

4Q23 Earnings Presentation

February 26, 2024

This presentation has been approved by the Company's Executive Chairman and CEO, Charlie Youakim, on behalf of the Sezzle Inc. Board

Disclaimer

Cautionary Note Regarding Forward-Looking Statements

This presentation (the "Presentation") contains summary information about the activities of Sezzle as of the date of this Presentation. The information in this Presentation is of a general nature and does not purport to be complete and the information in the Presentation remains subject to change without notice. Also, the information in the Presentation should not be relied upon as advice to potential investors or current shareholders. This Presentation has been prepared without taking into account the objectives, financial situation or needs of any particular prospective investor or current shareholder. Before making an investment decision, prospective investors and current shareholders should consider the appropriateness of the information having regard to their own objectives, financial situation and needs and seek appropriate advice, including financial, legal and taxation advice appropriate to their jurisdiction. The Presentation also includes information regarding our market and industry that is derived from publicly available third-party sources that have not been independently verified by Sezzle.

This Presentation contains certain "forward-looking statements" under 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"). including, but not limited to, statements regarding our anticipated new products, our ability to gain future market share, our timeline and intentions relating to operations in international markets, our strategy, our future operations, our financial position, our estimated revenues and losses, our projected costs, our prospects, and the plans and objectives of management. These forward-looking statements are generally identified by the words "could," "believe," "anticipate," "intend," "estimate." "expect." "project" or other words or expressions of similar meaning (or the negative versions of such words or expressions). These forward-looking statements are subject to a number of risks and uncertainties, including those set out in this Presentation, but not limited to: (i) impact of the "buy-now, pay-later" ("BNPL") industry becoming subject to increased regulatory scrutiny; (ii) impact of operating in a highly competitive industry; (iii) impact of macro-economic conditions on consumer spending: (iv) our ability to increase our merchant network, our base of consumers and Underlying Merchant Sales ("UMS"); (v) our ability to effectively manage growth, sustain our growth rate and maintain our market share; (vi) our ability to maintain adequate access to capital in order to meet the capital requirements of our business; (vii) impact of exposure to consumer bad debts and insolvency of merchants; (viii) impact of the integration, support and prominent presentation of our platform by our merchants; (ix) impact of any data security breaches, cyberattacks, employee or other internal misconduct, malware, phishing or ransomware, physical security breaches, natural disasters, or similar disruptions; (x) impact of key vendors or merchants failing to comply with legal or regulatory requirements or to provide various services that are important to our operations; (xi) impact of the loss of key partners and merchant relationships; (xii) impact of exchange rate fluctuations in the international markets in which we operate; (xiii) impact of our delisting from the Australian Securities Exchange and trading on the Nasdag Capital Market as our sole trading exchange; (xiv) our ability to protect our intellectual property rights and third party allegations of the misappropriation of intellectual property rights; (xv) our ability to retain employees and recruit additional employees; (xvi) impact of the costs of complying with various laws and regulations applicable to the BNPL industry in the United States and Canada; (xviii) our ability to achieve our public benefit purpose and maintain our B Corporation certification; and (xviiii) the other factors identified in the "Risk Factors" section of our Annual Report on Form 10-K filed with the Securities and Exchange Commission (the "SEC") on February 28, 2023 and subsequent quarterly reports on Form 10-Q. These forward-looking statements are based on our current expectations and assumptions about future events and are based on currently available information as to the outcome and timing of future events. Nevertheless, and despite the fact that management's expectations and estimates are based on assumptions management believes to be reasonable and data management believes to be reliable, our actual results, performance or achievements are subject to future risks and uncertainties, any of which could materially affect our actual performance. Except as otherwise required by applicable law, we disclaim any duty to update any forward-looking statements to reflect events or circumstances after the date of this Presentation.

This Presentation has been prepared in good faith, but no representation or warranty, express or implied, is made as to the fairness, accuracy, completeness, correctness, reliability or adequacy of any statements, estimates, opinions or other information, or the reasonableness of any assumption or other statement, contained in the Presentation (any of which may change without notice).

All financial figures are expressed in U.S. dollars unless otherwise stated.

