

Q3 2024 RESULTS CALL

This presentation has been prepared by Cellebrite DI Ltd. (the "Company") solely for informational purposes. It is not, and should not be assumed to be, complete. This presentation is not an offer to sell securities, nor is it a solicitation of an offer to buy securities. This presentation is not directed at, or intended for distribution to or use by, any person or entity that is a citizen or resident or located in any locality, state, country or other jurisdiction where such distribution, publication, availability or use would be contrary to law or regulation or which would require any registration or licensing within such jurisdiction. Persons into whose possession this presentation comes should inform themselves about, and observe, any such restrictions. In considering any performance information contained herein, you should bear in mind that past or projected performance is not necessarily indicative of future results, and there can be no assurance that any entity referenced herein will achieve comparable results or that illustrative returns, if any, will be met. Statements in this presentation are made as of the date this presentation is made unless stated otherwise, and the delivery of this presentation at any time shall under no circumstances create an implication that the information contained herein is correct as of any time after such date.

Use of Non-GAAP Financial Measures

This Presentation includes non-GAAP financial measures. Cellebrite believes that these non-GAAP measures are useful to investors for two principal reasons. First, Cellebrite believes these measures may assist investors in comparing performance over various reporting periods on a consistent basis by removing from operating results the impact of items that do not reflect core operating performance. Second, these measures are used by Cellebrite's management to assess its performance. Cellebrite believes that the use of these non-GAAP financial measures provides an additional tool for investors to use in evaluating ongoing operating results and trends. These non-GAAP measures should not be considered in isolated from, or as an alternative to, financial measures determined in accordance with GAAP. Other companies may calculate these non-GAAP financial measures differently, and therefore such financial measures may not be directly comparable to similarly titled measures of other companies. A reconciliation of each of these non-GAAP financial measures to their most comparable GAAP measure is set forth in a table included at the end of this Presentation and is also available in our earnings release for the quarter on our website at investors.cellebrite.com.

In regard to forward looking non-GAAP guidance, we are not able to reconcile the forward-looking Adjusted EBITDA measure to the closest corresponding GAAP measure without unreasonable efforts because we are unable to predict the ultimate outcome of certain significant items including, but not limited to, fair value movements, share-based payments for future awards, tax expense, depreciation and amortization expense, and certain financing and tax items.

Forward-Looking Statements

This presentation includes "forward looking statements" within the meaning of the "safe harbor" provisions of the United States Private Securities Litigation Reform Act of 1995. Forward looking statements may be identified by the use of words such as "forecast," "intend," "seek," "target," "anticipate," "will," "appear," "approximate," "foresee," "might," "possible," "potential," "believe," "could," "predict," "should," "could," "continue," "expect," "estimate," "may," "plan," "outlook," "future" and "project" and other similar expressions that predict, project or indicate future events or trends or that are not statements of historical matters. Such forward looking statements include estimated financial information. Such forward looking statements with respect to annual recurring revenue, revenue, profitability, earnings, performance, strategies, prospects, and other aspects of Cellebrite's business are based on current expectations that are subject to risks and uncertainties. A number of factors could cause actual results or outcomes to differ materially from those indicated by such forward looking statements. These factors include, but are not limited to: Cellebrite's ability to keep pace with technological advances and evolving industry standards; Cellebrite's material dependence on the purchase, acceptance and use of its solutions by law enforcement and government agencies; real or perceived errors, failures, defects or bugs in Cellebrite's DI solutions; Cellebrite's failure to maintain the productivity of sales and marketing personnel, including relating to hiring, integrating and retaining personnel; intense competition in all of Cellebrite's markets; the inadvertent or deliberate misuse of Cellebrite's solutions; failure to manage its growth effectively; Cellebrite's ability to introduce new solutions and add-ons; its dependency on its customers renewing their subscriptions; the low volume of business Cellebrite conducts via e-commerce; risks associated with the use of artificial intelligence; the risk of requiring additional capital to support the growth of its business; risks associated with higher costs or unavailability of materials used to create its hardware product components; fluctuations in foreign currency exchange rates; lengthy sales cycle for some of Cellebrite's solutions; near term declines in new or renewed agreements; risks associated with inability to retain qualified personnel and senior management; the security of Cellebrite's operations and the integrity of its software solutions; risks associated with the negative publicity related to Cellebrite's business and use of its products; risks related to Cellebrite's intellectual property; the regulatory constraints to which Cellebrite is subject; risks associated with different corporate governance requirements applicable to Israeli companies and risks associated with being a foreign private issuer and an emerging growth company; market volatility in the price of Cellebrite's shares; changing tax laws and regulations; risks associated with joint, ventures, partnerships and strategic initiatives; risks associated with Cellebrite's significant international operations; risks associated with Cellebrite's failure to comply with anti-corruption, trade compliance, anti-money-laundering and economic sanctions laws and regulations; risks relating to the adequacy of Cellebrite's existing systems, processes, policies, procedures, internal controls and personnel for Cellebrite's current and future operations and reporting needs; and other factors, risks and uncertainties set forth in the section titled "Risk Factors" in Cellebrite's annual report on Form 20-F filed with the SEC on filed with the SEC on March 21, 2024 and as amended on April 12, 2024, and in other documents filed by Cellebrite with the U.S. Securities and Exchange Commission, which are available free of charge at www.sec.gov. You are cautioned not to place undue reliance upon any statements, which speak only as of the date made, in this communication or elsewhere. Cellebrite undertakes no obligation to update its forward-looking statements, whether as a result of new information, future developments or otherwise, should circumstances change, except as otherwise required by securities and other applicable laws.

