

Disclaimer

This presentation contains "forward-looking" statements, within the meaning of the federal securities laws, that are based on our management's belief's and assumptions and on information currently available to management. Forward-looking statements include information concerning our possible or assumed future results of operations, expected growth and business strategies, key operating metrics, financing plans, competitive position, industry environment, potential product offerings, potential market and growth opportunities and the anticipated outcome of any litigation.

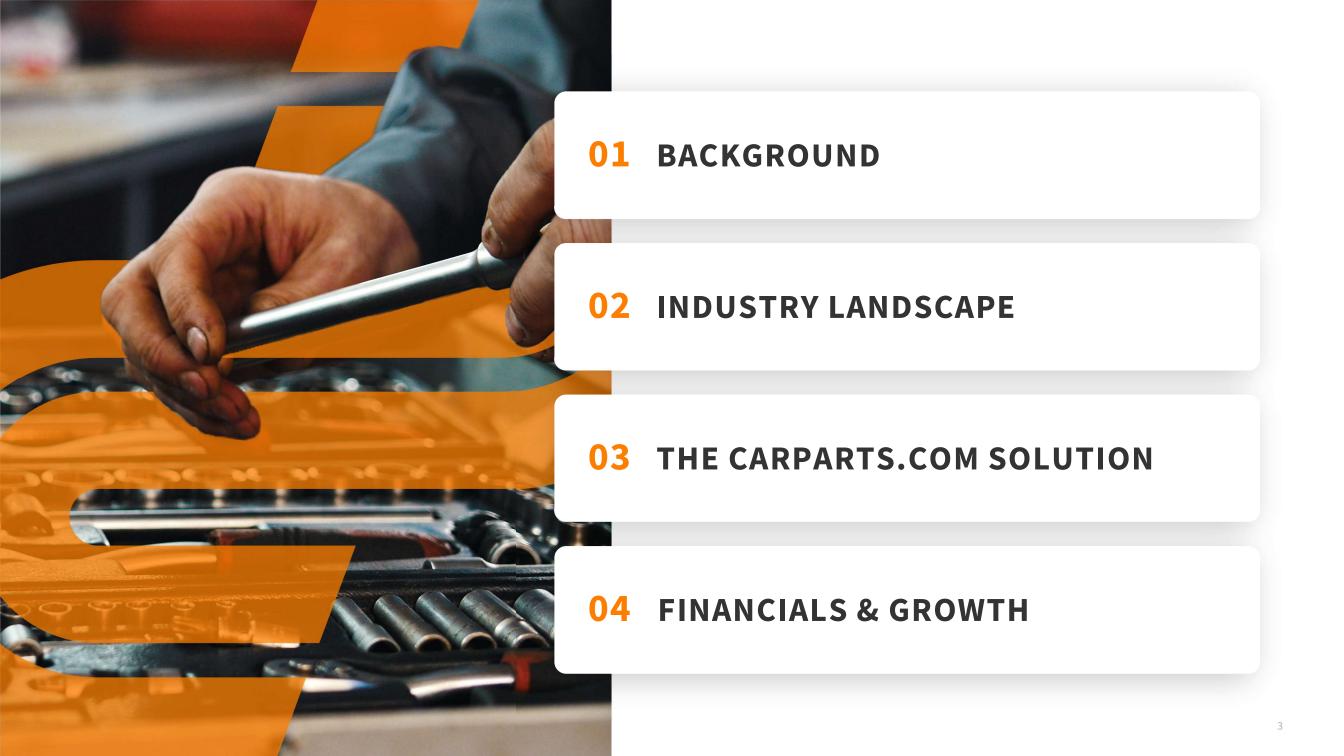
Forward-looking statements include all statements that are not historical facts and can be identified by terms such as "anticipates," "believes," "could," "seeks," "estimates," "intends," "may," "plans," "potential," "predicts," "projects," "should," "will," "would" or similar expressions and the negatives of those terms. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Forward-looking statements represent our management's beliefs and assumptions only as of the date of this presentation. These statements do not guarantee future performance and speak only as of the date hereof and qualify for the safe harbor provided by Section 21E of the Securities Exchange Act of 1934, as amended, and Section 27A of the Securities Act of 1933. We refer all of you to the disclosures contained in the CarParts.com, Inc Annual Report on Form 10-K, Quarterly Reports on Form 10-Q and Current Reports on Form 8-K filed with the Securities and Exchange Commission, including the risk factors set forth therein, for more detailed discussion on the factors that can cause actual results to differ materially from those projected in any forward-looking statements. Except as required by law, we assume no obligation to update these forward-looking statements publicly, or to update the reasons actual results could differ materially from those anticipated in the forward-looking statements, even if new information becomes available in the future.

This presentation includes certain non-GAAP financial measures as defined by SEC rules. We have provided a reconciliation of those measures to the most directly comparable GAAP measures in this presentation, where applicable, as well as in the appendix to this presentation. We have not included a reconciliation of Adjusted EBITDA guidance to projected net income (loss) due to the high variability and difficulty in making accurate long-term forecasts and projections of our net operating loss carryforwards, which have a significant impact on future net income (loss). As a result, we are unable to quantify projected net income without unreasonable efforts.

This presentation also contains estimates and other statistical data made by independent parties and by the Company relating to market size and growth and other data about the Company's industry and estimated total addressable market. This data involves a number of assumptions and limitations, and you are cautioned not to give undue weight to such estimates. Neither the Company nor any other person makes any representation as to the accuracy or completeness of such data or undertakes any obligation to update such data after the date of this presentation. In addition, projections, assumptions, and estimates of our future performance and the future performance of the markets in which the Company operates are necessarily subject to a high degree of uncertainty and risk. All third-party trademarks, including names, logos and brands, referenced by the Company in this presentation are property of their respective owners. All references to third-party trademarks are for identification purposes only and shall be considered nominative fair use under trademark law.

This presentation also includes certain preliminary unaudited financial and operating results of the Company for the year ended January 2, 2021. These preliminary results represent the Company's estimates, which are based only on currently available information and do not present all necessary information for an understanding of the Company's financial condition as of January 2, 2021 or results of operations for the year ended January 2, 2021. Undue reliance should not be placed on these preliminary estimates.







THE AUTO PARTS INDUSTRY IS EXPANDING

Cars are Lasting Longer & Driving Further

\$314B

total addressable market

280M

cars on the road

11.9 yrs

avg. age of cars on road

WE ARE ALIGNING TO THESE DEMANDS



Investment Highlights

Large TAM with very low online penetration

Auto parts industry overdue for disruption

Proprietary shoppable catalog

Improved customer experience with guaranteed fit

2-step distribution model

Lower prices than competitors by cutting out the middlemen

Curated experience

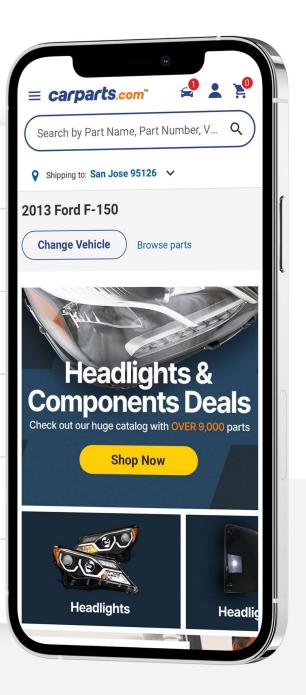
Reducing the paradox of choice for consumers

Strong unit economics

Profitable after COGS, CAC, and fulfillment

Early innings

Continued growth expected via market penetration and adjacent services



Significant Milestones









IPO

NASDAQ: PRTS



Including their parts catalog, warehouse, etc.



