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

FORM 10-Q

(Mark One)

☒ **QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended June 30, 2026

OR

☐ **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the transition period from _____ to _____

Commission file number 001-39248

Starling Oncology, Inc.

(Exact name of registrant as specified in its charter)

Delaware	**84-3562323**
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
18000 Studebaker Road, Suite 800 Cerritos, California	**90703**
(Address of Principal Executive Offices)	(Zip Code)

(562) 735-3226

Registrant's telephone number, including area code

The Oncology Institute, Inc.

(Former name, former address and former fiscal year, if changed since last report)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, $0.0001 par value per share	STLN	The Nasdaq Stock Capital Market
Redeemable warrants, each whole warrant exercisable for one share of Common stock, each at an exercise price of $11.50 per share	TOIIW	The Nasdaq Stock Capital Market

Securities registered pursuant to section 12(g) of the Act: None

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports); and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of “large accelerated filer,” “accelerated filer,” “smaller reporting company” and "emerging growth company" in Rule 12b-2 of the Exchange Act.:

Large accelerated filer	☐	Accelerated filer	☒
Non-accelerated filer	☐	Smaller reporting company	☒
		Emerging growth company	☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act). Yes ☐ No ☒

As of July 30, 2026, the registrant had 101,916,115 shares of common stock outstanding.

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PART I - FINANCIAL INFORMATION

Item 1. Financial Statements

STARLING ONCOLOGY, INC.
CONDENSED CONSOLIDATED BALANCE SHEETS
(US Dollars in thousands, except share data)

	June 30, 2026 (Unaudited)	December 31, 20
Assets		
Current assets:		
Cash and cash equivalents	$ 41,094	$ 33,5
Accounts receivable, net	66,349	58,9
Other receivables	360	3
Inventories	20,011	16,8
Prepaid expenses and other current assets	1,176	2,9
Total current assets	128,990	112,7
Property and equipment, net	10,583	10,6
Operating right of use assets	21,188	22,3
Intangible assets, net	9,585	11,0
Goodwill	7,230	7,2
Other assets	657	6
Total assets	$ 178,233	$ 164,6
Liabilities and stockholders' deficit		
Current liabilities:		
Accounts payable	$ 60,279	$ 43,1
Current portion of operating lease liabilities	7,225	7,1
Accrued expenses and other current liabilities	27,435	20,6
Total current liabilities	94,939	70,9
Operating lease liabilities	17,384	19,1
Derivative warrant liabilities	89	2
Derivative liabilities	10,838	12,5
Long-term debt, net of unamortized debt issuance costs	79,867	77,4
Other non-current liabilities	30	
Total liabilities	203,147	180,3
Commitments and contingencies (Note 15)		
Stockholders' deficit:		
Common Stock, $0.0001 par value, authorized 500,000,000 shares; 102,202,753 shares issued and 100,468,979 shares outstanding at June 30, 2026 and 100,596,918 shares issued and 98,863,144 shares outstanding at December 31, 2025	10	
Series A Convertible Preferred Stock, $0.0001 par value, authorized 10,000,000 shares; 193,507 shares issued and outstanding at June 30, 2026 and December 31, 2025	—	
Additional paid-in capital	259,795	256,7
Treasury Stock at cost, 1,733,774 shares at June 30, 2026 and December 31, 2025	(1,019)	(1,0
Accumulated deficit	(283,700)	(271,4
Total stockholders' deficit	(24,914)	(15,7
Total liabilities and stockholders' deficit	$ 178,233	$ 164,6

See accompanying notes to the condensed consolidated financial statements.

STARLING ONCOLOGY, INC.
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(US Dollars in thousands, except share data)
(Unaudited)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2026	**2025**	**2026**	**2025**
Revenue				
Patient services	$ 58,827	$ 55,891	$ 117,914	$ 108,959
Specialty Pharmacy	98,608	62,573	186,149	111,866
Clinical trials & other	3,847	1,338	4,660	3,383
Total operating revenue	161,282	119,802	308,723	224,208
Operating expenses				
Direct costs – patient services	56,771	51,150	110,154	98,230
Direct costs – specialty pharmacy	77,346	51,086	148,089	90,949
Direct costs – clinical trials & other	—	65	—	279
Selling, general and administrative expense	29,943	26,907	58,155	52,283
Depreciation and amortization	1,838	1,805	3,454	3,589
Total operating expenses	165,898	131,013	319,852	245,330
Loss from operations	(4,616)	(11,211)	(11,129)	(21,122)
Other non-operating expense (income)				
Interest expense, net	1,859	1,870	3,793	7,440
Change in fair value of derivative warrant liabilities	(6)	53	(174)	96
Change in fair value of conversion option derivative liabilities	3,243	3,987	(1,753)	7,296
Other, net	77	19	(714)	771
Total other non-operating expense (income)	5,173	5,929	1,152	15,603
Loss before provision for income taxes	(9,789)	(17,140)	(12,281)	(36,725)
Income tax benefit (expense)	—	131	—	131
Net loss	$ (9,789)	$ (17,009)	$ (12,281)	$ (36,594)
Net loss attributable to common stockholders, basic and diluted	$ (8,241)	$ (13,991)	$ (10,330)	$ (30,072)
Net loss per share attributable to common stockholders:				
Basic	$ (0.08)	$ (0.15)	$ (0.10)	$ (0.35)
Diluted	$ (0.08)	$ (0.15)	$ (0.10)	$ (0.35)
Weighted-average number of shares outstanding:				
Basic	103,031,493	93,203,665	102,419,949	85,195,734
Diluted	103,031,493	93,203,665	102,419,949	85,195,734

See accompanying notes to the condensed consolidated financial statements.

STARLING ONCOLOGY, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY (DEFICIT)
(US Dollars in thousands, except share and per share data)
(Unaudited)

	Common Stock		Preferred Stock					
	Shares	Amount	Shares	Amount	Treasury Stock	Additional Paid in Capital	Accumulated Deficit	Total Stockholders' Equity (Deficit)
Balance at December 31, 2024	77,470,886	$ 8	165,045	$ —	$ (1,019)	$ 215,413	$ (210,813)	$ 3,589
Net loss	—	—	—	—	—	—	(19,585)	(19,585)
Issuance of common stock upon vesting RSUs	1,023,867	—	—	—	—	—	—	—
Issuance of common stock upon exercise of options	160,537	—	—	—	—	137	—	137
Issuance of common stock upon private placement, net	12,006,510	1	—	—	—	15,358	—	15,359
Issuance of preferred stock upon exchange of debt for equity	—	—	37,233	—	—	4,111	—	4,111
Share-based compensation expense	—	—	—	—	—	1,458	—	1,458
Balance at March 31, 2025	90,661,800	$ 9	202,278	$ —	$ (1,019)	$ 236,477	$ (230,398)	$ 5,069
Net loss	—	—	—	—	—	—	(17,009)	(17,009)
Issuance of common stock upon vesting RSUs	642,020	—	—	—	—	—	—	—
Issuance of common stock upon exercise of options	2,484,480	—	—	—	—	2,203	—	2,203
Issuance of common stock upon exercise of warrants	368,096	—	—	—	—	—	—	—
Conversion of preferred stock to common stock	857,200	—	(8,572)	—	—	—	—	—
Share-based compensation expense	—	—	—	—	—	752	—	752
Balance at June 30, 2025	95,013,596	$ 9	193,706	$ —	$ (1,019)	$ 239,432	$ (247,407)	$ (8,985)

	Common Stock		Preferred Stock					
	Shares	Amount	Shares	Amount	Treasury Stock	Additional Paid in Capital	Accumulated Deficit	Total Stockholders' Equity (Deficit)
Balance at December 31, 2025	100,596,918	$ 10	193,507	$ —	$ (1,019)	$ 256,708	$ (271,419)	$ (15,720)
Net loss	—	—	—	—	—	—	(2,492)	(2,492)
Issuance of common stock upon vesting RSUs	1,000,918	—	—	—	—	—	—	—
Issuance of common stock upon exercise of options	25,330	—	—	—	—	21	—	21
Share issuances through employee stock purchase plan	84,392	—	—	—	—	220	—	220
Share-based compensation expense	—	—	—	—	—	1,686	—	1,686
Balance at March 31, 2026	101,707,558	$ 10	193,507	$ —	$ (1,019)	$ 258,635	$ (273,911)	$ (16,285)
Net loss	—	—	—	—	—	—	(9,789)	(9,789)
Issuance of common stock upon vesting RSUs	424,388	—	—	—	—	—	—	—
Issuance of common stock upon exercise of options	70,807	—	—	—	—	90	—	90
Share-based compensation expense	—	—	—	—	—	1,070	—	1,070
Balance at June 30, 2026	102,202,753	$ 10	193,507	$ —	$ (1,019)	$ 259,795	$ (283,700)	$ (24,914)

See accompanying notes to the condensed consolidated financial statements.

STARLING ONCOLOGY, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(US Dollars in thousands)
(Unaudited)

	Six Months Ended June 30,	
	2026	**2025**
Cash flows from operating activities:		
Net loss	$ (12,281)	$ (36,594)
Adjustments to reconcile net loss to cash and cash equivalents used in operating activities:		
Depreciation and amortization	3,454	3,589
Amortization of debt issuance costs and debt discount	2,467	6,003
Write-off of assets from clinical trials segment	—	2,398
Share-based compensation	2,756	2,210
Change in fair value of liability classified warrants	(174)	96
Change in fair value of liability classified conversion option derivatives	(1,753)	7,296
Deferred taxes	—	(32)
Loss on disposal of property and equipment	28	—
Changes in operating assets and liabilities:		
Accounts receivable	(7,351)	(8,969)
Other receivables	(38)	(228)
Inventories	(3,136)	(5,747)
Prepaid expenses and other current assets	1,811	1,250
Other assets	(51)	3
Accounts payable	17,112	11,490
Change in operating leases	(492)	(120)
Accrued expenses and other current liabilities	7,353	2,262
Other non-current liabilities	20	(97)
Net cash and cash equivalents provided by (used in) operating activities	9,725	(15,190)
Cash flows from investing activities:		
Purchases of property and equipment	(1,950)	(1,536)
Proceeds from asset disposition	—	126
Net cash and cash equivalents used in investing activities	(1,950)	(1,410)
Cash flows from financing activities:		
Proceeds from private placement, net of offering costs	—	15,359
Proceeds from employee stock purchase plan	220	—
Payments made for financing of insurance payments	(560)	(456)
Principal payments on long-term debt	—	(20,000)
Principal payments on financing leases	(17)	(20)
Common stock issued for options exercised	111	2,340
Net cash and cash equivalents used in financing activities	(246)	(2,777)
Net increase (decrease) in cash and cash equivalents	7,529	(19,377)
Cash and cash equivalents at beginning of period	33,565	49,669
Cash and cash equivalents at end of period	$ 41,094	$ 30,292
Supplemental disclosure of noncash investing and financing activities:		
Right-of-use assets in connection with operating lease modifications	$ —	$ 1,253
Principal exchange of convertible note for preferred stock	$ —	$ 4,111
Purchases of property and equipment included in accounts payable	$ —	$ 528
Financed insurance premiums	$ 530	$ 540
Supplemental disclosure of cash flow information:		
Cash paid for:		
Income taxes	$ —	$ —
Interest	$ 1,756	$ 2,158

See accompanying notes to the condensed consolidated financial statements.

STARLING ONCOLOGY, INC.
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)
As of June 30, 2026 and December 31, 2025, and for the three and six months ended June 30, 2026 and 2025
(US Dollars in thousands, except share data and unless otherwise indicated)

Note 1. Description of the Business

Overview of the Business

On August 3, 2026, The Oncology Institute, Inc. changed its corporate name to "Starling Oncology, Inc." ("Starling"). Unless the context dictates otherwise, references in these notes to the financial statements, the "Company," "we," "us," "our," and similar words are references to Starling and its consolidated subsidiaries and affiliated entities, as appropriate, including its consolidated variable interest entities ("VIEs").

Through wholly-owned subsidiaries and affiliated entities, Starling operates combined community clinics and infusion suites staffed with providers who administer latest-generation cancer treatments including chemotherapy, immunotherapy, oncolytics, and radiation oncology. Additionally, Starling provides coordinated case management, drug formulary management, and fully-delegated networks of care providers, all of which we use to drive improved treatment outcomes at an affordable cost to our patients and payors. Additionally, Starling operates a specialty pharmacy that includes both in-office and mail-order dispensing for complementary oral and self-injectable medications taken by our patients concurrent with their in-office cancer therapies.

On March 31, 2025, the Company entered into a Research Services Agreement ("RSA") with Helios CR, Inc. ("Helios"), effective May 5, 2025, pursuant to which the Helios operates our Clinical Trials & other segment under a profit sharing arrangement with the Company. As part of the RSA, there is a Transition Services Agreement, pursuant to which certain administrative and professional services are provided by Helios for a certain period of time. Additionally, the Company pays a management fee to Helios on a periodic basis for certain shared services. The Company recognized a $2,398 loss due to the write-off of the segment's net assets for the year ended December 31, 2025.

The Company has 125 oncologists and mid-level professionals across 65 clinics located within five states: California, Florida, Arizona, Oregon and Nevada. Starling Oncology CA, a Professional Corporation ("Starling CA"), one of the Starling professional corporations (each a "Starling PC"), is comprised of the clinics located in California, Nevada, and Arizona. The Company has contractual relationships with multiple payors, serving Medicare, including Medicare Advantage, Medi-Cal, and commercial patients.

Note 2. Summary of Significant Accounting Policies

Unaudited Interim Financial Information

The accompanying interim condensed consolidated financial statements are unaudited and have been prepared in accordance with Article 10 of Regulation S-X issued by the U.S. Securities and Exchange Commission ("SEC"). Accordingly, they do not include all of the information and note disclosures required by U.S. generally accepted accounting principles ("GAAP") for complete consolidated financial statements. However, the Company believes that the disclosures are adequate to ensure the information is not misleading. In the opinion of management, all adjustments (of normal and recurring nature) considered necessary for fair presentation have been reflected in these interim statements. As such, the information included in the accompanying unaudited interim condensed consolidated financial statements should be read in conjunction with the Company's audited consolidated financial statements and notes as of and for the year ended December 31, 2025, issued on March 12, 2026 in the Company's Annual Report on Form 10-K. The financial results included in this Form 10-Q are not necessarily indicative of annual year-end financial results.

Principles of Consolidation

The accompanying condensed consolidated financial statements include the accounts of Starling, its subsidiaries, all of which are controlled by Starling through majority voting control, and variable interest entities ("VIEs") for which Starling is the primary beneficiary. The Company consolidates entities in which it has a controlling financial interest based on either the variable interest entity or voting interest model. All significant intercompany balances and transactions have been eliminated in consolidation.

Variable Interest Entities

The Company consolidates entities for which it has a variable interest and is determined to be the primary beneficiary. Revenues, expenses, and net income (loss) from these subsidiaries are included in the consolidated amounts as presented on the Condensed Consolidated Statements of Operations.

The Company holds, as a result of entering into master services agreements ("MSAs"), variable interests in Starling PCs, which it cannot legally own. As of June 30, 2026, Starling held variable interests in Starling CA, Starling Oncology FL, LLC, a Professional Corporation ("Starling FL"), Starling Oncology OR, a Professional Corporation ("Starling OR"), and Starling Oncology TX, a Professional Corporation ("Starling TX"), all of which are VIEs. The Company is the primary beneficiary of the Starling PCs and thus, consolidates the Starling PCs in its financial statements. As discussed in Note 16, the noncontrolling shareholders hold nominal interests in the VIEs and do not participate in the income or loss of the VIEs.

Liquidity

The accompanying financial statements have been prepared on a going concern basis of accounting, which contemplates continuity of operations, realization of assets and liabilities and commitments in the normal course of business. In connection with the preparation of the condensed consolidated financial statements as of June 30, 2026, the Company conducted an evaluation as to whether there were conditions and events, considered in the aggregate, which raised substantial doubt as to its ability to continue as a going concern within one year after the date of the issuance of such financial statements. The Company had cash and cash equivalents of $41,094 and an accumulated deficit of $283,700 at June 30, 2026, and a net loss of $12,281 and net cash provided by operations of $9,725 for the six months ended June 30, 2026.

The Company has concluded that it will have sufficient liquidity to fund its operations for at least one year from the date these consolidated financial statements are issued. Although the Company currently expects its sources of capital to be sufficient to meet its near-term liquidity needs, there can be no assurance that such sources will be sufficient to satisfy its liquidity requirements in the future. If the Company cannot generate or obtain needed funds, it might be forced to make substantial reductions in its operating and capital expenses or pursue restructuring plans, which could adversely affect its business operations and ability to execute its current business strategy.