In addition to financial measures presented in accordance with U.S. generally accepted accounting principles ("U.S. GAAP"), this Presentation includes certain financial information, including Underlying Merchant Sales ("UMS") and Active Consumers, which has been provided as supplemental measures of operating performance that are key metrics used by management to assess Sezzle's growth and operating performance. For example, UMS is an operating metric in assessing the volume of transactions that take place on the Sezzle Platform, which is an indicator of the success of our merchants and the strength of the Sezzle Platform. Sezzle also use these operating metrics in order to evaluate the effectiveness of our business strategies, to make budgeting decisions, and to compare our performance against that of other peer companies using similar measures. UMS and Active Consumers do not represent revenue earned by Sezzle, are not components of Sezzle's income or included within Sezzle's financial results prepared in accordance with GAAP. The UMS and Active Consumers financial measures used by Sezzle may differ from the non-U.S. GAAP financial measures used by other companies.

No Offer or Solicitation

This report shall not constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offering of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the Securities Act or pursuant to another available exemption.

Prized & Profitable BNPL Platform

\$6+ Billion

Underlying Merchant Sales Since Launch 63+ Million

Total Orders Since Launch 18+ Million

Total Sign-Ups Since Launch 307,000

Total Subscribers (as of December 31, 2023)

4.5%

Last 12-Months¹ Net Income Margin 18.8%

Last 12-Months Adjusted EBITDA Margin²

26.9%

Last 12-Months Total Income Growth (vs. prior comparable period) 45.9%

Last 12-Months Return on Equity³

Building a Trusted Platform

DIGITAL JOURNAL

Startups of the Year 2023

Money

Best BNPL for Building Credit



World's Top 200 Fintech Companies

4.9



4.6



4.4



¹Last 12-Months ending December 31, 2023

² Adjusted EBITDA Margin is a non-GAAP financial measure equal to non-GAAP Adjusted EBITDA divided by GAAP Total Income. For a reconciliation of GAAP Net Income (Loss) to non-GAAP Adjusted EBITDA, see Appendix II.

³ Return on Equity is calculated by taking the last 12-months Net Income (Loss) divided by the average of the beginning and ending balances of Shareholders' Equity for the respective period.





Financially Empowering the Next Generation

Committed to Driving Change



Justice

- Financial accessibility
- Diversity and inclusion
- Employee security and wellness



Integrity

- Governance and controls
- Integrated decisionmaking
- Workplace culture



Stewardship

- Responsible lending
- Environment and climate change
- Data security and management



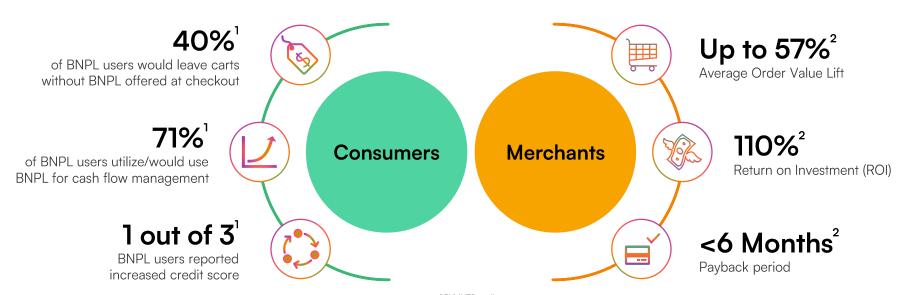
Advancement

- Product innovation
- Community reinvestment
- Employee career development

Why Consumers & Merchants Choose Sezzle

Increasing **financial inclusion** by providing credit to those who often face challenges in accessing traditional credit options

Driving traffic and incremental revenue through a frictionless checkout experience and customized marketing capabilities



¹ PYMNTS studies ² 2023 The Total Economics Impact of Sezzle, Forrester Research, Inc.

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Building An All-Encompassing Services Platform



More to Come

Innovations to offer more financial products & services and merchandising to consumers

Subscription (2022 & 2023)

- Premium: Access to 350+ Premium Merchants
 & Gift Card platform partners
- Anywhere: Provides consumers the ability to shop anywhere Visa is accepted

Pay-in-4, Pay-in-Full, Pay-in-2





Credit Reporting (2021)

- Free to opt-in credit builder
- Reports consumer payments to credit bureaus to help users build credit through BNPL

Direct Integration (2017)

- User generally acquired at point of checkout
- Shops at select Sezzle merchants

Time

Over 307,000 Subscribers¹ Across Premium and Anywhere



Key Performance Metrics

~33% In-store Orders as % of Total Anywhere Orders²

2.2x

Increase in Purchase Frequency⁴ vs. Non-Subscribers

37.0x

Top 10% Anywhere Subscribers Frequency⁴

Most Popular Anywhere Verticals





I recently signed up for "Sezzle Anywhere" it's fabulous! Because of Sezzle I was able to book a weekend trip for my daughter and I.