- 1. Q324 RESULTS & HIGHLIGHTS**
- 2. STRATEGIC PRIORITIES & CUSTOMER SUCCESS**
- 3. OUTLOOK**
- 4. FINANCIAL REVIEW**
- 5. CEO SUCCESSION PLAN**
- 6. Q&A**

\$84M Q3 23 **\$107M +27%** Total Revenue – Q3 24

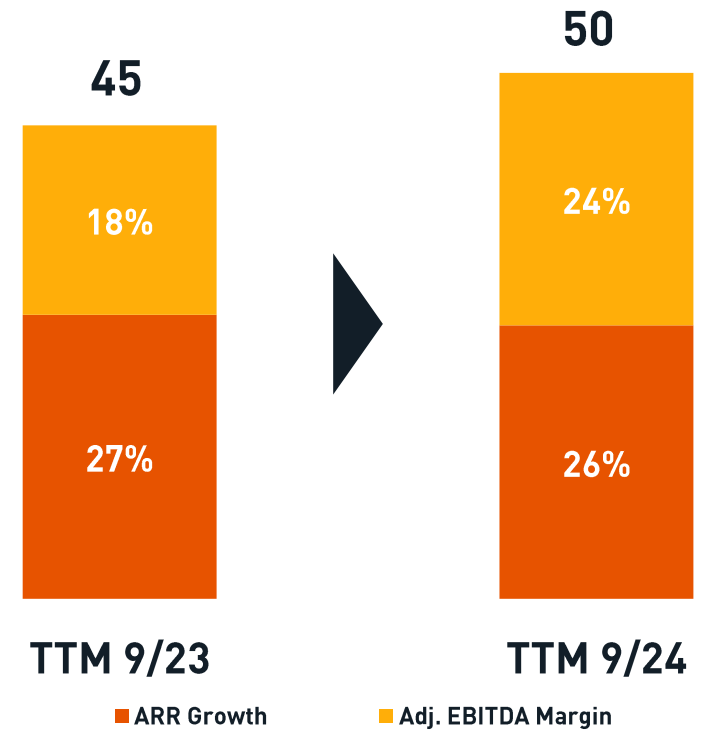
\$73M Q3 23 **\$93M +27%** Subscription Revenue – Q3 24

\$295M SEPT 23 **\$371M +26%** ARR – SEPT 24

\$21M 25% Q3 23 **\$31M 29%** Adj. EBITDA & Adj. EBITDA %* – Q3 24

RESULTS HIGHLIGHTS

Rule of X



KEY STRATEGIC ACCOMPLISHMENTS & PROGRESS



**EXISTING CUSTOMER EXPANSION:
INSEYETS ADOPTION**



**TECHNOLOGY DEVELOPMENT:
CLOUD**



**VALUE CREATION:
CAPITAL MARKETS ACTIVITY**

STRATEGIC PRIORITIES & CUSTOMER SUCCESS

LEADERSHIP IN DIGITAL FORENSICS UNITS

UNITED STATES

Top 20 Police Department

- Goal: reduce device backlog and accelerate child exploitation investigations
- Upgraded to Inseyets and added unlock module
- 4X ARR growth

GROWTH WITHIN INVESTIGATIVE & INTELLIGENCE UNITS

EMEA

National Security Agency

- Goal: Modernize investigative process to enhance counter-terrorism and threat protection
- Deployed Pathfinder and Smart Search in conjunction with an upgrade to Inseyets with unlimited unlock and automation modules
- 75% ARR increase

STRATEGIC EXPANSION IN THE PRIVATE SECTOR

UNITED STATES

Service Provider

- Goal: Efficiently gather relevant data to support legal, regulatory and compliance projects for clients with geographically dispersed employees
- Deployed EndPoint Inspector for remote data collection
- 25% ARR growth