Launched

First eCommerce site

Founded

1995

U.S. Auto Parts¹

Umbrella company to more than a dozen brands

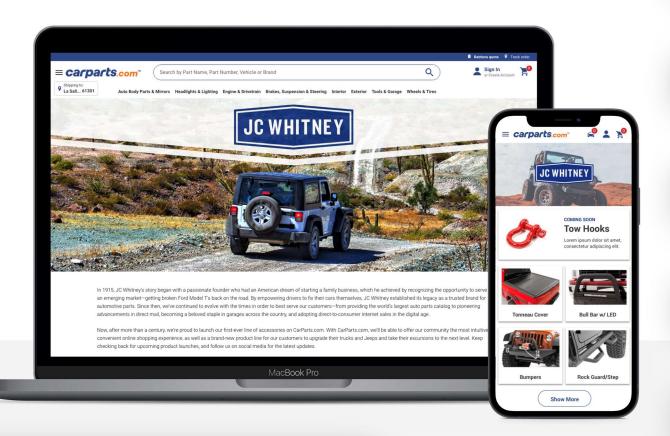
2019

2010

2007

2000

Major Transformation in the Last 24 Months





New executive team with industry veterans and technical experts



Formed marketing, data science, technology, and inventory forecasting teams



Doubled distribution center footprint to nearly 1 million sq ft



Consolidated 17 websites into 1 flagship site and renamed company



Overhauled our website with a new mobile friendly and personalized user experience



Paid off all outstanding debt and trade letters of credit

2019-PRESENT

Trusted & Experienced Team



Lev Peker
CHIEF EXECUTIVE OFFICER



David Meniane
CHIEF OPERATING OFFICER
& CHIEF FINANCIAL OFFICER



Sanjiv Gomes
CHIEF TECHNOLOGY OFFICER



Houman Akhavan
CHIEF MARKETING OFFICER



Dave MorrisCHIEF MERCHANDISING OFFICER



Ryan LockwoodSENIOR VICE PRESIDENT, FINANCE



David KearVICE PRESIDENT, WAREHOUSE OPERATIONS



FINANCIAL DISCIPLINE

EXTREME OWNERSHIP

Stable, Growing & Profitable

\$444M

revenue

\$76M

liquidity 1

35%

gross profit margin

58%

YoY revenue growth

100M

visits in 2020

>30%

revenue from return customers ²

THE FASTEST GROWING RETAILER IN THE INDUSTRY³

- 1. Our Credit Agreement provides for an option to increase the aggregate principal amount from \$30,000 to \$40,000, subject to lender approval.
- 2. At a one-year lookback



THE AUTO PARTS INDUSTRY IS

One of the Last Industries to be Disrupted by eCommerce







Do-It-Yourself (DIY) Customers

- Work on their own car
- Strained by the paradox of choice.
 Will it fit? Is this the best price & quality?
- Hope that parts are exactly what they need
- More price sensitive

Do-It-For-Me (DIFM) Customers

- Professional mechanic installs parts
- Trusts the mechanic to pick the part
- Less brand sensitive
- Less price sensitive

CUSTOMER NEEDS









A Clear Competitive Advantage

| | Pricing | Shipping | Distribution | Quality Guarantee | Customer Service | Tailored for Auto Industry |
|------------------|--|---------------------------------------|--------------------------|----------------------|---|-------------------------------|
| carparts.com | Competitive | Fast & reliable | Integrated supply chain | | 500 agents, live chat, email, phone | ⊘ |
| Dropship | Unpredictable | Unpredictable | Third party distributors | × | No help choosing correct parts | |
| Marketplaces | Haggle/bid for pricing | Slow & unpredictable shipping | Third party distributors | × | No help choosing correct parts | × |
| Brick-and-Mortar | Very high due to overhead & channel conflict | Buy online, pick up in-store focus | Retail | | Good in-store customer service | |

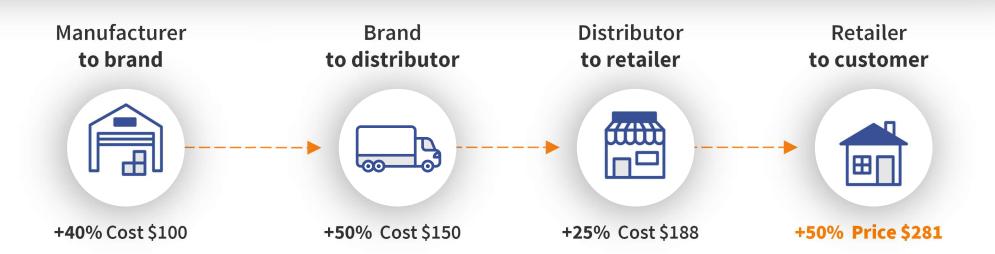
carparts.com

2-Step Distribution Advantage





Other companies¹



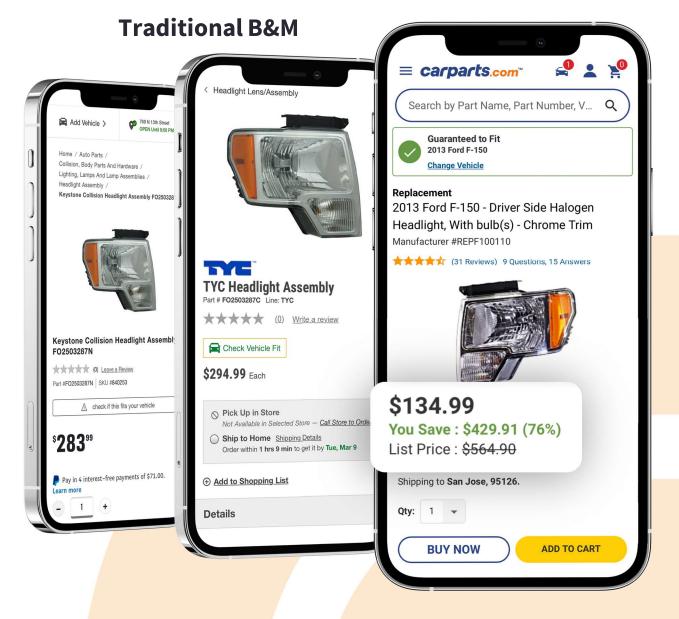
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1. For illustrative purposes only, markup varies

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Real World Price Advantage

Less steps
Less markups
Lower price



Accelerated Shifts in Consumer Behavior

Customers are prioritizing convenience & price transparency

Customers are expecting personalized digital experiences

An industry shift from **offline to online**

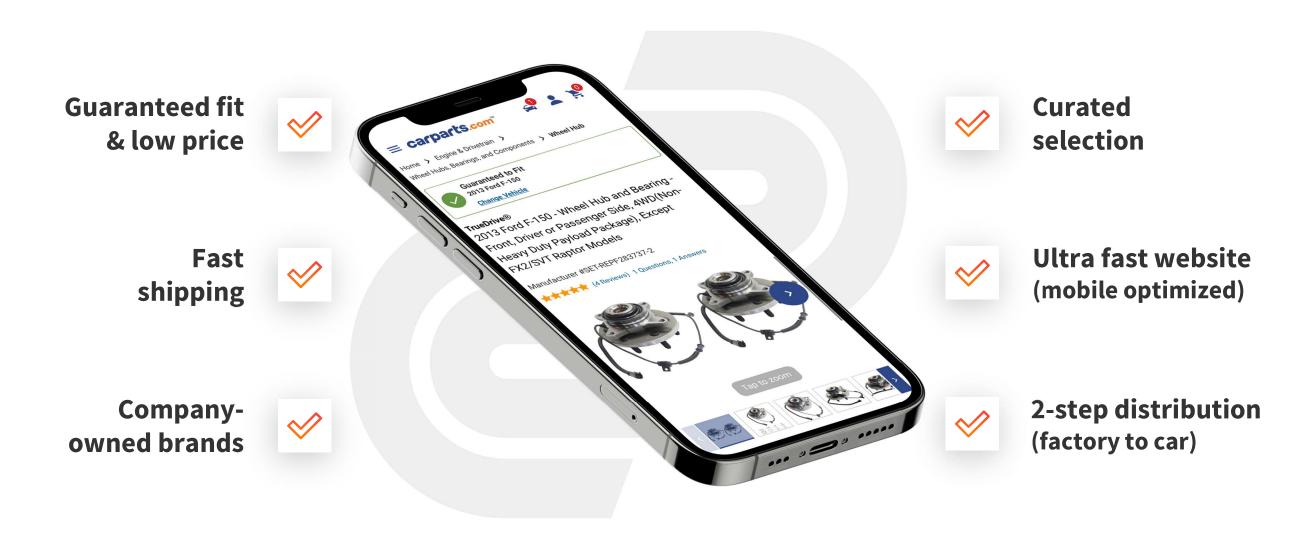
Shift to **DIY &** increase in **personal mobility**