Angela H. (Dec 1, 2023)

* Trustpilot

I absolutely adore the flexibility of using Sezzle Premium... I must say, using the virtual card is incredibly easy

Sandra F. (Aug 3, 2023)

As of December 31, 2023; subscribers rounded to the nearest thousand. Orders placed during 4Q23. Consumer Net Promoter Score (NPS) as of January 2, 2024. Frequency corresponds to 90-days ending February 5, 2024.

Expanding Consumer Marketing

Bringing On-Brand Relevance & Memorability Through Consumer Marketing

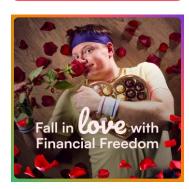
YouTube Live

Financial Fitness
Challenge

Ways to Love Your Money March Money Madness









Other Consumer Marketing Initiatives being Tested



Direct Mail



Mall Banners



Video Streaming

Initiatives Drive Profitability

Initiatives Exceeding Expectations



FY2024 Initiatives In the Works



Bank Sponsorship

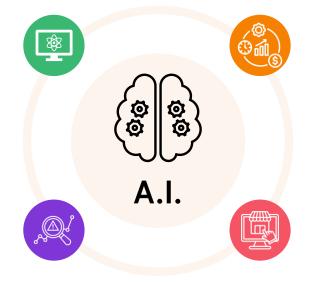


New Product Launches including Product Marketplace, Payment Streaks, and Bank-enabled Products

Increasing Operational Efficiency & Productivity with Proprietary A.I. Models

Enhanced Underwriting

Baby Prophet (new consumers signups), Prophet(v4) (existing consumers) models evaluate credit using Sezzle internal data and determine spending power



Payment Processing (near future)

Improved payment processing flow (e.g., minimize payment processing costs)

Fraud Detection

False Prophet neural network model for fraud identification

Personalized Shopping (near future)

Tailored merchant and product views for consumers

YoY Progression Overview

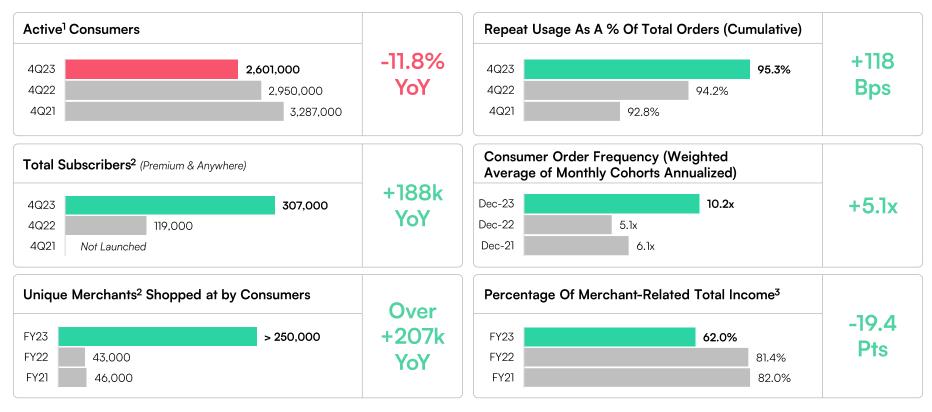
	4Q22	4Q23	FY22	FY23				
Total Income	\$38.3M	\$48.9M 1	\$125.6M	\$159.4M 1	Latest product offerings and product enhancements continue to support revenue growth			
Net Income (Loss)	\$0.6M	\$2.9M 1	(\$38.1M)	\$7.1M	Net Income increased in 4Q23 and FY23 relative to comparable period in			
Adjusted EBITDA Margin ¹	18.4%	15.9%	(17.0%)	18.8%	the year prior driven by the success of FY23 initiatives			
Total Income Less Transaction-Related Costs ² as a % of Total Income	52.8%	42.5% -	37.5%	50.8%	Enhanced unit economics through growth in Total Income and efficient operations. The decrease in 4Q23 was driven by the Company's strategy to pursue growth in 2023			
Non-Transaction Related OpEx ³ as % of Total Income	48.6%	36.0%	75.5%	46.9%	Reduced Third-Party Technology, Personnel, Data, and Marketing expenses			

¹ Adjusted EBITDA is a non-GAAP financial measure. For a reconciliation of GAAP Net Income (Loss) and Adjusted EBITDA, see Appendix II.

