

LOVESAC Designed for Life Furniture Co.

Investor Presentation December 2022

Safe Harbor Statement

LOVESAC

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Use of Non-GAAP Information

This presentation includes certain non-GAAP financial measures that are supplemental measures of financial performance not required by, or presented in accordance with, GAAP, including Adjusted EBITDA. We define "Adjusted EBITDA" as earnings before interest, taxes, depreciation and amortization, adjusted for the impact of certain non-cash and other items that we do not consider in our evaluation of ongoing operating performance. These items include management fees, equity-based compensation expense, write-offs of property and equipment, deferred rent, financing expenses and certain other charges and gains that we do not believe reflect our underlying business performance. We have reconciled this non-GAAP financial measure with the most directly comparable GAAP financial on slides 41 and 42.

We have also presented herein certain forward-looking statements about the Company's future financial performance that include non-GAAP (or "as-adjusted") financial measures, including Adjusted EBITDA. This non-GAAP financial measure is derived by excluding certain amounts, expenses or income, from the corresponding financial measures determined in accordance with GAAP. The determination of the amounts that are excluded from this non-GAAP financial measure is a matter of management judgment and depends upon, among other factors, the nature of the underlying expense or income amounts recognized in a given period. We are unable to present a quantitative reconciliation of the aforementioned forward-looking non-GAAP financial measure to its most directly comparable forward-looking GAAP financial measures because management cannot reliably predict all of the necessary components of such GAAP measures, which could be significant in amount.

We believe that these non-GAAP financial measures not only provide its management with comparable financial data for internal financial analysis but also provide meaningful supplemental information to investors. However, other companies in our industry may calculate these items differently than we do. These non-GAAP measures should not be considered as a substitute for the most directly comparable financial measures prepared in accordance with GAAP, such as net income (loss) or net income (loss) per share as a measure of financial performance, cash flows from operating activities as a measure of liquidity, or any other performance measure derived in accordance with GAAP.

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LOVE's Unique Product Philosophy: Designed For Life





Changeable



Maintainable



Moveable



Rearrangeable



Upgradable



Waste-less



We intend to become one of *the* biggest, *the* most innovative, and *the* most beloved furniture brands in the world.

LOVESAC's Senior Executive Management Team















Shawn Nelson Founder & CEO 20+ Years at Lovesac

Mary Fox President & COO 1+ Years at Lovesac (Previous Lovesac Board Member)

Jack Krause Chief Strategy Officer 6+ Years at Lovesac (New Lovesac Board Member)

Donna Dellomo EVP & CFO 5+ Years at Lovesac

Todd Duran CIO Under 1 Year at Lovesac

John Legg **Chief Supply** Chain Officer Under 1 Year at Lovesac

LOVESAC

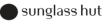


L'ORÉAL

























Lovesac at a Glance

SACTIONALS The World's Most Adaptable Couch."



FY2022 Key Financial Metrics

- NET SALES
 \$498.2 million
 (87.6% of Net Sales = Sactionals)
- GROSS PROFIT \$273.3 million
- ADJ. EBITDA¹ \$55.5 million

- NET SALES GROWTH

 55.3%
 (4 YEAR CAGR of 48.7%)
- GROSS MARGIN
 54.9%
- \$92.4 million cash and cash equivalents



GEOGRAPHIC PRESENCE

189 Retail Locations in 40

states in U.S.²



CUSTOMER LTV³ \$2,840



CUSTOMER ACQUISITION COST \$549



NEW CUSTOMERS⁴
120K in FY2022



REPEAT CUSTOMERS
41.6% of Transactions in
FY2022

Adjusted EBITDA is a non-GAAP measure. Adjusted EBITDA Reconciliation can be found on page 41.

Represents Retail metrics as of Q3 FY 2023 to include 1/3 Lovesac branded showrooms, 2 mobile concierge and 14 klosks.