CarParts.com
provides a digital,
convenient way
to buy car parts



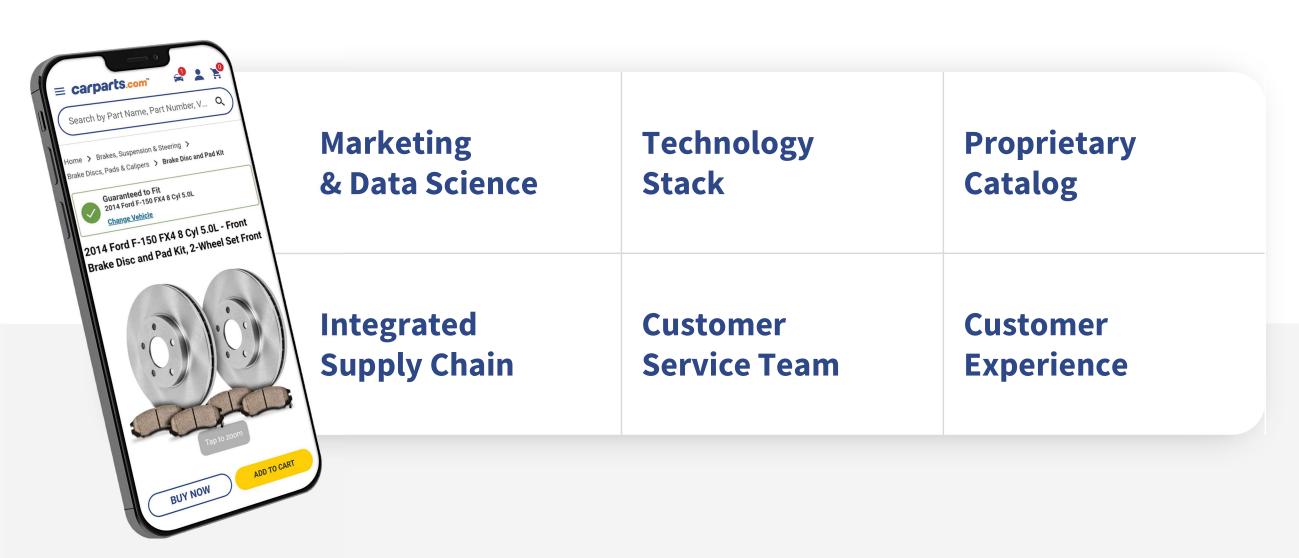


The Best of Everything With No Paradox of Choice

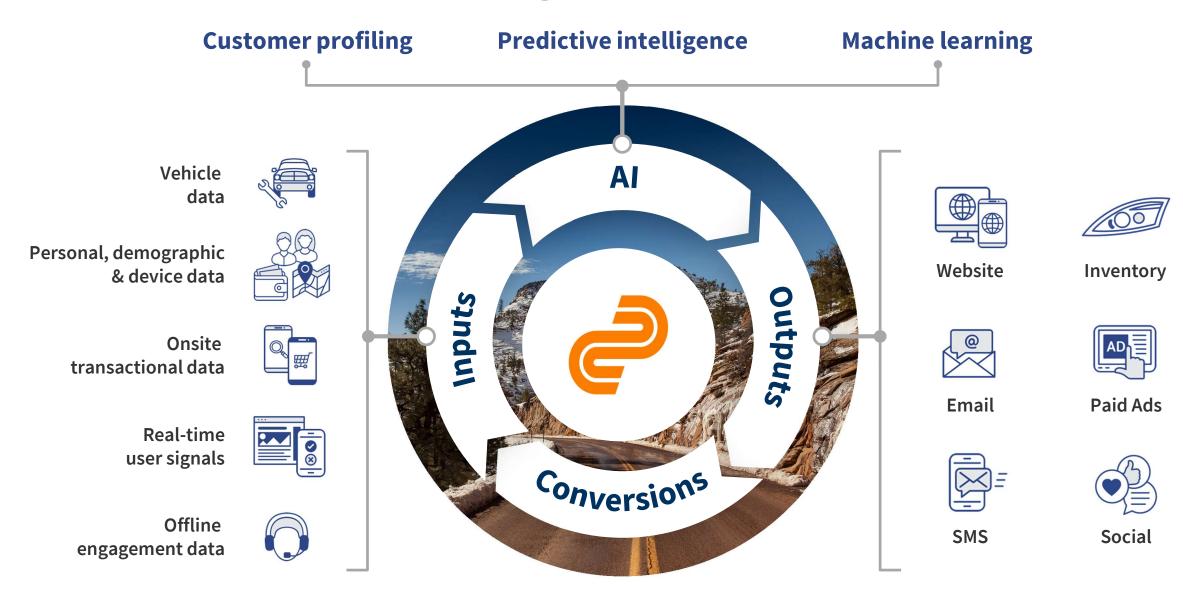


carparts.com

CarParts.com Core Competencies



Marketing & Data Science



Custom-Built Technology Stack



Proprietary Catalog





Headlights
Side mirrors

Tail lights
Bumpers



Brake discs & pads
Shocks & struts

Wheel hubs
Control arms

Performance & Accessories

Tonneau cover Fender flare Off-road bumper
Receiver hitch

ASSORTMENT BASED ON FAILURE RATES AND VEHICLES IN OPERATION

Our House Brands















Est. 2021

Brakes & Rotors



Est. 2020

Suspension & Ride Control



Est. 2020

Automotive Electronics



Est. 2020

Pumps,
Compressors, &
Mechanical Parts



Est. 2009

Mirrors



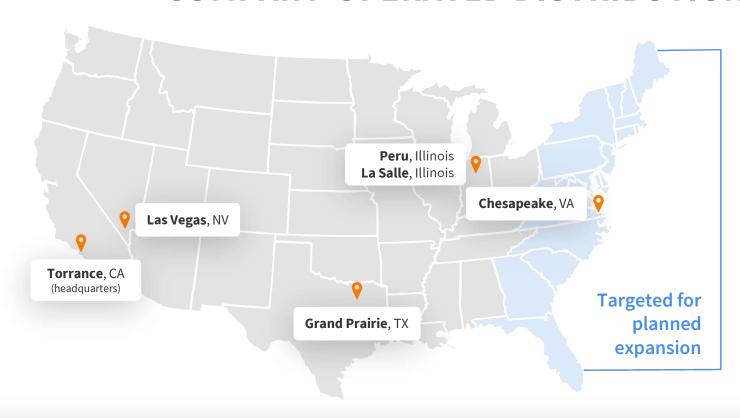
Est. 1915

Performance & Accessories

carparts.com

Integrated Supply Chain

COMPANY-OPERATED DISTRIBUTION NETWORK



1,600+ global employees

~1 M warehouse square footage

5 distribution centers

NETWORK OPTIMIZED

for multi-order shipments in one consolidated package

DATA ANALYTICS

to reduce shipping costs

BOX ON DEMAND

to make a box the exact size of the part being shipped

OPTIMIZATION

ability to pick, pack, and ship odd-shaped / bulky / oversized items and sheet metals