Segment Reporting

The Company presents the financial statements by segment in accordance with ASC Topic No. 280, *Segment Reporting* (“ASC 280”) to provide investors with transparency into how the chief operating decision maker (“CODM”) manages the business. The Company determined the CODM is its Chief Executive Officer. The CODM reviews financial information and allocates resources across three operating segments: patient services, specialty pharmacy, and clinical trials & other. Each of the operating segments is also a reporting segment as described further in Note 19.

Use of Estimates

The preparation of the consolidated financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could materially differ from those estimates under different assumptions or conditions. Significant items subject to such estimates and assumptions include judgments related to fee-for-service ("FFS") revenue recognition, estimated FFS accounts receivable and the allowance for credit losses, useful lives and recoverability of long-lived assets, recoverability of goodwill, fair value of share-based compensation, fair value of liability classified instruments, and judgments related to deferred income taxes.

Net Loss Per Share

Basic and diluted net loss per share attributable to common stockholders is presented in conformity with the two-class method required for participating securities. The Company's Series A Convertible Preferred Stock is classified as a participating security in accordance with ASC 260. Under the two-class method, basic and diluted net loss per share attributable to common stockholders is computed by dividing the basic and diluted net loss attributable to common stockholders by the basic and diluted weighted-average number of shares of common stock outstanding during the period. Diluted net income per share attributable to common stockholders adjusts basic net income per share for the potentially dilutive impact of stock options, restricted stock units ("RSUs"), Medical RSUs (defined in Note 14), public warrants, private placement warrants, common warrants, pre-funded warrants, and Senior Secured Convertible Notes (defined in Note 11).

The treasury stock method is used to calculate the potentially dilutive effect of stock options, RSUs, public warrants, and private placement warrants. The if-converted method is used to calculate the potentially dilutive effect of the Senior Secured

Notes. In both methods, diluted net income (loss) attributable to common stockholders and diluted weighted-average shares outstanding are adjusted to account for the impact of the assumed issuance of potential shares of common stock that are dilutive, subject to dilution sequencing rules. For the periods presented, the public and private placement warrants are out of the money; therefore, the public and private placement warrants are anti-dilutive and excluded from diluted net loss per share.

Fair Value Measurements

The Company accounts for fair value measurements under ASC Topic No. 820, *Fair Value Measurements* ("ASC 820"). The Company uses valuation approaches that maximize the use of observable inputs and minimize the use of unobservable inputs to the extent possible. The Company determines fair value based on assumptions that market participants would use in pricing an asset or liability in the principal or most advantageous market. When considering market participant assumptions in fair value measurements, the following fair value hierarchy distinguishes between observable and unobservable inputs, which are categorized in one of the following levels (see Note 7 for further discussion):

Level 1 inputs: Unadjusted quoted prices in active markets for identical assets or liabilities accessible to the reporting entity at the measurement date.

Level 2 inputs: Other than quoted prices included in Level 1 inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the asset or liability.

Level 3 inputs: Unobservable inputs for the asset or liability used to measure fair value to the extent that observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset or liability at measurement date.

The Company's fair value measurement for cash and cash equivalents, accounts receivable, other receivables, and accounts payable approximates fair value because of the short maturity and high liquidity of these instruments. Fair value measurement of investment securities available for sale is based upon quoted prices from active markets, if available (Level 1). If quoted prices are not available, fair values are measured using independent pricing models or other model-based valuation methodologies. Level 2 investment securities include money market securities purchased in the secondary market that use pricing inputs other than quoted prices in active markets and fair value is determined using pricing models or other valuation methodologies such as broker price indications, which are based on quoted prices for identical or similar notes, which are Level 2 input measures. Contingent considerations are valued using a present value factor using credit rating yields which are considered to be a Level 3 fair value measurement. Fair value measurements used for the goodwill and intangible assets are based on the discounted cash flow method within the income approach and guideline public company method to value the reporting units, which is considered to be a Level 3 fair value measurement. The unobservable inputs utilized in determining the fair value of goodwill based on the income approach primarily include estimated future cash flows, discounted at a rate that approximates the cost of capital of a market participant. Inputs used to calculate the fair value based on the market approach include the revenue and EBITDA multiples based on guidelines for similar publicly traded companies and recent transactions. Fair value measurements of derivative warrants liability are based on the Black-Scholes Model, which is considered to be Level 3 fair value measurements. The primary unobservable input utilized in determining the fair value of the derivative warrants is the expected volatility of the common stock. Fair value measurements of the convertible note warrant and conversion option derivative liabilities are based on the Black-Derman-Toy model implemented in the Binomial Lattice and Black-Scholes Models, which are considered to be Level 3 fair value measurements. The primary unobservable input utilized in determining the fair value of the convertible note warrant and conversion option derivative liabilities is the expected volatility of the common stock. The senior secured convertible note, which is carried at amortized cost, is considered to be a Level 2 fair value measurement due to observable inputs, such as the term matched risk-free rate and the credit spread, which is used to calculate the discount rate as of the valuation date.

Cash and Cash Equivalents

Cash primarily consists of deposits with banking institutions. The Company considers all highly liquid investments that are both readily convertible into cash and mature within three months from the date of purchase to be cash equivalents.

Accounts Receivable and Allowance for Credit Losses

The Company's accounts receivables are recorded and stated at the amount expected to be collected determined by each payor, net of an allowance for credit losses, under ASC Topic No. 310, *Receivables* ("ASC 310"). In accordance with ASC Topic No. 326, *Financial Instruments — Credit Losses* ("ASC 326"), the Company recognizes credit losses based on a forward-looking current expected credit losses ("CECL") model. The Company segregates accounts receivables into portfolio segments based on shared risk characteristics, such as line of business and payor type, for evaluation of expected credit losses. The Company makes estimates of expected credit losses based upon its assessment of various factors, including the age of accounts

receivable balances, default-based statistics, current economic conditions, reasonable and supportable forecasts of future economic conditions, and other factors that may affect its ability to collect from customers. The allowance for credit losses is developed using a loss rate method and is recognized in the Condensed Consolidated Statement of Operations. The uncollectible accounts receivables are written off on a quarterly basis in the period when collection activities cease due to a final determination that all or a portion of the balance is no longer collectible and if there is no pending litigation activity related to the receivable. There was no allowance for credit losses recorded as of June 30, 2026 and December 31, 2025.

Goodwill

The Company accounts for goodwill under Accounting Standards Codification Topic No. 350, Intangibles - *Goodwill and Other* (“ASC 350”). Goodwill represents the excess of the aggregate purchase price paid over the fair value of the net assets acquired in the Company's business combinations.

Goodwill is not amortized but is required to be evaluated for impairment at least annually or whenever events or changes in circumstances indicate that the carrying value may not be recoverable. The Company performs its annual testing of impairment for goodwill in the fourth quarter of each year. When impairment indicators are identified, the Company compares the reporting unit’s fair value to its carrying amount, including goodwill. An impairment loss is recognized as the difference, if any, between the reporting unit’s carrying amount and its fair value to the extent the difference does not exceed the total amount of goodwill allocated to the reporting unit.

The Company performed a qualitative assessment as of June 30, 2026 and determined it was not necessary to perform the two-step quantitative analysis. The Company determined there was no impairment for the three months ended June 30, 2026.

Debt

The Company accounts for debt net of debt issuance costs and debt discount. Debt issuance costs and debt discount are capitalized, netted against the related debt for presentation purposes, and amortized to interest expense over the terms of the related debt using the effective interest method.

The Company accounts for bifurcated, debt-classified embedded features separately as derivative liabilities pursuant to ASC Topic No. 815, *Derivatives and Hedging* ("ASC 815"). Bifurcated, debt-classified embedded features are recorded at fair value on the Company's balance sheet with subsequent changes in fair value recorded in the Condensed Consolidated Statement of Operations each reporting period.

Investments in Marketable Securities

The Company's investments in marketable securities are classified as available-for-sale and are carried at fair value. The Company accounts for its investment securities available for sale using the fair value election pursuant to ASC 825, *Financial Instruments* ("ASC 825"), where changes in fair value are recorded in unrealized gains (losses), net on the Company's Condensed Consolidated Statements of Operations. The Company determines the appropriate classification of these investments at the time of purchase and reevaluates such designation at each balance sheet date. The Company’s marketable securities are classified as current assets if the maturity date is less than one year from the balance sheet date.

Interest income and accretion on marketable securities are included in interest income in the Consolidated Statements of Operations. Realized gains and losses on sales of securities, and other-than-temporary declines in the fair value of marketable securities, if any, are included as a component of other income (expense), net in the Condensed Consolidated Statements of Operations. The cost of securities sold is based on the First In, First Out method.

At each reporting period, the Company evaluates available-for-sale marketable securities, to the extent the fair value option is not elected, for any credit-related impairment when the fair value of the investment is less than its amortized cost. If the Company determines that the decline in fair value is below the carrying value and this decline is other-than-temporary, credit-related impairment is recognized in the Consolidated Statement of Operations in accordance with ASC 320, *Debt Securities*.

Comprehensive Loss

Comprehensive loss includes net loss to common stockholders as well as other changes in equity that result from transactions and economic events other than those with stockholders. There was no difference between comprehensive loss and net loss to common stockholders for the periods presented.

Recently Issued and Adopted Accounting Standards

In December 2023, the FASB issued ASU 2023-09*, Income Taxes (Topic 740): Improvement to Income Tax Disclosures ("ASU 2023-09")*. The new standard requires a public business entity (PBE) to disclose, on an annual basis, a tabular rate reconciliation using both percentages and currency amounts, broken out into specified categories with certain reconciling items further broken out by nature and jurisdiction to the extent those items exceed a specified threshold. In addition, all entities are required to disclose income taxes paid, net of refunds received disaggregated by federal, state/local, and foreign and by jurisdiction if the amount is at least 5% of total income tax payments, net of refunds received. For PBEs, the new standard is effective for annual periods beginning after December 15, 2024, with early adoption permitted. An entity may apply the amendments in this ASU prospectively by providing the revised disclosures for the year ending December 31, 2025 and continuing to provide the pre-ASU disclosures for the prior periods, or may apply the amendments retrospectively by providing the revised disclosures for all periods presented. The Company adopted ASU 2023-09 as of December 31, 2025. The adoption did not have a material impact on the Company's financial statements.

In November 2024, the FASB issued ASU 2024-03, *"Income Statement - Reporting Comprehensive Income - Expense Disaggregation Disclosures (Subtopic 220-40)*." ASU 2024-03 does not change the expense captions an entity presents on the face of the income statement; rather it requires disaggregation of certain expense captions into specified categories in disclosures within the footnotes to the financial statements. ASU 2024-03 requires footnote disclosure about specific expenses to disaggregate, in a tabular presentation, each relevant expense caption on the face of the income statement that includes any of the following natural expenses: (1) purchases of inventory, (2) employee compensation, (3) depreciation, (4) intangible asset amortization and (5) depreciation, depletion and amortization recognized as part of oil- and gas-production activities or other types of depletion expenses. The tabular disclosure would also include certain other expenses, when applicable. ASU 2024-03 does not change or remove existing expense disclosure requirements; however, it may affect where that information appears in the footnotes to the financial statements. ASU 2024-03 is effective for annual periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027. The requirements will be applied prospectively with the option for retrospective application. Early adoption is permitted. The Company will adopt ASU 2024-03 at the beginning of fiscal year 2027. The Company is currently evaluating the disclosure requirements and its effect on the Consolidated Financial Statements

Note 3. Significant Risks and Uncertainties Including Business and Credit Concentrations

Credit Risk

Financial instruments that potentially subject the Company to concentrations of credit risk consist primarily of cash, accounts receivable, and investment securities.

Cash accounts in a financial institution may, at times, exceed the Federal Deposit Insurance Corporation coverage of $250 per account ownership category. The Company has not experienced losses on these accounts, and management believes the Company is not exposed to significant risks on such accounts.

The Company's accounts receivable has implicit collection risk. The Company grants credit without collateral to its patients, most of whom are local residents and are insured under third-party payor agreements. The Company believes this risk is partially mitigated by the Company's establishment of long-term agreements and relationships with third-party payors that provide the Company with insight into historic collectability and improve the collections process.

Revenue Concentration Risk

The concentration of net revenue on a percentage basis for major payors for the three and six months ended June 30, 2026 and 2025 are as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2026	2025	2026	2025
Percentage of Patient Services Net Revenue:				
Payor A	12 %	13 %	12 %	14 %
Payor C	13 %	N/A	11 %	N/A

The concentration of gross receivables on a percentage basis for major payors at June 30, 2026 and December 31, 2025 are as follows:

	June 30, 2026	December 31, 2025
Percentage of Gross Receivables of Patient Services Revenue:		
Payor B	10 %	10 %

All of the Company's revenue is generated from customers located in the United States.

Vendor Concentration Risk

The concentration of cost of sales (drug procurement) on a percentage basis for major vendors for the three and six months ended June 30, 2026 and 2025 are as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2026	2025	2026	2025
Percentage of Direct Costs:				
Vendor A	91 %	100 %	92 %	100 %

The concentration of gross payables on a percentage basis for major payors at June 30, 2026 and December 31, 2025 are as follows:

	June 30, 2026	December 31, 2025
Percentage of Gross Payables:		
Vendor A	80 %	77 %
Vendor B	14 %	N/A

Note 4. Accounts Receivable

The Company's accounts receivable consists primarily of amounts due from third-party payors and patients. See Note 2 for a summary of the Company's policies relating to accounts receivable and allowance for credit losses.

Accounts Receivable as of June 30, 2026 and December 31, 2025 consist of the following:

(in thousands)	June 30, 2026	December 31, 2025
Oral drug accounts receivable (Specialty Pharmacy)	$ 18,564	$ 7,457
Capitated accounts receivable (Patient Services)	1,937	3,213
FFS accounts receivable, net (Patient Services)	29,385	35,376
Other trade receivables	16,463	12,952
Total	$ 66,349	$ 58,998

There was no allowance for credit losses as of June 30, 2026 and December 31, 2025.

As of January 1, 2025, the accounts receivable balance amounted to $48,335.

During the three and six months ended June 30, 2026 and 2025, the Company had no net bad debt recoveries and bad debt expense. Credit losses are a result of accounts receivable on completed contracts that were deemed uncollectible during the period.

Note 5. Revenue

The Company recognizes revenue in accordance with ASC 606 on the basis of its satisfaction of outstanding performance obligations. The Company typically fulfills its performance obligations over time, either over the course of a single treatment (fee-for-service or "FFS"), a month (capitation), or a number of months (clinical research). The Company also has revenue that is satisfied at a point in time (specialty pharmacy).

Disaggregation of Revenue

The Company categorizes revenue based on various factors such as the nature of contracts, payors, order to billing arrangements, and cash flows received by the Company, as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
(in thousands)	2026	2025	2026	2025
Patient services				
Capitated revenue	$ 27,974	$ 18,843	$ 54,905	$ 36,338
FFS revenue	30,853	37,048	63,009	72,621
Subtotal	58,827	55,891	117,914	108,959
Specialty pharmacy revenue	98,608	62,573	186,149	111,866
Clinical research trials and other revenue	3,847	1,338	4,660	3,383
Total	$ 161,282	$ 119,802	$ 308,723	$ 224,208

Refer to Note 19 for Segment Reporting for disaggregation of revenue by reporting segment.

Contract Asset and Liabilities

Under ASC 606, contract assets represent rights to payment for performance contingent on something other than the passage of time and accounts receivable are rights to payment for performance without contingencies. The Company does not have any contract assets as of June 30, 2026, January 1, 2025, and December 31, 2025. Refer to Note 4 for accounts receivable as of June 30, 2026 and December 31, 2025.

Contract liabilities represent cash that has been received for contracts, but for which performance is still unsatisfied. As of January 1, 2025, December 31, 2025, and June 30, 2026, the contract liabilities amounted to $0. During the three month periods ended June 30, 2026 and 2025, the Company recognized no revenue related to deferred capitation revenue received (contract liability) as of the beginning of each respective period.

Remaining Unsatisfied Performance Obligations

The accounting terms for the Company's patient services and specialty pharmacy contracts do not extend past a year in duration. Additionally, the Company applies the 'as invoiced' practical expedient to its clinical research contracts.

Note 6. Inventories

The Company purchases intravenous chemotherapy drugs and oral prescription drugs from various suppliers, however substantially from one supplier.

