver short-term returns, noting that the company's cash position would enable third parties to pursue opportunistic strategies, including pursuing a sale of the Company in a non-value maximizing transaction, which were detrimental to executing on our long-term plan• Seer's dual share classes sunsetted on time on December 7, 2025, in line with the corporate charter• Seer only has one share class with one vote per share

Radoff-JEC's comparisons don't survive scrutiny (cont'd)

Radoff-JEC's statements
The Board has enriched the CEO at \$24.9M total comp (2021–2024), ~1/3 of annual revenue, and CEO compensation reimbursement for commuting from Massachusetts to California headquarters
Six director resignations in ~5 years; Board members have pre-existing relationships with CEO, raising objectivity concerns
Dr. Farokhzad has destroyed over \$1 billion in shareholder value at previous companies

Seer's response
<ul style="list-style-type: none">• Executive pay is set by an all-independent committee advised by Aon as independent compensation consultant — with Dr. Omid Farokhzad absent from all deliberations on his own pay• Dr. Farokhzad base pay has consistently been between the 25th and 50th percentile• His option awards in 2023 (~\$2.2M) and 2024 (~\$1.4M) were subject to 150% and 300%, respectively, stock price performance hurdle• In 2025, he was not given any equity grants
<ul style="list-style-type: none">• Seer's board is made up of 7 directors, 5 of whom are independent, and is consistent with best practice for public company Boards• We regularly refresh our Board of Directors, and all directors are elected annually, consistent with governance best practices
<ul style="list-style-type: none">• Dr. Farokhzad served in scientific and board leadership roles, not in management, at each prior company; operational outcomes reflect management team execution, not his scientific or platform-building contributions• Each time, Dr. Farokhzad invented a platform with foundational science, built the institutional credibility around it and created a path to value over an appropriate time horizon, not an activist's timeline

Radoff-JEC's comparisons don't survive scrutiny (cont'd)

Radoff-JEC's statements
There are independence conflicts with PrognomiQ and dependence on revenue source
There are independence concerns with existing directors and with combined CEO / Chair
Rather than engage constructively with Radoff-JEC, the board adopted entrenchment tactics

Seer's response
<ul style="list-style-type: none">• PrognomiQ was spun out specifically to avoid this conflict• Seer retained only a minority stake consistent with responsible spin-out governance• PrognomiQ-specific revenue has declined by 83% since 2023 while Seer's revenue has grown – <u>we are not at all dependent on PrognomiQ for revenue</u>
<ul style="list-style-type: none">• The combined Chair/CEO structure has existed since September 2020 and Dr. Omid Farokhzad's board seat has been confirmed annually by stockholders• Our board is comprised of qualified and independent minded individuals; <u>Radoff-JEC has not identified a single board decision that was impacted by concerns surrounding independence</u>
<ul style="list-style-type: none">• We have been engaging with members of Radoff-JEC for years and continue to be open to constructive ideas from stockholders• To suggest we were not willing to engage constructively is inconsistent with the facts. Our Management and Board has held 6 meetings with the members of Radoff-JEC since late 2024• Dr. Nick Roelofs and Mr. Isaac Ro have had two meetings with Mr. Radoff on March 12th, 2026, and June 12th, 2026. In addition, Mr. Radoff and Mr. Torok have declined to have our Board meet their nominees

The Wrong People at the Wrong Time for the Wrong Reasons

Their Nominees Are the Wrong Answer

Three nominees, one purpose: Sell Seer early

No proteomics, no life sciences instrumentation, no operating experience



Joshua S. Horowitz

Portfolio manager at Palm Management (US) running a multi-sector small-cap fund; board history spans insurance, oil & gas, building systems, and critical communications

- × **Recency of experience is concentrated in microcaps**
BK Technologies and Barmwell are one-off hardware and commodity-resource businesses with no resemblance to a commercial platform like Seer
- × **No audit or financial expert designation**
Horowitz is a portfolio manager, not a financial executive, and has never served as a CFO, controller, or auditor
- × **Small-cap generalist investor, not a sector specialist**
The Palm Global Small Cap Fund is a multi-sector vehicle with no healthcare or life sciences focus and would not be able to provide scientific/strategic oversight
- × **Independence is compromised**
Horowitz has multiple overlapping investments and governance roles alongside Radoff