First Class Customer Service

OVER 500 TEAM MEMBERS



for agent knowledge & communication¹

113%

increase to customer service employee team



17s chat response time



85 sales phone response time



2.7hr email response time



19s service phone response time

CRM INVESTMENTS TO CREATE BETTER CUSTOMER ENGAGEMENT

Delivering Superior Customer Experience



overall rating

261,735

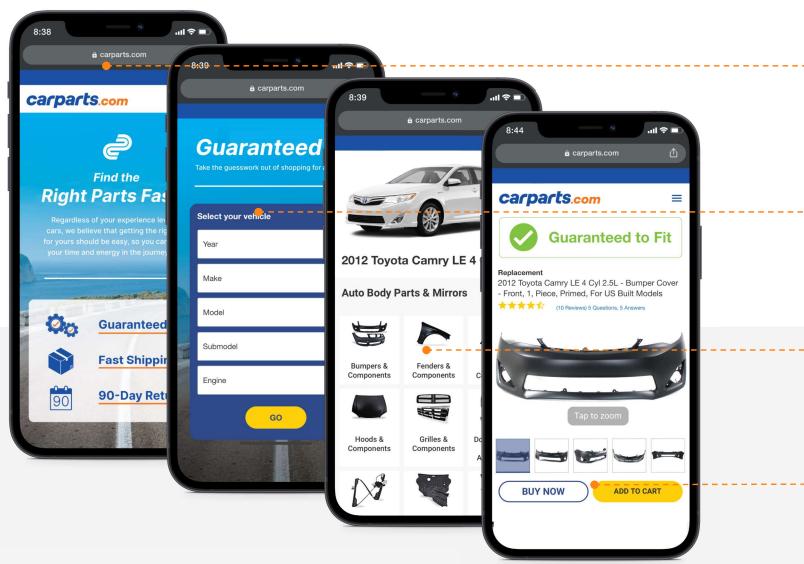
reviews

All I had to do was type in what vehicle I have, and I found the part I was looking for in less than 30 seconds...

I was looking for a part for my car and could only find it on CarParts.com. It only took about 2 minutes to complete the order...



Simple & Seamless Online Experience



Solving the customer's problem from any device

Intuitive platform with over 800,000+ SKUs available online

Value propositions that count

Quality, speed, convenience and competitive pricing

Real-time personalized experience

Removing the paradox of choice by providing a proprietary and highly curated catalog

Seamless transaction

Get the parts, tools and resources you need without leaving your device

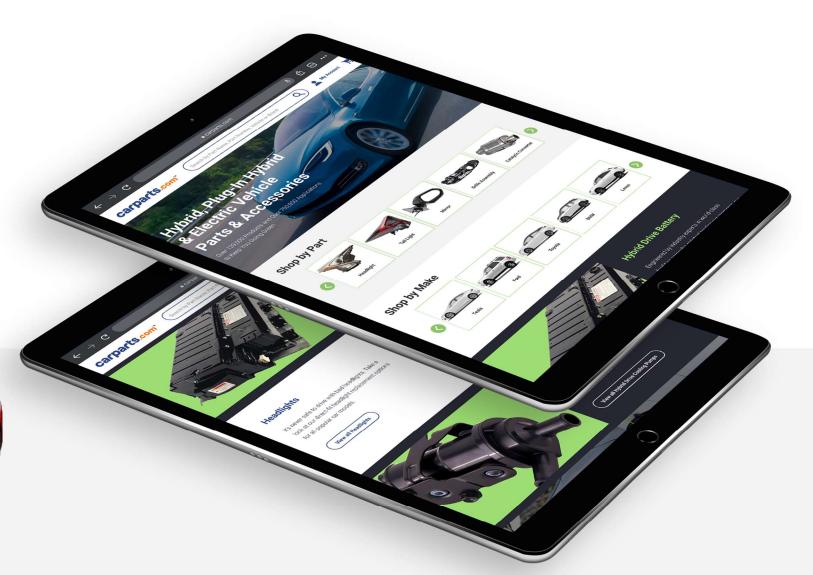


The Shift to EV Today

>90%

of our current sales are agnostic to the powertrain





Electric vs. Gas-Powered Vehicles

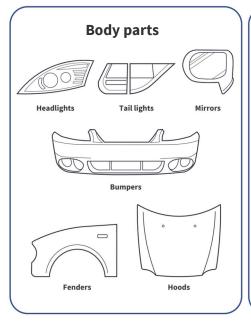
NOT AS DIFFERENT AS YOU MIGHT THINK

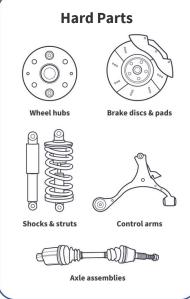


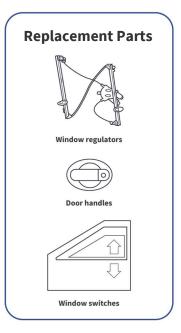


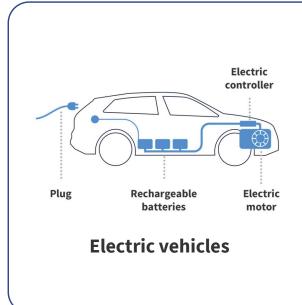
Similarities

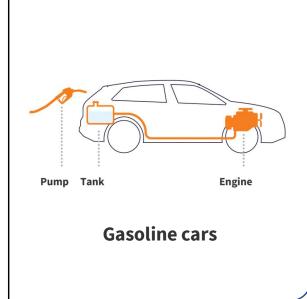




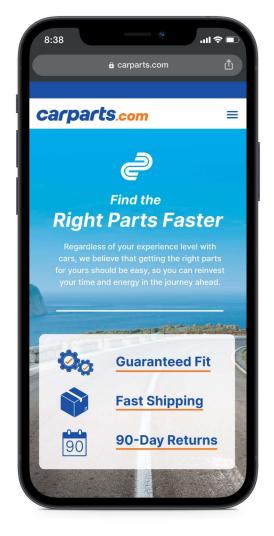








TODAY



TOMORROW



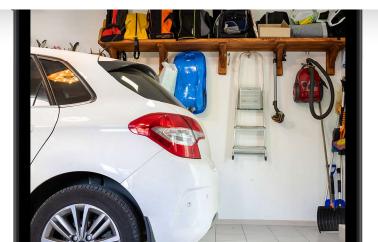






Preventive Diagnostics Maintenance

Repair & Installation



Stable Balance Sheet

\$36M

cash

\$89M

inventory

\$40M

asset-based lending availability¹

\$0

revolver debt



Long Term Financial Targets

| | 2019 | 2020 | Long Term Target | Source |
|---------------------------------------|-------|----------|------------------|--|
| Gross Margin After Freight | 30.0% | 35% | 36 - 37% | Product mix, channel mix, closer to customer |
| Marketing & Customer Service 1 | 14.8% | 15 - 17% | 13 - 15% | Retention marketing, direct to site, brand awareness |
| Other Operating Expenses ² | 13.7% | 15 - 16% | 12 - 13% | Operating leverage, efficiencies, scale in headcount |
| Adjusted EBITDA Margin | 1.6% | 3.6% | 8 - 10% | Above combined |

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^{1.} Excludes certain other items including stock-based compensation, depreciation, and amortization 2. Technology, fulfillment and other SG&A