The Company's inventories as of June 30, 2026 and December 31, 2025 were as follows:

(in thousands)	June 30, 2026	December 31, 2025
Oral drug inventory	$ 11,027	$ 8,796
IV drug inventory	8,984	8,079
Total	$ 20,011	$ 16,875

Note 7. Marketable Securities and Fair Value Measurements

Marketable Securities

The Company accounted for its investment securities as available for sale using the fair value election pursuant to ASC 825, where changes in fair value are recorded in Other, net non-operating income (expense) on the Company's Condensed Consolidated Statements of Operations. The Company's investments in cash equivalents at June 30, 2026 and December 31, 2025 is as follows:

	June 30, 2026			
(in thousands)	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
Cash equivalents:				
Money Market Fund	$ 39,081	$ —	$ —	$ 39,081

	December 31, 2025			
(in thousands)	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
Cash equivalents:				
Money Market Fund	$ 27,230	$ —	$ —	$ 27,230

The contractual maturities of the Company's investments in cash equivalents as of June 30, 2026 and December 31, 2025 is as follows:

June 30, 2026 *(in thousands)*	Due in One Year or Less	Due After One Year through Five Years	Due After Five Years	Total
Cash equivalents:				
Money Market Fund	$ 39,081	$ —	$ —	$ 39,081

December 31, 2025 *(in thousands)*	Due in One Year or Less	Due After One Year through Five Years	Due After Five Years	Total
Cash equivalents:				
Money Market Fund	$ 27,230	$ —	$ —	$ 27,230

Accrued interest receivable on cash equivalents was $82 and $53 at June 30, 2026 and December 31, 2025, respectively, and is included within other receivables in the Condensed Consolidated Balance Sheets.

Fair Value Measurements

The following table presents the carrying amounts of the Company's recurring and non-recurring fair value measurements at June 30, 2026 and December 31, 2025:

	June 30, 2026			
(in thousands)	**Total**	**Level 1**	**Level 2**	**Level 3**
Financial assets:				
Cash equivalents	$ 39,081	$ —	$ 39,081	—
Financial liabilities:				
Derivative warrant liabilities	$ 89	$ —	$ 89	$ —
Optional redemption derivative liabilities	10,838	—	—	10,838

	December 31, 2025			
(in thousands)	**Total**	**Level 1**	**Level 2**	**Level 3**
Financial assets:				
Cash equivalents	$ 27,230	$ —	$ 27,230	$ —
Financial liabilities:				
Derivative warrant liabilities	$ 264	$ —	$ 264	$ —
Conversion option derivative liabilities	12,591	—	—	12,591

There were no transfers between levels for the six months ended June 30, 2026 and twelve months ended December 31, 2025.

The Company measures its investments (including cash equivalents, marketable securities, and non-current investments) at fair value on a recurring basis and classifies those instruments within Level 2 of the fair value hierarchy. Investment securities, including U.S. Treasury Bills purchased in the secondary market and U.S. Treasury bonds, are classified within Level 2 of the fair value hierarchy because pricing inputs are other than quoted prices in active markets, which are either directly or indirectly observable as of the reporting date, and fair value is determined using models or other valuation methodologies.

The Company measures its private derivative warrants on a recurring basis and classifies those instruments within Level 2 of the fair value hierarchy because the valuation is based on the observable input of a similar instrument. The Company measures its convertible note warrant derivative liability, optional redemption derivative liability and conversion option derivative liability on a recurring basis and classifies those instruments within level 3 of the fair value hierarchy because unobservable inputs are used to measure fair value. See Note 2 for a summary of the Company's policies relating to fair value measurements, and Note 11 for more detail on the convertible note warrant, optional redemption, and conversion option derivative liabilities.

The following table presents information about the Company's Level 3 financial liabilities that are measured at fair value on a recurring basis at June 30, 2026:

(in thousands)	**Derivative Liabilities**
Balance at December 31, 2024	$ 385
Decrease in fair value included in other expense	12,206
Balance at December 31, 2025	$ 12,591
Change in fair value included in other expense	(1,753)
Balance at June 30, 2026	$ 10,838

As of June 30, 2026 and December 31, 2025, the optional redemption and conversion option derivative were valued using a Black-Scholes, which is considered to be a Level 3 fair value measurement. A summary of the level 3 fair value measurements inputs used in the valuations is as follows:

	June 30, 2026
	Optional Redemption Derivative Liability
Unit price	$ 5.43
Term (in years)	1.11
Volatility	80.00 %
Risk-free rate	3.94 %
Dividend yield	—
Cost of equity	—

	December 31, 2025
	Conversion Option Derivative Liability
Unit price	$ 3.56
Term (in years)	1.61
Volatility	114.00 %
Risk-free rate	3.45 %
Dividend yield	—
Cost of equity	—

Uncertainty of Fair Value Measurement from Use of Significant Unobservable Inputs

The inputs to estimate the fair value of the Company's conversion option and optional redemption derivative liabilities were the market price of the Company's common stock, their remaining expected term, the volatility of the Company's common stock price and the risk-free interest rate over the expected term. Significant changes in any of those inputs in isolation can result in a significant change in the fair value measurement.

Generally, an increase in the market price of the Company's shares of common stock, an increase in the volatility of the Company's shares of common stock, and an increase in the remaining term of the derivative liabilities would each result in a directionally similar change in the estimated fair value of the Company's derivative liabilities. Such changes would increase the associated liability while decreases in these assumptions would decrease the associated liability. An increase in the risk-free interest rate would result in a decrease in the estimated fair value measurement and thus a decrease in the associated liability. The Company has not, and does not plan to, declare dividends on its common stock and, as such, there is no change in the estimated fair value of the derivative warrant liabilities due to the dividend assumption.

Note 8. Property and Equipment, Net

Property and equipment, net, consist of the following:

(in thousands)	Useful lives	June 30, 2026	December 31, 2025
Computers and software	60 months	$ 6,317	$ 5,106
Office furniture	84 months	813	812
Leasehold improvements	Shorter of lease term or estimated useful life	13,252	12,849
Medical equipment	60 months	2,339	1,497
Construction in progress		556	1,137
Finance lease ROU assets	Shorter of lease term or estimated useful life	170	209
Less: accumulated depreciation		(12,864)	(10,926)
Total property and equipment, net		$ 10,583	$ 10,684

Depreciation expense for the three months ended June 30, 2026 and 2025 was $1,122 and $1,032, respectively. Depreciation expense for the six months ended June 30, 2026 and 2025 was $2,023 and $2,042, respectively.

Note 9. Accrued Expenses and Other Current Liabilities

Accrued expenses and other current liabilities as of June 30, 2026 and December 31, 2025 consist of the following:

(in thousands)	June 30, 2026	December 31, 2025
Compensation, including bonuses, fringe benefits, and payroll taxes	$ 5,613	$ 7,093
Accrued insurance reserve	2,158	2,282
Directors and officers insurance premiums	270	794
Deferred acquisition and contingent consideration	125	125
Accrued interest	868	878
Repayments on advances	220	1,630
Accrued capitated leakage	8,802	1,681
Accrued sub-capitation	3,135	1,851
Other liabilities	6,244	4,305
Total accrued expenses and other current liabilities	$ 27,435	$ 20,639

The Company has agreed to indemnify members of the Board and certain officers if they are named or threatened to be named as a party to any proceeding by reason of the fact that they acted in such capacity. The Company entered into a $964 financing arrangement beginning November 2025 with a maturity date of September 2026 at 7.49% annual interest rate to pay 11 monthly principal payments of approximately $80 to $90 in premiums for directors' and officers' ("D&O") insurance coverage through September 2026 to protect against such losses. The principal outstanding balance was $270 and $794 as of June 30, 2026 and December 31, 2025, respectively.

Note 10. Leases

The Company leases clinics, office buildings, and certain equipment under noncancellable financing and operating lease agreements that expire at various dates through June 2033.

The initial terms of operating leases range from 1 to 10 years and certain leases provide for free rent periods, periodic rent increases, and renewal options. Monthly payments for these leases range from $2 to $64. All lease agreements generally require the Company to pay maintenance, repairs, property taxes, and insurance costs, which are generally variable amounts based on actual costs incurred during each applicable period.

The Company has determined that periods covered by options to extend the Company's leases are excluded from the lease terms as it is not reasonably certain the Company will exercise such options.

Lease Expense

The components of lease expense were as follows for the three and six months ended June 30, 2026 and 2025:

	Three Months Ended June 30,		Six Months Ended June 30,	
(in thousands)	**2026**	**2025**	**2026**	**2025**
Operating lease costs:	$ 2,020	$ 2,172	$ 4,059	$ 4,440
Finance lease costs:				
Amortization of ROU asset	$ 9	$ 9	$ 17	$ 19
Interest expense	$ 1	$ 1	$ 2	$ 3
Other lease costs:				
Short-term lease costs	$ —	$ 3	$ 2	$ 6
Variable lease costs	$ 648	$ 532	$ 1,157	$ 1,014

Operating and other lease costs are presented as part of selling, general, and administrative expenses. The components of finance lease costs appear in depreciation and amortization and interest expense.

Maturity of Lease Liabilities

The aggregate future lease payments for the Company's leases in years subsequent to June 30, 2026 are as follows:

(in thousands)	Operating Leases	Finance Leases
2026 (remaining six months)	$ 4,445	$ 19
2027	7,954	29
2028	6,232	—
2029	4,734	—
2030	2,891	—
Thereafter	1,987	—
Total future lease payment	$ 28,243	$ 48
Less: amount representing interest	(3,634)	(1)
Present value of future lease payment (lease liabilities)	$ 24,609	$ 47
Reported as:		
Lease liabilities, current	$ 7,225	$ 37
Lease liabilities, noncurrent	17,384	10
Total lease liabilities	$ 24,609	$ 47

Lease Term and Discount Rate

The following table provides the weighted average remaining lease terms and weighted average discount rates for the Company's leases as of June 30, 2026 and 2025:

	June 30, 2026	June 30, 2025
Weighted-average remaining lease term (in years)		
Operating	3.87	4.35
Finance	1.21	2.21
Weighted-average discount rate		
Operating	6.90%	6.70%
Finance	6.73%	6.71%

Supplemental Cash Flow Information

The following table provides certain cash flow and supplemental noncash information related to the Company's lease liabilities for the three months ended June 30, 2026 and 2025.

(in thousands)	Six Months Ended June 30, 2026	Six Months Ended June 30, 2025
Supplemental cash flow information		
Cash paid for amounts included in the measurement of lease liabilities:		
Operating cash payment for operating leases	$ 4,448	$ 4,419
Financing cash payments for finance leases	20	22
Lease liabilities arising from obtaining right-of-use assets:		
Operating leases	$ 2,090	$ 1,253

Lease Modifications

During the six months ended June 30, 2026, the Company extended its lease terms for four clinics in Florida and two clinic in California. These extensions constitute lease modifications that qualify as a change of accounting for the original leases and not separate contracts. Accordingly, for the six months ended June 30, 2026, the Company recognized the difference of $1,342 as an increase to the operating lease liability and to the operating lease right-of-use asset.

Note 11. Debt

Senior Secured Convertible Note

On August 9, 2022, Starling entered into a Facility Agreement (the “Facility Agreement”) with certain lenders (“Lenders”) and Deerfield Partners L.P. (“Agent”), pursuant to which, Starling obtained cash loans from the Lenders in the amount of $110,000, in exchange for which, Starling issued to each Lender a secured convertible promissory note (each, a“Senior Secured Convertible Note”), payable to such Lenders in an amount equal to the unpaid principal amount of loans held by such Lender.

The Senior Secured Convertible Notes mature on August 9, 2027 (the “Maturity Date”) and bear interest at the rate of 4.00% per annum from August 9, 2022, on the outstanding principal amount, any overdue interest and any other amounts and obligations. Starting on October 1, 2022, the interest is paid in cash quarterly in arrears. In case of any prepayment, repayment or redemption of the Senior Secured Convertible Notes, the Company is obligated to pay any accrued and unpaid interest on the principal, along with a make whole amount and an exit fee.

The Facility Agreement requires the Company to meet certain operational and reporting requirements, including, but not limited to, customary regulatory, financial reporting, and disclosure requirements. Additionally, limitations are placed on the Company's ability to merge with other companies and enter into other debt arrangements and permitted investments are limited to amounts specified in the Facility Agreement. The Facility Agreement also provides certain restrictions on dividend payments and equity transactions and requires the Company to make prepayments under specified circumstances. Financial covenants in the Facility Agreement require the Company to maintain minimum net quarterly revenues of $100,000 during fiscal year 2026 and thereafter. Additionally, the Company entered into a registration rights agreement with the parties to the Facility Agreement that requires the Company for the resales by the Lenders of shares of common stock issued or issuable upon conversion or exercise of the Senior Secured Convertible Notes or the warrants issuable under the Facility Agreement and calls certain penalties for failure to maintain the effectiveness of the registration statement.

On February 26, 2025, the Company, the Lenders, and the Agent, entered into the Limited Consent and Amendment No. 1 to Facility Agreement (the “Consent and Amendment”), which amended the Facility Agreement, dated as of August 9, 2022. The Consent and Amendment, among other things, provided for (i) Lenders’ consents to the waiver of certain restrictions imposed by the Facility Agreement regarding the issuance and sale of the Company’s equity and equity-linked securities, (ii) the removal of a financial covenant that required the Company to hold at least $40,000 of cash or cash equivalents in accounts that were subject to control agreements in favor of the Agent, (iii) amendment and restatement of the Company’s financial reporting covenant under the Facility Agreement in its entirety, and (iv) granting participation rights permitting the Lenders to purchase common stock and/or warrants exercisable for common stock in up to two equity offerings that occurred by no later than February 26, 2026 (“Participation Rights”). The Consent and Amendment was accounted for as a debt modification in accordance with ASC 470.

In connection with the Consent and Amendment, the Company executed the Optional Redemption feature (as described below) and made a partial prepayment of the Senior Secured Convertible Notes issued pursuant to the Facility Agreement in an

aggregate principal amount of approximately $20,000 together with accrued and unpaid interest thereon. As part of the prepayment, the Lenders also waived any and all make whole amounts that would otherwise be due and owing thereto under the Facility Documents in respect of the prepayment. As a result of the prepayment, the Company recognized a loss on extinguishment of debt within interest expense of $2,900 during the quarter ended March 31, 2025, which consisted of a proportionate write-off of unamortized financing costs related to the Facility Agreement.

Additionally, on March 24, 2025, in connection with the Private Placement (described in Note 13. Stockholders' Equity) certain Lenders exercised participation rights and entered into an exchange agreement pursuant to which such Lenders agreed to exchange approximately $4,100 aggregate principal amount of the Senior Secured Convertible Notes for 37,232.83 shares of common-equivalent Preferred Stock (convertible into 3,723,283 shares of Common Stock) and warrants to purchase 1,861,642 shares of Common Stock at the same prices being paid by the investors in the Private Placement. The fair value of the common-equivalent Preferred Stock and warrants issued was $4,100. The exchange was accounted for as a partial debt extinguishment under ASC 470. As a result, the Company recognized a loss on extinguishment of debt within interest expense of $600 during the three months ended March 31, 2025, which consisted of a proportionate write-off of unamortized financing costs related to the Facility Agreement.
The Company was in compliance with the covenants of the Facility Agreement (as amended) as of June 30, 2026.

On July 1, 2026, the Company repaid approximately $86 million aggregate principal amount of the Senior Secured Convertible Notes, which represented the entire aggregate amount outstanding. See Note 20. Subsequent Events for more information

Conversion Options

The Senior Secured Convertible Notes contain several embedded conversion options (the "Conversion Options") that grant the holders of the Senior Secured Convertible Notes the ability to convert the Senior Secured Convertible Notes at any time on or after the date of issuance of the notes. The Conversion Options are convertible into shares of the Company's common stock (such converted shares, "Conversion Shares") and, in certain circumstances, a combination of cash and shares of the Company's common stock, or a combination of cash, other assets and securities or other property of any Company successor entity. The Conversion Shares or settlement amounts shall be computed on the basis of a predefined formula, with a set conversion price of $8.567 as one of the inputs and a conversion cap of 14,663,019 shares. The if-converted value did not exceed the principal amount as of June 30, 2026. No Conversion Shares were issued as of June 30, 2026.

The Company evaluated the Conversion Options of the Senior Secured Convertible Notes under ASC 815 and concluded that they require bifurcation from the host contract as a separate unit of account. The Conversion Options do not meet the criteria to be classified in shareholders' equity and hence, are accounted for as a derivative liability remeasured at fair value at each balance sheet date with changes in fair value reported in earnings.

The Conversion Options contain certain limits on exercise if, after giving effect to the exercise, the Lender would beneficially own a number of shares of common stock of the Company in excess of those permissible under the terms of the Senior Secured Convertible Notes. The number of shares to be issued against these notes and conversion price are each subject to adjustments provided under the terms of Senior Secured Convertible Note.

The holder shall receive dividends on the Senior Secured Convertible Notes and distributions of any kind made to the holders of common stock, other than dividends of, or distributions in, shares, to the same extent as if the holder had converted the Senior Secured Convertible Notes into such shares and had held such shares on the record date for such dividends and distributions any limitations on conversion options.