Represents new customers as of EY 2022

Key Business Highlights

LOVESAC

Mid-luxury positioning target customer is 25 to 45 year-old "young parent want-it-alls" with our key customer between ages of 35 to 39 years old

Disruptive home furniture lifestyle retail/DTC brand with heritage of innovation across growing product portfolio and 64 issued patents¹

Concentrated SKU count combined with redundant manufacturing spread across multiple geographies, allows for **delivery of customers' orders within days**

Proven **omni-channel advantage** with strong ecommerce performance, highly productive showrooms and touchpoints, expanding marketing ROIs and strong channel partnerships

Focus on sustainability, having **repurposed** more than **100 million plastic water bottles**

Attractive financial profile with **54.9%** reported gross margin for FY2022 compared to 54.5% reported gross margin for FY2021 despite strong supply chain headwinds



Recent Developments

Operational Accomplishments



- **Footprint expansion:** Net addition of 37 showrooms and 6 kiosks and remodeled 3 showrooms in the fiscal Q3 year-to-date period; Operated a total of 22 new Best Buy shop-in-shops in addition to online pop-up-shops with Costco
- Innovation: Stealthtech sound-plus-charge product in partnership with Harman Kardon delivering increasing attachment rates as adoption continues to grow on a sequential basis
- In-stocks: Maintained industry leading in-stock positions, despite the challenging supply chain environment
- **Customer satisfaction:** Continued investments in processes, systems, services and infrastructure driving improving customer satisfaction scores
- **Disciplined growth investments:** Three key areas: 1) distribution capacity 2) supply chain and technology investments 3) IT capabilities
- Sustainability: Foundational sustainability commitment continues to resonate with consumers

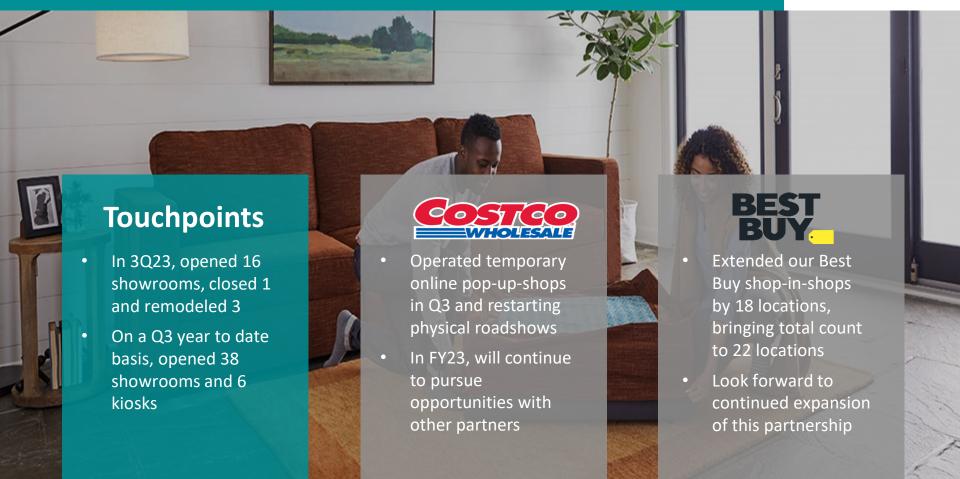
FY 2023 Q3 and FY 2023 Financial Update



- Showroom net sales increased 19.0%
- "Other" channel net sales increased 61.8%
- Internet channel net sales decreased (6.3%)
- 8.5% increase in gross margin \$
- (3.0%) decrease in gross margin % primarily due to supply chain headwinds
- Negative adjusted EBITDA¹ of (\$8.4M)
- \$3.8M in cash and cash equivalents and \$154.4M in merchandise inventories at the end of the quarter

Outlook FY2023 Q4 GUIDANCE

- Expect net sales growth in the high single digits to mid-teens range
- Gross margin is expected to be up approximately 115 bps from the prior year period due to lower inbound freight expense that is expected to more than offset higher promotional discounting, warehousing costs, and outbound last mile fuel surcharges
- Anticipate Adjusted EBITDA¹ margin rate to increase approximately 325 bps versus the same quarter LY