² Total Income Less Transaction Related Costs is a non-GAAP financial measure. For a reconciliation of GAAP Operating Income (Loss) and Total Income Less Transaction Related Costs see Appendix I for reconciliation.

³ Non-Transaction Related Operating Expenses is equal to GAAP Personnel, Third-Party Technology and Data, Marketing, Advertising, and Tradeshows, and General and Administrative Operating Expenses. See Appendix I for reconciliation of Non-Transaction Related Operating Expenses and respective definitions.

FY23 Sezzle Scorecard



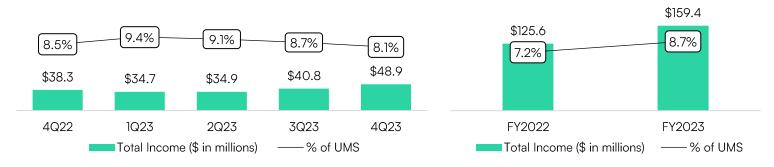
Active is defined as having had at least one transaction through the Sezzle Platform in the last twelve months, not subject to a minimum required number of transactions criteria (Consumers rounded to nearest thousand).

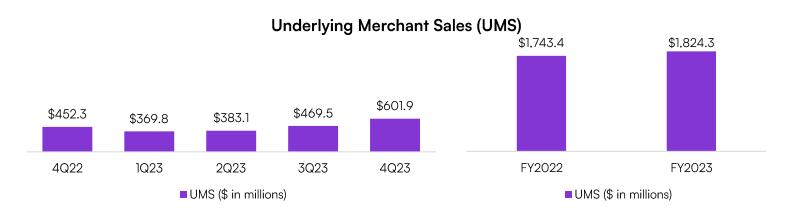
2 Subscribers and Unique Merchants are rounded to the nearest thousand.

³ Merchant-Related Network Fees include Total Income from Merchant Fee Rate, Virtual Card Interchange, Gateway Fee, and other fees from Merchants. Note: Active Consumer numbers have been adjusted to exclude Brazil, Europe, and India, which have been discontinued.

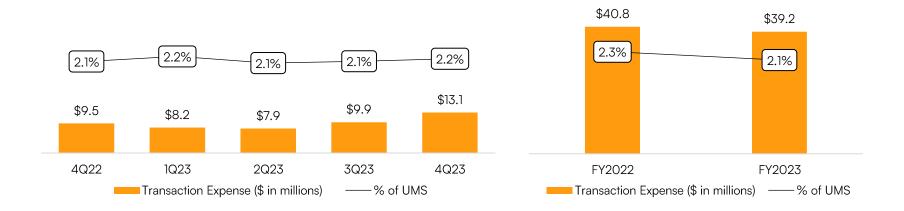
Total Income & UMS

Total Income

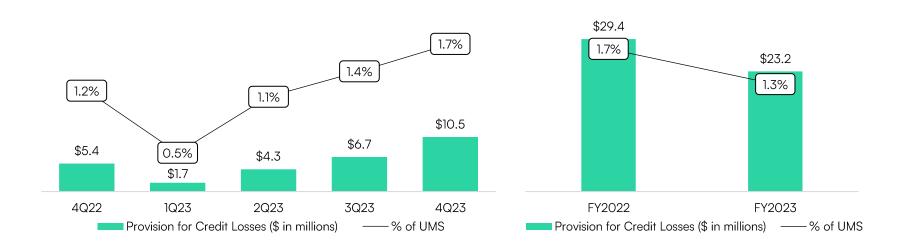




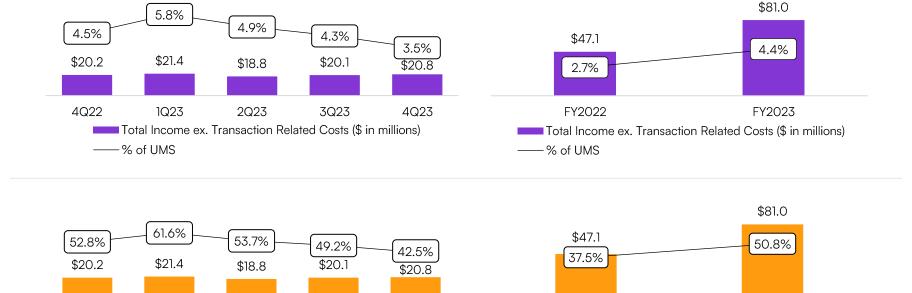
Transaction Expense



Provision for Credit Losses



Total Income Less Transaction Related Costs¹



FY2022

-% of Total Income

FY2023

Total Income ex. Transaction Related Costs (\$ in millions)