Optional Redemption

The Facility Agreement also provides the Company the right to redeem the outstanding principal amount of each note ("Optional Redemption") for the Optional Redemption Price. The Company may not effect any such Optional Redemption unless, the Company also effects an optional redemption under all other notes in accordance with the terms thereof, on a pro rata basis, based upon the respective applicable original principal amount of each of the notes outstanding as of the date the notice for Optional Redemption is delivered to the holders.

The Company evaluated the Optional Redemption feature of the Senior Secured Convertible Notes under ASC 815 and concluded that it requires bifurcation from the host contract as a separate unit of account. The Optional Redemption feature does not meet the criteria to be classified in shareholders' equity and hence, is accounted for as a derivative liability remeasured at fair value at each balance sheet date with changes in fair value reported in earnings.

If the principal redemption amount specified in an Optional Redemption notice is less than the entire principal amount then outstanding, the principal amount specified in each conversion notice shall be applied (i) first, to reduce, on a dollar-for-dollar basis, the principal amount of the note in excess of the principal redemption amount until such excess principal amount is reduced to zero and (ii) to reduce, on a dollar-for-dollar basis, the principal redemption amount until all of such principal redemption amount shall have been converted.

Convertible Note Warrants

The Facility Agreement also provides for the issuance of warrants (the "Convertible Note Warrants") on each date any principal amount of any Senior Secured Convertible Note is paid, repaid, redeemed, or prepaid at any time prior to the Maturity Date. Convertible Note Warrants are exercisable from their original issue date to August 9, 2027, for purchase of an aggregate amount of Conversion Shares into which such principal amount of Senior Secured Convertible Note was convertible, immediately prior to such payment, at an exercise price of $8.567. The holder of Convertible Note Warrants may pay the exercise price in cash or exercise the warrant on a cashless basis or through a reduction of an amount of principal outstanding under any Senior Secured Convertible Note held by such holder. In the event that the Convertible Note Warrant has not been exercised in full as of the last business day during its term, the holder shall be deemed to have exercised the purchase rights represented by the Convertible Note Warrant in full as a cashless exercise, in which event the Company shall issue the number of shares to the holder computed on the basis of a predefined formula.

The Company evaluated the Convertible Note Warrants of the Senior Secured Convertible Note under ASC 815 and concluded that they require bifurcation from the host contract as a separate unit of account. The Convertible Note Warrants do not meet the criteria to be classified in shareholders' equity and hence, are accounted for as a derivative liability remeasured at fair value at each balance sheet date with changes in fair value reported in earnings.

The Convertible Note Warrant holder shall be entitled to receive any dividend or distribution made by the Company to the holders of common stock to the same extent as if the holder had exercised the Convertible Note Warrants in full in a cash exercise.

The number of shares to be issued against these warrants and exercise price are each subject to adjustments provided under the terms of Convertible Note Warrants. The Convertible Note Warrants contain certain limits on exercise if, after giving effect to the exercise, the Lender would beneficially own a number of shares of common stock of the Company in excess of those permissible under the terms of the Convertible Note Warrants. Further, the Convertible Note Warrants can be fully or partially settled in cash in certain cases in accordance with the terms of issuance such as when shares issuable upon exercise of the warrants exceed a predefined number, upon occurrence of predefined events of default and upon occurrence of predefined events that will bring a fundamental change in the Company such as merger, consolidation, business combination, recapitalization, reorganization, reclassification or other similar event.

As of June 30, 2026 and December 31, 2025, there were no Convertible Note Warrants outstanding, respectively. See Note 20 - Subsequent Events.

Allocation of Proceeds

The Company allocated total issuance proceeds of $110,000 among the Senior Secured Convertible Note and Convertible Note Warrants based on fair value. Upon issuance of the Convertible Note Warrants, the Company recorded Convertible Note Warrants, Optional Redemption, and Conversion Options of $0, $0 and $28,160, which were recorded as a debt discount to the Senior Secured Convertible Note of $110,000. The Company will amortize the debt discount over a period of 5 years (of which 1.10 years remain).

The total issuance costs of $4,924 were allocated among the Senior Secured Convertible Note, Convertible Note Warrants, Optional Redemption, and Conversion Options, by allocating costs of $0, $0, and $1,261 to the Convertible Note Warrants, Optional Redemption, and Conversion Options with the residual cost of $3,663 being allocated to the Senior Secured Convertible Note (in addition to the debt discount). The Company expensed issuance costs allocated to Warrants, Optional Redemption, and Conversion Options at inception and amortizes the costs allocated to the Senior Secured Convertible Notes over a period of 5 years (of which 1.10 remain).

Amounts Outstanding and Recognized during the Periods Presented

The Senior Secured Convertible Notes as of June 30, 2026 and December 31, 2025 consists of the following:

(in thousands)	June 30, 2026	December 31, 2025
Senior Secured Convertible Note, due August 9, 2027	$ 85,889	$ 85,889
Less: Unamortized debt issuance costs	796	1,123
Less: Unamortized debt discount	5,226	7,366
Long-term debt, net of unamortized debt discount and issuance costs	$ 79,867	$ 77,400

As of June 30, 2026 and 2025, the estimated fair value (Level 2) of the Senior Secured Convertible Notes was $85,889 and $73,991, respectively.

The amortization of the debt issuance costs was charged to interest expense for all periods presented. For the three months ended June 30, 2026 and 2025, the effective yield was 10.64%. The amount of debt issuance costs included in interest expense for the three and six months ended June 30, 2026 was $1,256 and $2,467, respectively. The amount of debt issuance costs included in interest expense for the three and six months ended June 30, 2025 was $1,129 and $6,003, respectively. The Company had interest expense of $868 and $1,727 on the Facility Agreement term loan for the three and six months ended June 30, 2026. The Company had interest expense of $863 and $1,878 on the Facility Agreement term loan for the three and six months ended June 30, 2025. There was $868 of accrued interest as of June 30, 2026 and 2025, respectively. There was $878 accrued interest as of December 31, 2025.

On August 9, 2022, the Company also entered into the Guarantee and Security Agreement ("Guarantee Agreement") with the Agent for the purpose of providing a guarantee of all the obligations under the Facility Agreement (refer to Note 15. Commitments and Contingencies for detail).

Additionally, the Lenders' Agent holds shares of common and preferred stock of the Company as of June 30, 2026, and December 31, 2025.

Debt Maturities

The following table summarizes the stated debt maturity related to the Senior Secured Convertible Notes as of June 30, 2026:

(in thousands)	
2026 (remaining six months)	$ —
2027	85,889
Total debt	**$ 85,889**

Note 12. Income Taxes

The Company recorded income tax expense of $0 and $131 for the three months ended June 30, 2026 and 2025, respectively. The Company's effective tax rate was 0% for the three months ended June 30, 2026 and 2025.

The Company's effective tax rate for the three months ended June 30, 2026 was different than the U.S. federal statutory tax rate of 21.00%, primarily due to the change in the valuation allowance, partially offset by non-deductible expenses.

Note 13. Stockholders' Equity (Deficit)

Common Stock

As of June 30, 2026, there were 102,202,753 shares issued and 100,468,979 shares outstanding of common stock. As of December 31, 2025, there were 100,596,918 shares issued and 98,863,144 shares outstanding of common stock.

Voting

The holders of the Company's common stock are entitled to one vote for each share of common stock held at all meetings of stockholders (and written actions in lieu of meetings), and there is no cumulative voting.

Dividends

Common stockholders are entitled to receive dividends whenever funds are legally available and when declared by the board of directors. No dividends have been declared as of June 30, 2026 and December 31, 2025.

Preferred Stock

Pursuant to the terms of the Amended and Restated Certificate of Incorporation, the Company authorized 10,000,000 shares of Series A Common Equivalent Preferred Stock ("Series A preferred stock") with a par value and liquidation preference of $0.0001 per share. The Company's board of directors has the authority, without further action by the stockholders to issue such shares of preferred stock in one or more series, to establish, from time to time the number of shares to be included in each such series, and to fix the dividend, voting, and other rights, preferences, and privileges of the shares. As of June 30, 2026 and December 31, 2025, there were 193,507 shares of preferred stock outstanding.

Conversion

Each share of Series A preferred stock is convertible, at any time on the part of the holder except with respect to the Beneficial Ownership Limitation (defined below), into 100 shares of common stock.

Blocker/Beneficial Ownership Limitation

The Series A preferred stock is subject to a beneficial ownership limitation such that the preferred stock may not, at any time, be convertible into more than 4.9% of the total number of shares of common stock outstanding ("Beneficial Ownership Limitation").

Voting

The holders of preferred stock do not have voting rights in the Company.

Dividends

The holders of preferred stock are entitled to receive dividends on an as-converted basis whenever funds are legally available and when declared by the board of directors. No dividends have been declared as of June 30, 2026.

Assumed Public Warrants and Private Placement Warrants from the Business Combination

As a result of the Business Combination, holders of the public warrants and private placement warrants are entitled to acquire common stock of the Company. The warrants became exercisable on December 12, 2021, 30 days after the completion of the Business Combination, and will expire five years after the completion of the Business Combination or earlier upon redemption or liquidation. As of June 30, 2026, there are 5,749,986 public warrants outstanding and 2,187,283 private placement warrants outstanding from the Business Combination.

Each warrant entitles the holder to purchase one share of common stock for $11.50 per share. Private warrants held by the initial purchaser or certain permitted transferees may be exercised on a cashless basis.

If the reported last sale price of the common stock equals or exceeds $18.00 per share for any 20 trading days within a 30-trading day period ending three business days before the Company sends the notice of redemption to the warrant holders, the Company may redeem all the public warrants at a price of $0.01 per warrant upon not less than 30 days' prior written notice.

If the Company calls the public warrants for redemption, management will have the option to require all holders that wish to exercise the public warrants to do so on a cashless basis. The Company will not be required to net cash settle the warrants.

The private warrants from the Business Combination are exercisable on a cashless basis and are non-redeemable so long as they are held by the initial purchasers or their permitted transferees. If the private warrants from the Business Combination are held by someone other than the initial purchasers or their permitted transferees, such private warrants will be redeemable by the Company and exercisable by such holders on the same basis as the public warrants.

Private Placement Offering and Exchange Agreement

On March 24, 2025, the Company entered into a securities purchase agreement (the "Securities Purchase Agreement") with accredited investors for a private placement that resulted in gross proceeds of approximately $16,500 before deducting placement agent fees and offering expenses (the "PIPE"). Pursuant to the terms of the Securities Purchase Agreement, the

Company issued to purchasers in the PIPE units consisting of two shares of common stock (or pre-funded warrants in lieu thereof) and common warrants to purchase one share of common stock (or pre-funded warrants) of the Company at a price of $2.2084 per unit (or $2.2082 in the case of units consisting of prefunded warrants). As a result of the PIPE the Company issued an aggregate of: (i) 12,006,510 shares of the Company's common stock, par value $0.0001 per share (the "Common Stock"), (ii) pre-funded warrants (the "pre-funded Warrants") to purchase up to an aggregate of 2,886,614 shares of common stock and (iii) accompanying common warrants (the "Common Warrants,") to purchase up to an aggregate of 7,446,562 shares of common stock (collectively, the "PIPE"). In connection with the PIPE, certain Lenders under the Company's Facility Agreement exercised their Participation Rights and entered into an exchange agreement pursuant to which such Lenders agreed to exchange approximately $4,100 aggregate principal amount of the Company's senior secured convertible notes for 37,232.83 shares of common-equivalent preferred stock (convertible into 3,723,283 shares of common stock) and Common Warrants to purchase 1,861,642 shares of common stock. The exercise price and terms of these Common Warrants mirror the terms of the Common Warrants offered to investors in the PIPE.

The pre-funded Warrants have an exercise price of $0.0001 per share, and the Common Warrants have an exercise price of $1.1980 per share. The pre-funded Warrants and Common Warrants are subject to customary anti-dilution adjustments following certain events. The pre-funded Warrants and Common Warrants are exercisable at any time by the holder on a cash or cashless basis until the respective warrants are registered, provided that the holder may not exercise the warrants if the holder would own more than 4.9% of the Company immediately following the exercise. The warrants are equity classified in accordance with ASC 815-40.

As of June 30, 2026, all of the Exchange Warrants (Common Warrants) related to the lender and pre-funded Warrants issued were still outstanding. As of June 30, 2026, there were 8,216,918 Common Warrants outstanding.

At-The-Market Share Issuances

During the year ended December 31, 2025, the Company sold 2.8 million shares of its Common Stock through its sales agent, B. Riley Securities. The Company generated approximately $9.6 million in aggregate gross proceeds from sales under the "at-the-market" offering program and paid fees to the sales agent of approximately $384 thousand.

During the year ended December 31, 2025, the Company sold 1.4 million shares of its Common Stock, through its sales agent, BTIG. The Company generated approximately $4.8 million in aggregate gross proceeds from sales under the "at-the-market" offering program and paid fees to the sales agent of approximately $192 thousand.

Note 14. Share-Based Compensation

Non-Qualified Stock Option Plan

On January 2, 2019, the Company adopted the 2019 Non-Qualified Stock Option Plan (the "2019 Plan") to incentivize directors, consultants, advisors, and other key employees of the Company and its subsidiaries to continue their association by providing opportunities to participate in the ownership and further growth of the Company. The 2019 Plan provides for the grant of options (the "Stock Options") to purchase shares of common stock of the Company. In conjunction with the Business Combination, the Company amended and fully restated the 2019 Plan through the establishment of the 2021 Incentive Plan ("2021 Plan").

Stock Options are granted from the pool of shares designated by the appropriate committee of the Board of Directors. The grant-date fair value of each option award is estimated on the date of grant using the Black-Scholes-Merton option-pricing model. The grant date fair value of the service vesting and the performance vesting options is recognized as an expense over the requisite service period and upon the achievement of the performance condition deemed probable of being achieved, respectively. The exercise price of each Stock Option shall be determined by the committee and may not be less than the fair market value of the shares of common stock on the date of grant. Stock Options have 10-year terms, after which they expire and are no longer exercisable.

The total number of shares of common stock for which Stock Options may be granted under the 2021 Plan shall not exceed 15,640,000.

Stock Options become vested upon fulfillment of either service vesting conditions, performance vesting conditions, or both, as determined by the award agreement entered into by the Company and optionee. The service vesting requirement states that: (i) 25% of the service vesting options shall vest on the first anniversary of the grant date and (ii) the remaining 75% shall vest on an equal monthly-basis, so long as the optionee has remained continuously employed by the Company from the date of the award through the fourth anniversary of the grant date. The performance vesting requirement states that Stock Options shall vest upon sale of the Company only if the optionee has been continuously employed by the Company or its subsidiaries from

the grant date through the date of such sale of the Company. For the awards vesting based on service conditions only and that have a graded vesting schedule, the Company recognizes compensation expense for vested awards in earnings, net of actual forfeitures in the period they occur, on a straight-line basis over the requisite service period.

As of June 30, 2026, the total number of shares of common stock remaining available for future awards (e.g., non-qualified stock options, incentive stock options, restricted stock units, restricted stock awards) under the 2021 Plan is 9,808,797. There were no Stock Options granted for the three months ended June 30, 2026 and 2025.

Stock option activity during the six months ended June 30, 2026 and 2025 is as follows:

Stock options	Number of shares	Weighted average exercise price	Weighted average remaining contractual term (years)	Aggregate intrinsic value (in thousands)
Balance at January 1, 2026	4,022,196	$ 2.23		
Granted	—	—		
Exercised	(96,137)	1.16		
Forfeited	—	—		
Expired	(67,084)	1.02		
Balance at June 30, 2026	3,858,975	$ 2.28	5.52	$ 13,386
Vested Options Exercisable at June 30, 2026	3,254,855	$ 2.34	5.19	$ 11,222

Stock options	Number of shares	Weighted average exercise price	Weighted average remaining contractual term (years)	Aggregate intrinsic value (in thousands)
Balance at January 1, 2025	7,488,859	$ 1.67		
Granted	—	—		
Exercised	(2,645,017)	0.89		
Forfeited	(285,112)	1.83		
Expired	(77,469)	2.58		
Balance at June 30, 2025	4,481,261	$ 2.11	6.16	$ 3,351
Vested Options Exercisable at June 30, 2025	3,374,192	$ 2.10	5.50	$ 2,898

Total share-based compensation expense related to stock options during the three and six months ended June 30, 2026 was $59 and $117, respectively. Total share-based compensation expense related to stock options during the three and six months ended June 30, 2025 was $107 and $213, respectively. The total intrinsic value of options exercised during three and six months ended June 30, 2026 was $93 and $429, respectively. The total intrinsic value of options exercised during three and six months ended June 30, 2025 was $7,100 and $7,277, respectively.