LEADING WITH CLOUD

WESTERN EUROPE

Regional police force

- Goal: Modernize the ability to store, share and review digital evidence
- Deployed Guardian as part of the full C2C platform
- 2X ARR growth

OUTLOOK & SUMMARY

- ★ **Our market remains very healthy with multiple tailwinds**
- ★ **We are well positioned to close 2024 on a positive note**
- ★ **We look forward to 2025 with confidence in our ability to consistently deliver a balanced mix of meaningful ARR expansion with healthy profitability that will support a baseline for Rule of 45**
- ★ **The team at Cellebrite is making good on the Company's brand promise of "Justice Accelerated"**

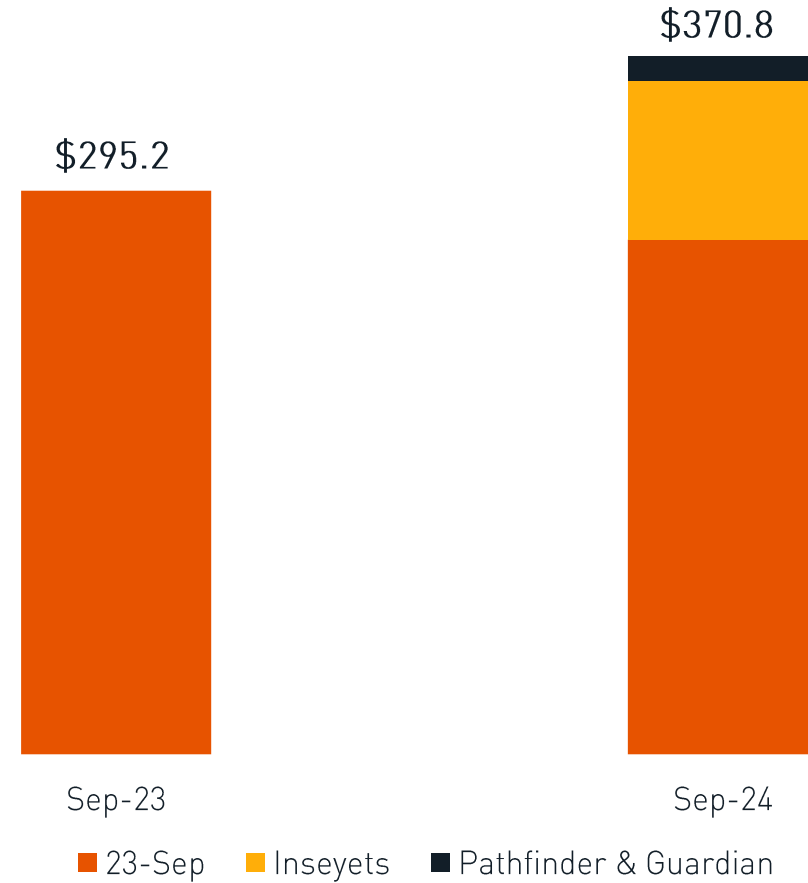
FINANCIAL REVIEW



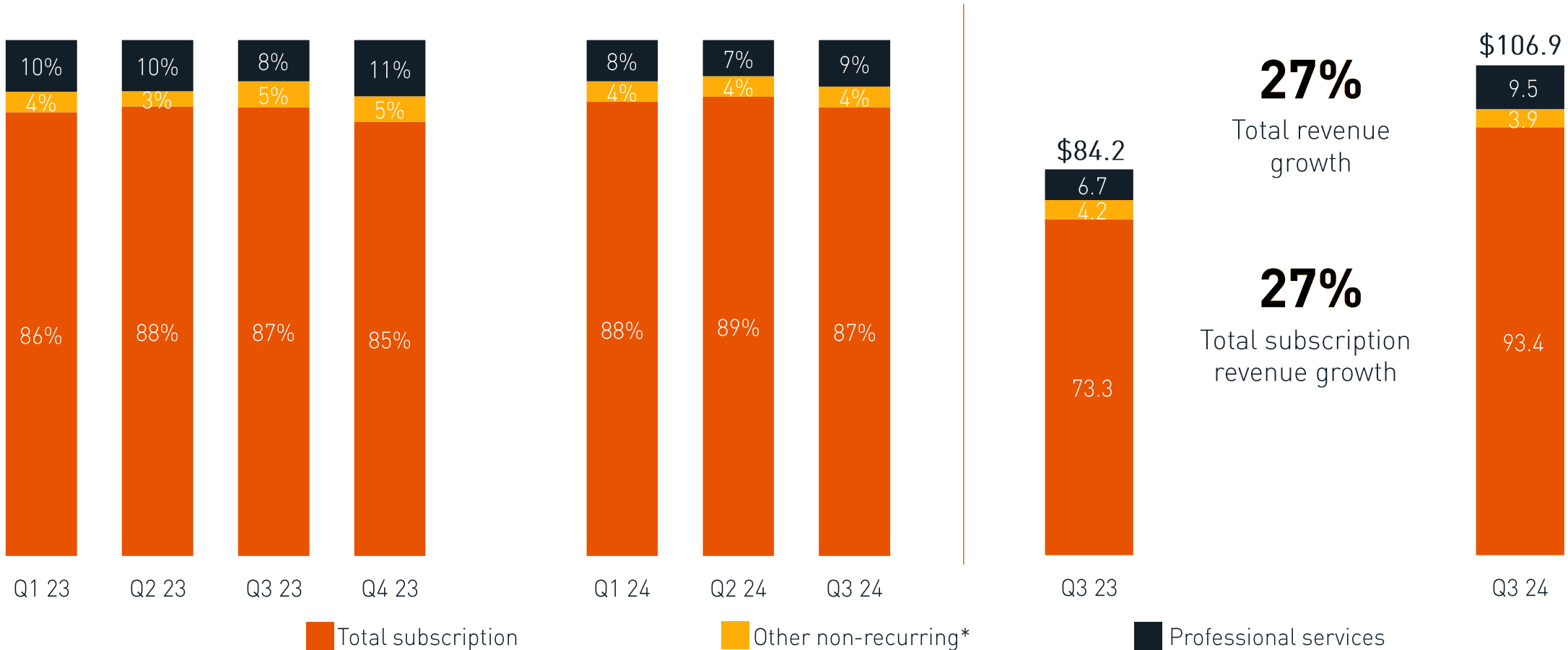
- ★ **Sep-24 ARR grew 26%**
- ★ **Gross retention ~91%**
- ★ **Existing customer expansion fuels most of the ARR growth**
- ★ **New logos contribute ~2% percentage points to ARR expansion**

ARR GROWTH

(\$ in millions)



REVENUE GROWTH DRIVEN BY SUBSCRIPTION



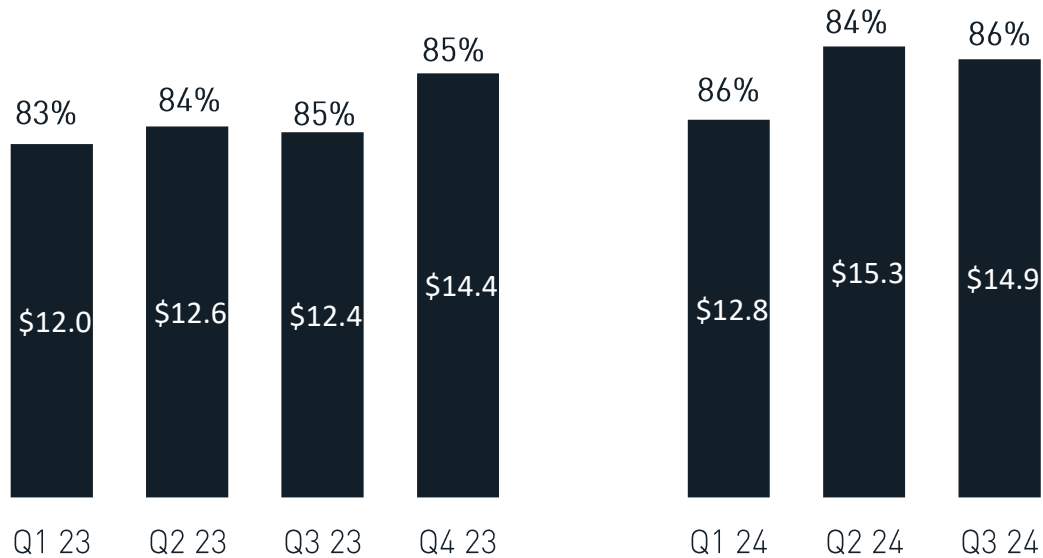
Note: Numbers may not total 100% due to rounding.

Note: Numbers may not total due to rounding.