4Q23

4Q22

1Q23

% of Total Income

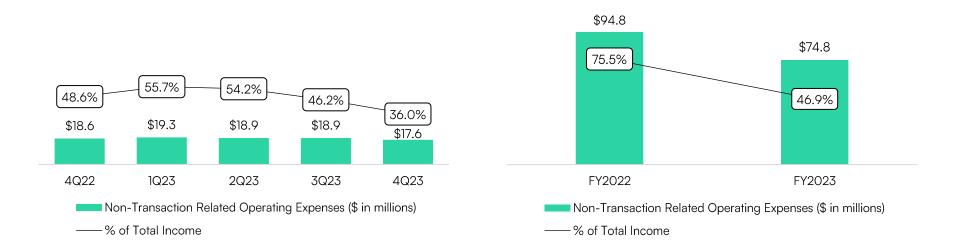
2Q23

Total Income ex. Transaction Related Costs (\$ in millions)

3Q23

¹Total Income Less Transaction Related Costs is a non-GAAP financial measure. For a reconciliation of GAAP Operating Income (Loss) and Total Income Less Transaction Related Costs see Appendix I for reconciliation.

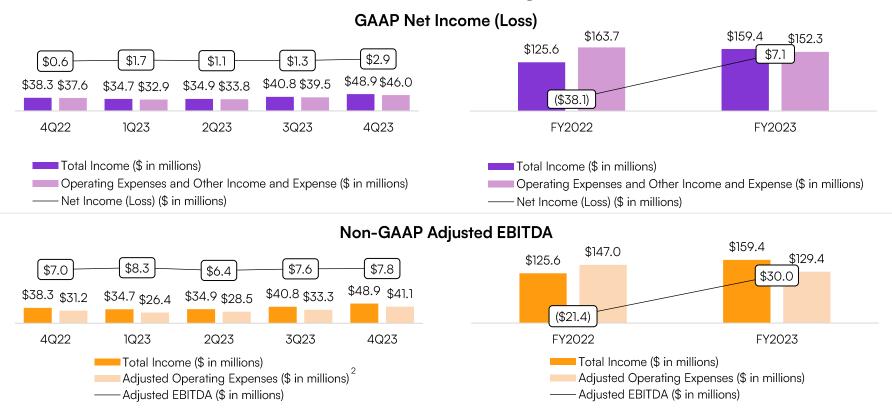
Non-Transaction Related Operating Expenses¹



Non-Transaction Related Operating Expenses is a non-GAAP financial measure equal to GAAP Personnel, Third-party Technology and Data, Marketing, Advertising, and Tradeshows, and General and Administrative operating expenses.

See Appendix I for reconciliation of Non-Transaction Related Operating Expenses and respective definitions.

Net Income (Loss) And Adjusted EBITDA¹



¹ Adjusted EBITDA is a non-GAAP financial measure. For a reconciliation of GAAP Net Income (Loss) and Adjusted EBITDA see Appendix II for reconciliation.

² Adjusted Operating Expenses is a non-GAAP financial measurement equal to the sum of GAAP Operating Expenses less depreciation, amortization, and M&A related expenses. See Appendix II for reconciliation.

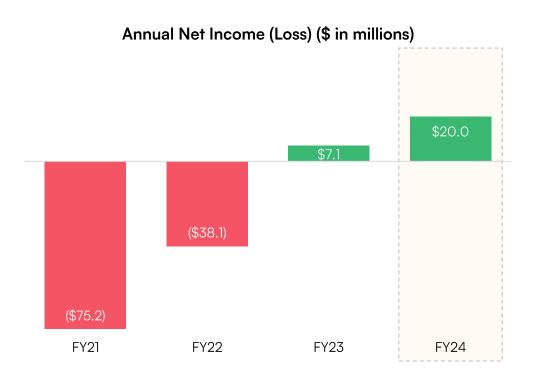
Note: Net Income (Loss) and Adjusted EBITDA figures may not reconcile to respective Income and Expense figures due to rounding.