At June 30, 2026, there was $229 of total unrecognized compensation cost related to unvested service stock options granted under the 2021 Plan that are expected to vest. That cost is expected to be recognized over a weighted average period of 1.38 years as of June 30, 2026. During the six months ended June 30, 2026, the Company received $111 in cash and $318 tax benefit from the stock options exercised. The total fair value of shares of common stock vested during the six months ended June 30, 2026 and 2025 was $1,682 and $791, respectively.

Restricted Stock Units (“RSUs”)

The Company has 4,219,428 and 3,436,019 RSUs outstanding as of June 30, 2026 and December 31, 2025, respectively. The RSUs are service-based vesting awards and are valued based on the fair value of the Company’s common stock at the date of grant. The weighted-average grant date fair values of the RSUs granted during six months ended June 30, 2026 and 2025, were determined to be $3.01 and $1.19, respectively, based on the fair value of the Company’s common stock at the grant date.

A summary of the activity for the RSUs for the six months ended June 30, 2026 and 2025, respectively, are shown in the following table:

	Six Months Ended June 30,			
	2026		2025	
	Number of Shares	Weighted Average Grant Date Fair Value	Number of Shares	Weighted Average Grant Date Fair Value
Unvested at beginning of year	3,436,019	$ 1.25	1,509,737	$ 0.94
Granted	2,401,435	3.01	3,935,704	1.19
Vested	(1,441,843)	1.93	(1,700,884)	0.93
Forfeited	(176,183)	2.12	(387,710)	1.00
Unvested at end of year	4,219,428	$ 1.98	3,356,847	$ 1.23

The total share-based compensation expense related to RSUs was $1,011 and $1,568, respectively, during the three and six months ended June 30, 2026. The total share-based compensation expense related to RSUs was $644 and $860, respectively, during the three and six months ended June 30, 2025.

As of June 30, 2026, there was $7,691 of unrecognized compensation expense related to the RSUs that are expected to vest. That cost is expected to be recognized over a weighted average period of 3.43 years as of June 30, 2026.

RSUs granted to Medical Employees and Nonemployees

In 2022, the Company entered into arrangements with certain medical directors and supervisors of advanced practice providers employed by or engaged as independent contractors of the Company to grant RSUs of the Company (“Medical RSUs”). Granting of each annual Medical RSU award by the Company is dependent on the participant performing a specified minimum number of service hours during the calendar year (“One-Year Term”) and further contingent upon the participant’s continued service to, or employment by, the Company through the grant date. The Company’s regular grant date for these Medical RSU awards is in the first quarter of the calendar year following the One-Year Term. During the six months ended June 30, 2026 and 2025, 332,803 and 997,806 Medical RSU awards were granted, respectively.

The number of Medical RSUs granted to each such participant is determined by the fair market value of the Company's stock price at the grant date and are vested at the grant date. There were no unvested Medical RSU awards outstanding as of June 30, 2026 or 2025.

A summary of the activity for the equity-classified Medical RSUs for the six months ended June 30, 2026 and 2025, respectively, is shown in the following table:

	Six Months Ended June 30,	
	2026	2025
Balance at beginning of period	—	—
Granted	332,803	997,806
Vested	(332,803)	(997,806)
Forfeited	—	—
Balance at end of period	—	—

Total compensation costs for Medical RSUs was $0 and $1,032 for the three and six months ended June 30, 2026, respectively. Total compensation costs for Medical RSUs was $0 and $1,137 for the three and six months ended June 30, 2025, respectively. As of June 30, 2026, all Medical RSUs had vested.

Employee Stock Purchase Plan (ESPP)

In connection with the Business Combination, the Company adopted the 2021 Employee Stock Purchase Plan ("2021 ESPP”). The 2021 ESPP has reserved 3,591,088 shares of the Company’s common stock for issuance to eligible employees, who are entitled to purchase shares of common stock equal to 85% of the lower of the closing price on the purchase date or the six month closing price average during the contribution period through accumulated payroll deductions. During the three and

six months ended June 30, 2026, the Company issued 0 and 84,392 shares of common stock under the ESPP and recognized $0 and $39, respectively, in share-based compensation expense. There was no share-based compensation for the three and six months ended June 30, 2025, related to the ESPP.

Note 15. Commitments and Contingencies

The Company evaluates contingencies based upon available evidence. In addition, allowances for losses are provided each year for disputed items which have continuing significance. The Company believes that allowances for losses have been provided to the extent necessary, and that its assessment of contingencies is reasonable. Due to the inherent uncertainties and subjectivity involved in accounting for contingencies, there is at least a reasonable possibility that recorded estimates will change by a material amount in the near term. To the extent that the resolution of contingencies results in amounts which vary from management's estimates, future operating results will be charged or credited. The principal commitments and contingencies are described below.

Legal Matters

The Company is subject to certain outside claims and litigation arising in the ordinary course of business. In the opinion of management, the outcome of such matters is not expected to have a material effect on the Company's condensed consolidated financial statements. Loss contingencies entail uncertainty and a possibility of loss to an entity. If the loss is probable and the amount of loss can be reasonably estimated, the loss is accrued according to ASC No. 450-20, *Disclosure of Certain Loss Contingencies*.

Indemnities

The Company's Amended and Restated Certificate of Incorporation and amended and restated bylaws require it, among other things, to indemnify any director or officer against specified expenses and liabilities, such as attorneys' fees, judgments, fines, and settlements, paid by the individual in connection with any action, suit, or proceeding arising out of the individual's status or service as its director or officer, other than liabilities arising from willful misconduct or conduct that is knowingly fraudulent or deliberately dishonest, and to advance expenses incurred by the individual in connection with any proceeding against the individual with respect to which the individual may be entitled to indemnification by the Company. The Company also indemnifies its lessors in connection with its facility leases for certain claims arising from the use of the facilities. These indemnities do not provide for any limitation on the maximum potential future payments it could be obligated to make.

The Health Insurance Portability and Accountability Act

The Health Insurance Portability and Accountability Act ("HIPAA") assures health insurance portability, reduces healthcare fraud and abuse, guarantees security and privacy of health information, and enforces standards for health information. The Health Information Technology for Economic and Clinical Health Act ("HITECH") imposes notification requirements in the event of certain security breaches relating to protected health information. Organizations are subject to significant fines and penalties if found not to be compliant with the provisions outlined in these regulations. The Company believes it is in compliance with these laws.

Regulatory Matters

Laws and regulations governing the Medicare program and healthcare generally, are complex and subject to interpretation. The Company believes that it is in compliance with all applicable laws and regulations and is not aware of any pending or threatened investigations involving allegations of potential wrongdoing. While no regulatory inquiries have been made, compliance with such laws and regulations can be subject to future government review and interpretation as well as significant regulatory action including fines, penalties, and exclusion from the Medicare and Medi-Cal programs.

Many of the Company's payor and provider contracts are complex in nature and may be subject to differing interpretations regarding amounts due for the provision of medical services. Such differing interpretations may not come to light until a substantial period of time has passed following contract implementation. Liabilities for claims disputes are recorded when the loss is probable and can be estimated. Any adjustments to reserves are reflected in current operations. The Company does not have any reserves for regulatory matters as of June 30, 2026 and December 31, 2025.

Liability Insurance

The Company believes that its insurance coverage is appropriate based upon the Company's claims experience and the nature and risks of the Company's business. In addition to the known incidents that have resulted in the assertion of claims, the Company cannot be certain that its insurance coverage will be adequate to cover liabilities, arising out of claims asserted

against the Company or the Company's affiliated professional organizations, in the future where the outcomes of such claims are unfavorable.

The Company believes that the ultimate resolution of all pending claims, including liabilities in excess of the Company's insurance coverage, will not have a material adverse effect on the Company's financial position, results of operations or cash flows; however, there can be no assurance that future claims will not have such a material adverse effect on the Company's business. Contracted physicians are required to obtain their own insurance coverage.

Guarantees

The Company, along with certain of the Company's subsidiaries which are parties to the Facility Agreement ("Guarantors"), have pledged a first priority perfected lien on substantially all of their respective personal and real property, as collateral security for the payment of outstanding obligations, under the Facility Agreement.

Note 16. Variable Interest Entities

The Company prepares its condensed consolidated financial statements in accordance with Accounting Standards Codification Topic No. 810, *Consolidations* ("ASC 810"), which provides for the consolidation of VIEs of which an entity is the primary beneficiary.

Pursuant to the MSAs established with the Starling PCs, one of the Company's wholly owned subsidiaries [Starling Management LLC ("Starling Management')], is entitled to receive a management fee, which represents a variable interest in and the right to receive the benefits of the Starling PCs. Through the terms of the MSAs, Starling Management receives the right to direct the most significant activities of the Starling PCs. Therefore, the Starling PCs are variable interest entities and Starling Management is the primary beneficiary that consolidates the Starling PCs, and their subsidiaries.

The condensed consolidated financial statements include the accounts of Starling and its subsidiaries and VIEs. All inter-company profits, transactions, and balances have been eliminated upon consolidation.

(in thousands)	**June 30, 2026**	**December 31, 2025**
Assets		
Current assets:		
Cash	$ 14,667	$ 4,133
Accounts receivable, net	66,311	59,103
Other receivables	—	268
Inventories	20,006	16,874
Prepaid expenses and other current assets	541	790
Total current assets	101,525	81,168
Property and equipment, net	12	29
Other assets	605	554
Intangible assets, net	4,066	4,376
Goodwill	2,679	2,679
Total assets	$ 108,887	$ 88,806
Liabilities		
Current liabilities:		
Accounts payable	$ 58,951	$ 40,864
Accrued expenses and other current liabilities	23,406	14,546
Amounts due to affiliates	263,814	254,396
Total current liabilities	346,171	309,806
Other non-current liabilities	25	—
Total liabilities	$ 346,196	$ 309,806

Single physician holders, who are officers of the Company, retain equity ownership in Starling CA, Starling FL, Starling TX, and Starling OR, which represents nominal noncontrolling interests. However, the noncontrolling interests do not participate in the profit or loss of Starling CA, Starling FL, Starling TX, and Starling OR.

Note 17. Goodwill and Intangible Assets

Intangible Assets

As of June 30, 2026, the Company's intangible assets, net consists of the following:

(in thousands)	Weighted average amortization period	Gross carrying amount	Accumulated amortization	Net carrying amount
Intangible assets				
Amortizing intangible assets:				
Payor contracts	13 years	$ 22,191	$ (15,115)	$ 7,076
Trade names	10 years	6,650	(4,227)	2,423
Noncompete agreements	8 years	852	(766)	86
Total intangible assets		$ 29,693	$ (20,108)	$ 9,585

As of December 31, 2025, the Company's intangible assets, net consists of the following:

(in thousands)	Weighted average amortization period	Gross carrying amount	Accumulated amortization	Net carrying amount
Intangible assets				
Amortizing intangible assets:				
Payor contracts	13 years	$ 22,191	$ (14,095)	$ 8,096
Trade names	10 years	6,650	(3,900)	2,750
Clinical contracts and noncompete agreements	8 years	926	(757)	169
Total intangible assets		$ 29,767	$ (18,752)	$ 11,015

The estimated aggregate amortization expense for each of the five succeeding fiscal years as of June 30, 2026 is as follows:

(in thousands)	Amount
Year ending December 31:	
2026 (remaining six months)	$ 1,409
2027	2,713
2028	2,615
2029	453
2030	453
Thereafter	1,942
Total	$ 9,585

The aggregate amortization expense during the three months ended June 30, 2026 and 2025 was $716 and $773, respectively. The aggregate amortization expense during the six months ended June 30, 2026 and 2025 was 1,431 and $1,547, respectively.

Goodwill

The Company evaluates goodwill at the reporting unit level, which, for the Company, is at the level of the reportable segments, specialty pharmacy, patient services, and clinical trials & other. The goodwill allocated to each of the reporting units as of June 30, 2026 and December 31, 2025 is as follows:

(in thousands)	June 30, 2026	December 31, 2025
Patient services	$ 2,679	$ 2,679
Specialty pharmacy	4,551	4,551
Clinical trials & other	—	—
Total goodwill	$ 7,230	$ 7,230

The accumulated goodwill impairment for patient services was $26,179 as of June 30, 2026, December 31, 2025 and January 1, 2025. The accumulated goodwill impairment for clinical trials & others was $632 as of June 30, 2026 and December 31, 2025. There was no accumulated goodwill impairment for specialty pharmacy as of June 30, 2026, December 31, 2025 and January 1, 2025.

Note 18. Net Loss Per Share

The following table sets forth the computation of the Company's basic and diluted net loss per share to common stockholders for the three and six months ended June 30, 2026 and 2025.

	Three Months Ended June 30,		Six Months Ended June 30,	
(in thousands, except share data)	2026	2025	2026	2025
Net loss attributable to Starling	$ (9,789)	$ (17,009)	$ (12,281)	$ (36,594)
Net loss attributable to Starling available for distribution	(9,789)	(17,009)	(12,281)	(36,594)
Net loss attributable to participating securities, basic and diluted	(1,548)	(3,018)	(1,951)	(6,522)
Net loss attributable to common stockholders, basic and diluted	$ (8,241)	$ (13,991)	$ (10,330)	$ (30,072)
Weighted average common shares outstanding, basic and diluted	103,031,493	93,203,665	102,419,949	85,195,734
Net loss income per share attributable to common stockholders, basic and diluted	$ (0.08)	$ (0.15)	$ (0.10)	$ (0.35)

The following potentially dilutive outstanding securities were excluded from the computation of diluted net loss per share because their effect would have been anti-dilutive for the periods presented:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2026	2025	2026	2025
Convertible note	10,838,000	10,842,525	10,838,000	10,842,525
Stock options	3,858,975	4,481,261	3,858,975	4,481,261
RSUs	4,219,428	3,356,847	4,219,428	3,356,847
Public Warrants	5,749,986	5,749,986	5,749,986	5,749,986
Private Warrants	2,187,283	2,187,283	2,187,283	2,187,283
Common Warrants in connection with private placement and exchange agreement	8,216,918	8,628,980	8,216,918	8,628,980

Note 19. Segment Information

The Company operates its business and reports its results through three operating and reportable segments: specialty pharmacy, patient services, and clinical trials & other in accordance with ASC 280. See Note 2 for a summary of the Company's policy on segment information.

Summarized financial information for the Company's segments is shown in the following tables:

	Three Months Ended June 30,		Six Months Ended June 30,	
(in thousands)	**2026**	**2025**	**2026**	**2025**
Revenue				
Patient services	$ 58,827	$ 55,891	$ 117,914	$ 108,959
Specialty pharmacy	98,608	62,573	186,149	111,866
Clinical trials & other	3,847	1,338	4,660	3,383
Consolidated revenue	$ 161,282	$ 119,802	$ 308,723	$ 224,208
Direct costs				
Intravenous (IV) drug costs	$ 28,965	$ 32,800	$ 58,732	$ 64,213
Clinician salaries and benefits	16,431	14,011	31,769	28,085
Network medical expense	9,497	1,783	16,107	1,783
Medical supplies and other	1,878	2,556	3,546	4,149
Total patient services (A)	$ 56,771	$ 51,150	$ 110,154	$ 98,230
Specialty pharmacy (B)	77,346	51,086	148,089	90,949
Clinical trials & other (C)	—	65	—	279
Total segment direct costs	$ 134,117	$ 102,301	$ 258,243	$ 189,458
Depreciation expense				
Patient services	$ 816	$ 767	$ 1,553	$ 1,522
Specialty pharmacy	3	4	6	6
Clinical trials & other	—	—	—	32
Total segment depreciation expense	$ 819	$ 771	$ 1,559	$ 1,560
Amortization of intangible assets				
Patient services	$ 716	$ 718	$ 1,431	$ 1,437
Clinical trials & other	—	55	—	110
Total segment amortization	$ 716	$ 773	$ 1,431	$ 1,547
Operating income				
Patient services	$ 524	$ 3,256	$ 4,776	$ 7,770
Specialty pharmacy	21,259	11,483	38,054	20,911
Clinical trials & other	3,847	1,218	4,660	2,962
Total segment operating income	$ 25,630	$ 15,957	$ 47,490	$ 31,643
Other items not allocated to segments:				
Selling, general and administrative expense	$ 29,943	$ 26,907	$ 58,155	$ 52,283
Non-segment depreciation and amortization	303	261	464	482
Total consolidated operating loss	$ (4,616)	$ (11,211)	$ (11,129)	$ (21,122)
Interest expense, net	1,859	1,870	3,793	7,440
Change in fair value of derivative warrant liabilities	(6)	53	(174)	96
Change in fair value of conversion option derivative liabilities	3,243	3,987	(1,753)	7,296

(in thousands)	Three Months Ended June 30, 2026	Three Months Ended June 30, 2025	Six Months Ended June 30, 2026	Six Months Ended June 30, 2025
Other, net	77	19	(714)	771
Consolidated loss before provision for income taxes	$ (9,789)	$ (17,140)	$ (12,281)	$ (36,725)

(in thousands)	June 30, 2026	December 31, 2025
Assets		
Capitated accounts receivable	$ 1,937	$ 3,213
FFS accounts receivable	29,385	35,376
IV drug inventory	8,984	8,079
Other assets	21,159	27,989
Patient services	61,465	74,657
Oral drug accounts receivable	18,564	7,457
Oral drug inventory	11,027	8,796
Other assets	9,493	431
Specialty pharmacy	39,084	16,684
Clinical trials & other	4,974	5,436
Non-segment assets	72,710	67,879
Total assets	$ 178,233	$ 164,656

The Company's chief operating decision maker "or CODM" is the Chief Executive Officer. The CODM uses segment operating income to allocate resources (including employees, property, and financial or capital resources) for each segment predominantly in the annual budget and forecasting process. The CODM considers budget-to-actual variances on a monthly basis when making decisions about allocating capital and personnel to the segments. The CODM also uses segment operating income for evaluating drug pricing to assess each segment's performance by comparing the results and return on assets of each segment with one another and in the compensation of specific employees.