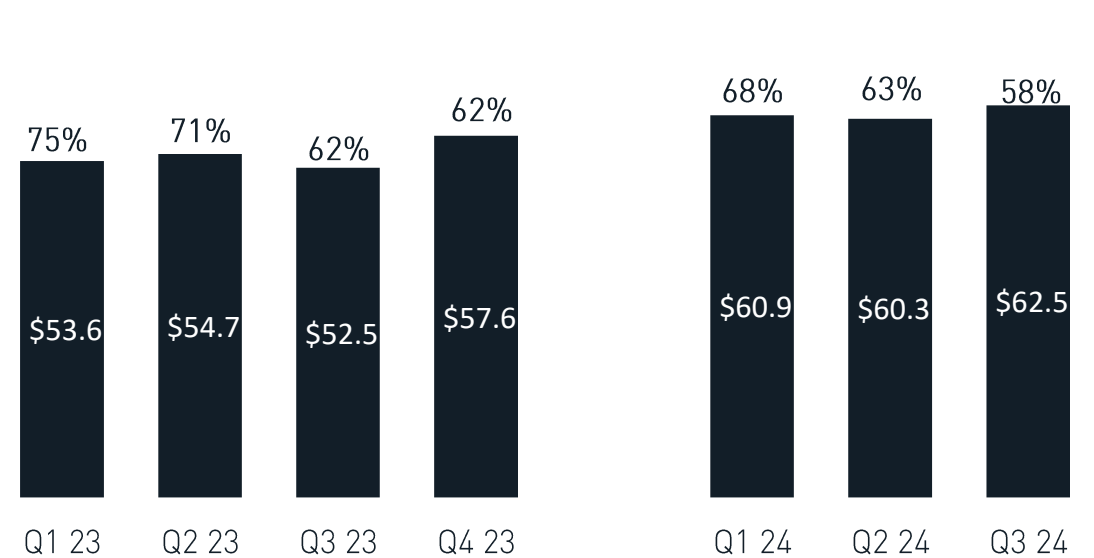
*Other non-recurring revenue is composed of hardware sales, usage fees and perpetual licenses, and was previously referred to "Perpetual license and other." Changing the name for this type of revenue reflects that perpetual license revenue has declined to relatively insignificant levels with hardware sales now representing the majority of this type of revenue.

GROSS MARGIN AND OPERATING COSTS

Cost of Goods Sold (Non-GAAP, \$M) and Gross Margin (Non-GAAP, %)



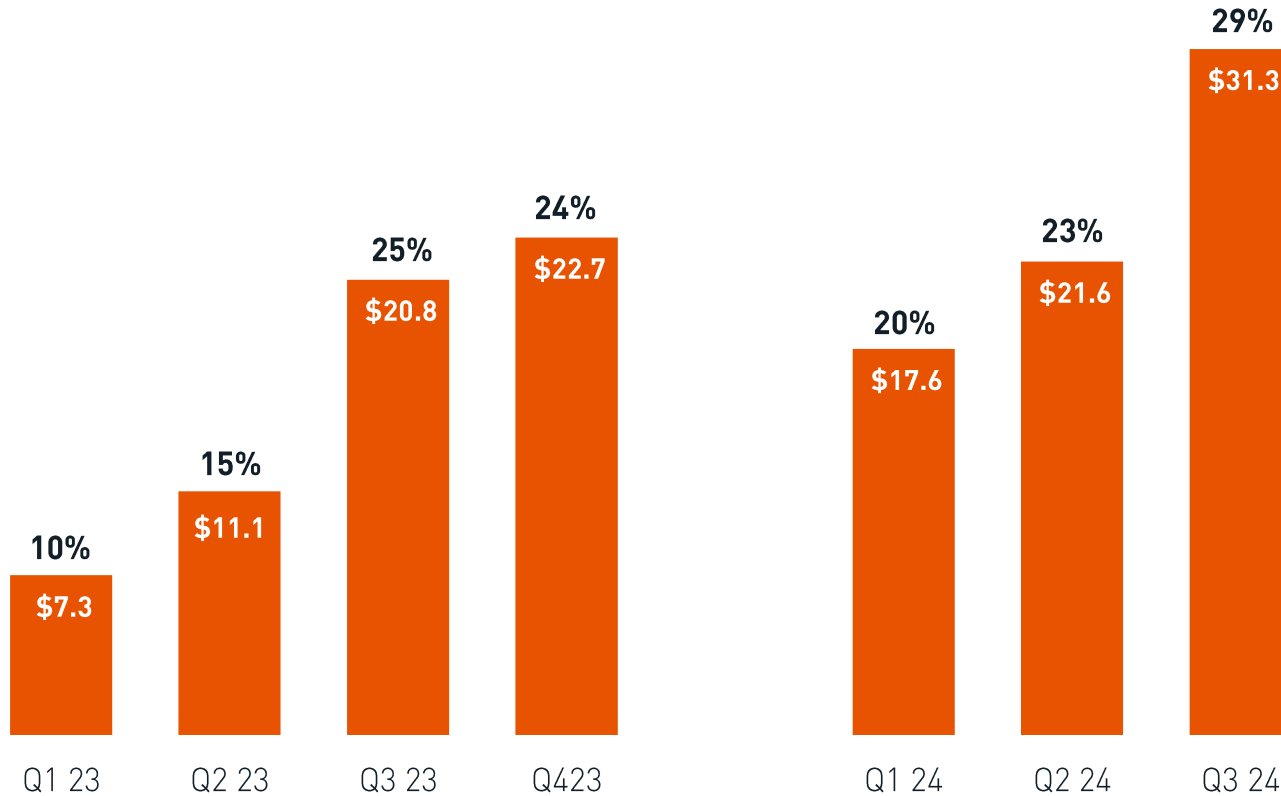
Operating Expense (Non-GAAP, \$M) and Operating Expense Margin (Non-GAAP, %)



Note: non-GAAP metrics and key performance indicators defined in the appendix along with a reconciliation between the non-GAAP metric and its most applicable GAAP measure.

