



Issuer Free Writing Prospectus
Filed Pursuant to Rule 433
Registration No. 333-193019
June 17, 2014

CollabRx: Empowering Cancer Care

Expert systems for genomics-based cancer treatment planning

NASDAQ: CLRX





This presentation and the accompanying commentary include forward-looking statements about CollabRx' anticipated results that involve risks and uncertainties. Some of the information contained in this presentation, including, but not limited to, statements as to industry trends and CollabRx' plans, objectives, expectations and strategy for its business, contains forward-looking statements that are subject to risks and uncertainties that could cause actual results or events to differ materially from those expressed or implied by such forward-looking statements. Any statements that are not statements of historical fact are forward-looking statements.

When used, the words "believe," "plan," "intend," "anticipate," "target," "estimate," "expect" and the like, and/or future tense or conditional constructions ("will," "may," "could," "should," etc.), or similar expressions, identify certain of these forward-looking statements. Important factors which could cause actual results to differ materially from those in the forward-looking statements are detailed in filings made by CollabRx with the Securities and Exchange Commission. CollabRx undertakes no obligation to update or revise any such forward-looking statements to reflect subsequent events or circumstances.



Free Writing Prospectus Statement

CollabRx, Inc. has filed a registration statement on Form S-3 (Registration No. 333-193019) with the Securities and Exchange Commission (the "SEC") for the offering to which this communication relates. A copy of the preliminary prospectus supplement and accompanying base prospectus describing the terms of the proposed offering has been filed with the SEC. Before you invest in this offering, you should read the prospectus supplement and the accompanying prospectus and the other documents we have filed with the SEC that are incorporated by reference in such prospectus supplement and the accompanying prospectus for more complete information about us and this offering.

You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, we or the underwriter participating in the offering will arrange to send you the prospectus supplement and accompanying prospectus if you contact Aegis Capital Corp., Prospectus Department, 810 Seventh Avenue, 18th Floor, New York, NY 10019, telephone: 212-813-1010, e-mail: prospectus@aegiscap.com.



Overview of CollabRx

- **A clinical decision-support company for precision oncology**
- **Not a lab – provide evidence-based content and expert decision support in SaaS-based and advertising supported business models**
 - Focus on data interpretation, reporting and downstream analytics for clinical decision-making, not research
- **Proprietary interpretive content in two major product lines**
 - An interactive decision support tool for use at the point of care
 - An automated, biomarker-centric interpretive service for the lab market
- **Landed major customers and partners in past 18 months**
 - Major online media partner is Everyday Health / MedPage Today
 - Quest Diagnostics, Life Technologies, Affymetrix, CellNetix, Genoptix, The Jackson Lab, Sengenics, U Chicago, Ohio State University



- **Addressable US market ~ 12 million patients**
- **1.5 million new US patients in 2013***
 - Growing to almost 3 million new US patients each year by 2050**
- **Each day thousands of patients progress beyond “guidelines” and are candidates for genomic medicine**
- **The U.S. cancer testing market is approximately \$10B in value, with 8 to 10 million solid tumor samples collected for testing**

Sources: **American Cancer Society and WHO **Hayat M J et al. *The Oncologist*, 2007, 12:20-37.

Problem of rapidly changing science and standards in Oncology



“Our patients rely on us to guide them in this new landscape of molecular oncology. But the field is just changing too quickly. We simply do not have enough hours in the day to see patients and stay abreast of the field.” Source: Community Oncologist, CA from Frankel Group Report to CollabRx, Inc. Jan. 2013

Emergence of Next Generation Sequencing (NGS) has created a new market opportunity

- **NGS allows analysis of multiple genes at one time (“panels”)**
 - Pre-NGS tests were designed to target and capture only one or a few of the most common, well-known gene mutations
- **NGS is uncovering large numbers of mutations in single tumors that may have treatment implications**
 - In 2008 there were about 5 genes with cancer treatment implications, currently 15-20 and this is expected to double within a year*
- **Cost of NGS testing for hundreds of genes may soon be more affordable than conventional single-gene tests**
 - Cost for sequencing one genome expected to dip below \$1,000
 - Low cost driving bigger panels and more testing
- **Diagnostic companies and labs generally not well equipped to provide interpretation of multiple gene panels**

*Source: McKinsey

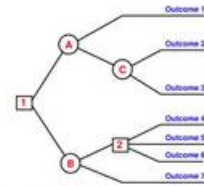
Editorial Boards & Guidelines



In-House Knowledge Experts



Knowledge Base of Treatment Models



Representative Sources of Guidelines



Representative Available Data Sources:





Over 75 expert advisors from leading institutions provide best practice insights



Melanoma



Melanoma



Lung



Breast



Breast



Colorectal



Sarcoma



Leukemia



Prostate



Breast



Pancreas

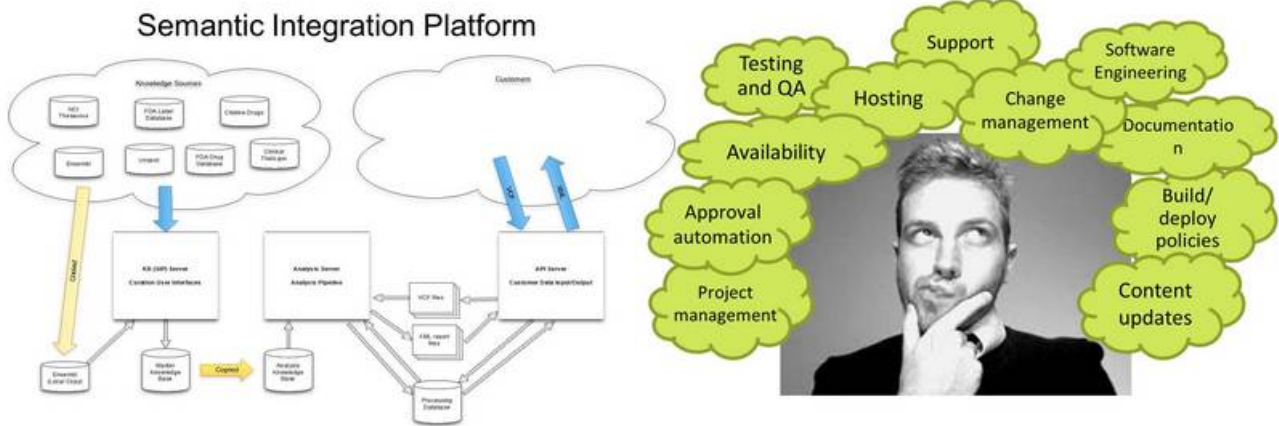


Pan Cancer

Representative institutional affiliations:



Scalable software platform for automated processing and control



“CollabRx has developed a scalable process and software platform to provide a best-in-class medical informatics solution that will enable JAX to arm physicians with a meaningful analysis of a tumor’s molecular characteristics when determining a cancer-treatment plan.” Dr. Charles Lee, Director of the Jackson Laboratory for Genomic Medicine, in Farmington, CT

Two product lines derived from the same expert- vetted knowledge base

- **TherapyFinder™ (TF) Web-based and CancerRx™ mobile applications for oncology professionals**
 - Current TFs for melanoma, colorectal, lung and breast cancers
 - TFs for prostate cancer, leukemia, lymphoma in development
 - Distribute through Everyday Health's MedPage Today web site
 - CancerRx™ combines TFs with news feeds from MedPage Today
 - Advertising and sponsorship business model (similar to Epocrates)
- **Genetic Variant Annotation™ (GVA) Service for diagnostic labs, academic medical centers, hospital labs and physicians**
 - Analyze and interpret genomic-based test results
 - Distribute "Powered by CollabRx" branded content directly to labs
 - Data interpretation requires a dynamic, up-to-date knowledge base
 - SaaS model – labs pay on a per-test basis

Therapy Finders - interactive and easy to use apps – for physicians and patients

Individualized Lung Cancer Therapy

Therapy Finder | About Therapy Finder | Progress in Treatment

Powered by **CollabRx™**

Therapy Finder - Professional

Molecular oncology indicates that many cancers are unique or part of narrow subtypes. Molecular testing may help identify an appropriate therapy or clinical trial. Use the tool below to identify treatment options for your lung cancer patients.

Lung Cancer Stage Early (stages 0, I and II) Stage III Stage IV (Advanced Stage)

Histopathological Information Adenocarcinoma Squamous Cell Carcinoma
 Large Cell Carcinoma Small Cell Carcinoma
 Adenosquamous NOS/Other

Metastatic Sites Kidney Liver Adrenal Glands
 Brain/CNS Bone Other

Molecular Information EGFR: kRAS:
 EML4-ALK: VeriStrat:

clear form **Find drugs and trials →**

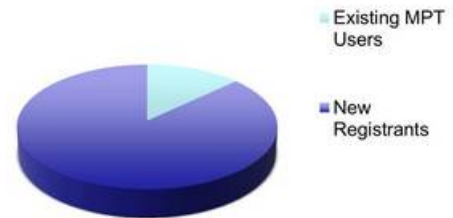


Successful launch of CancerRx™ at ASCO



- 4,390 Total Downloads from 5/28 – 6/3
- 3,424 during ASCO
- 1,321 Activations
- #2 in iPad Store under Medical Apps
- 5 Star Rating to date