(A) Direct costs - patient services primarily includes chemotherapy drug costs, clinician salaries and benefits, and medical supplies. Clinicians include oncologists, advanced practice providers such as physician assistants and nurse practitioners, and registered nurses employed by the Starling PCs. These costs are regularly provided to the CODM to evaluate IV drug costs and clinician performance.

(B) Direct costs - specialty pharmacy primarily includes the cost of oral medications dispensed in the Starling PCs' clinic locations. The CODM regularly reviews these costs evaluate drug margins, compression, and to evaluate suppliers.

(C) Direct costs - clinical trials & other primarily includes costs related to clinical trial contracts and medical supplies.

Note 20. Subsequent events

On July 1, 2026, the Company entered into a Credit Agreement (the "Term Loan Agreement"), by and among the Company, the lenders from time to time party thereto, and Orbimed Opportunities (CA) V LLC, as the initial lender and administrative agent. The Term Loan Agreement provides for a term loan facility in an aggregate principal amount of $75 million, which was drawn in full on the date of entry into the Term Loan Agreement (the "Closing Date"). Loans under the Term Loan Agreement bear interest at a monthly rate equal to the higher of (i) the forward-looking one-month term rate based on the secured overnight financing rate on the day that is two business days prior to the first day of any month and (ii) 3.00% plus, in either case, the 5.75%.

Loans under the Term Loan Agreement will mature on the first to occur of (i) July 1, 2031, and (ii) the date of acceleration of such loans upon the occurrence and during the continuance of an event of default. The Term Loan Agreement contains certain customary default provisions, representations and warranties and affirmative and negative covenants, including (a) limitations on the ability to engage in unrelated lines of business; (b) limitations on the incurrence of additional indebtedness and liens; (c) limitations on investments; (d) limitations on the payment of dividends and certain other restricted payments; (e) limitations on the ability to effect mergers and consolidations; (f) limitations on the ability to sell or dispose of property or assets; (g)

limitations on modifications of certain agreements; (h) limitations on the ability to enter into transactions with affiliates; (i) limitations on sale leaseback transactions; (j) limitations on benefits plans and agreements; and (k) a minimum net revenue requirement of at least $700 million for each most recently ended period of twelve consecutive months, commencing with the month ending December 31, 2027, and for each month thereafter.

All indebtedness outstanding under the Term Loan Agreement is guaranteed by certain of the Company's direct and indirect subsidiaries (the "Guarantors"). The indebtedness under the Term Loan Agreement is secured by a first-priority security interest in and lien on substantially all assets of the Company and the Guarantors pursuant to that certain Pledge and Security Agreement dated as of July 1, 2026 (the "Security Agreement").

Beginning with the first fiscal quarter ending after the 36-month anniversary of the Closing Date, the loans under the Term Loan Agreement will amortize in quarterly installments equal to 7.5% of the outstanding principal amount as of such date, together with a repayment premium and exit fee. The Company may elect to prepay loans under the Term Loan Agreement, in whole or in part, subject to a repayment premium and an exit fee. Additionally, loans under the Term Loan Agreement are subject to certain mandatory prepayment events, including by amounts equal to certain proceeds received by the Company from insurance recoveries related to casualty events and dispositions.

On the Closing Date, the Company used the proceeds from the loans under the Term Loan Agreement, together with cash on hand, to repay in full the Company's 4% senior secured convertible notes due 2027 (the "2027 Convertible Notes"), of which, as of July 1, 2026, there was approx. $86 million aggregate principal amount outstanding.

As a part of the repayment of the 2027 Convertible Notes, the Company issued warrant agreements to purchase shares of common stock of the Company to Deerfield Partners, L.P. and its affiliates, with an expiration date of August 9, 2027 and an initial exercise price of $8.567 per share. The total number of shares of common stock underlying the Warrants is 10,025,535 shares. No additional consideration was paid to the Company by the warrant holders for the issuance of the Warrants.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

The following discussion and analysis provides information that management believes is relevant to an assessment and understanding of the consolidated results of operations and financial condition of Starling Oncology, Inc. ("STLN") along with its consolidating subsidiaries (the "Company"). The discussion should be read together with the unaudited condensed consolidated financial statements and the related notes that are included elsewhere in this Quarterly Report on Form 10-Q. The information in this discussion contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (the "Securities Act"), and Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). Such statements are based upon current expectations, as well as management's beliefs and assumptions and involve a high degree of risk and uncertainty. Any statements contained herein that are not statements of historical fact may be deemed to be forward-looking statements. Statements that include the words "believes," "anticipates," "plans," "expects." "intends," and similar expressions that convey uncertainty of future events or outcomes are forward-looking statements. Our actual results could differ materially from those discussed or suggested in the forward-looking statements herein. Factors that could cause or contribute to such differences include those described under the heading "Risk Factors" (Item 1A) in our Annual Report on Form 10-K for the year ended December 31, 2025, which was filed with the Securities and Exchange Commission on March 12, 2026. In addition, as a result of these and other factors, our past financial performance should not be relied on as an indication of future performance. All forward-looking statements in this document are based on information available to us as of the filing date of this Quarterly Report on Form 10-Q and we assume no obligation to update any forward-looking statements, except as required by law.

Unless the context dictates otherwise, references in this Report on Form 10-Q to the "Company," "we," "us," "our," and similar words are references to Starling Oncology, Inc., a Delaware corporation ("STLN"), and its consolidated subsidiaries and affiliated entities, as appropriate, including its consolidated variable interest entities ("VIEs"). All dollar values are expressed in thousands, unless otherwise noted.

Overview

The Company is a leading value-based oncology company that manages community-based oncology practices for the Company and for independent oncology practices that together serve patients across 17 markets and five states throughout the United States. As of June 30, 2026, we operate 65 community-based oncology practices, staffed with 125 oncologists and advanced practice providers employed by our affiliated physician-owned professional corporations, referred to as the "Starling PCs." In addition to our Starling-affiliated providers, we also manage a network of 791 providers in Florida under the Florida Oncology Network brand and 11 network providers in California. Collectively across the provider base, as of June 30, 2026, we manage a population of approximately 2.1 million patients under value-based agreements. The Company's mission is to heal and empower cancer patients through compassion, innovation, and state-of-the-art medical care..

Operationally, the Company's medical centers provide a complete suite of medical oncology services, including: physician services, in-house infusion, in-house specialty pharmacy, clinical trials, radiation therapy, educational seminars, support groups, counseling, and 24/7 patient assistance. Many of our services, such as managing clinical trials and palliative care programs, are traditionally accessed through academic and tertiary care settings, while the Starling PCs bring these services to patients in a community setting. As scientific research progresses and more treatment options become available, cancer care is shifting from acute care episodes to chronic disease management. With this shift, it is increasingly important for high-quality, high-value cancer care to be available in a local community setting to all patients in need.

As a value-based oncology company, the Company seeks to deliver both better quality care and lower cost of care for payors and patients. The Company works to accomplish this goal by reducing wasteful, inefficient or counterproductive care that drives up costs but does not improve outcomes. The Company believes payors and employers are aligned with the value-based model due to its enhanced access, improved outcomes, and lower costs. Patients under the Company's affiliated providers' care can benefit from evidence-based and personalized care plans, gain access to sub-specialized care in convenient community locations, and lower out-of-pocket costs. The Company believes its affiliated providers enjoy the stability and predictability of a large multi-state practice, are not incentivized or pressured to overtreat when it may be inconsistent with a patient's goals of care, and can focus on practicing outstanding evidence-based medicine, rather than business building.

Additionally, we allow our independent network participating providers to access the ability to treat patient populations that are managed under value-based care contracts without the need to incur costs required to build clinical or operational infrastructure typical for risk-bearing entities, or to adopt new operational frameworks which may be disruptive to their existing practices.

Components of Results of Operations

Revenue

The Company receives payments from the following sources for services rendered: (i) commercial insurers; (ii) pharmacy benefit managers ("PBMs"), (iii) the federal government under the Medicare program administered by the Centers for Medicare and Medicaid Services ("CMS"); (iv) state governments under Medicaid and other programs; (v) other third-party payors and managed care organizations (e.g., risk bearing organizations and independent practice associations ("IPAs")); and (vi) individual patients and clients.

Revenue primarily consists of capitation revenue, fee-for-service ("FFS") revenue, specialty pharmacy revenue, and clinical trials revenue. Capitation and FFS revenue comprise the revenues within the Company's patient services segment and are presented together in the results of operations. The following paragraphs provide a summary of the principal forms of our billing arrangements and how revenue is recognized for each type of revenue.

Capitation

Capitation revenues consist primarily of fees for medical services provided by the Starling PCs to the Company's patients under a capitated arrangement with various managed care organizations. Capitation revenue is paid monthly based on the number of enrollees by the contracted managed care organization (per member per month or "PMPM"). Capitation contracts generally have a legal term of one year or longer. Payments in capitation contracts are variable since they primarily include PMPM fees associated with unspecified membership that fluctuate throughout the term of the contract; however, based on our experience, our total underlying membership generally increases over time as penetration of Medicare Advantage products grows. Certain contracts include terms for a capitation deduction where the cost of out-of-network referrals of members are deducted from the future payment. Revenue is recognized in the month services are rendered on the basis of the transaction price established at that time.

Fee-for-service revenue

FFS revenue represents revenue earned under contracts in which we bill and collect for specific medical services rendered by the Starling PCs' employed physicians. The terms for FFS contracts are short in duration and only last for the period over which services are rendered (typically, one day). FFS revenue consists of fees for medical services provided to patients. As specialist providers, our FFS revenue is dependent on referrals from other physicians, such as primary care physicians. The Company's affiliated providers build trusted, professional relationships with these physicians and their associated medical groups, which can lead to recurring FFS volume; however, this volume is subject to numerous factors the Company cannot control and can fluctuate over time. The Company also receives FFS revenue for capitated patients that receive medical services which are excluded from the Company's capitation contracts. Under the FFS arrangements, third-party payors and patients are billed for patient care services provided by the Starling PCs. Payments for services provided are generally less than billed charges. The Company records revenue net of an allowance for contractual adjustments, which represents the net revenue expected to be collected from third-party payors (including managed care, commercial, and governmental payors such as Medicare and Medicaid), and patients. These expected collections are based on fees and negotiated payment rates in the case of third-party payors, the specific benefits provided for under each patient's healthcare plan, mandated payment rates in the case of Medicare and Medicaid programs, and historical cash collections (net of recoveries). The recognition of net revenue (gross charges less contractual allowances) from such services is dependent on certain factors, such as the proper completion of medical charts following a patient visit, the forwarding of such charts to our billing center for medical coding and entering into the Company's billing system, and the verification of each patient's submission or representation at the time services are rendered as to the payor(s) responsible for payment of such services. Revenue is recorded on the date the services are rendered based on the information known at the time of entering of such information into the Company's billing systems as well as an estimate of the revenue associated with medical services.

Specialty Pharmacy

Oral prescription drugs prescribed by doctors to their patients are sold directly through the Starling PCs' dispensaries. Revenue for the prescriptions is based on fee schedules set by various PBMs and other third-party payors.

Clinical trials & other revenue

The Starling PCs also enter into contracts to perform clinical research trials. The terms of the clinical trial contracts vary depending on the length of time required for the clinical research. Each contract represents a single, integrated set of research activities that are satisfied over time as the output of results from the trial is captured for the trial sponsor to review. Under the

clinical trial contracts, the Starling PCs receive a fixed payment for administrative, set-up, and close-down fees; a fixed amount for each patient site visit; and certain expense reimbursements. The Company recognizes revenue for these arrangements on the fees earned to date based on the state of the trial, as established under contract with the customer. On March 31, 2025, the Company entered into a Research Services Agreement ("RSA") with Helios CR, Inc. ("Helios"), effective May 5, 2025, pursuant to which the Helios operates our Clinical Trials & other segment under a profit sharing arrangement with the Company. As part of the RSA, there is a Transition Services Agreement, pursuant to which certain administrative and professional services are provided by Helios for a certain period of time. Additionally, the Company pays a management fee to Helios on a periodic basis for certain shared services.

Operating Expenses

Direct costs - patient services

Direct costs - patient services primarily includes chemotherapy drug costs, clinician salaries and benefits, and medical supplies. Clinicians include oncologists, advanced practice providers such as physician assistants and nurse practitioners, and registered nurses employed by the Starling PCs.

Direct costs - specialty pharmacy

Direct costs - specialty pharmacy primarily includes the cost of oral medications dispensed in the Starling PCs' clinic locations.

Direct costs - clinical trials & other

Direct costs - clinical trials & other primarily includes costs related to clinical trial contracts and medical supplies.

Network medical expense

Network medical expense is the cost of care delivered by our independent network providers and paid by Starling under our fully delegated contracts. For presentation purposes, we eliminate the portion of network medical expense that is paid to Starling PCs who participate in these fully delegated networks.

Selling, general and administrative expense

Selling, general and administrative expenses include employee-related expenses, including both clinic and field support staff as well as central administrative and corporate staff. These expenses include salaries and related costs and stock-based compensation for our executives and physicians. The Company's selling, general and administrative expenses also includes occupancy costs, technology infrastructure, operations, clinical and quality support, finance, legal, human resources, and business development. General and administrative expenses are expected to increase over time, due to the legal, accounting, insurance, investor relations and other costs that the Company incurs as a public company, as well as other costs associated with continuing to grow the business. While the Company expects its selling, general and administrative expenses to increase in absolute dollars in the foreseeable future. such expenses are on average expected to decrease as a percentage of revenue over the long term.

Results of Operations

The following table sets forth our Condensed Consolidated Statements of Operations data expressed as a percentage of total revenues for the periods indicated. The Company's management is not aware of material events or uncertainties that would cause the financial information below to not be indicative of future operating results or results of future financial condition, although past results should not be relied upon as an indication of future performance or future financial condition.

	Three Months Ended June 30,	
	2026	2025
Revenue		
Patient services	36.5 %	46.7 %
Specialty Pharmacy	61.1 %	52.2 %
Clinical trials & other	2.4 %	1.1 %
Total operating revenue	100.0 %	100.0 %
Operating expenses		
Direct costs – patient services	35.2 %	42.7 %
Direct costs – specialty pharmacy	48.0 %	42.6 %
Direct costs – clinical trials & other	— %	0.1 %
Selling, general and administrative expense	18.6 %	22.5 %
Depreciation and amortization	1.1 %	1.5 %
Total operating expenses	102.9 %	109.4 %
Loss from operations	(2.9)%	(9.4)%
Other non-operating expense (income)		
Interest expense, net	1.2 %	1.6 %
Change in fair value of derivative warrant liabilities	— %	— %
Change in fair value of conversion option derivative liabilities	2.0 %	3.3 %
Other, net	— %	— %
Total other non-operating expense (income)	3.2 %	4.9 %
Loss before provision for income taxes	(6.1)%	(14.3)%
Income taxes	— %	0.1 %
Net loss	(6.1)%	(14.2)%

Comparison of the Three and Six Months Ended June 30, 2026 and 2025

Revenue

	Three Months Ended June 30,		Change		Six Months Ended June 30,		Change	
(dollars in thousands)	2026	2025	$	%	2026	2025	$	%
Patient services	$ 58,827	$ 55,891	$ 2,936	5.3 %	$ 117,914	$ 108,959	$ 8,955	8.2 %
Specialty Pharmacy	98,608	62,573	36,035	57.6 %	186,149	111,866	74,283	66.4 %
Clinical trials & other	3,847	1,338	2,509	187.5 %	4,660	3,383	1,277	37.7 %
Total operating revenue	$ 161,282	$ 119,802	$ 41,480	34.6 %	$ 308,723	$ 224,208	$ 84,515	37.7 %

Patient services

The increase in patient services revenue for the three and six months ended June 30, 2026 compared to the same periods in the prior year was primarily due to a 48% and 51% increase in capitated revenue, respectively, partially offset by a 17% and 13% decrease, respectively in fee-for-service revenue for the prior year three and six month periods. The increase in capitated revenue was driven by momentum in new markets in addition to the impact of our investments in referral relationship management and our ramp up in new capitated contracts.

