

**RIMINI STREET, INC.**  
**Unaudited Condensed Consolidated Balance Sheets**  
(In thousands, except per share amounts)

<b>ASSETS</b>	<b>June 30, 2021</b>	<b>December 31, 2020</b>
<b>Current assets:</b>		
Cash and cash equivalents	\$110,387	\$ 87,575
Restricted cash	334	334
Accounts receivable, net of allowance of \$960 and \$723, respectively	85,665	117,937
Deferred contract costs, current	14,722	13,918
Prepaid expenses and other	15,593	13,456
Total current assets	226,701	233,220
<b>Long-term assets:</b>		
Property and equipment, net of accumulated depreciation and amortization of \$12,123 and \$10,985, respectively	4,465	4,820
Operating lease right-of-use assets	15,772	17,521
Deferred contract costs, noncurrent	21,839	21,027
Deposits and other	1,717	1,476
Deferred income taxes, net	1,630	1,871
Total assets	\$272,124	\$ 279,935
<b>LIABILITIES, REDEEMABLE PREFERRED STOCK AND STOCKHOLDERS' DEFICIT</b>		
<b>Current liabilities:</b>		
Accounts payable	\$ 4,427	\$ 3,241
Accrued compensation, benefits and commissions	38,650	38,026
Other accrued liabilities	15,926	21,154
Operating lease liabilities, current	4,055	3,940
Deferred revenue, current	229,768	228,967
Total current liabilities	292,826	295,328
<b>Long-term liabilities:</b>		
Deferred revenue, noncurrent	35,870	27,966
Operating lease liabilities, noncurrent	14,495	15,993
Accrued PIK dividends payable	647	1,193
Liability for redeemable warrants	3,092	2,122
Other long-term liabilities	2,288	2,539
Total liabilities	349,218	345,141
<b>Redeemable Series A Preferred Stock:</b>		
Authorized 180 shares; issued and outstanding 87 shares and 155 shares as of June 30, 2021 and December 31, 2020, respectively. Liquidation preference of \$87,155, net of discount of \$8,020 and \$154,911, net	79,135	137,854

of discount of \$17,057, as of June 30, 2021 and December 31, 2020, respectively

**Stockholders' Deficit:**

Preferred Stock, \$0.0001 par value per share.

Authorized 99,820 shares (excluding 180 shares of Series A Preferred Stock); no other series has been designated

	—	—
Common Stock, \$0.0001 par value. Authorized 1,000,000 shares; issued and outstanding 85,704 and 76,406 shares as of June 30, 2021 and December 31, 2020, respectively	9	8

Additional paid-in capital	143,801	98,258
----------------------------	---------	--------

Accumulated other comprehensive loss	(2,262)	(318)
--------------------------------------	---------	-------

Accumulated deficit	(297,777)	(301,008)
---------------------	-----------	-----------

Total stockholders' deficit	<u>(156,229)</u>	<u>(203,060)</u>
-----------------------------	------------------	------------------

Total liabilities, redeemable preferred stock and stockholders' deficit	<u>\$272,124</u>	<u>\$ 279,935</u>
---	------------------	-------------------

**RIMINI STREET, INC.**

**Unaudited Condensed Consolidated Statements of Operations**

(In thousands, except per share amounts)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2021	2020	2021	2020
Revenue	\$ 91,614	\$ 78,402	\$179,509	\$156,434
Cost of revenue	34,595	30,437	68,431	60,636
Gross profit	<u>57,019</u>	<u>47,965</u>	<u>111,078</u>	<u>95,798</u>
<b>Operating expenses:</b>				
Sales and marketing	33,157	26,836	63,540	55,248
General and administrative	16,494	13,133	33,097	25,134
Impairment charge related operating right of use assets	—	—	393	—
Litigation costs and related recoveries:				
Professional fees and other costs of litigation	2,786	2,722	7,549	5,474
Insurance costs and recoveries, net	—	141	—	1,062
Litigation costs and related recoveries, net	<u>2,786</u>	<u>2,863</u>	<u>7,549</u>	<u>6,536</u>
Total operating expenses	<u>52,437</u>	<u>42,832</u>	<u>104,579</u>	<u>86,918</u>
Operating income	4,582	5,133	6,499	8,880
<b>Non-operating income and (expenses):</b>				
Interest expense	(38)	(12)	(85)	(25)