Disruptive Model



Traditional Model

LOVESAC

Long lead time, inventory & personnel heavy delivery

Low excitement and **mundane** products

Non-engaged commodity shoppers

Numerous, unproductive, large stores

Broad merchandising & seasonal assortments

Direct to consumer with ability to ship next day

Patented, inventive, Designed For Life products

Highly engaged brand advocates

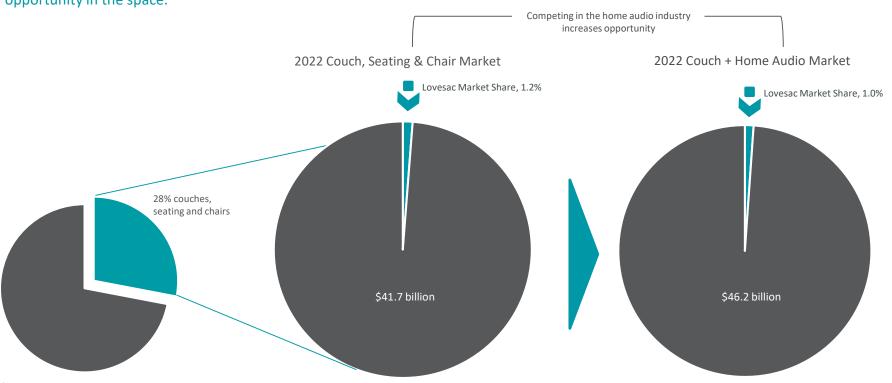
Productive, inventory light, small showrooms

Focused product categories, product **platforms**

Massive, Untapped Addressable Market



Furniture expenditures are expected to grow 4.96% per year through 2025 from \$148.4 billion to \$189 billion and the home audio segment is expected to reach \$4.9 billion by 2025. Lovesac captures a small portion of this \$46+ billion, representing a greenfield of opportunity in the space.



\$148.4 billion in furniture expenditures

Sactionals Overview

LOVESAC

Next-gen premium modular couch with **two simple pieces** – seats and sides

Patented modular system makes it easy to assemble & change over time

Enables endless permutations of a sectional couch

Over **200** customizable, machine washable removable **covers** that fit like upholstery

Introduced the new Sactionals StealthTech Sound + Charge product line in October 2021

Designed for Life: Built to last a lifetime, designed to evolve







Sactionals is a Platform, Not a Product





41.6% of Lovesac transactions are from repeat customers¹

Beautiful, Changeable, Washable & Comfortable

LOVESAC







- 29 quick-ship covers constitute more than 94% of all covers sales¹
- Approximately 200 custom covers offer broad choice with lean inventory

- Fabrics manufactured for wash
- Fabrics engineered & tested for durability
- Changeable covers

- Hardwood frames + sinuous springs enable proper sit
- 3 cushion-types: standard, down-fill, & down-alternative
- "Total Comfort"

StealthTech™ is an Ingredient Brand that Enhances Without Impacting Style



LOVESAC STEALTHTECH

- StealthTech is an ingredient brand under the Lovesac trademark
- Enhances user experience of Lovesac products by embedding premium technology that addresses key consumer use cases for activities on or around our respective product platforms
- Enables technology embedded inside Lovesac products to be completely hidden from view, eliminating the trade off between function and style









INVISIBLE FUNCTIONALITY

SACTIONALS STEALTHTECH SOUND + CHARGE

- LOVE holds patents that are key to making Sactionals StealthTech Sound + Charge truly innovative
- Proprietary technology tunes system to unique layout of customer's Sactionals, providing optimal sound quality from every seat
- Developed optimization of sound properties to precise characteristics, density, and color of customer's Sactionals Covers, allowing sound to pass through fabric and upholstery with superior quality and immaculate clarity; Adapts to virtually any configuration and cover selection for personalized experience







Enhanced Functionality With No Impact to Style

StealthTech™ comes w/ core bundle and can be augmented for any configuration

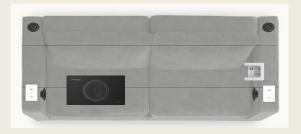


6 Speaker Immersive Sound + Charge System



MSRP \$3,700

*Pricing includes cost of the Side inserts. Net increase to customer is \$3,250 at MSRP.