Specialty pharmacy

The increase in specialty pharmacy revenue for three and six months ended June 30, 2026 as compared to the same periods in the prior year was primarily driven by continued strength in prescription fill volumes as the Company continues to bring new capitated lives onto the platform, along with the ongoing ramp of our Florida delegated arrangements.

Clinical trials & other

The increase in clinical trials and other revenue, compared to the three and six months ended June 30, 2025, was due to the profit sharing agreement as described in Note 1 of the financial statements.

Operating Expenses

	Three Months Ended June 30,		Change		Six Months Ended June 30,		Change	
(dollars in thousands)	**2026**	**2025**	**$**	**%**	**2026**	**2025**	**$**	**%**
Direct costs – patient services	$56,771	$ 51,150	$ 5,621	11.0 %	$110,154	$ 98,230	$ 11,924	12.1 %
Direct costs – specialty pharmacy	77,346	51,086	26,260	51.4 %	148,089	90,949	57,140	62.8 %
Direct costs – clinical trials & other	—	65	(65)	(100.0)%	0	279	(279)	(100.0)%
Selling, general and administrative expense	29,943	26,907	3,036	11.3 %	58,155	52,283	5,872	11.2 %
Depreciation and amortization	1,838	1,805	33	1.8 %	3,454	3,589	(135)	(3.8)%
Total operating expenses	$165,898	$ 131,013	$ 34,885	26.6 %	$319,852	$ 245,330	$ 74,522	30.4 %

Patient services cost

The increase in patient services cost for the three months ended June 30, 2026 as compared to the same quarter prior year was primarily due to a 17.3% increase in clinical payroll costs as the Company adjusts physician compensation to better match performance and volume, primarily offset by 11.7% decrease in IV drug costs as the Company leverages it's rebate programs with its primary vendor. The increase in patient service costs for the six months ended June 30, 2026 as compared to the same period prior year was primarily due to increases in clinical payroll costs, partially offset by a decrease in IV drug costs.

Specialty pharmacy cost

The increase in specialty pharmacy cost for the three months ended June 30, 2026 was primarily due to a 88.3% increase in the number of prescriptions filled offset by a 19.6% decrease in the average cost of the prescriptions filled, as compared to the three months ended June 30, 2025. The increase in specialty pharmacy cost for the six months ended June 30, 2026 was primarily due to a 94.5% increase in the number of prescriptions filled, partially offset by a 16.3% decrease in the average cost of the prescriptions filled, as compared to the six months ended June 30, 2025.

Selling, general and administrative expense

Selling, general and administrative ("SG&A") expenses for the three and six months ended June 30, 2026 increased 11.3 and 11.2%, respectively, compared to the same periods in the prior year primarily due to the scaling of our business. As a percentage of revenue, SG&A decreased 390 basis points for the three months ended June 30, 2026 as compared to the same period in the prior year which reflected the operating leverage built into the model as the Company's continues to scale, along with cost discipline.

Other Non-Operating Expense (Income)

(dollars in thousands)	Three Months Ended June 30, 2026	2025	Change $	%	Six Months Ended June 30, 2026	2025	Change $	%
Interest expense, net	$ 1,859	$ 1,870	$ (11)	(0.6)%	$ 3,793	$ 7,440	$ (3,647)	(49.0)%
Change in fair value of derivative warrant liabilities	(6)	53	(59)	(111.3)%	(174)	96	(270)	(281.3)%
Change in fair value of conversion option derivative liabilities	3,243	3,987	(744)	(18.7)%	(1,753)	7,296	(9,049)	(124.0)%
Other, net	77	19	58	305.3 %	(714)	771	(1,485)	(192.6)%
Total other non-operating expense (income)	$ 5,173	$ 5,929	$ (756)	(12.8)%	$ 1,152	$ 15,603	$ (14,451)	(92.6)%

Interest expense, net

The decrease in interest expense for the three and six months ended June 30, 2026 compared to the prior year periods was primarily the result of a prepayment and debt conversion related to the Senior Secured Convertible Note in which the Company recognized a loss of extinguishment of debt of $2,900 during the first quarter of 2025. The decrease in the principal balance of the Senior Secured Convertible Notes decreased the Company's interest payments for the remainder of 2025 and continuing into 2026.

Change in fair value of liabilities

The change in the fair value of liabilities was primarily due to the change in the fair value of conversion option derivative liabilities due to stock price fluctuations, term, risk-free rates and volatility for the three and six months ended June 30, 2026, as compared to the prior year period.

Key Business Metrics

In addition to our financial information, the Company's management reviews a number of operating and financial metrics, including the following key metrics, to evaluate our business, measure our performance, identify trends affecting our business, formulate business plans, and make strategic decisions.

	Three Months Ended June 30, 2026	2025	Six Months Ended June 30, 2026	2025
Affiliated and Network Clinics [(1)]	301	80	301	80
Markets	17	20	17	20
Lives under value-based contracts (millions)	2.1	1.9	2.1	1.9
Adjusted EBITDA (in thousands) [(2)]	$ 229	$ (4,092)	$ (2,209)	$ (9,198)

[(1)] Number of clinics operated under the Starling PCs, whereby we receive a percentage of revenue under our management services agreements, or MSAs, and are consolidated. Additionally, includes independent oncology practices to which we provide limited management services and have network provider agreements, but do not bear the operating costs.

[(2)] Adjusted EBITDA is a "non-GAAP" financial measure within the meaning of Item 10 of Regulation S-K promulgated by the SEC. The Company defines Adjusted EBITDA as net income (loss) adjusting for:

- Depreciation and amortization,
- Interest expense, net,
- Tax payments and penalties
- Non-cash addbacks,
- Share-based compensation,
- Changes in fair value of liabilities,
- Unrealized (gains) losses on investments
- Practice acquisition-related costs,
- Post combination compensation,
- Consulting and certain one-time legal fees,
- Infrastructure and workforce costs, and
- Transaction costs.

The Company includes Adjusted EBITDA because it is an important measure which our management uses to assess the results of operations, to evaluate factors and trends affecting the business, and to plan and forecast future periods.

Management believes that this measure provides an additional tool to assess operational performance and trends in, and comparing our financial measures with, other similar companies, many of which present similar non-GAAP financial measures to investors. Be aware that the Company's non-GAAP financial measure may be different from the non-GAAP financial measures used by other companies, including the Company's competitors. The use of non-GAAP financial measures is not intended to be considered in isolation or as a substitute for, or superior to, financial measures determined in accordance with GAAP. Management encourages investors and others to review the Company's financial information in its entirety, including the financial statements and the related notes thereto, and not to rely on any single financial measure.

The following tables provide a reconciliation of net loss, the most closely comparable GAAP financial measure, to Adjusted EBITDA:

	Three Months Ended June 30,		Change	
(dollars in thousands)	**2026**	**2025**	**$**	**%**
Net loss	$ (9,789)	$ (17,009)	$ 7,220	(42.4)%
Depreciation and amortization	1,838	$ 1,805	33	1.8 %
Interest expense, net	1,859	$ 1,870	(11)	(0.6)%
Income tax and other taxes	86	$ (61)	147	— %
Non-cash addbacks[1]	(36)	$ 2,222	(2,258)	(101.6)%
Share-based compensation	1,070	$ 752	318	42.3 %
Changes in fair value of liabilities	3,237	$ 4,040	(803)	(19.9)%
Post-combination compensation expense[2]	—	$ 13	(13)	(100.0)%
Consulting fees[3]	1,814	$ 506	1,308	258.5 %
Infrastructure and workforce costs[4]	150	$ 1,771	(1,621)	(91.5)%
Adjusted EBITDA	$ 229	$ (4,091)	$ 4,320	(105.6)%

(1) During the three months ended June 30, 2026, non-cash addbacks was primarily comprised of non-cash rent expense. During the three months ended June 30, 2025, non-cash addbacks was primarily comprised of the write-off of the net assets of the Clinical Trials segment of $2,398.

(2) Deferred consideration payments for practice acquisitions that are contingent upon the seller's future employment at the Company.

(3) Consulting fees were comprised of a subset of the Company's total consulting fees primarily related to re-branding, and related to certain non-recurring advisory projects during the three months ended June 30, 2026 and 2025.

(4) Infrastructure and workforce costs were primarily comprised of recruiting expenses to build out corporate infrastructure of $305 and $150, severance expenses resulting from cost rationalization programs of $15 and $49, stop-loss contract timing of approximately $0 and $1,099, and reversal of settlements of $165 and $487 during the three months ended June 30, 2026 and 2025, respectively.

	Six Months Ended June 30,		Change	
(dollars in thousands)	**2026**	**2025**	**$**	**%**
Net loss	$ (12,281)	$ (36,594)	$ 24,313	(66.4)%
Depreciation and amortization	$ 3,454	3,589	(135)	(3.8)%
Interest expense, net	$ 3,793	7,440	(3,647)	(49.0)%
Income tax and other taxes	$ 129	$ (61)	190	— %
Non-cash addbacks(1)	$ (284)	$ 2,059	(2,343)	(113.8)%
Share-based compensation	$ 2,756	$ 2,210	546	24.7 %
Changes in fair value of liabilities	$ (1,927)	$ 7,392	(9,319)	(126.1)%
Unrealized loss on investments	$ —	$ 6	(6)	(100.0)%
Post-combination compensation expense(2)	$ —	$ 26	(26)	(100.0)%
Consulting fees(3)	$ 2,087	$ 839	1,248	148.7 %
Infrastructure and workforce costs(4)	$ 64	$ 3,895	(3,831)	(98.4)%
Transaction costs	$ —	$ 1	(1)	—
Adjusted EBITDA	$ (2,209)	$ (9,198)	$ 6,989	(76.0)%

(1) During the six months ended June 30, 2026, non-cash addbacks was primarily comprised of non-cash rent expense. During the three months ended June 30, 2025, non-cash addbacks was primarily comprised of the write-off of the net assets of the Clinical Trials segment of $2,398.

(2) Deferred consideration payments for practice acquisitions that are contingent upon the seller's future employment at the Company.

(3) Consulting fees were comprised of a subset of the Company's total consulting fees primarily related to re-branding, and related to certain non-recurring advisory projects during the six months ended June 30, 2026 and 2025

(4) Infrastructure and workforce costs were primarily comprised of recruiting expenses to build out corporate infrastructure of $476 and $150, severance expenses resulting from cost rationalization programs of $257 and $49, stop-loss contract timing of approximately $1 and $1,099, and legal costs related to infrastructure build out and settlements of $172 and $487, partially offset by EOM/CMS performance period non-recurring addback of $818 during the six months ended June 30, 2026 and 2025, respectively.

Liquidity and Capital Resources

General

The accompanying financial statements have been prepared on a going concern basis of accounting, which contemplates continuity of operations, realization of assets and liabilities and commitments in the normal course of business. In connection with the preparation of the condensed consolidated financial statements for the three months ended June 30, 2026, the Company conducted an evaluation as to whether there were conditions and events, considered in the aggregate, which raised substantial doubt as to its ability to continue as a going concern within one year after the date of the issuance of such financial statements.

The Company had cash and cash equivalents of $41,094 and an accumulated deficit of $283,700 at June 30, 2026, and a net loss of $12,281 and net cash provided by operations of $9,725 for the six months ended June 30, 2026.

The Company has concluded that it will have sufficient liquidity to fund its operations for at least one year from the date these consolidated financial statements are issued.

Although the Company currently expects its sources of capital to be sufficient to meet its near-term liquidity needs, there can be no assurance that such sources will be sufficient to satisfy its liquidity requirements in the future. If the Company cannot generate or obtain needed funds, it might be forced to make substantial reductions in its operating and capital expenses or pursue restructuring plans, which could adversely affect its business operations and ability to execute its current business strategy.

Cash Flows

The following table presents a summary of the Company's consolidated cash flows from operating, investing, and financing activities for the periods indicated.

	Six Months Ended June 30,		Change	
(dollars in thousands)	**2026**	**2025**	**$**	**%**
Net cash and cash equivalents provided by (used in) operating activities	$ 9,725	$ (15,190)	$ 24,915	(164)%
Net cash and cash equivalents used in investing activities	(1,950)	(1,410)	(540)	38 %
Net cash and cash equivalents used in financing activities	(246)	(2,777)	2,531	(91)%
Net increase (decrease) in cash and cash equivalents	$ 7,529	$ (19,377)	$ 26,906	(139)%
Cash and cash equivalents at beginning of period	33,565	49,669	(16,104)	(32)%
Cash and cash equivalents at end of period	$ 41,094	$ 30,292	$ 10,802	36 %

Operating Activities

Significant changes impacting net cash and cash equivalents provided by (used in) operating activities for the six months ended June 30, 2026 as compared to the six months ended June 30, 2025 were as follows:

- Cash used by inventory decreased $2,611 due to a decrease in quarterly drug buy-ins at period end for participation in rebate programs with our primary supplier; and
- Cash provided by accounts payable and accrued expenses increased by $10,713 primarily due to cash management initiatives with our primary vendors.

Investing Activities

Net cash used in investing activities increased $540 for the six months ended June 30, 2026 as compared to the six months ended June 30, 2025 primarily due to the increase in purchases of property and equipment of $414 as compared to same period in the prior year.

Financing Activities

Net cash used in financing activities decreased $2,531 for the six months ended June 30, 2026 as compared to the six months ended June 30, 2025, primarily due to principal payments on the convertible note of $20,000, offset by proceeds from the private placement offering of $15,359 and proceeds from option exercises of $2,340 during the six months ended June 30, 2025.

Material Cash Requirements

The Company's material cash requirements for the following five years consist of debt servicing requirements, operating leases and other miscellaneous administrative expenses. Additionally, the Company is subject to certain outside claims and litigation arising out of the ordinary course of business, however, no such litigation requires future cash expenditure as of June 30, 2026.

	Material Cash Requirements Due by the Year Ended December 31,				
(dollars in thousands)	**2026**	**2027-2028**	**2029-2030**	**Thereafter**	**Total**
Operating leases	4,445	14,186	7,625	1,987	28,243
Deferred acquisition and contingent consideration	125	—	—	—	125
Other[1]	289	29	—	—	318
Total material cash requirements	$ 4,859	$ 14,215	$ 7,625	$ 1,987	$ 28,686

(1) Other is comprised of finance leases and D&O insurance premiums.

Critical Accounting Policies and Estimates

Our management's discussion and analysis of financial condition and results of operations is based on our financial statements, which have been prepared in accordance with generally accepted accounting principles in the United States, or U.S. GAAP. The preparation of these financial statements requires us to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements, as well as the reported expenses during the reporting periods. These items are monitored and analyzed by us for changes in facts and circumstances, and material changes in these estimates could occur in the future. We base our estimates on historical experience and on various other factors that we believe are reasonable under the circumstances, the results of which form the basis for making judgments about the carrying value of assets and liabilities that are not readily apparent from other sources. Changes in estimates are reflected in reported results for the period in which they become known. Actual results may differ significantly from these estimates under different assumptions or conditions.

Our significant accounting policies are more fully described in the notes to our unaudited condensed consolidated financial statements elsewhere in this Quarterly Report on Form 10-Q. We believe that the following accounting policies reflects the most critical judgments and estimation uncertainty used in the preparation of our Condensed Consolidated Financial Results.

Variable Interest Entities

The Company consolidates entities for which it has a variable interest and is determined to be the primary beneficiary. The Company holds variable interests in the Starling PCs, comprised of Starling CA, Starling FL, Starling OR and Starling TX due to jurisdictional laws governing the corporate practice of medicine or other restrictions. The Starling PCs employ physicians and other clinicians in order to provide professional services to patients of our managed clinics, and under substantially similar MSAs, we serve as the exclusive manager and administrator of the Starling PCs' non-medical functions and services. The Starling PCs are considered variable interest entities ("VIEs") as they do not have sufficient equity to finance their activities without additional financial support from the Company. An enterprise having a controlling financial interest in a VIE must consolidate the VIE if it has both power and benefits — that is, it has (1) the power to direct the activities of a VIE that most significantly impacts the VIE's economic performance (power), and (2) the obligation to absorb the losses of the VIE that potentially could be significant to the VIE or the right to receive benefits from the VIE that potentially could be significant to the VIE (benefits). The Company has the power to control all financial activities of the Starling PCs, the rights to receive substantially all benefits from the VIEs, and consequently consolidates the Starling PCs. Revenues, expenses, and income along with the balance sheet accounts from the Starling PCs are included in the consolidated amounts as presented on the Condensed Consolidated Statements of Operations and Condensed Consolidated Balance Sheets.