ADJUSTED EBITDA & CASH POSITION

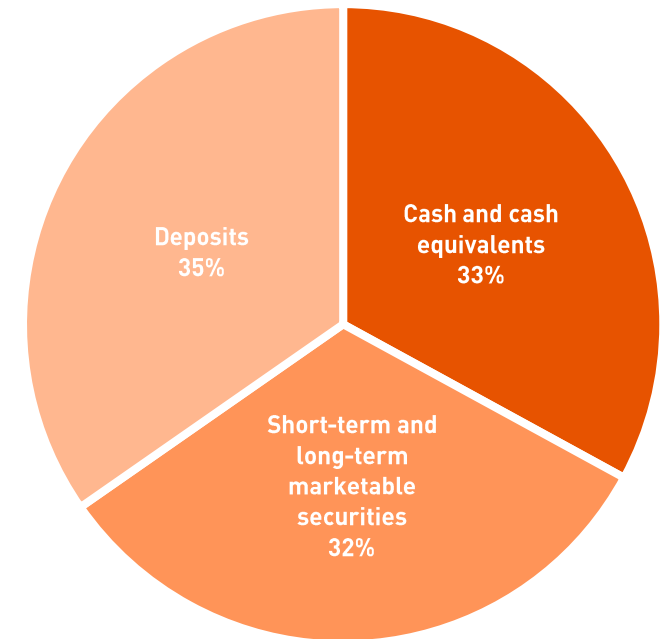
Adjusted EBITDA (Non-GAAP, \$M) and Adjusted EBITDA Margin (Non-GAAP, %)



Cash Position

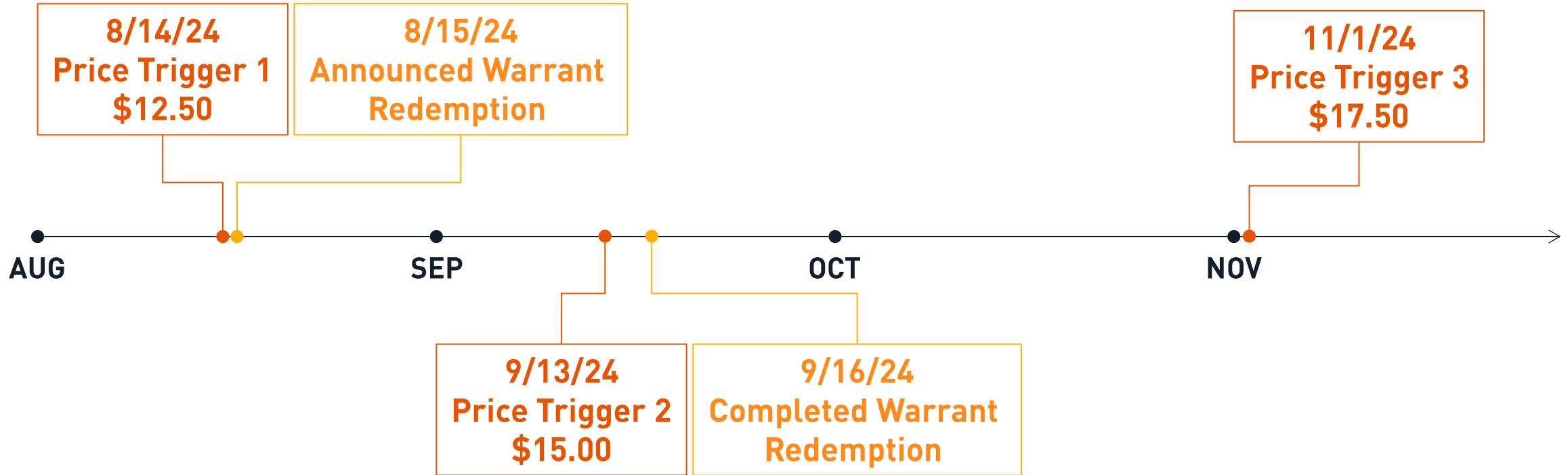
\$413.6M (9/30/24)

+\$47.6M from Q2 24 | +\$130.4 from Q3 23



Note: non-GAAP metrics and key performance indicators defined in the appendix along with a reconciliation between the non-GAAP metric and its most applicable GAAP measure.