Luis E. Rinaldini

Founder of Groton Partners; former Vice Chairman of Telecom M&A at CSFB and Senior Managing Director at Lazard — led large media and telecom deals (MCI/WorldCom, Time Warner)

- × **Groton Partners LLC has had deep compliance failures**
DE Registration was suspended for failure to pay taxes; subsidiaries Groton Asset Management and Groton Securities respectively had their license suspended in 2013 and ceased operations in 2020
- × **A career telecom/media banker with no life sciences background**
Lifelong advisor; no operating experience and no public board experience outside of advisory roles. At Lazard, various reports of harassment, bouts of outbursts, and overall doubts of leadership
- × **No operating experience at any company**
M&A advisory background only; no CFO, controller, or audit oversight experience
- × **His presence on the board has one purpose – a company sale**
Legacy M&A banker is not a long-term stewardship candidate



Howard H. Berman, Ph.D.

CEO and Chairman of ReAlta, a single-asset, clinical-stage biotech company; prior roles were commercial medical liaison positions at AbbVie, Lilly, and Novartis

- × **Life sciences tools experience is shallow**
ReAlta and Coya are single-asset, clinical-stage companies — a sharp contrast to Seer's instrument/assay/software platform business
- × **No proteomics, genomics, or instrumentation background**
Seer's core technology requires board-level scientific literacy that is not within Berman's background
- × **Independence is compromised**
*Repeat Radoff nominee, installed at Atea in April 2025 as part of Radoff's last proxy settlement
Known ally of Radoff-JEC; not a fresh, unconflicted voice*
- × **A track record of value destruction at his prior company**
Under Berman's tenure, Coya Therapeutics (NASDAQ: COYA) saw revenue decline ~41% and losses grow 86% year-over-year in 2024; he subsequently stepped down from the company in early 2026

Radoff's slate is comprised of his repeat "attack dog" nominees with shallow life sciences tools experience who cannot replace our slate's diverse background and skillset

Source: Kroll Research, LinkedIn, Mergr, Company Website, Radoff-JEC definitive proxy statement filed June 1, 2026

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Our Directors' experience is critical going forward

Our Nominees bring the best combination of industry experience, capital allocation, and long-term stewardship



Dr. Omid Farokhzad

Co-founder, Chairman & CEO of Seer; the scientific and architect of Seer's proteomics platform

- ✓ **Founder-CEO with deep scientific authority**
Former Harvard Medical School professor who directed the Center for Nanomedicine at Brigham and Women's; author of 200+ papers and inventor on 250+ issued and pending patents
- ✓ **Serial entrepreneur and proven company builder**
Co-founded BIND Therapeutics (acquired by Pfizer), Selecta Biosciences, and Tarveda Therapeutics — he has taken platforms from the lab to commercial outcomes
- ✓ **Aligned, long-term steward**
As founder, CEO, and Seer's largest stockholder together with his family entities, his interests are tied to building durable value



Terry McGuire

Founding Partner of Polaris Partners; Seer director since December 2017

- ✓ **30+ years of biotech venture experience**
Co-founded Polaris Partners in 1996 and has backed 80+ medical and information technology companies
- ✓ **Respected industry leader**
Former chairman of the National Venture Capital Association; recipient of the NVCA Outstanding Service Award (2020) and named to Scientific American's Worldview 100 (2015)
- ✓ **Disciplined capital allocator**
Brings an outside-investor lens on capital allocation and value creation that the Board relies on
- ✓ **One of Seer's earliest investors with long-term conviction**
Stockholder since Series A and follow-on investment in our IPO, reflecting long-term conviction for our platform



Deep Nishar

Veteran technology operator and growth-stage investor who bridges product, data, and life sciences; Seer director since February 2021

- ✓ **Strong public-company governance**
Has served on the boards of Guardant Health, Relay Therapeutics, Vir Biotechnology, and TripAdvisor
- ✓ **Strategy and capital-allocation depth**
20+ years building and growing companies, most recently as a Managing Director at General Catalyst; adds an outside-investor and product-strategy perspective
- ✓ **Sponsored the largest investment in Seer's history**
At SoftBank, Deep spearheaded the investment in Seer and continues to strongly believe in our platform and vision. Softbank continues to be our largest institutional stockholder

Source: LinkedIn, Merg, Company Website, Seer definitive proxy statement filed June 3, 2026

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The Case For Voting BLUE

Key Takeaways and Ask

Key takeaways

Is change warranted?