Gain (loss) on change in fair value of redeemable warrants	3,698	(546)	(970)	(546)
Other income (expenses), net	(496)	(567)	276	(785)
Income before income taxes	7,746	4,008	5,720	7,524
Income tax expense	(939)	(1,084)	(2,489)	(2,055)
Net income	<u>\$ 6,807</u>	<u>\$ 2,924</u>	<u>\$ 3,231</u>	<u>\$ 5,469</u>
Net loss attributable to common stockholders	<u>\$ (4,846)</u>	<u>\$ (3,763)</u>	<u>\$ (14,691)</u>	<u>\$ (7,848)</u>
Net loss per share attributable to common stockholders:				
Basic and diluted	<u>\$ (0.06)</u>	<u>\$ (0.06)</u>	<u>\$ (0.18)</u>	<u>\$ (0.12)</u>
Weighted average number of shares of Common Stock outstanding:				
Basic and diluted	<u>85,343</u>	<u>68,290</u>	<u>82,056</u>	<u>68,076</u>

**RIMINI STREET, INC.**  
**GAAP to Non-GAAP Reconciliations**  
(In thousands)

	<b>Three Months Ended</b>		<b>Six Months Ended</b>	
	<b>June 30,</b>		<b>June 30,</b>	
	<b>2021</b>	<b>2020</b>	<b>2021</b>	<b>2020</b>
<b>Non-GAAP operating income reconciliation:</b>				
Operating income	\$ 4,582	\$ 5,133	\$ 6,499	\$ 8,880
Non-GAAP adjustments:				
Litigation costs and related recoveries, net	2,786	2,863	7,549	6,536
Stock-based compensation expense	2,478	1,726	4,711	3,236
Impairment charge related to operating right-of-use assets	—	—	393	—
Non-GAAP operating income	<u>\$ 9,846</u>	<u>\$ 9,722</u>	<u>\$ 19,152</u>	<u>\$ 18,652</u>
<b>Non-GAAP net income reconciliation:</b>				
Net income	\$ 6,807	\$ 2,924	\$ 3,231	\$ 5,469
Non-GAAP adjustments:				
Litigation costs and related recoveries, net	2,786	2,863	7,549	6,536
Gain (loss) on change in fair value of redeemable warrants	(3,698)	546	970	546
Stock-based compensation expense	2,478	1,726	4,711	3,236
Impairment charge related to operating right-of-use assets	—	—	393	—

Non-GAAP net income	\$ 8,373	\$ 8,059	\$ 16,854	\$ 15,787
<b>Non-GAAP Adjusted EBITDA reconciliation:</b>				
Net income	\$ 6,807	\$ 2,924	\$ 3,231	\$ 5,469
Non-GAAP adjustments:				
Interest expense	38	12	85	25
Income tax expense	939	1,084	2,489	2,055
Depreciation and amortization expense	590	438	1,174	886
EBITDA	8,374	4,458	6,979	8,435
Non-GAAP adjustments:				
Litigation costs and related recoveries, net	2,786	2,863	7,549	6,536
Gain (loss) on change in fair value of redeemable warrants	(3,698)	546	970	546
Stock-based compensation expense	2,478	1,726	4,711	3,236
Impairment charge related to operating right-of-use assets	—	—	393	—
Adjusted EBITDA	\$ 9,940	\$ 9,593	\$ 20,602	\$ 18,753
<b>Billings:</b>				
Revenue	\$ 91,614	\$ 78,402	\$179,509	\$156,434
Deferred revenue, current and noncurrent, as of the end of the period	265,638	218,506	265,638	218,506
Deferred revenue, current and noncurrent, as of the beginning of the period	249,997	222,654	256,933	235,498
Change in deferred revenue	15,641	(4,148)	8,705	(16,992)
Billings	\$ 107,255	\$ 74,254	\$188,214	\$139,442