Consolidated Income Statement

(Unaudited, in Thousands, Except Per Share Data)

| | Fiscal Year Ended | | | | |
|--|-------------------|--------------------|----|----------------------|--|
| | • | January 2, 2021 | | December 28, 2019 | |
| Net sales | \$ | 443,884 | \$ | 280,657 | |
| Cost of sales (1) | | 288,518 | | 196,434 | |
| Gross profit | | 155,366 | | 84,223 | |
| Operating expense | | 155,071 | | 92,473 | |
| Income (loss) from operations | | 295 | | (8,250) | |
| Other income (expense): | | | | | |
| Other, net | | 213 | | 36 | |
| Interest expense | | (1,714) | | (1,897) | |
| Total other expense, net | | (1,501) | | (1,861) | |
| Loss before income taxes | | (1,206) | | (10,111) | |
| Income tax provision | | 307 | | 21,437 | |
| Net loss | | (1,513) | | (31,548) | |
| Other comprehensive (loss) gain: | | | | | |
| Foreign currency translation adjustments | | (86) | | (52) | |
| Actuarial loss on defined benefit plan | | (400) | | (313) | |
| Unrealized gain on deferred compensation trust assets | | 57 | | | |
| Total other comprehensive loss | | (429) | | (365) | |
| Comprehensive loss | \$ | (1,942) | \$ | (31,913) | |
| Net loss per share: | | | | | |
| Basic and diluted net loss per share | \$ | (0.04) | \$ | (0.89) | |
| Weighted-average common shares outstanding: | | | | | |
| Shares used in computation of basis and diluted net loss per share | | 42,333 | | 35,720 | |

⁽¹⁾ Excludes depreciation and amortization expense which is included in operating expense.

Consolidated Balance Sheets

(Unaudited, In Thousands, Except Par and Liquidation Value)