Select Balance Sheet Metrics

	Audited	Unaudited	Unaudited
\$ in Thousands	Dec 31, 2022	Sep 30, 2023	Dec 31, 2023
Cash and Cash Equivalents	\$68,280	\$65,150	\$67,624
Restricted Cash	\$1,243	\$1,662	\$3,075
Total Cash	\$69,523	\$66,812	\$70,699
Total Notes Receivables, Net	\$93,358	\$102,548	\$130,633
Merchant Accounts Payable	\$83,021	\$68,183	\$74,135
Drawn on Line of Credit	\$65,000	\$75,900	\$95,000
Availability on Line of Credit	\$478	\$15	\$3,535
Total Stockholders' Equity	\$8,843	\$17,974	\$22,094

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FY2024 Outlook



2024 Guidance

- Net Income: \$20.0 million
- Total Income YoY Growth: 20%
- Total Income less Transaction Related Costs: 50% of Total Income

Appendices

Appendix I: Reconciliation of GAAP to Non-GAAP Measures

Total Income Less Transaction Related Costs

			For the twelve months ended						
(in \$ thousands) Operating income (loss)	Decem	ber 31, 2023 Sej	ptember 30, 2023	June 30, 2023	Ма	arch 31, 2023	December 31, 2022	December 31, 2023	December 31, 2022
	\$	7,667 \$	5,350	\$ 3,763	\$	5,420	\$ 4,742	\$ 22,200	\$ (28,435)
Personnel		11,700	11,079	12,017		11,574	10,929	46,374	51,217
Third-party technology and data		2,161	2,003	1,904		1,749	1,907	7,816	8,190
Marketing, advertising, and tradeshows		1,856	3,615	3,314		3,199	3,569	11,984	18,972
General and administrative		1,912	2,184	1,698		2,799	2,180	8,588	16,412
Reimbursement of merger-related costs		-	-	-		-	-		(11,000)
Net interest expense		(4,515)	(4,143)	(3,933)		(3,377)	(3,124)	(15,968	(8,601)
Write-off of unamortized debt issuance costs		-	-	-		-	-		316
Total income less transaction related costs	\$	20,781 \$	20,088	\$ 18,762	\$	21,364	\$ 20,204	\$ 80,994	\$ 47,071

Non-Transaction Related Operating Expenses

				For the twelve months ended						
(in \$ thousands)	Decem	ber 31, 2023 S	September 30, 20	23	June 30, 2023	March 31, 2023	December 31, 2022	De	cember 31, 2023	December 31, 2022
Operating expenses	\$	41,234	\$ 35,4	94 :	\$ 31,174	\$ 29,254	\$ 33,534	\$	137,156	\$ 154,005
Transaction expense		(13,086)	(9,9	37)	(7,946)	(8,239)	(9,547)		(39,208)	(40,777)
Provision for credit losses		(10,520)	(6,6	77)	(4,296)	(1,694)	(5,401)		(23,187)	(29,437)
Reimbursement of merger-related costs		-		-	-	-	-		-	11,000
Non-transaction related operating expenses	\$	17,628	\$ 18,88	30 :	\$ 18,932	\$ 19,321	\$ 18,586	\$	74,761	\$ 94,791

Appendix II: Reconciliation of GAAP to Non-GAAP Measures

Adjusted Operating Expenses

			For the twelve months ended					
(in \$ thousands)	Decem	ber 31, 2023 Septen	nber 30, 2023	June 30, 2023	March 31, 2023	December 31, 2022	December 31, 2023	December 31, 2022
Operating expenses	\$	41,234 \$	35,494	\$ 31,174	\$ 29,254	\$ 33,534	\$ 137,156	\$ 154,005
Depreciation and amortization		(231)	(218)	(206)	(201)	(198)	(856)) (847)
Equity and incentive-based compensation		134	(1,984)	(2,437)	(2,645)	(2,103)	(6,931)	(10,316)
Merger-related expenses		-	-	-	-	-	-	(6,565)
Reimbursement of merger-related costs		-	-	-	-	-	-	11,000
Write-off of unamortized debt issuance costs		-	-	-	-	-	-	(316)
Adjusted operating expenses	\$	41,137 \$	33,292	\$ 28,531	\$ 26,408	\$ 31,233	\$ 129,369	\$ 146,961

