

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

| OMB APPROVAL | |
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | | |
|--|---|---|---|
| 1. Name and Address of Reporting Person* <u>Cove Investors I, LLC</u> <hr/> (Last) (First) (Middle) 865 SOUTH FIGUEROA STREET, SUITE 700 <hr/> (Street) LOS ANGELES CA 90017 <hr/> (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) 09/23/2021 | 3. Issuer Name and Ticker or Trading Symbol <u>Cue Health Inc. [HLTH]</u> | |
| | | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) | 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 5,655,540 | D ⁽¹⁾ | |

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|-----------------|---|----------------------------|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Series A Preferred Stock | (2) | (2) | Common Stock | 1,090,180 | (2) | D ⁽¹⁾ | |
| Series B Preferred Stock | (3) | (3) | Common Stock | 5,358,452 | (3) | D ⁽⁴⁾ | |
| Series C-1 Preferred Stock | (5) | (5) | Common Stock | 273,082 | (5) | D ⁽⁴⁾ | |

1. Name and Address of Reporting Person*
Cove Investors I, LLC

 (Last) (First) (Middle)
 865 SOUTH FIGUEROA STREET, SUITE 700

 (Street)
 LOS ANGELES CA 90017

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Cove Investors II, LLC

 (Last) (First) (Middle)
 865 SOUTH FIGUEROA STREET, SUITE 700

 (Street)
 LOS ANGELES CA 90017

 (City) (State) (Zip)

1. Name and Address of Reporting Person*

Day Kelly P.

(Last) (First) (Middle)

865 FIGUEROA STREET, SUITE 700

(Street)

LOS ANGELES CA 90017

(City)

(State)

(Zip)

Explanation of Responses:

1. The shares are held directly by Cove Investors I, LLC ("Cove I"). Kelly Day is the member of Cove I with authority to direct the voting interests of Cove I with respect to shares held by Cove I, and as a result may be deemed to have beneficial ownership of such shares.
2. The Series A Preferred Stock automatically converts into the number of shares of Common Stock as shown in Column 3 of Table II without payment of further consideration at the holder's election or upon closing of the initial public offering of the Issuer's common stock. The shares have no expiration date.
3. The Series B Preferred Stock automatically converts into the number of shares of Common Stock as shown in Column 3 of Table II without payment of further consideration at the holder's election or upon closing of the initial public offering of the Issuer's common stock. The shares have no expiration date.
4. The shares are held directly by Cove Investors II, LLC ("Cove II"). Kelly Day is the member of Cove II with authority to direct the voting interests of Cove II with respect to shares held by Cove II, and as a result may be deemed to have beneficial ownership of such shares.
5. The Series C-1 Preferred Stock automatically converts into the number of shares of Common Stock as shown in Column 3 of Table II without payment of further consideration at the holder's election or upon closing of the initial public offering of the Issuer's common stock. The shares have no expiration date.

Cove Investors I, LLC,

By: /s/ Peter Carlton,

President of Oakmont

Corporation, the

Administrator of the

Security Holder

09/23/2021

Cove Investors II, LLC,

By: /s/ Peter Carlton,

President of Oakmont

Corporation, the

Administrator of the

Security Holder

09/23/2021

/s/ Kelly Day.

09/23/2021

** Signature of Reporting
Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.