Add-On Enhancement

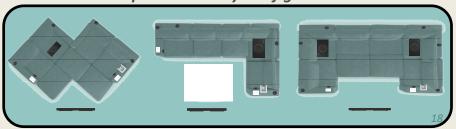
Satellite Sound Side



MSRP: \$500

Up to 4 Satellite Sound Sides can be purchased

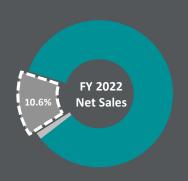
Optimize To Any Configuration



Sacs Overview

LOVESAC

- Category leader in oversized beanbags
- Product line offers 6 different sizes ranging from 25lbs to 95lbs
- Capacity to seat 3+ people on the larger model Sacs



- Durafoam[™] filling
- Sacs shrink to 1/8 original volume for shipping
- Multiple shapes, sizes with washable, changeable covers







Our Innovative Product Portfolio Continues to Expand



Sacs







Accessories

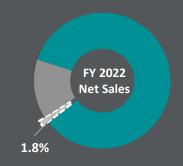


Drink Holder





Custom Covers & Dec Pillows



Footsac Blanket

Seat Table

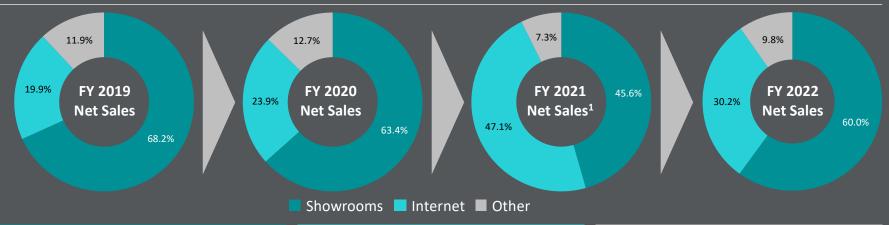


Balanced Omni- Channel Strategy

Balanced Omni-Channel Strategy







Showrooms and Touchpoints

- Small-footprint retail locations in highend malls create an environment where consumers can see, touch, and understand the products
- Other physical touchpoints includes mobile concierges and kiosks

Internet

eCommerce channel drives deeper brand engagement and loyalty

Other

- In store pop-up shops provide lower cost retail footprint that enables the Company to extend brand reach
- Expanded the use of shop-in-shops into Best Buy and online at Best Buy.com
- Hosted 8 online pop-up-shops on Costco.com in FY2022

Superior Touchpoint Strategy & Productivity





37

28 new showrooms, 8 kiosks, and 2 mobile concierges opened in FY2022

Net addition of 37 showrooms and 6 kiosks Q3 YTD 2023

Lovesac Showroom Features

- · Turns product inside-out to reveal technology
- Low merchandising, aesthetic, seasonality and inventory risk
- FY2022 showroom sales per square foot increased to \$2,742 vs \$1,675 in FY2021 and \$2,083 in FY2020.
- Due to COVID-19 driven temporary closures, FY2021 showroom sales per square foot was \$1,675

Economics of Showroom Model

- Target net sales of \$1.5 to \$1.6 million in the first year
- Net investments including floor model inventory, capital expenditures and preopening expenses totals \$425K
- Average payback of < 2 years*