| Current asch serial properties of the properti | | J | anuary 2, 2021 | De | cember 28, 2019 |
|--|--|----|-------------------|-----|--------------------|
| Cash and cash equivalents \$35,802 \$2,273 Accounts receivable, net 6,318 2,669 Inventory 89,316 52,500 Other current assets 7,939 4,931 Total current assets 139,375 62,373 Property and equipment, net 14,742 9,650 Right-of-use - assets - operating leases, net 12,457 9,041 Other non-current assets 2,892 2,368 Total assets 2,892 2,368 Total assets 3,800 8,794 Current liabilities 3,800 9,879 Accound spayable \$45,302 \$44,433 Accounds payable, current -630 552 Customer deposits 630 552 Notes payable, current -7,22 1,368 Right-of-use - obligation - operating, current -7,22 1,368 Right-of-use - obligation - finance, current -7,27 1,368 Right-of-use - obligation - perating, non-current 1,049 3,747 Other current liabilities 1,033 | ASSETS | | | | |
| Accounts receivable, net Inventory 6,318 2,699 Inventory 89,316 52,500 Other current assets 139,375 62,373 Total current assets 139,375 62,373 Right-of-use - assets - operating leases, net 17,507 4,548 Right-of-use - assets - operating leases, net 12,457 90,11 Other non-current assets 2,892 2,368 Total assets 2,892 2,368 Total assets 186,797 89,749 INSERTATION FORCEMOLITY Current liabilities Accounts payable 45,302 44,433 Accounts payable, current 630 52,527 Notes payable, current -2 729 Right-of-use - obligation - operating, current 1,533 640 Other current liabilities 3,747 2,605 Total current liabilities 3,749 2,505 Notes payable, non-current 1,606 3,419 Right-of-use - obligation - finance, current 1,606 3,419 Right-of-use - | Current assets: | | | | |
| Inventory | Cash and cash equivalents | \$ | 35,802 | \$ | 2,273 |
| Other current assets 7,939 4,931 Total current assets 139,375 62,378 Right-of-use - assets - operating leases, net 17,507 4,544 Right-of-use - assets - finance leases, net 12,457 9,011 Other non-current assets 2,895 3,809 3,879 Total assets 5 186,973 8 79,046 Current liabilities: 8 18,109 9,519 Accounts payable 4 5,302 4,443 Accoude expenses 18,190 9,519 Customer deposits 6 52 1,583 6 62 Notes payable, current 2,527 1,368 Right-of-use - obligation - operating, current 2,527 1,368 Right-of-use - obligation - finance, current 1,533 640 Other current liabilities 7,179 59,46 Ottal current liabilities 1,160 3,419 2,514 Right-of-use - obligation - finance, current 1,160 3,419 2,514 Ottal current liabilities 1,10 3,41 2,516 Righ | Accounts receivable, net | | 6,318 | | 2,669 |
| Total current assets 139,375 62,373 Property and equipment, net 14,742 9,650 Right-of-use - assets - operating leases, net 17,507 4,544 Right-of-use - assets - finance leases, net 12,457 9,011 Other non-current assets 2,892 2,368 Total assets \$186,973 \$87,946 LIABILITIES AND STOCKHOLDERS' EQUITY Current liabilities \$18,190 9,519 Accounts payable 45,302 \$44,433 Accruced expenses 630 652 Customer deposits 630 652 Notes payable, current 2,527 1,368 Right-of-use - obligation - operating, current 1,583 640 Other current liabilities 3,747 2,605 Total current liabilities 71,979 59,946 Notes payable, non-current 16,046 3,419 Right-of-use - obligation - finance, current 16,046 3,419 Right-of-use - obligation - operating, non-current 10,04 3,419 Right-of-use - obligation - finance, no | Inventory | | 89,316 | | 52,500 |
| Property and equipment, net 14,742 9,650 Right-of-use - assets - operating leases, net 17,507 4,544 Right-of-use - assets - shance leases, net 12,457 9,011 Other non-current assets 2,892 2,368 Total assets 186,073 8,794 LABILITIES AND STOCKHOLDERS' EQUITY 2 4,530 \$ 44,433 Accrued expenses 18,190 9,519 9,519 Current liabilities 45,302 \$ 44,833 62 Accrued expenses 18,190 9,519 62 Notes payable, current - 729 729 Right-of-use - obligation - operating, current 1,583 640 Other current liabilities 3,747 2,605 Total current liabilities 7,979 8,946 Ottes payable, non-current 16,06 3,419 Right-of-use - obligation - finance, current 1,600 3,419 Right-of-use - obligation - finance, current 1,060 3,419 Right-of-use - obligation - finance, current 1,060 3,419 | Other current assets | | 7,939 | | 4,931 |
| Right-of-use - assets - fonance leases, net 17,007 4,544 Right-of-use - assets - finance leases, net 12,457 9,011 Other non-current assets 2,368 3 8,704 Total assets 18,609 3,87,946 INSIBILITIES AND STOCKHOLDERS' EQUITY Urrent liabilities: Accounts payable 18,190 9,519 Customer deposits 630 652 Notes payable, current 18,190 9,519 Customer deposits - 729 Right-of-use - obligation - operating, current 2,527 1,368 Right-of-use - obligation - finance, current 1,583 640 Other current liabilities 3,747 2,605 Total current liabilities 3,747 2,605 Notes payable, non-current 10,406 3,419 Right-of-use - obligation - operating, non-current 11,428 8,627 Other current liabilities 10,304 2,552 Sock 4,031 2,552 1,518 Right-of-use - obligation - operating, non-current | Total current assets | | 139,375 | | 62,373 |
| Right-of-use - assets - finance leases, net 12,457 9,011 Other non-current assets 2,892 2,368 Total assets 186,973 8,79,46 LABILITIES AND STOCKHOLDERS' EQUITY Current liabilities: Accounts payable \$45,302 \$44,433 Accrued expenses 630 652 Notes payable, current 630 652 Right-of-use - obligation - operating, current 1,583 640 Right-of-use - obligation - operating, current 1,583 640 Other current liabilities 7,1979 59,946 Total current liabilities 7,1979 59,946 Notes payable, non-current 16,046 3,419 Right-of-use - obligation - operating, non-current 16,046 3,419 Right-of-use - obligation - operating, non-current 1,060 3,419 Right-of-use - obligation - operating, non-current 1,060 3,419 Right-of-use - obligation - operating, non-current 1,060 3,419 Right-of-use - obligation - finance, non-current 1,060 4,031 2,514 <td>Property and equipment, net</td> <td></td> <td>14,742</td> <td></td> <td>9,650</td> | Property and equipment, net | | 14,742 | | 9,650 |
| Other non-current assets 2,892 2,368 Total assets 5 186,973 8 7,946 ABRITITES AND STOCKHOLDERS' EQUITY Current liabilities: Accounts payable \$45,302 \$44,333 Accrued expenses 18,190 9,519 Customer deposits 2,527 1,368 Notes payable, current 2,527 1,368 Right-of-use - obligation - finance, current 1,538 640 Other current liabilities 3,747 2,605 Total current liabilities 3,747 2,605 Notes payable, non-current 16,046 3,419 Right-of-use - obligation - finance, current 16,046 3,419 Other current liabilities 1,606 3,419 Ottes payable, non-current 16,046 3,419 Right-of-use - obligation - finance, non-current 16,046 3,419 Right-of-use - obligation - finance, non-current 1,060 3,48 2,521 Other non-current liabilities 4,031 2,514 3,62 3 3 6 6 | Right-of-use - assets - operating leases, net | | 17,507 | | 4,544 |
| Total assets | Right-of-use - assets - finance leases, net | | 12,457 | | 9,011 |
| Current liabilities | Other non-current assets | | 2,892 | | 2,368 |
| Current liabilities: \$ 45,302 \$ 44,433 Accrued expenses 18,190 9,519 Customer deposits 630 652 Notes payable, current — 729 Right-of-use - obligation - operating, current 2,527 1,368 Right-of-use - obligation - finance, current 1,583 640 Other current liabilities 3,747 2,605 Total current liabilities 71,979 59,946 Notes payable, non-current 16,046 3,419 Right-of-use - obligation - operating, non-current 16,046 3,419 Right-of-use - obligation - operating, non-current 11,428 8,627 Other non-current liabilities 4,031 2,514 Total liabilities 103,484 75,566 Commitments and contingencies 5 103,484 75,566 Commitments and contingencies 5 103,484 75,566 Stockholders' equity: 5 3 3 Series A convertible preferred stock, \$0.001 par value; \$1.45 per share liquidation value or aggregate of \$6,017; 4,150 shares authorized; 0 and 2,771 shares issued and ou | Total assets | \$ | 186,973 | \$ | 87,946 |
| Current liabilities: \$ 45,302 \$ 44,433 Accrued expenses 18,190 9,519 Customer deposits 630 652 Notes payable, current — 729 Right-of-use - obligation - operating, current 2,527 1,368 Right-of-use - obligation - finance, current 1,583 640 Other current liabilities 3,747 2,605 Total current liabilities 71,979 59,946 Notes payable, non-current 16,046 3,419 Right-of-use - obligation - operating, non-current 16,046 3,419 Right-of-use - obligation - operating, non-current 11,428 8,627 Other non-current liabilities 4,031 2,514 Total liabilities 103,484 75,566 Commitments and contingencies 5 103,484 75,566 Commitments and contingencies 5 103,484 75,566 Stockholders' equity: 5 3 3 Series A convertible preferred stock, \$0.001 par value; \$1.45 per share liquidation value or aggregate of \$6,017; 4,150 shares authorized; 0 and 2,771 shares issued and ou | LIABILITIES AND STOCKHOLDERS' EQUITY | | | | |
| Accrued expenses 18,190 9,519 Customer deposits 630 652 Notes payable, current | | | | | |
| Customer deposits 630 652 Notes payable, current — 729 Right-of-use - obligation - operating, current 2,527 1,368 Right-of-use - obligation - finance, current 1,583 640 Other current liabilities 3,747 2,605 Total current liabilities 71,979 59,946 Notes payable, non-current 16,046 3,419 Right-of-use - obligation - operating, non-current 11,428 8,627 Other non-current liabilities 4,031 2,514 Total liabilities 4,031 2,514 Total liabilities 103,484 75,566 Commitments and contingencies 5 5 Stockholders' equity: Series A convertible preferred stock, \$0.001 par value; \$1.45 per share liquidation value or aggregate of \$6,017; 4,150 shares authorized; 0 and 2,771 shares issued and outstanding as of January 2, 2021 and December 28, 2019 0 3 Common stock, \$0.001 par value; 100,000 shares authorized; 48,091 and 36,167 shares issued and outstanding as of January 2, 2021 and December 28, 2019 (of which 2,525 are treasury stock) 51 38 Treasury stock (7,146) (7,146) | Accounts payable | \$ | 45,302 | \$ | 44,433 |
| Notes payable, current — 729 Right-of-use - obligation - operating, current 2,527 1,368 Right-of-use - obligation - finance, current 1,583 640 Other current liabilities 3,747 2,605 Total current liabilities 71,979 59,946 Notes payable, non-current — 1,060 Right-of-use - obligation - operating, non-current 16,046 3,419 Right-of-use - obligation - finance, non-current 11,428 8,627 Other non-current liabilities 4,031 2,514 Total liabilities 103,484 75,566 Commitments and contingencies 5 5 Stockholders' equity: Series A convertible preferred stock, \$0.001 par value; \$1.45 per share liquidation value or aggregate of \$6,017; 4,150 shares authorized; 0 and 2,771 shares issued and outstanding as of January 2, 2021 and December 28, 2019 0 3 Common stock, \$0.001 par value; 100,000 shares authorized; 48,091 and 36,167 shares issued and outstanding as of January 2, 2021 and December 28, 2019 (of which 2,525 are treasury stock 51 38 Treasury stock (7,146) (7,146) (7,146) Additional paid-in capital | Accrued expenses | | 18,190 | | 9,519 |
| Right-of-use - obligation - inance, current 2,527 1,368 Right-of-use - obligation - finance, current 1,583 640 Other current liabilities 3,747 2,605 Total current liabilities 71,979 59,946 Notes payable, non-current - 1,060 Right-of-use - obligation - operating, non-current 16,046 3,419 Right-of-use - obligation - finance, non-current 11,428 8,627 Other non-current liabilities 4,031 2,514 Total liabilities 103,484 75,566 Commitments and contingencies 5 5 Stockholders' equity: Series A convertible preferred stock, \$0.001 par value; \$1.45 per share liquidation value or aggregate of \$6,017; 4,150 shares authorized; 0 and 2,771 shares issued and outstanding as of January 2, 2021 and December 28, 2019 0 3 Common stock, \$0.001 par value; 100,000 shares authorized; 48,091 and 36,167 shares issued and outstanding as of January 2, 2021 and December 28, 2019 (of which 2,525 are treasury stock 51 38 Treasury stock (7,146) (7,146) 48,146 Additional paid-in capital 260,260 187,147 Accumulated other comprehe | | | | | |
| Right-of-use - obligation - inance, current 2,527 1,368 Right-of-use - obligation - finance, current 1,583 640 Other current liabilities 3,747 2,605 Total current liabilities 71,979 59,946 Notes payable, non-current - 1,060 Right-of-use - obligation - operating, non-current 16,046 3,419 Right-of-use - obligation - finance, non-current 11,428 8,627 Other non-current liabilities 4,031 2,514 Total liabilities 103,484 75,566 Commitments and contingencies 5 5 Stockholders' equity: Series A convertible preferred stock, \$0.001 par value; \$1.45 per share liquidation value or aggregate of \$6,017; 4,150 shares authorized; 0 and 2,771 shares issued and outstanding as of January 2, 2021 and December 28, 2019 0 3 Common stock, \$0.001 par value; 100,000 shares authorized; 48,091 and 36,167 shares issued and outstanding as of January 2, 2021 and December 28, 2019 (of which 2,525 are treasury stock 51 38 Treasury stock (7,146) (7,146) 48,146 Additional paid-in capital 260,260 187,147 Accumulated other comprehe | Notes payable, current | | _ | | 729 |