No

The sector has been down. Peers have followed. The Board responded with cost discipline: cash burn down 36%, OpEx down 19%, a landmark partnership with Thermo Fisher, and the first population-scale biobank studies in the platform's history. Radoff-JEC's answer to that progress is to strip the Company of its cash before the inflection point.

Stockholders are being asked to surrender a \$23B¹ opportunity for less than what already sits on the balance sheet.

Are Radoff-JEC nominees right for Seer?

No

Three nominees with no ownership of Seer shares between them, no scientific background, no commercial platform experience, and no operational expertise in life sciences industry. Two career dealmakers and a repeat Radoff nominee, all who declined to sit for board interviews.

These nominees' backgrounds do not reflect the needs of a proteomics platform at commercial inflection. They reflect the exit strategy of an activist attempting to acquire our cash.

Vote the **BLUE** proxy card. Protect the value you've funded.

Please vote the BLUE card FOR Seer's Director nominees

We strongly urge stockholders to vote the **BLUE** proxy card for our highly qualified and experienced nominees to support the continued execution of our Seer strategy

Company nominees:			Radoff-JEC nominees opposed by the Company:		
The Board of Directors of the Company recommends you vote "FOR" only the following Company nominees 1A through 1G:			The Board of Directors of the Company recommends you vote "WITHHOLD" for the following Radoff-JEC nominees 1H through 1J:		
	FOR	WITHHOLD		FOR	WITHHOLD
(1A) Omid Farokhzad, M.D.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	(1H) Howard H. Berman	<input type="checkbox"/>	<input type="checkbox"/>
(1B) Meeta Gulyani	<input checked="" type="checkbox"/>	<input type="checkbox"/>	(1I) Joshua S. Horowitz	<input type="checkbox"/>	<input type="checkbox"/>
(1C) Terrance McGuire	<input checked="" type="checkbox"/>	<input type="checkbox"/>	(1J) Luis E. Rinaldini	<input type="checkbox"/>	<input type="checkbox"/>
(1D) Robert Langer, Sc.D.	<input checked="" type="checkbox"/>	<input type="checkbox"/>			
(1E) Dipchand (Deep) Nishar	<input checked="" type="checkbox"/>	<input type="checkbox"/>			
(1F) Isaac Ro	<input checked="" type="checkbox"/>	<input type="checkbox"/>			
(1G) Nicolas Roelofs, Ph.D.	<input checked="" type="checkbox"/>	<input type="checkbox"/>			



Shareholders May Call Toll-free: (877) 456-3524

Appendix

Overview of Board of Directors



Omid Farokhzad, M.D.
Founder, Chair & CEO

- Founder of Seer — the scientific architect behind the Proteograph and the Company's pioneering approach to proteomics at scale
- Former Professor at Harvard Medical School; directed the Center for Nanomedicine at Brigham and Women's Hospital
- Author of 200+ papers; inventor of 250+ issued and pending patents
- Previously founded BIND Therapeutics (acquired by Pfizer), Selecta Biosciences (merged with Cartesian Therapeutics), Tarveda Therapeutics, and PrognomiQ (current Chair)
- Recipient of the 2023 Mustafa Prize, 2013 RUSNANOPRIZE, and 2016 Ellis Island Medal of Honor; 2018 Fellow of the National Academy of Inventors
- M.D. and M.A., Boston University; M.B.A., MIT Sloan School of Management



Meeta Gulyani

SVP and General Manager, Bioprocessing & Head of Life Science Strategy, Ecolab

- Chair of the Audit Committee; member of Seer's Board since 2021
- Former Member of Novo Advisory Group
- Former EVP and Head of Strategy, Business Development and Sustainability at Merck KGaA's Life Science division
- Former EVP and Head of Strategy and Global Franchises at Merck KGaA's Pharmaceutical division; oversaw Oncology, Neurology, Fertility, General Medicine and Medical Devices franchises globally
- Former General Manager for South Asia at Roche; previously held roles in global portfolio management at Roche, and sales, marketing leadership at Sanofi-Aventis
- Former strategy consultant at Monitor Consulting Group (now Monitor Deloitte)
- M.B.A, Asian Institute of Management; B.A. Economics, Delhi University