Adjusted EBTDA and Adjusted EBITDA

		For the three months ended											For the twelve months ended			
(in \$ thousands)	Decem	ecember 31, 2023		September 30, 2023		June 30, 2023		March 31, 2023		December 31, 2022		December 31, 2023		December 31, 2022		
Net income (loss)	\$	2,939	\$	1,294	\$	1,140	\$	1,725	\$	634	\$	7,098	\$	(38,094)		
Depreciation and amortization		231		218		206		201		198		856		847		
Income tax expense		563		16		21		12		21		611		69		
Equity and incentive-based compensation		(134))	1,984		2,437		2,645		2,103		6,931		10,316		
Other income and expense, net		(727))	(15)		(1,079)		(113)		200		(1,933)		226		
Merger-related costs		-		-		-		-		_		-		6,565		
Reimbursement of merger-related costs		-		-		-		-		-		-		(11,000)		
Write-off of unamortized debt issuance costs		-		-		-		-		-		-		316		
Loss on extinguishment of line of credit		-		-		-		-		814		-		814		
Fair value adjustment on warrants		377		(89)		(252)		420		(50)		456		(50)		
Adjusted EBTDA	\$	3,249	\$	3,408	\$	2,473	\$	4,889	\$	3,919	\$	14,019	\$	(29,991)		
Net interest expense	•	4,515		4,143		3,933		3,377		3,124		15,968		8,601		
Adjusted EBITDA	\$	7,764	\$	7,551	\$	6,406	\$	8,265	\$	7,043	\$	29,987	\$	(21,390)		

Non-GAAP Financial Measures

To supplement our operating results prepared in accordance with generally accepted accounting principles in the United States ("GAAP"), we present the following non-GAAP financial measures: Total income less transaction related costs; non-transaction related operating expenses; adjusted earnings before taxes, depreciation, and amortization ("Adjusted EBITDA"); adjusted EBITDA before interest, taxes, depreciation, and amortization ("Adjusted EBITDA"); and Adjusted EBITDA before interest, taxes, depreciation, and amortization ("Adjusted EBITDA"); and Adjusted EBITDA before interest, taxes, depreciation, and amortization ("Adjusted EBITDA"); and Adjusted EBITDA before interest, taxes, depreciation, and amortization ("Adjusted EBITDA"); and Adjusted EBITDA before interest, taxes, depreciation, and amortization ("Adjusted EBITDA"); and Adjusted EBITDA before interest, taxes, depreciation, and amortization ("Adjusted EBITDA"); and Adjusted EBITDA before interest, taxes, depreciation, and amortization ("Adjusted EBITDA"); and Adjusted EBITDA before interest, taxes, depreciation, and amortization ("Adjusted EBITDA"); and Adjusted EBITDA before interest, taxes, depreciation, and amortization ("Adjusted EBITDA"); and Adjusted EBITDA before interest, taxes, depreciation, and amortization ("Adjusted EBITDA"); and Adjusted EBITDA before interest, taxes, depreciation, and amortization ("Adjusted EBITDA"); and Adjusted EBITDA before interest, taxes, depreciation, and amortization ("Adjusted EBITDA"); and Adjusted EBITDA before interest, taxes, depreciation, and amortization ("Adjusted EBITDA"); and Adjusted EBITDA before interest, taxes, depreciation, and amortization ("Adjusted EBITDA"); and Adjusted EBITDA before interest, taxes, depreciation ("Adjusted EBITDA"); and Adjusted EBITDA before interest, taxes, depreciation ("Adjusted EBITDA"); and Adjusted EBITDA before interest, taxes, depreciation ("Adjusted EBITDA"); and Adjusted EBITDA before interest, and amortization ("Adjusted EBITDA"); and Adjusted EBITDA before interes