| Other current liabilities 3,747 2,605 Total current liabilities 71,979 59,946 Notes payable, non-current — 1,060 Right-of-use - obligation - operating, non-current 16,046 3,419 Right-of-use - obligation - finance, non-current 11,428 8,627 Other non-current liabilities 4,031 2,514 Total liabilities 103,484 75,566 Commitments and contingencies 5 5 Stockholders' equity: Series A convertible preferred stock, \$0.001 par value; \$1.45 per share liquidation value or aggregate of \$6,017; 4,150 shares authorized; 0 and 2,771 shares issued and outstanding as of January 2, 2021 and December 28, 2019 0 3 Common stock, \$0.001 par value; 100,000 shares authorized; 48,091 and 36,167 shares issued and outstanding as of January 2, 2021 and December 28, 2019 (of which 2,525 are treasury stock) 51 38 Treasury stock (7,146) (7,146) Additional paid-in capital 260,260 187,147 Accumulated other comprehensive (loss) income (215) 214 Accumulated deficit (169,461) (167,876) Total stockholders' equity 33,489 | | | 2,527 | | 1,368 |
| Total current liabilities 71,979 59,946 Notes payable, non-current — 1,060 Right-of-use - obligation - operating, non-current 16,046 3,419 Right-of-use - obligation - finance, non-current 11,428 8,627 Other non-current liabilities 4,031 2,514 Total liabilities 103,484 75,566 Commitments and contingencies 5 5 Stockholders' equity: Series A convertible preferred stock, \$0.001 par value; \$1.45 per share liquidation value or aggregate of \$6,017; 4,150 shares authorized; 0 and 2,771 shares issued and outstanding as of January 2, 2021 and December 28, 2019 0 3 Common stock, \$0.001 par value; 100,000 shares authorized; 48,091 and 36,167 shares issued and outstanding as of January 2, 2021 and December 28, 2019 (of which 2,525 are treasury stock) 51 38 Treasury stock (7,146) (7,146) (7,146) Additional paid-in capital 260,260 187,147 Accumulated other comprehensive (loss) income (215) 214 Accumulated deficit (169,461) (167,876) Total stockholders' equity 83,489 12,380 | Right-of-use - obligation - finance, current | | 1,583 | | 640 |
| Notes payable, non-current — 1,060 Right-of-use - obligation - operating, non-current 16,046 3,419 Right-of-use - obligation - finance, non-current 11,428 8,627 Other non-current liabilities 4,031 2,514 Total liabilities 103,484 75,566 Commitments and contingencies 5 Stockholders' equity: 5 5 Series A convertible preferred stock, \$0.001 par value; \$1.45 per share liquidation value or aggregate of \$6,017; 4,150 shares authorized; 0 and 2,771 shares issued and outstanding as of January 2, 2021 and December 28, 2019 0 3 Common stock, \$0.001 par value; 100,000 shares authorized; 48,091 and 36,167 shares issued and outstanding as of January 2, 2021 and December 28, 2019 (of which 2,525 are treasury stock) 51 38 Treasury stock (7,146) (7,146) (7,146) Additional paid-in capital 260,260 187,147 Accumulated other comprehensive (loss) income (215) 214 Accumulated deficit (169,461) (167,876) Total stockholders' equity 83,489 12,380 | Other current liabilities | | 3,747 | | 2,605 |
| Right-of-use - obligation - operating, non-current 16,046 3,419 Right-of-use - obligation - finance, non-current 11,428 8,627 Other non-current liabilities 4,031 2,514 Total liabilities 103,484 75,566 Commitments and contingencies 5 Stockholders' equity: 5 5 Series A convertible preferred stock, \$0.001 par value; \$1.45 per share liquidation value or aggregate of \$6,017; 4,150 shares authorized; 0 and 2,771 shares issued and outstanding as of January 2, 2021 and December 28, 2019 0 3 Common stock, \$0.001 par value; 100,000 shares authorized; 48,091 and 36,167 shares issued and outstanding as of January 2, 2021 and December 28, 2019 (of which 2,525 are treasury stock) 51 38 Treasury stock (7,146) (7,146) Additional paid-in capital 260,260 187,147 Accumulated other comprehensive (loss) income (215) 214 Accumulated deficit (169,461) (167,876) Total stockholders' equity 83,489 12,380 | Total current liabilities | | 71,979 | | 59,946 |
| Right-of-use - obligation - operating, non-current 16,046 3,419 Right-of-use - obligation - finance, non-current 11,428 8,627 Other non-current liabilities 4,031 2,514 Total liabilities 103,484 75,566 Commitments and contingencies 5 Stockholders' equity: 5 5 Series A convertible preferred stock, \$0.001 par value; \$1.45 per share liquidation value or aggregate of \$6,017; 4,150 shares authorized; 0 and 2,771 shares issued and outstanding as of January 2, 2021 and December 28, 2019 0 3 Common stock, \$0.001 par value; 100,000 shares authorized; 48,091 and 36,167 shares issued and outstanding as of January 2, 2021 and December 28, 2019 (of which 2,525 are treasury stock) 51 38 Treasury stock (7,146) (7,146) Additional paid-in capital 260,260 187,147 Accumulated other comprehensive (loss) income (215) 214 Accumulated deficit (169,461) (167,876) Total stockholders' equity 83,489 12,380 | Notes payable, non-current | | _ | | 1,060 |
| Other non-current liabilities 4,031 2,514 Total liabilities 103,484 75,566 Commitments and contingencies 5tockholders' equity: 8 Series A convertible preferred stock, \$0.001 par value; \$1.45 per share liquidation value or aggregate of \$6,017; 4,150 shares authorized; 0 and 2,771 shares issued and outstanding as of January 2, 2021 and December 28, 2019 0 3 Common stock, \$0.001 par value; 100,000 shares authorized; 48,091 and 36,167 shares issued and outstanding as of January 2, 2021 and December 28, 2019 (of which 2,525 are treasury stock) 51 38 Treasury stock (7,146) (7,146) Additional paid-in capital 260,260 187,147 Accumulated other comprehensive (loss) income (215) 214 Accumulated deficit (169,461) (167,876) Total stockholders' equity 83,489 12,380 | | | 16,046 | | 3,419 |
| Total liabilities 103,484 75,566 Commitments and contingencies Stockholders' equity: Series A convertible preferred stock, \$0.001 par value; \$1.45 per share liquidation value or aggregate of \$6,017; 4,150 shares authorized; 0 and 2,771 shares issued and outstanding as of January 2, 2021 and December 28, 2019 0 3 Common stock, \$0.001 par value; 100,000 shares authorized; 48,091 and 36,167 shares issued and outstanding as of January 2, 2021 and December 28, 2019 (of which 2,525 are treasury stock) 51 38 Treasury stock (7,146) (7,146) Additional paid-in capital 260,260 187,147 Accumulated other comprehensive (loss) income (215) 214 Accumulated deficit (169,461) (167,876) Total stockholders' equity 83,489 12,380 | Right-of-use - obligation - finance, non-current | | 11,428 | | 8,627 |
| Commitments and contingencies Stockholders' equity: Series A convertible preferred stock, \$0.001 par value; \$1.45 per share liquidation value or aggregate of \$6,017; 4,150 shares authorized; 0 and 2,771 shares issued and outstanding as of January 2, 2021 and December 28, 2019 Common stock, \$0.001 par value; 100,000 shares authorized; 48,091 and 36,167 shares issued and outstanding as of January 2, 2021 and December 28, 2019 (of which 2,525 are treasury stock) Treasury stock 71 38 Treasury stock Additional paid-in capital Accumulated other comprehensive (loss) income Accumulated deficit Total stockholders' equity 12,380 | Other non-current liabilities | | 4,031 | | 2,514 |
| Stockholders' equity: Series A convertible preferred stock, \$0.001 par value; \$1.45 per share liquidation value or aggregate of \$6,017; 4,150 shares authorized; 0 and 2,771 shares issued and outstanding as of January 2, 2021 and December 28, 2019 Common stock, \$0.001 par value; 100,000 shares authorized; 48,091 and 36,167 shares issued and outstanding as of January 2, 2021 and December 28, 2019 (of which 2,525 are treasury stock) Treasury stock Additional paid-in capital Accumulated other comprehensive (loss) income Accumulated deficit Total stockholders' equity Sound 1 par value; 100,000 shares authorized; 48,091 and 36,167 shares issued and outstanding as of January 2, 2021 and December 28, 2019 (of which 2,525 are treasury stock) 51 38 Treasury stock (7,146) (7,146) (7,146) (7,146) (167,147) Accumulated other comprehensive (loss) income (215) 214 Accumulated deficit (169,461) (167,876) Total stockholders' equity | Total liabilities | | 103,484 | | 75,566 |
| Series A convertible preferred stock, \$0.001 par value; \$1.45 per share liquidation value or aggregate of \$6,017; 4,150 shares authorized; 0 and 2,771 shares issued and outstanding as of January 2, 2021 and December 28, 2019 0 3 Common stock, \$0.001 par value; 100,000 shares authorized; 48,091 and 36,167 shares issued and outstanding as of January 2, 2021 and December 28, 2019 (of which 2,525 are treasury stock) 51 38 Treasury stock (7,146) (7,146) (7,146) Additional paid-in capital 260,260 187,147 Accumulated other comprehensive (loss) income (215) 214 Accumulated deficit (169,461) (167,876) Total stockholders' equity 83,489 12,380 | Commitments and contingencies | | | | |
| aggregate of \$6,017; 4,150 shares authorized; 0 and 2,771 shares issued and outstanding as of January 2, 2021 and December 28, 2019 0 3 Common stock, \$0.001 par value; 100,000 shares authorized; 48,091 and 36,167 shares issued and outstanding as of January 2, 2021 and December 28, 2019 (of which 2,525 are treasury stock) 51 38 Treasury stock (7,146) (7,146) (7,146) (7,146) Additional paid-in capital 260,260 187,147 Accumulated other comprehensive (loss) income (215) 214 Accumulated deficit (169,461) (167,876) Total stockholders' equity 83,489 12,380 | Stockholders' equity: | | | | |
| January 2, 2021 and December 28, 2019 0 3 Common stock, \$0.001 par value; 100,000 shares authorized; 48,091 and 36,167 shares issued and outstanding as of January 2, 2021 and December 28, 2019 (of which 2,525 are treasury stock) 51 38 Treasury stock (7,146) (7,146) (7,146) Additional paid-in capital 260,260 187,147 Accumulated other comprehensive (loss) income (215) 214 Accumulated deficit (169,461) (167,876) Total stockholders' equity 83,489 12,380 | Series A convertible preferred stock, \$0.001 par value; \$1.45 per share liquidation value or | | | | |
| Common stock, \$0.001 par value; 100,000 shares authorized; 48,091 and 36,167 shares issued and outstanding as of January 2, 2021 and December 28, 2019 (of which 2,525 are treasury stock) 51 38 Treasury stock (7,146) (7,146) Additional paid-in capital 260,260 187,147 Accumulated other comprehensive (loss) income (215) 214 Accumulated deficit (169,461) (167,876) Total stockholders' equity 83,489 12,380 | aggregate of \$6,017; 4,150 shares authorized; 0 and 2,771 shares issued and outstanding as of | | | | |
| and outstanding as of January 2, 2021 and December 28, 2019 (of which 2,525 are treasury stock) 51 38 Treasury stock (7,146) (7,146) Additional paid-in capital 260,260 187,147 Accumulated other comprehensive (loss) income (215) 214 Accumulated deficit (169,461) (167,876) Total stockholders' equity 83,489 12,380 | January 2, 2021 and December 28, 2019 | | 0 | | 3 |
| stock) 51 38 Treasury stock (7,146) (7,146) Additional paid-in capital 260,260 187,147 Accumulated other comprehensive (loss) income (215) 214 Accumulated deficit (169,461) (167,876) Total stockholders' equity 83,489 12,380 | Common stock, \$0.001 par value; 100,000 shares authorized; 48,091 and 36,167 shares issued | | | | |
| Treasury stock (7,146) (7,146) Additional paid-in capital 260,260 187,147 Accumulated other comprehensive (loss) income (215) 214 Accumulated deficit (169,461) (167,876) Total stockholders' equity 83,489 12,380 | and outstanding as of January 2, 2021 and December 28, 2019 (of which 2,525 are treasury | | | | |
| Additional paid-in capital 260,260 187,147 Accumulated other comprehensive (loss) income (215) 214 Accumulated deficit (169,461) (167,876) Total stockholders' equity 83,489 12,380 | stock) | | 51 | | 38 |
| Accumulated other comprehensive (loss) income (215) 214 Accumulated deficit (169,461) (167,876) Total stockholders' equity 83,489 12,380 | | | | | (7,146) |
| Accumulated deficit (169,461) (167,876) Total stockholders' equity 83,489 12,380 | · · · · · · · · · · · · · · · · · · · | | 260,260 | | |
| Total stockholders' equity 83,489 12,380 | | | (215) | | |
| | Accumulated deficit | | (169,461) | -11 | (167,876) |
| Total liabilities and stockholders' equity \$\\ 186,973\$ \\ \\$ 87,946 | Total stockholders' equity | | 83,489 | | 12,380 |
| | Total liabilities and stockholders' equity | \$ | 186,973 | \$ | 87,946 |