CAPITAL MARKETS MILESTONES & IMPACT ON SHARE COUNT



These milestones support our long-standing goals of simplifying our capital structure, sustaining healthy trading liquidity and simplifying our financial reporting

* Price trigger events occur when the dollar volume-weighted average price of the Company's ordinary shares is greater than or equal to the designated price per share for 20 trading days within a 30 trading-day period.

FINANCIAL FORECAST

	2023A	Q4 '24 EXPECTATIONS (AS OF 11/06/24)	FY '24 EXPECTATIONS (AS OF 11/06/24)
ARR	\$316M	--	\$390M - \$400M
ARR Growth (y/y)	+27%	--	+23% - +27%
Revenue	\$325M	\$105M - \$109M	\$397M - \$401M
Revenue Growth (y/y)	+20%	+13% - +17%	+22% - +23%
Adjusted EBITDA*	\$61.9M	\$25M - \$29M	\$96M - \$100M
Adjusted EBITDA Margin*	19.1%	24% - 27%	24% - 25%

CEO SUCCESSION PLAN



Q&A



APPENDIX



Q3 '24 & Q3 '23 9 Mos. '24 & '23

(U.S Dollars in thousands)

FINANCIAL SUMMARY

	For the three months ended		For the nine months ended	
	September 30,		September 30,	
	2024	2023	2024	2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Revenue	106,858	84,179	292,154	232,097
Gross profit	91,414	71,301	247,185	193,782
Gross margin	85.5%	84.7%	84.6%	83.5%
Operating income	19,445	13,479	41,179	18,238
Operating margin	18.2%	16.0 %	14.1%	7.9 %
Net (loss) income	(207,093)	6,500	(302,276)	(66,453)
Cash flow from operating activities	41,650	29,178	66,204	58,230
Non-GAAP Financial Data:				
Operating income	29,506	19,252	65,191	34,300
Operating margin	27.6%	22.9 %	22.3%	14.8%
Net income	31,847	21,313	71,638	38,927
Adjusted EBITDA	31,334	20,792	70,584	39,220
Adjusted EBITDA margin	29.3%	24.7%	24.2%	16.9%

COST OF REVENUE AND GROSS PROFIT

**Q3 '24 & Q3 '23
9 Mos. '24 & '23**

(U.S Dollars in thousands)

	For the three months ended		For the nine months ended	
	September 30		September 30	
	2024	2023	2024	2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Cost of revenue	\$ 15,444	\$ 12,878	\$ 44,969	\$ 38,315
Less:				
Share-based compensation	559	435	1,652	1,235
Acquisition-related costs	—	12	2	39
Non-GAAP cost of revenue	\$ 14,885	\$ 12,431	\$ 43,315	\$ 37,041

	For the three months ended		For the nine months ended	
	September 30		September 30	
	2024	2023	2024	2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Gross profit	\$ 91,414	\$ 71,301	\$ 247,185	\$ 193,782
Share-based compensation	559	435	1,652	1,235
Acquisition-related costs	—	12	2	39
Non-GAAP gross profit	\$ 91,973	\$ 71,748	\$ 248,839	\$ 195,056

RECONCILIATION Q2 '24 AND Q2 '23 1H '24 AND 1H '23

(U.S Dollars in thousands)

OPERATING EXPENSE & OPERATING INCOME

	For the three months ended		For the nine months ended	
	September 30		September 30	
	2024	2023	2024	2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Operating expenses	\$ 71,969	\$ 57,822	\$ 206,006	\$ 175,544
Less:				
Issuance expenses	—	—	—	(345)
Share-based compensation	8,496	4,446	19,654	12,703
Amortization of intangible assets	794	840	2,485	2,476
Acquisition-related costs	212	40	219	(46)
Non-GAAP operating expenses	\$ 62,467	\$ 52,496	\$ 183,648	\$ 160,756

	For the three months ended		For the nine months ended	
	September 30		September 30	
	2024	2023	2024	2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Operating income	\$ 19,445	\$ 13,479	\$ 41,179	\$ 18,238
Issuance expenses	—	—	—	(345)
Share-based compensation	9,055	4,881	21,306	13,938
Amortization of intangible assets	794	840	2,485	2,476
Acquisition-related costs	212	52	221	(7)
Non-GAAP operating income	\$ 29,506	\$ 19,252	\$ 65,191	\$ 34,300

Q3 '24 & Q3 '23 9 Mos. '24 & '23

(U.S Dollars in thousands)

