Q1
THE VERTICAL INTELLIGENCE COMPANY
Sasha Grujicic – Chief Executive Officer
Alim Virani – Chief Financial Officer
Andre Garber – EVP of Corporate Development and Legal Affairs
Disclaimer
Cautionary Note Regarding Forward-Looking Information

This document includes information, statements, beliefs and opinions which are forward-looking, and which reflect current estimates, expectations and projections about future events. Statements containing the words “believe”, “expect”, “intend”, “should”, “seek”, “anticipate”, “will”, “positioned”, “project”, “risk”, “plan”, “may”, “estimate” or, in each case, their negative and words of similar meaning are intended to identify forward-looking statements. By their nature, forward-looking statements involve a number of known and unknown risks, uncertainties and assumptions concerning, among other things, NowVertical Group Inc.’s (“NOW” or the “Company”) anticipated business strategies including future acquisitions, anticipated trends in the Company’s business and anticipated market share, that could cause actual results or events to differ materially from those expressed or implied by the forward-looking statements. These risks, uncertainties and assumptions could adversely affect the outcome and financial effects of the plans and events described herein. In addition, even if the outcome and financial effects of the plans and events described herein are consistent with the forward-looking statements contained in this document, those results or developments may not be indicative of results or developments in subsequent periods. Although NOW has attempted to identify important risks and factors that could cause actual actions, events or results to differ materially from those described in forward-looking information, there may be other factors and risks that cause actions, events or results not to be as anticipated, estimated or intended. Forward-looking information contained in this presentation is based on the Company’s current estimates, expectations and projections, which the Company believes are reasonable as of the current date. The Company can give no assurance that these estimates, expectations and projections will prove to have been correct. Forward-looking statements contained in this document are made as of the date of this presentation and, except as required by applicable law, the Company assumes no obligation to update or revise them to reflect new events or circumstances. Historical statements contained in this document regarding past trends or activities should not be taken as a representation that such trends or activities will continue in the future. In this regard, certain financial information contained herein has been extracted from, or based upon, information available in the public domain and/or provided by the Company. No statement in this document is intended to be nor may be construed as a profit forecast.

To the extent any forward-looking information in this presentation constitutes “future-oriented financial information” or “financial outlooks” within the meaning of applicable Canadian securities laws, such information is being provided to demonstrate the anticipated market penetration and the reader is cautioned that this information may not be appropriate for any other purpose and the reader should not place undue reliance on such future-oriented financial information and financial outlooks. Future-oriented financial information and financial outlooks, as with forward-looking information generally, are, without limitation, based on the assumptions and subject to the risks set out above under the heading “Cautionary Note Regarding Forward-Looking Information”. The Company’s actual financial position and results of operations may differ materially from management’s current expectations and, as a result, the Company’s revenue and expenses may differ materially from the revenue and expenses profiles provided in this presentation. Such information is presented for illustrative purposes only and may not be an indication of NOW’s actual financial position or results of operations.

This document refers to Adjusted Revenues, Adjusted EBITDA and EBITDA because certain investors may use this additional information to assess the Company’s performance and also determine the Company’s ability to generate cash flow. These non-IFRS measures do not have any standardized meaning prescribed by IFRS, should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS, and are not necessarily indicative of operating results presented under IFRS. The Company presents Adjusted Revenues to eliminate the impact of acquisition accounting adjustments to its reported Revenues and presents Adjusted EBITDA to adjust EBITDA for items such as stock-based compensation expenses, acquisition accounting adjustments, transaction expenses related to acquisitions, transactional gains or losses on assets, asset impairment charges, operational restructuring costs, non-recurring expense items, and restructuring costs, and may include impact to the full year of cost synergies related to the reduction of employees in relation to acquisitions.

All figures in this document are in US$ unless otherwise stated.
Global AI Software and Services Leader

~$60M
2022 Pro Forma* Revenue

600+
Employees
Five Continents

4
Key Verticals Served

12
Acquisitions

TSX: NOW.V  OTCQB: NOWVF 2023

*Includes all completed acquisitions
Q1 2023 at a Glance

$13.6M
Revenue
425% Increase (vs Q1 ’22)

$234K
Adjusted EBITDA
327% Increase (vs Q1 ’22)

$6.2M
Gross Profit
330% Increase (vs Q1 ’22)

3
Completed Acquisitions

$580K
Annualized Cost Reductions

TSX: NOW.V  OTCQB: NOWVF 2023
## Business Units / Operating Model

<table>
<thead>
<tr>
<th></th>
<th>Three Months Ended March 31, 2023</th>
<th>Three Months Ended March 31, 2022</th>
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<tbody>
<tr>
<td></td>
<td>Business Units</td>
<td>Operating Model</td>
</tr>
<tr>
<td>Revenue</td>
<td>$ 13,688,413</td>
<td>-</td>
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<tr>
<td>Cost of Revenue</td>
<td>$(7,486,122)</td>
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<tr>
<td>Gross Profit</td>
<td>$ 6,202,291</td>
<td>-</td>
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<tr>
<td>Gross Profit Margin%</td>
<td>45%</td>
<td>-</td>
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<tr>
<td>Administrative and other expenses</td>
<td>$(4,233,002)</td>
<td>$(1,745,392)</td>
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<tr>
<td>Adjusted EBITDA¹</td>
<td>$ 1,979,289</td>
<td>$(1,745,392)</td>
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<tr>
<td>Adjusted EBITDA %</td>
<td>14%</td>
<td>2%</td>
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Q1 2023 Highlights