Share of Registrants – New and Existing MPT Users



CollabRx



GVA supplies authoritative, automated and scalable reporting on test results via API or portal


Hello, Gavin [Log out](#)

JOBS
USERS
SETTINGS
API DOCUMENTATION

Below is the CollabRx GVA Service report shown in HTML format. This HTML version of the report highlights more comprehensive analysis support, i.e., the XML file. This HTML report is an example of what can be so much more human readable form. Additional details on drugs and clinical trials can be found in the XML file. [View listing of the differences between the HTML and XML, including data flags in the XML, that can be used.](#)

EGFR

Physiologic Role of Biomarker

The epidermal growth factor receptor (EGFR) belongs to a family of receptor tyrosine kinases (RTKs) that includes HER1/EGFR, HER2/ERBB2, and HER3/ERBB3. Ligand binding and autophosphorylation. The phosphorylated residues provide a scaffold for the recruitment of other proteins, including the PI3K-AKT-mTOR survival pathway, and the RAS-RAF-MEK-ERK pathway, which is involved in cell proliferation.

Role of Biomarker in Cancer

The dominant class of aberrations in EGFR are activating missense mutations. Tumor mutations affect the ATP binding site of the receptor, a region that is fundamentally important for receptor activation, resulting in constitutive activation of the receptor (PMID 22222222 found in lung adenocarcinomas with frequencies ranging from ~10% in Caucasian patients (PMID 18857815). EGFR mutations have also been found in other cancer types (PMID 22668015), breast cancer (PMID 21457545), and thyroid cancer (PMID 22668015).

Gilotrif (afatinib) approved for patients with metastatic EGFR mutation-positive NSCLC

What's exciting about Gilotrif?

Boehringer Ingelheim's drug Gilotrif has been approved by the FDA for patients with metastatic (stage IV), EGFR mutation-positive, non-small cell lung cancer (NSCLC). Gilotrif is a second generation tyrosine kinase inhibitor that blocks EGFR (ErbB1) and other members of the ErbB family. Approval was based on the safety and effectiveness of Gilotrif as established in the [LUX-Lung 3 clinical study](#). Patients with EGFR mutation-positive NSCLC treated with Gilotrif had progression-free survival that was more than four months longer than patients treated with the pemetrexed and cisplatin comparator. There was no statistically significant difference in overall survival (Sequist LV, et al. 2013).

What are Gilotrif's side effects?

Common side effects of Gilotrif include diarrhea, skin breakouts, dry skin, itching (pruritus), inflammation of the mouth, skin infection around the nails (paronychia), decreased appetite, decreased weight, inflammation of the bladder (cystitis), nose bleed, runny nose, fever, eye inflammation and low potassium levels in the blood (hypokalemia). Serious side effects include diarrhea that can result in kidney failure and severe dehydration, severe rash, lung inflammation and liver toxicity.

How can my patient access Gilotrif?

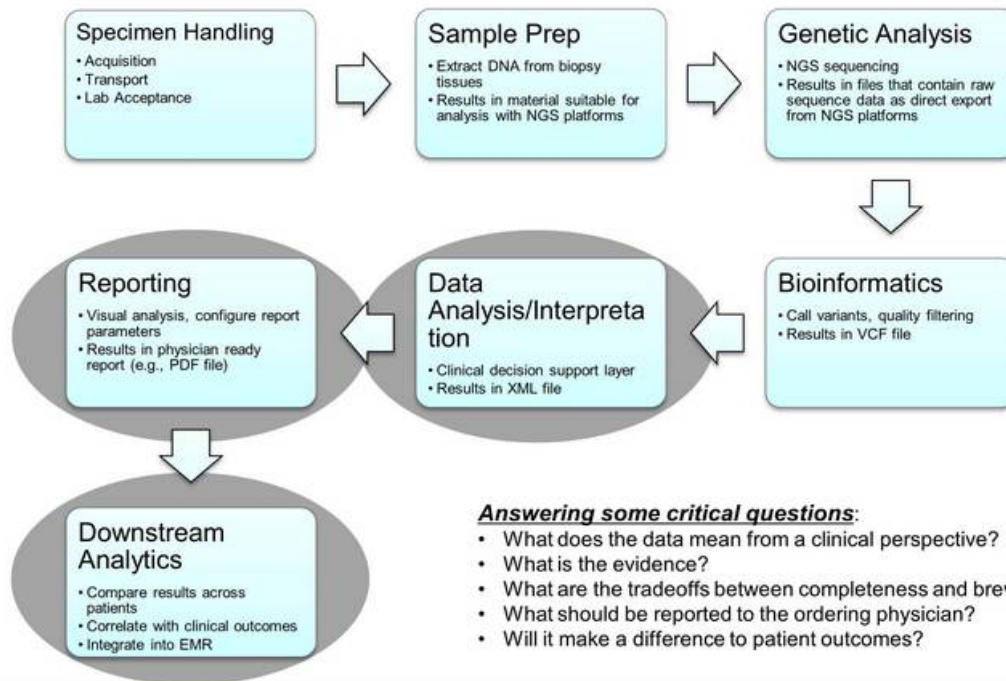
Gilotrif is approved for patients with metastatic (stage IV) NSCLC whose tumors express specific types of EGFR mutations. The EGFR Mutation Test is manufactured by Quest Diagnostics. For more information on ordering this test for your patient's tumor, visit [Quest Diagnostics](#).