- Total income less transaction related costs is defined as GAAP total income less transaction related costs. Transaction related costs is the sum of GAAP transaction expense, provision for credit losses, and net interest expense less non-recurring charges as detailed in the reconciliation table of GAAP operating income (loss) to non-GAAP total income less transaction related costs above. We believe that total income less transaction related costs is a useful financial measure to both management and investors for evaluating the economic value of orders processed on the Sezzle Platform;
- Non-transaction related operating expenses is defined as the sum of GAAP personnel; third-party technology and data; marketing, advertising, and tradeshows; and general and administrative operating expenses. We believe that non-transaction related operating expenses is a useful financial measure to both management and investors for evaluating our management of operating expenses not directly attributable to orders processed on the Sezzle Platform.
- Adjusted operating expenses is defined as operating expenses adjusted for certain non-cash and non-recurring charges including depreciation, amortization, equity and incentive—based compensation, and merger-related costs as detailed in the reconcilitation table of GAAP operating expenses to non-GAAP adjusted operating expenses above. We believe that this financial measure is a useful measure for period-to-period comparison of our business by removing the effect of certain non-cash and non-recurring charges that may not directly correlate to the underlying performance of our business.
- Adjusted EBTDA is defined as GAAP net income (loss), adjusted for certain non-cash and non-recurring charges including depreciation, amortization, equity and incentive—based compensation, and merger-related costs as detailed in the reconciliation table of GAAP net income (loss) to adjusted EBTDA. We believe that this financial measure is a useful measure for period-to-period comparison of our business by removing the effect of certain non-cash and non-recurring charges that may not directly correlate to the underlying performance of our business.
- Adjusted EBITDA is defined as GAAP net income (loss), adjusted for certain non-cash and non-recurring charges including depreciation, amortization, equity and incentive—based compensation, and merger-related costs, as well as net interest expense as detailed in the reconciliation table of GAAP net income (loss) to adjusted EBITDA. We believe that this financial measure is a useful measure for period-to-period comparison of our business by removing the effect of certain non-cash and non-recurring charges, as well as funding costs, that may not directly correlate to the underlying performance of our business.
- Adjusted EBITDA margin is defined as Adjusted EBITDA divided by GAAP total income. We believe that this financial measure is a useful measure for period-to-period comparison of our business' unit economics by removing the effect of certain non-cash and non-recurring charges, as well as funding costs, that may not directly correlate to the underlying performance of our business.

Additionally, we have included these non-GAAP measures because they are key measures used by our management to evaluate our operating performance, guide future operating plans, and make strategic decisions, including those relating to operating expenses and the allocation of resources. Therefore, we believe these measures provide useful information to investors and other users of this press release to understand and evaluate our operating results in the same manner as our management and board of directors. However, non-GAAP financial measures have limitations, should be considered supplemental in nature, and are not meant as a substitute for the related financial information prepared in accordance with U.S. GAAP. These limitations include the following:

- Total income less transaction-related costs is not intended to be measures of operating profit or cash flow profitability as they exclude key operating expenses such as personnel, general and administrative, and third-party technology and data, which have been, and will continue to be for the foreseeable future, significant recurring GAAP expenses.
- Non-transaction related operating expenses exclude significant expenses, including transaction expense and provision for credit losses, which have been, and will continue to be for the foreseeable future, significant recurring GAAP expenses.
- Adjusted operating expenses, adjusted EBTDA, adjusted EBIDA, and adjusted EBIDA margin exclude certain recurring, non-cash charges such as depreciation, amortization, and equity and incentive—based compensation, which have been, and will continue to be for the foreseeable future, recurring GAAP expenses. Further, these non-GAAP financial measures exclude certain significant cash inflows and outflows, such as merger-related costs (which are comprised of legal fees in connection with our terminated proposed merger with Zip Co Limited) and reimbursements for such merger-related costs, which have a significant impact on our working capital and cash.
- Adjusted EBITDA excludes net interest expense, which has a significant impact on our GAAP net income (loss), working capital, and cash.
- Long-lived assets being depreciated or amortized may need to be replaced in the future, and these non-GAAP financial measures do not reflect the capital expenditures needed for such replacements, or for any new capital expenditures or commitments.
- These non-GAAP financial measures do not reflect income taxes that may represent a reduction in cash available to us.
- Non-GAAP measures do not reflect changes in, or cash requirements for, our working capital needs.
- Other companies, including companies in our industry, may calculate the non-GAAP financial measures differently or not at all, which reduces their usefulness as comparative measures.

Because of these limitations, you should not consider these non-GAAP financial measures in isolation or as substitutes for analysis of our financial results as reported under GAAP, and these non-GAAP financial measures should be considered alongside other financial performance measures, including net income (loss) and other financial results presented in accordance with GAAP. We encourage you to review the related GAAP financial measures and the reconciliations of these non-GAAP financial measures to their most directly comparable GAAP financial measures and not rely on any single financial measure to evaluate our business.



The Responsible Way to Pay