Adjusted EBITDA Reconciliation

The table below reconciles net loss to Adjusted EBITDA for the periods presented (in thousands):

| | | urteen ks Ended | Thi | rteen Weeks Ended | | fty-Three eks Ended | Fifty | -Two Weeks Ended |
|--|-------|--------------------|------|----------------------|------|------------------------|-------|---------------------|
| | Janua | ry 2, 2021 | Dece | mber 28, 2019 | Janu | ary 2, 2021 | Dece | mber 28, 2019 |
| Net loss | | (3,488) | | (25,086) | | (1,513) | | (31,548) |
| Depreciation & amortization | | 2,359 | | 1,681 | | 7,657 | | 6,252 |
| Amortization of intangible assets | | 27 | | 25 | | 102 | | 100 |
| Interest expense, net | | 241 | | 487 | | 1,694 | | 1,897 |
| Taxes | | 108 | | 22,455 | | 307 | | 21,437 |
| EBITDA | \$ | (753) | \$ | (438) | \$ | 8,247 | \$ | (1,862) |
| Stock comp expense | | 1,787 | | 1,701 | | 7,778 | | 3,656 |
| Employee transition costs ⁽¹⁾ | | | | 384 | | _ | | 2,274 |
| Customs costs ⁽²⁾ | | <u> </u> | | 46 | | <u> </u> | | 464 |
| Adjusted EBITDA | \$ | 1,034 | \$ | 1,693 | \$ | 16,025 | \$ | 4,532 |

⁽¹⁾ We incurred costs related to the transition of executive management related to severance, recruiting, hiring bonuses, and relocation costs.

⁽²⁾ We incurred port and carrier fees and legal costs associated with our customs related issues.