Other drugs might work better than Gilotrif. Talk to your doctor about the pros and cons of each drug. Looking on the name of a trial you can learn more about it.

Summary

Name(s)	Target	Manufacturer	Status
Gilotrif, afatinib	EGFR, ERBB2	Boehringer Ingelheim	FDA approved for: Non-Small Cell Lung Cancer, EGFR exon 19 deletions, Non-Small Cell Lung Cancer, EGFR L858R

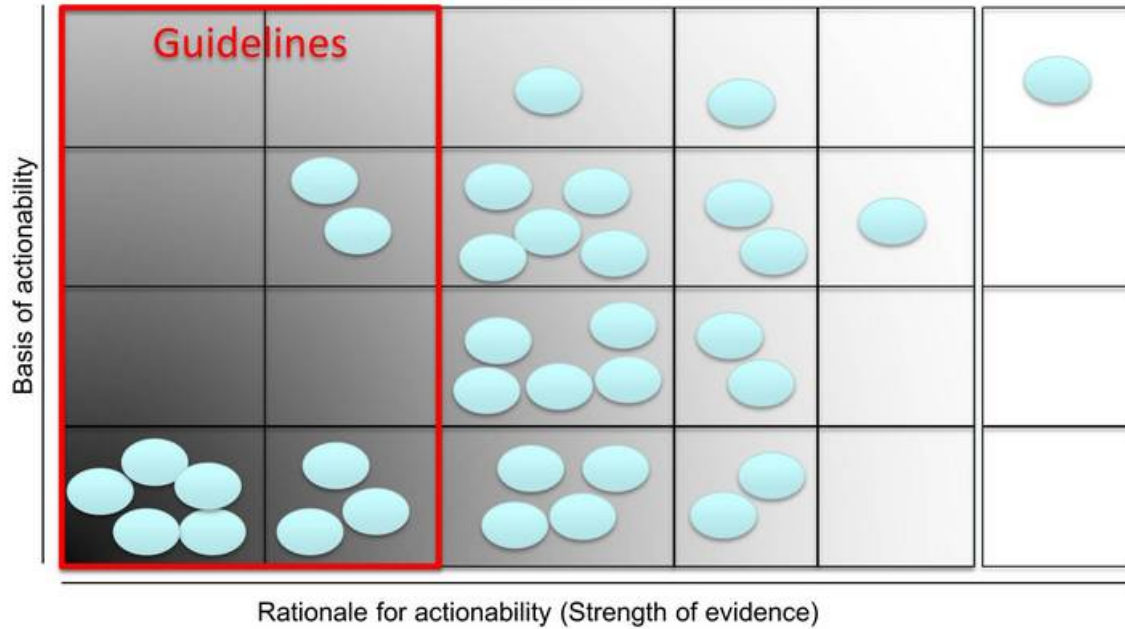
Focus on specific aspects of the clinical genetic testing workflow



Answering some critical questions:

- What does the data mean from a clinical perspective?
- What is the evidence?
- What are the tradeoffs between completeness and brevity?
- What should be reported to the ordering physician?
- Will it make a difference to patient outcomes?

