

EVERYTHING IS AT STAKE.



# Your vote will determine the future of Masimo.

Politan's self-serving actions on the Board raise serious concerns, as does the way it started its fund – failing to disclose its investors in its 13D when Politan clearly raised capital from them with the specific intent of targeting Masimo. Once on the Board, Politan's current directors, Quentin Koffey and Michelle Brennan, have proven themselves to be unqualified, untrustworthy, and above all, self-serving – often ignoring or undermining the best interests of Masimo and its stockholders.

While having representatives actively serving on Masimo's Board, **Politan worked behind the scenes to find former Masimo employees who became "whistleblowers."** Quentin Koffey did not inform anyone at Masimo that **Politan was finding, recruiting, and paying former Masimo employees to secretly speak with Politan.**

Politan contacted multiple third-party companies to recruit these former employees **who closely match the description of confidential witnesses** in a plaintiff's securities class action lawsuit against the Company.

*Is this who you want controlling your investment?*

In one conversation, **Quentin Koffey openly threatened Masimo Board member Bob Chapek, former CEO of and board member at Disney, stating he would make Bob Chapek a "media target"** and telling Bob Chapek to "think carefully about how strongly" he defends the Company.

Quentin Koffey also said that Bob Chapek's continued efforts to resolve the dispute would **"arm [Quentin Koffey] with more ammunition to hurt [Bob Chapek's] professional reputation."**

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**Quentin Koffey changes his stance based on what serves his agenda.**

When Quentin Koffey initially engaged with Masimo, he told CEO Joe Kiani that if he supported Quentin Koffey's nomination to the Board, **Quentin Koffey would be Joe Kiani's "biggest cheerleader"** and would help get the "Joe Kiani Multiples" for stockholders again. If, however, Joe Kiani did not express his support, **Quentin Koffey would "wage war" against Masimo and win the Board seats anyway.**

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**As a Board member, Quentin Koffey has refused to sign the Company's 10-K filing** – as part of his claim that he hadn't been "onboarded" properly.

Quentin Koffey admitted that while all of his questions about the 10-K had been answered, **"his lawyers had told him it would not look good if he had criticized the lack of information he received and then signed the Form 10-K."**

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Since joining the Board, **Quentin Koffey has consistently refused to fulfill his fiduciary duties** to Masimo and the stockholders that elected them.

Quentin Koffey has abstained from certain critical votes and failed to participate or ask questions. **Quentin Koffey has never tried in good faith to achieve the separation of the Consumer Business** as Chair of the Special Committee –and he **never proposed any alternative plans for Masimo or its business** to improve the Company's performance.

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**Quentin Koffey directly threatened former independent director Rolf Classon** for disagreeing with Koffey's leadership of the Special Committee.

Specifically, Quentin Koffey **demanding Rolf Classon fall into line with the Special Committee, or he would run a proxy contest, which Rolf Classon would lose, and ruin his reputation.** Ultimately, Rolf Classon resigned from the Special Committee and later the Board.

*Is this who you want controlling your investment?*

## THE CHOICE IS CLEAR TO PROTECT MASIMO'S FUTURE

Do not give Politan and Quentin Koffey control of your company – they are not qualified to lead it.

WE URGE YOU TO VOTE "FOR" MASIMO'S DIRECTOR NOMINEES, **JOE KIANI AND CHRISTOPHER CHAVEZ**, ON THE UPDATED **GOLD** PROXY CARD TO PROTECT THE COMPANY'S FUTURE AND YOUR INVESTMENT.

## Forward-Looking Statements

This communication includes forward-looking statements as defined in Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, in connection with the Private Securities Litigation Reform Act of 1995. These forward-looking statements include, among others, statements regarding the 2024 Annual Meeting of Stockholders (the "2024 Annual Meeting") of Masimo and the potential stockholder approval of the Board's nominees; and the proposed separation of Masimo's consumer business. These forward-looking statements are based on current expectations about future events affecting Masimo and are subject to risks and uncertainties, all of which are difficult to predict and many of which are beyond Masimo's control and could cause its actual results to differ materially and adversely from those expressed in its forward-looking statements as a result of various risk factors, including, but not limited to (i) uncertainties regarding future actions that may be taken by Politan in furtherance of its nomination of director candidates for election at the 2024 Annual Meeting, (ii) the potential cost and management distraction attendant to Politan's nomination of director nominees at the 2024 Annual Meeting and (iii) factors discussed in the "Risk Factors" section of Masimo's most recent periodic reports filed with the Securities and Exchange Commission ("SEC"), which may be obtained for free at the SEC's website at [www.sec.gov](http://www.sec.gov). Although Masimo believes that the expectations reflected in its forward-looking statements are reasonable, the Company does not know whether its expectations will prove correct. All forward-looking statements included in this communication are expressly qualified in their entirety by the foregoing cautionary statements. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of today's date. Masimo does not undertake any obligation to update, amend or clarify these statements or the "Risk Factors" contained in the Company's most recent reports filed with the SEC, whether as a result of new information, future events or otherwise, except as may be required under the applicable securities laws.

## Additional Information Regarding the 2024 Annual Meeting of Stockholders and Where to Find It

On August 15, 2024, the Company filed a revised version of its 2024 proxy statement (the "Revised Proxy Statement") and has mailed the Revised Proxy Statement to its stockholders of record as of the new August 12, 2024 record date for the 2024 Annual Meeting. Any votes submitted by Masimo stockholders in connection with the 2024 Annual Meeting on the prior to the filing of the Revised Proxy Statement will not be counted and previous proxies submitted will be disregarded, and therefore, all stockholders will need to resubmit their votes, even if they have previously voted. The Company filed a revised version of the Revised Proxy Statement with the SEC on August 22, 2024, which amended, superseded and replaced in its entirety the Revised Proxy Statement (the "Amended Revised Proxy Statement"). THE COMPANY'S STOCKHOLDERS ARE STRONGLY ENCOURAGED TO READ THE AMENDED REVISED PROXY STATEMENT (AND ANY AMENDMENTS AND SUPPLEMENTS THERETO) AND ACCOMPANYING UPDATED GOLD PROXY CARD AS THEY CONTAIN IMPORTANT INFORMATION. Stockholders may obtain the Amended Revised Proxy Statement and any amendments or supplements thereto and other documents as and when filed by the Company with the SEC without charge from the SEC's website at [www.sec.gov](http://www.sec.gov).

## Certain Information Regarding Participants

The Company, its directors and certain of its executive officers and employees may be deemed to be participants in connection with the solicitation of proxies from the Company's stockholders in connection with the matters to be considered at the 2024 Annual Meeting. Information regarding the direct and indirect interests, by security holdings or otherwise, of the Company's directors and executive officers in the Company is included in the Amended Revised Proxy Statement, which can be found through the SEC's website at <https://www.sec.gov/ix?doc=/Archives/edgar/data/937556/000121390024071554/ea0206756-07.htm>, and any changes thereto may be found in any amendments or supplements to the Amended Revised Proxy Statement and other documents as and when filed by the Company with the SEC, which can be found through the SEC's website at [www.sec.gov](http://www.sec.gov).

## Disclaimer

The Company has neither sought nor obtained the consent from any third party to use any statements or information contained in this communication that have been obtained or derived from statements made or published by such third parties. Any such statements or information should not be viewed as indicating the support of such third parties for the views expressed herein.