Overview of Board of Directors (cont'd)



Robert Langer, Sc.D

Co-Chairman, Scientific Advisory Board

- Chair of the Science and Technology Committee; member of Seer's Board since 2017; Institute Professor at MIT since 2005
- Currently serves as on the Board of Puretech Health and the Board of Trustees at Boston Children's Hospital
- Previously served on the Boards at a number of companies including Alkermes, Moderna, Momenta Pharmaceuticals, Millipore, Rubius, and Wyeth
- One of three living individuals to have received both the U.S. National Medal of Science (2006) and the U.S. National Medal of Technology and Innovation (2011); recipient of the Breakthrough Prize (2014), the Draper Prize (2014) and the Kavli Prize for nanoscience (2024)
- Co-founded more than 30 companies and inventor of 1,500+ issued or pending patents and authored 1,600+ scientific articles
- B.S. Chemical Engineering, Cornell University; Sc.D. Chemical Engineering, MIT



Terry McGuire

Founding Partner, Polaris Partners

- Chair of the Talent and Compensation Committee; member of Seer's Board since 2017
- Founding Partner of Polaris Partners; previously invested in healthcare and technology companies that collectively reached \$70 billion in peak enterprise value
- Co-founded Inspire Pharmaceuticals (sold to Merck), AIR (sold to Alkermes), and MicroCHIPS
- Named to Forbes' Top Life Sciences Investors list (2013) and Forbes' Midas 100 List of Top Tech Investors (2011, 2014)
- Chair, Thayer School of Engineering at Dartmouth; Board Member of the Arthur Rock Center for Entrepreneurship at Harvard Business School; Board Member of the Whitehead at MIT
- Served as Chair / Vice Chair of four public boards (Inspire, deCode, Ironwood, and Tectonic); has served on the Boards of more than a dozen public companies
- Former Board member of the David Koch Institute for Integrative Cancer Research at MIT
- B.S. Physics and Economics, Hobart College; M.S. Engineering, Dartmouth College; M.B.A., Harvard Business School

Overview of Board of Directors (cont'd)



Deep Nishar

Former Managing Director, General Catalyst

- Member of Seer's Board since 2021
- Currently also serves on the Board of Gladstone Institutes
- Former Managing Director at General Catalyst; previously led SoftBank's investments in frontier tech, life sciences, and enterprise software
- Former SVP of Product and User Experience at LinkedIn; held senior executive roles at Google
- Formerly served on the Boards of Guardant Health, Relay Therapeutics, TripAdvisor, and Vir Biotechnology
- Founded enterprise software company Patkai Networks
- Recipient of the Google Founders Award; co-authored 14 patents
- M.B.A. Harvard Business School (Baker Scholar); M.S.E.E., University of Illinois Urbana-Champaign; B.Tech., Indian Institute of Technology



Isaac Ro

Partner, Catalio Capital Management

- Member of Seer's Board since 2025
- Partner at Catalio Capital Management; leads venture and private credit investments in life science companies; currently serves on Boards of Pink Dx and PrognomiQ
- Former Executive Chairman of Haystack Oncology; led its sale to Quest Diagnostics (2023)
- Former CFO of Sema4, led the company's IPO (2021) and acquisition of GeneDx
- Former CFO of Thrive Earlier Detection; led company launch and sale to Exact Sciences (2020)
- Led U.S. Medical Technology and Life Science Tools equity research at Goldman Sachs (2010–2019); previously held the same role at Leerink
- B.A. History, Middlebury College

Overview of Board of Directors (cont'd)



Nicolas Roelofs, Ph.D.

Former President of the Life Sciences Group at Agilent Technologies

- Lead Independent Director; member of Seer's Board since 2024
- Currently also serves on the Board of LGC Group
- Previously served on the Boards of several public and private companies including Olink Holding AB, The Binding Site, Velsera, and Sengenics Corporation
- Formerly Group Operations Officer, Life Sciences Division at Bio-Rad Laboratories, and Chief Operating Officer at Stratagene
- Ph.D. Organic Chemistry, University of Nevada, Reno; M.S. Organic Chemistry, Iowa State University; B.S. Chemistry, Biology, and German, Simpson College