Actionability framework provides insight to clinical approaches “beyond” Guidelines





Partnerships, strategic alliances, customers and sponsors

Academic Institutions

Cancer Centers

Professional Organizations

University of Chicago
Ohio State University
Jackson Laboratory
Stanford Hospitals
OncoSolutions Cancer Center (Singapore)
American Society of Clinical Oncology (ASCO)
College of American Pathologists (CAP)

Pharma / Biotech

GSK
Pfizer
Boehringer Ingelheim

Diagnostic Labs

Genomic Analysis Companies

Quest Diagnostics
Affymetrix
Life Technologies
Genoptix
Cellnetix
Cynvenio Biosystems
OncoDNA
Sengenics

Online Media

Healthcare IT

Everyday Health
Medpage Today
GeneInsight
Projects in Knowledge



Multiple revenue sources and potentials

	GVA Service to Labs	Web and Mobile Apps
Sponsorships		Pharma
License fees	Payors	Everyday Health/MPT
Ad revenue		Pharma
Customization (Fee for service)	Diagnostic companies Life Science companies	
Subscription	Academic medical centers	Physicians and patients
Per-test fees (Software-as-a-Service)	Diagnostic companies Life Science companies	
Data analytics	Pharma	Pharma



Seasoned Leadership team

Thomas Mika, MBA; Chairman, President, and CEO – Tegal, IMTEC, Cresap, National Science Foundation, HBS

George Lundberg, MD; Chief Medical Officer and Editor-in-Chief – AMA, WebMD, Medscape, Stanford (Professor, pathology), Lundberg Institute

Clifford Baron, PhD; Vice President and COO – Accelrys, Inc., Applied Biosystems, Pangea/Doubletwist, UC-Berkeley

Gavin Gordon, MBA, PhD; Vice President, Business Development and Strategic Alliances – Harvard Medical School (Professor, molecular pathology), UNC

Smruti Vidwans, PhD; Chief Scientist – McKinsey & Company (GSK, Roche as clients), MIT, UCSF

Randy Gobbel, PhD; Chief Technologist – Xerox PARC, MDL Information Systems, SRI Bioinformatics Research Group, UCSD



Paul R. Billings, MD, PhD – Author, lecturer, consultant, professor and thought leader in genomic medicine. CMO, Thermo Fisher Scientific, Member of FDA Science Board, VA Genomic Medicine Advisory Committee, IOM Genomic Medicine Roundtable; LabCorp, Trovogene, Ancestry.com, Cordblood Registry, Omicia.

James Karis – Senior Health Technology Executive. CEO of Mapi Group (CRO), CEO of Entelos, President & COO of Parexel International, COO of Pharmaco International, VP International Ops of Baxter Healthcare, founder of KMR Group Analytics.

Jeffrey Krauss – Venture Capitalist, Private Equity Investor. Managing Member of PPC Enterprises LLC, Partner of Psilos Group Managers and Nazem & Co., Attorney at Simpson, Thatcher & Bartlett.

Carl Muscari – Serial Entrepreneur. CEO of MSRC, Video Communications, Acuity Imaging, Exos, and Madison Cable, GM of Ferrofluidics.

Gilbert Bellini – Senior European Technology Executive. Director of the Global Logistics of Adixen Vacuum Products, President of Alcatel Micro Machining Systems.



CollabRx, Inc., Balance Sheet as of 3/31/14

Balance Sheet

As of March 31, 2014

Cash	\$1,430
Other current	\$871
Total current assets	\$2,301
<hr/>	
Total assets	\$4,315
<hr/>	
Current liabilities	\$368
Promisory note	\$509
Deferred tax liability	\$500
<hr/>	
Total liabilities	\$1,390
Stockholders equity	\$2,925
Liabilities and equity	\$4,315



Summary Cap Table

As of March 31, 2014

Issued and Outstanding

Preferred	-
Common	2,005,187
Total Shares Outstanding	2,005,187

Unissued

Warrants (non price-protected)	92,888
Options and RSUs	500,829
Remaining in Equity Plans	148,428
Total Unissued	742,145

Fully Diluted Shareholding	2,747,332
-----------------------------------	------------------



Approaching milestones to monitor

CollabRx achievement	What it indicates
Additional lab customers	Gaining market share
Additional Therapy Finder apps	Increasing scope of cancer coverage and additional revenue opportunities
Launch of CancerRx mobile app	Major milestone: beginning penetration of physician market and advertising revenue
Downloads of CancerRx mobile app	Increasing market share of physician users
Release of patient breast cancer Therapy Finder	Testing of patient market
Publication of peer-reviewed papers and abstracts	More validation of role of CollabRx in advancing the science



www.collabrx.com