Operational Highlights

• Closed three acquisitions (A10, Acrotrend, Smartlytics) with an accelerated integration program in place

• Established a new credit agreement with The Toronto-Dominion Bank (TD Bank)

• Established a global Revenue Operations team to drive commercial integration, pipeline development, customer expansion and central reporting

• Mobilization of our global delivery model is underway, which will result in gross margin improvements through cross-selling initiatives, and further integration with NOW teams in LATAM, the Middle East and India

• Functional enhancements to streamline the data discovery process are being made to both NOW Reveal and NOW Privacy. VI-OS (previously DataBench) in beta testing with several active use-cases

• Public sector unit recorded the highest-grossing month with key wins

• Substantial implementation of Global HRIS completed enabling real-time HR reporting metrics
Affinio Social Sale and Partnership
The strategic partnership and sale of assets underlying the Affinio Social platform to Audiense provided:

- Approximately $3 million of free cash flow over a 24-month period
- Created a 2-way reseller relationship with Audiense, providing NOW with access to approximately 2,000 Audiense customers
- Retain core IP and software to operate NOW’s Snowflake product
- Align long-term incentives through NOW receiving equity participation in Audiense
Financial Growth
Consistently Adding to Topline Performance

Adjusted Revenues\(^1\) ($millions)

Q1 2022: $2.77
Q2 2022: $7.65
Q3 2022: $8.52
Q4 2022: $8.57
Q1 2023: $13.68

394% revenue growth (vs. Q1 2022)

1. Adjusted Revenues adjusts revenue to eliminate the effects of acquisition accounting on the Company’s revenues.
Adj. EBITDA + Gross Profit

Delivering Positive Adjusted EBITDA
($millions)

Q1 2022       Q2 2022       Q3 2022       Q4 2022       Q1 2023

Adjusted EBITDA  Gross Profit
$(0.25)        $1.49           $3.21          $3.28           $3.60       $6.20
$(0.70)        $(0.28)        $0.23

Increase (vs Q1 ’22) 316%
2023 Strategy for Growth

M&A
Targeting strategic acquisitions in the US, EMEA, APAC
($90 million in active pipeline with low double-digit EBITDA margins pre-integration)

Deal Structure
Acquisition pipeline focussed on free cashflow targets allowing NOW to finance deals primarily through non-dilutive capital sources

Technology-Centric Target Profile
Targeting gross profit of ~70% and EBITDA of ~20% post integration

Service-Centric Target Profile
Targeting gross profit of ~50% and EBITDA of ~15% post integration

Organic
Accelerate growth with quick integration, sales enablement across global software and services network.

Expand relationships with current portfolio clients

Consolidate recurring revenue offerings to service a broader range of customers

Improve margins by offering NOW Software solutions

Improve standard business processes driving better efficiencies and margins
Why Invest, Why NOW

✓ Opportunity in every sector and industry
✓ Track record of successful acquisitions
✓ Experienced management team
✓ Positioned to consolidate a fragmented market
✓ A deep pipeline of organic growth opportunities

~37%
Insider Ownership

TSXV: NOW  OTCQB: NOWVF

<table>
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<tr>
<th>Illustrative Share Price (C$)</th>
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<tr>
<td>Market Cap. (C$)</td>
<td>$26M</td>
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<tr>
<td>Common Shares</td>
<td>44,613,317</td>
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<tr>
<td>Shares Outstanding</td>
<td>66,978,417</td>
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<tr>
<td>Options</td>
<td>4,446,693</td>
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<tr>
<td>Fully Diluted</td>
<td>87,793,157*</td>
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*Includes options outstanding, warrants issued and outstanding, convertible debentures issued and outstanding, and shares held for future issuance

Analyst Coverage

<table>
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<tr>
<th>Consensus Rating</th>
<th>Buy</th>
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<tr>
<td>12 month consensus price target</td>
<td>$1.45</td>
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NON IFRS Measures

The non-IFRS financial measures referred to in this news release are defined below. The management discussion and analysis for the three months ended March 31, 2023 (the “Q1 2023 MD&A”), available at www.nowvertical.com and on the Company’s SEDAR profile, also contains supporting calculations for Adjusted Revenue, EBITDA, Adjusted EBITDA and Pro Forma TTM Adjusted Revenue.

“Adjusted Revenue” adjusts revenue to eliminate the effects of acquisition accounting on the Company’s revenues.

“Q1 2023 Proforma Adjusted Revenue” adjusts revenue to eliminate the effects of acquisition accounting on the Company’s revenues and includes revenues from all acquisitions completed as at the MD&A issuance date.

“Adjusted EBITDA” adjusts EBITDA for revenue adjustments in “Adjusted Revenue” and items such as acquisition accounting adjustments, transaction expenses related to acquisitions, transactional gains or losses on assets, asset impairment charges, non-recurring expense items, non-cash stock compensation costs, and the full-year impact of cost synergies related to the reduction of employees.

“Pro Forma TTM Adjusted Revenue” represents the trailing twelve months of Adjusted Revenue of all acquisitions completed as of the end of the respective period presented.

“Current Pro Forma TTM Adjusted Revenue” adjusts Pro Forma TTM Adjusted Revenue to include the Pro Forma TTM Adjusted Revenue of all acquisitions completed through the date of the Q1 2023 MD&A. The prior year’s comparable amount reflects acquisitions completed through the date of the prior period’s MD&A.