NET INCOME & EPS

	For the three months ended		For the nine months ended	
	September 30		September 30	
	2024	2023	2024	2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Net (loss) income	\$ (207,093)	\$ 6,500	\$ (302,276)	\$ (66,453)
Issuance expenses	—	—	—	(345)
Share-based compensation	9,055	4,881	21,306	13,938
Amortization of intangible assets	794	840	2,485	2,476
Acquisition-related costs	212	52	221	(7)
Tax (income) expense	(306)	(440)	298	885
Finance expense from financial derivatives	229,185	9,480	349,604	88,433
Non-GAAP net income	<u>\$ 31,847</u>	<u>\$ 21,313</u>	<u>\$ 71,638</u>	<u>\$ 38,927</u>
Non-GAAP Earnings per share:				
Basic	\$ 0.15	\$ 0.10	\$ 0.34	\$ 0.19
Diluted	\$ 0.14	\$ 0.09	\$ 0.32	\$ 0.18
Weighted average shares outstanding:				
Basic	208,705,089	191,567,601	201,488,572	188,697,934
Diluted	226,882,633	204,394,330	215,424,847	202,899,131

ADJUSTED EBITDA

**Q3 '24 & Q3 '23
9 Mos. '24 & '23**

(U.S Dollars in thousands)

	For the three months ended		For the nine months ended	
	September 30		September 30	
	2024	2023	2024	2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Net (loss) income	\$ (207,093)	\$ 6,500	\$ (302,276)	\$ (66,453)
Financial expense, net	223,982	6,630	337,060	81,456
Tax expense	2,556	349	6,395	3,235
Issuance expenses	—	—	—	(345)
Share-based compensation	9,055	4,881	21,306	13,938
Amortization of intangible assets	794	840	2,485	2,476
Acquisition-related costs	212	52	221	(7)
Depreciation expenses	1,828	1,540	5,393	4,920
Adjusted EBITDA	<u>\$ 31,334</u>	<u>\$ 20,792</u>	<u>\$ 70,584</u>	<u>\$ 39,220</u>

DEFINITIONS

- 1. Annual Recurring Revenue:** Annual recurring revenue (ARR) is defined as the annualized value of active term-based subscription license contracts and maintenance contracts related to perpetual licenses in effect at the end of that period. Subscription license contracts and maintenance contracts for perpetual licenses are annualized by multiplying the revenue of the last month of the period by 12.
- 2. Subscription Revenue:** Is defined as revenue from recurring, term-based license contracts and ongoing services related to core offerings. Subscription revenue is recognized ratably over the subscription term with a portion of revenue, related to the term-based license, recognized upfront.

WARRANT REDEMPTION RESULTS

Warrant Redemption	Outstanding (as of 8/15/24)	Unexercised*	Exercised for Cash	Conversion to Ordinary Shares	Exercised on a Cashless Basis**	Conversion to Ordinary Shares	Total, Net New Ordinary Shares
Private Sponsor Warrants Outstanding	9,666,667	--	--	--	9,666,667	3,306,000	3,306,000
Public Cellebrite Warrants Outstanding	19,999,449	116,224	4,645	4,645	19,878,580	6,798,440	6,803,085
Total Warrants (millions)	29,666,116	116,224	4,645	4,645		10,104,440	10,108,085

* Unexercised warrants were redeemed by the Company for an aggregate redemption price of \$11,622.40.

** Private and public warrants were exercised on a cashless basis using the cashless exercise conversion ratio of 0.342, which was based on the redemption fair market value of \$16.72.

CAPITAL MARKETS MILESTONES & IMPACT ON SHARE COUNT

Shares Outstanding (in millions)	
Basic shares outstanding as of December 31, 2023	195.7
Equity incentive shares* (Q1-Q3 actual, Q4 est.)	~10.0
Issuance, Price Adjustment Shares, Price Trigger 1 (\$12.50)	5.0
Vesting, Restricted Sponsor Shares, Price Trigger 1 (\$12.50)	3.0
Issuance, Price Adjustment Shares, Price Trigger 2 (\$15.00)	5.0
Vesting, Restricted Sponsor Shares, Price Trigger 2 (\$15.00)	3.0
Net New Shares from Warrant Redemption**	10.1
Issuance, Price Adjustment Shares, Price Trigger 3 (\$17.50)***	5.0
Sub-total (equity incentive shares, warrant redemption and price triggers)	~236.8
Dilutive equity incentive shares outstanding	~18.2
Total dilutive shares outstanding expected as of December 31, 2024	~255.0

* Includes the issuance of ESPP shares, and exercised and released restricted stock unit and stock options

** Results of Warrant Redemption announced on November 18, 2024. Please refer to SEC filings and press release for more details.

*** Assumes all Price Adjustment Shares are issued during Q424.

THANK YOU