Segment Reporting

The Company presents the condensed consolidated financial statements by segment in accordance with the relevant accounting literature to provide investors with transparency into how the chief operating decision maker, or "CODM" manages the business. The Company's CODM is our Chief Executive Officer. The CODM reviews financial information and allocates resources across three operating segments: specialty pharmacy, patient care, and clinical trials and other.

Revenue Recognition

The Company recognizes consolidated revenue based upon the principle of the transfer of control of our goods and services to customers in an amount that reflects the consideration to which it expects to be entitled. This principle is achieved through applying the following five-step approach:

1. Identification of the contract, or contracts, with a customer.
2. Identification of the performance obligations in the contract.
3. Determination of the transaction price.

4. Allocation of the transaction price to the performance obligations in the contract.

5. Recognition of revenue when, or as, the entity satisfies a performance obligation.

Consolidated revenue primarily consists of capitation revenue, fee-for-service (FFS) revenue, specialty pharmacy revenue, and clinical trials revenue. Revenue is recognized in the period in which services are rendered or the period in which the Starling PCs are obligated to provide services. The form of billing and related risk of collection for such services may vary by type of revenue and the payor. The following paragraphs provide a summary of the principal forms of billing arrangements and how revenue is recognized for each.

Capitation

Capitation contracts have a single performance obligation that is a stand ready obligation to perform specified healthcare services to the population of enrolled members and constitutes a series for the provision of managed healthcare services for the term of the contract, which is deemed to be one month since the mix of patient-customers can and do change month over month. The transaction price for capitation contracts is variable as it primarily includes PMPM fees associated with unspecified membership that fluctuates throughout the term of the contract. Further, we adjust the transaction price for capitation deductions based on historical experience. Revenue is recognized in the month services are rendered on the basis of the transaction price established at that time. If subsequent information resolves uncertainties related to the transaction price, adjustments will be recognized in the period they are resolved. When payment has been received but services have not yet been rendered, the payment is recognized as a contract liability.

Fee For Service

FFS revenue consists of fees for medical services actually provided to patients. These medical services are distinct since the patient can benefit from the medical services on their own. Each service constitutes a single performance obligation for which the patient accepts and receives the benefit of the medical services as they are performed.

The transaction price from FFS arrangements is variable in nature because fees are based on patient encounters, credits due to patients, and reimbursement of provider costs, all of which can vary from period to period. The Company estimates the transaction price using the most likely methodology and amounts are only included in the net transaction price to the extent that it is probable that a significant reversal of cumulative revenue will not occur once any uncertainty is resolved. As a practical expedient, the Company adopted a portfolio approach to determine the transaction price for the medical services provided under FFS arrangements. Under this approach, the Company bifurcated the types of services provided and grouped health plans with similar fees and negotiated payment rates.

At these levels, portfolios share the characteristics conducive to ensuring that the results do not materially differ from the standard applied to individual patient contracts related to each medical service provided.

Revenue is recorded on the date the services are rendered based on the information known at the time of entering of such information into our billing systems as well as an estimate of the revenue associated with medical services. When the performance obligation is not satisfied, the billing is recognized as a contract liability.

Specialty Pharmacy

Dispensed prescriptions that are filled and delivered to the patient are considered a distinct performance obligation. The transaction price for the prescriptions is based on fee schedules set by PBMs and other third-party payors. The fee schedule is often subject to direct and indirect remuneration fees applied by PBMs ("DIR fees"), which are based primarily on pre-established metrics. DIR fees may be assessed in periods after payments are received against future payments. The Company estimates DIR fees to arrive at the transaction price for prescriptions. Revenue is recognized based on the transaction at the time the patient takes possession of the oral drug.

Clinical Research & Other

Clinical research contracts represent a single, integrated set of research activities and thus are a single performance obligation. The performance obligation is satisfied over time as the output is captured in data and documentation that is available for the customer to consume over the course of arrangement and furthers progress of the clinical trial. The Company has elected to recognize revenue for clinical trials using the ‘as-invoiced’ practical expedient. The customer is invoiced periodically based on the progress of the trial such that each invoice captures the revenue earned to date based on the state of the trial as established under contract with the customer. Effective May 2025, the Clinical Trials segment is operated by a third party in its entirety under a profit sharing arrangement with the Company.

Income Taxes

The Company uses the asset and liability method of accounting for income taxes. Deferred tax assets and liabilities are determined based on temporary differences between the financial carrying amounts and the tax basis of assets and liabilities using enacted tax rates in effect in the years in which the temporary differences are expected to reverse.

A valuation allowance is required when there is significant uncertainty as to whether certain deferred tax assets can be realized. The ability to realize deferred tax assets is dependent upon our ability to generate sufficient taxable income within the carryforward periods provided for in the tax law for each tax jurisdiction. We have considered the following possible sources of taxable income when assessing the realization of our deferred tax assets:

- future reversals of existing taxable temporary differences;
- future taxable income or loss, exclusive of reversing temporary differences and carryforwards;
- tax-planning strategies; and
- taxable income in prior carryback years.

We will continue to reevaluate the continued need for a valuation allowance. Relevant factors include:

- current financial performance;
- our ability to meet short-term and long-term financial and taxable income projections;
- the overall market environment; and
- the volatility and trends in the industry in which we operate.

Goodwill and Intangible Assets

The Company accounts for goodwill and intangible assets under Accounting Standards Codification Topic No. 350, *Goodwill and Other* ("ASC 350"). Goodwill represents the excess of the fair value of the consideration conveyed in acquisition over the fair value of net assets acquired.

Goodwill is not amortized but is required to be evaluated for impairment at the same time every year. The Company performs annual testing of impairment for goodwill in the fourth quarter of each year or earlier if potential impairment indicators exist. When impairment indicators are identified, the Company compares the reporting unit's fair value to its carrying amount, including goodwill. An impairment loss is recognized as the difference, if any, between the reporting unit's carrying amount and its fair value to the extent the difference does not exceed the total amount of goodwill allocated to the reporting unit.

Under ASC 350, finite-lived intangible assets are stated at acquisition-date fair value. Intangible assets are amortized using the straight-line method.

Finite-lived intangible assets are stated at acquisition-date fair value. Intangible assets are amortized using the straight-line method. Finite-lived intangible assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. When circumstances indicate that recoverability may be impaired, the Company assesses its ability to recover the carrying value of the asset group from the expected future pre-tax cash flows (undiscounted and without interest charges) of the related operations. If these cash flows are less than the carrying value of such asset, an impairment loss is recognized for the difference between estimated fair value and carrying value. Fair value is determined based on appropriate valuation techniques.

Item 3. Quantitative and Qualitative Disclosures About Market Risk

Market risk represents the risk of loss that may impact our financial position due to adverse changes in financial market prices and rates. Our market risk exposure is primarily a result of exposure due to potential changes in inflation or interest rates. We do not hold financial instruments for trading purposes.

Interest Rate Risk

We held cash and cash equivalents of $41,094 as of June 30, 2026, consisting of bank deposits and money market funds. Such interest-earning instruments carry a degree of interest rate risk. The goals of our investment policy are liquidity and capital preservation. We believe that we do not have any material exposure to changes in the fair value of these assets as a result of changes in interest rates due to the short-term nature of our cash.

Inflation Risk

Recently, inflation has increased throughout the U.S. economy. Inflation can adversely affect us by increasing the costs of drugs, clinical trials and research, administration and other costs of doing business. We may experience increases in the prices of labor and other costs of doing business. In an inflationary environment, cost increases may outpace our expectations, causing us to use our cash and other liquid assets faster than forecasted. If this happens, we may need to raise additional capital to fund our operations, which may not be available in sufficient amounts or on reasonable terms, if at all, sooner than expected.

Impairment Risk

Impairment risk refers to the risk that the Company will write down a material amount of its goodwill or intangible assets. This risk is assessed at least annually in the fourth quarter each year when the Company performs its impairment testing. To the extent that, among other factors, (i) there is underperformance in one or more reporting units (ii) a potential recession further disrupts the economic environment or (iii) interest rates continue to rise in response to persistent inflation, the fair value of one or more of the reporting units could fall below their carrying value, resulting in a goodwill or intangible impairment charge.

Item 4. Controls and Procedures

Evaluation of Disclosure Controls and Procedures

Our disclosure controls and procedures are designed to ensure that the information relating to our Company, including our consolidated subsidiaries, that are required to be disclosed in our SEC reports, is recorded, processed, summarized, and reported within the time periods specified in SEC rules and forms, and is accumulated and communicated to our management, including our Chief Executive Officer and Chief Financial Officer, as appropriate to allow for timely decisions regarding required disclosure. We conducted an evaluation, under the supervision and with the participation of management, including our Chief Executive Officer and Chief Financial Officer, of the effectiveness of the design and operation of our disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended) as of June 30, 2026. Based on this evaluation, our Chief Executive Officer and Chief Financial Officer concluded that, as of June 30, 2026, our disclosure controls and procedures were effective in our internal control over financial reporting. Management, including our Chief Executive Officer and Chief Financial Officer, who serve as our principal executive officer and principal financial officer, respectively, believe the condensed consolidated financial statements included in this Quarterly Report on Form 10-Q fairly represent, in all material respects, our financial condition, results of operations and cash flows as of and for the periods presented in accordance with GAAP.

Changes in Internal Control over Financial Reporting

There were no changes in the Company's internal control over financial reporting that occurred during the three months ended June 30, 2026 that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

Limitations on Effectiveness of Disclosure Controls and Procedures

In designing and evaluating our disclosure controls and procedures, management, including the Chief Executive Officer and Chief Financial Officer, recognizes that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives. Because of the inherent limitations in all control systems, no evaluation of controls can provide absolute assurance that all control issues and instances of fraud, if any, within the Company have been detected. The design of any system of controls also is based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions. Over time, controls may become inadequate because of changes in conditions, or the degree of compliance with the policies or procedures may deteriorate. Because of the inherent limitations in a cost-effective control system, misstatements due to error or fraud may occur and not be detected.

PART II - OTHER INFORMATION

Item 1. Legal Proceedings

From time to time, we may be involved in various legal proceedings and subject to claims that arise in the ordinary course of business. Although the results of litigation and claims are inherently unpredictable and uncertain, we are not currently a party to any legal proceedings the outcome of which we believe that, if determined adversely to us, either individually or taken together, are reasonably likely to have a material adverse effect on our business, operating results, cash flows or financial condition.

Item 1A. Risk Factors

There have been no material changes to the risk factors previously described in Item 1A of our Annual Report on Form 10-K for the fiscal year ended December 31, 2025. These risk factors describe some of the assumptions, risks, uncertainties and other factors that could adversely affect our business or that could otherwise result in changes that differ materially from our expectations. We may disclose changes to such risk factors or disclose additional risk factors from time to time in our future filings with the SEC.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

Not applicable.

Item 3. Defaults Upon Senior Securities

Not applicable.

Item 4. Mine Safety Disclosures

Not applicable.

Item 5. Other Information

None of the Company’s directors or officers adopted, modified or terminated a Rule 10b-5 trading arrangement or a non-Rule 10b-5 trading arrangement as such terms are defined under Item 408(a) of Regulation S-K, during the three months ended June 30, 2026.

Item 6. Exhibits

Exhibit Number	Description	Incorporated by Reference				Filed or Furnished Herewith
		Form	File Number	Exhibit	Filing Date	
3.1	Amended and Restated Certificate of Incorporation of The Oncology Institute, Inc.	8-K	001-39248	3.1	November 18, 2021	
3.2	Amended and Restated Bylaws of The Oncology Institute, Inc.	8-K	001-39248	3.2	November 18, 2021	
3.3	Certificate of Designation of Series A Common Stock Equivalent Convertible Preferred Stock	8-K/A	001-39248	3.3	November 22, 2021	
3.4	Certificate of Correction to Certificate of Designation of Preferences, Rights and Limitations of Series A Common Stock Equivalent Convertible Preferred Stock	8-K	001-39248	3.1	March 25, 2025	
3.5	Amendment to Certificate of Designation of Preferences, Rights and Limitations of Series A Common Stock Equivalent Convertible Preferred Stock	8-K	001-39248	3.2	March 25, 2025	
4.1	Warrant Agreement, dated March 10, 2020, by and between DFP and Continental Stock Transfer & Trust Company, as warrant agent	8-K	001-39248	4.1	March 13, 2020	
4.2	Specimen Preferred Stock Certificate of The Oncology Institute, Inc.	8-K/A	001-39248	4.2	November 22, 2021	
4.3	Form of Secured Convertible Note	8-K	001-39248	4.1	August 10, 2022	
4.4	Form of Warrant	8-K	001-39248	4.2	August 10, 2022	
4.5	Form of pre-funded Warrant	8-K	001-39248	4.1	March 25, 2025	
4.6	Form of Common Warrant	8-K	001-39248	4.2	March 25, 2025	
4.7	Form of Deerfield Common Warrant	8-K	001-39248	4.3	March 25, 2025	
31.1*	Certification Pursuant to Rule 13a-14(a) under the Securities Exchange Act of 1934 of the Principal Executive Officer.					X
31.2*	Certification Pursuant to Rule 13a-14(a) under Securities Exchange Act of 1934 of the Principal Financial Officer.					X
32.1**	Certification Pursuant to 18 U.S.C. Section 1350, As Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 of the Principal Executive Officer.					X
32.2**	Certification Pursuant to 18 U.S.C. Section 1350, As Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 of the Principal Financial Officer					X
101.INS	Inline XBRL Instance Document					
101.SCH	Inline XBRL Taxonomy Extension Schema Document					
101.CAL	Inline XBRL Taxonomy Extension Calculation Linkbase Document					
101.DEF	Inline XBRL Taxonomy Extension Definition Linkbase Document					
101.LAB	Inline XBRL Taxonomy Extension Label Linkbase Document					
104	Cover Page Interactive Data File - (formatted as Inline XBRL and contained in Exhibit 101)					

* Filed herewith.

** Furnished herewith.

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Registration Statement to be signed on its behalf by the undersigned hereunto duly authorized, on August 6, 2026.

STARLING ONCOLOGY, INC.

By: /s/ Robert Carter

Robert Carter

Chief Financial Officer
(Principal Financial Officer and Duly Authorized Officer)

EXHIBIT 31.1

Certification of Chief Executive Officer
RULE 13a-14(a)/15d-14(a) CERTIFICATION PURSUANT TO
SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002

I, Daniel Virnich, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q for the period ended June 30, 2026 of Starling Oncology, Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; and

   (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: August 6, 2026

/s/ Daniel Virnich

Daniel Virnich
Chief Executive Officer

EXHIBIT 31.2

Certification of Chief Financial Officer
RULE 13a-14(a)/15d-14(a) CERTIFICATION PURSUANT TO
SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002

I, Robert Carter, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q for the period ended June 30, 2026 of Starling Oncology, Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; and

   (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: August 6, 2026

/s/ Robert Carter

Robert Carter
Chief Financial Officer

EXHIBIT 32.1

Certification of Chief Executive Officer
Certification Pursuant to Section 906
of the Sarbanes-Oxley Act of 2002
(18 U.S.C. Section 1350)

In connection with the Quarterly Report of Starling Oncology, Inc. (the "Company") on Form 10-Q for the period ended June 30, 2026, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Daniel Virnich, Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, to my knowledge:

1. The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

In witness whereof, the undersigned has executed and delivered this certificate as of the date set forth opposite his signature below.

Date: August 6, 2026

/s/ Daniel Virnich
Daniel Virnich
Chief Executive Officer

The foregoing certification is being furnished solely to accompany the Report pursuant to 18. U.S.C. Section 1350, and is not being filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and is not to be incorporated by reference into any filing of the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filing. A signed original of this written statement required by Section 906 has been provided to the Company and will be retained by the Company and furnished to the Securities Exchange Commission or its staff upon request.

EXHIBIT 32.2

Certification of Chief Financial Officer
Certification Pursuant to Section 906
of the Sarbanes-Oxley Act of 2002
(18 U.S.C. Section 1350)

In connection with the Quarterly Report of Starling Oncology, Inc. (the "Company") on Form 10-Q for the period ended June 30, 2026, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Robert Carter, Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, to my knowledge:

1. The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

In witness whereof, the undersigned has executed and delivered this certificate as of the date set forth opposite his signature below.

Date: August 6, 2026

/s/ Robert Carter
Robert Carter
Chief Financial Officer

The foregoing certification is being furnished solely to accompany the Report pursuant to 18. U.S.C. Section 1350, and is not being filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and is not to be incorporated by reference into any filing of the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filing. A signed original of this written statement required by Section 906 has been provided to the Company and will be retained by the Company and furnished to the Securities Exchange Commission or its staff upon request.