Superior Customer Experience: In Showrooms & Online

LOVESAC

Easy to Purchase

- Mobile & Lovesac App purchases are easy
- In-showroom checkout via iPad technology—never leave the couch
- 30.4% of sales through in-house financing facilitated by a leading third party consumer financing company¹









Easy to Ship

- Can be delivered within 2 days using standard delivery carriers
- Enables deep stock positions in few core SKUs
- Broad assortment enabled by made-to-order custom covers
- Stock products made overseas; custom covers made in USA

Satisfies the "instant gratification" expectations of today's consumer

See It



Social Media



Advertising

Touch It



Showrooms / Shop-in-shops / Kiosks



Mobile Concierge

Buy It



Lovesac.com / online pop-ups / BestBuy.com



Showrooms / Shop-in-shops / Kiosks

Physical retail locations and other direct marketing efforts drive conversion

Return on Advertising Spend is High and Ready to Grow











Additional Showrooms

New Product Innovation

More Shop-in-Shop Partners

Expansion

Our investments in national advertising are increasingly amplified by the above Initiatives, driving ROI's up

Awareness* Marketing





National TV and Digital Marketing

Focused on major buying holidays; driving positive ROI's across both showroom and non-showroom markets.

FY2022 CLV:CAC ratio of 5.2X

Conversion Marketing





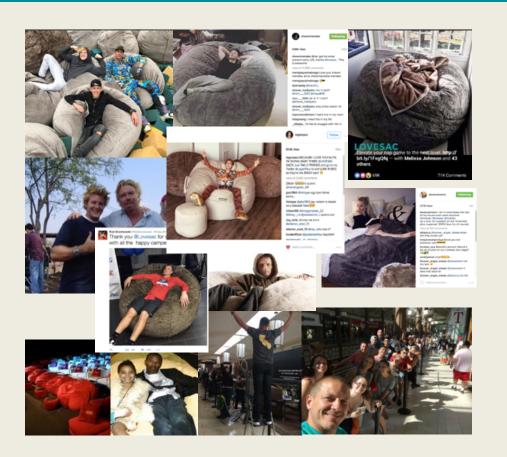


Social and Search

Focused on tent pole events to drive awareness or capitalize on heightened demand due to TV campaign, with room to continue to scale ROI + spend in FY2023

Large and Growing Social Media Presence

LOVESAC



Social Engagement Metrics FY2022

facebook

854K followers

Instagram

514K followers



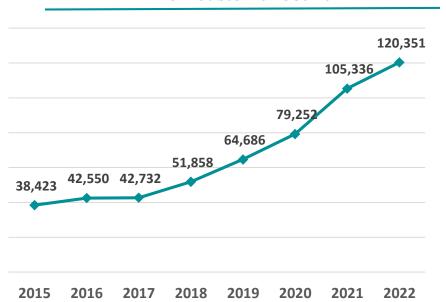
Lifetime views apx. 24.5MM

- Unsolicited celebrity endorsements and promotion
- Lovesac's founder has a strong online following

Strong Customer Lifetime Value

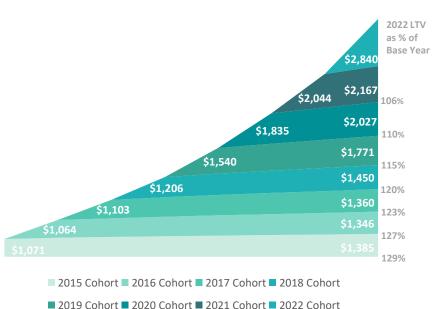
LOVESAC





- . 87.6% of revenues now driven by Sactionals sales, which are priced higher and induce repeat and supplemental purchases
- Sactionals are modular, customizable, interchangeable and machine washable
- New technologies & additions are reverse-compatible
- This **extends duration** and allows for **evolution** through owner's life

Lifetime Value of Customers





"Designed for Life" Platform

"Designed For Life" Driven By Sustainable Inputs



Sactionals Use Upholstery Fabric made from 100% Repurposed Plastic Bottles

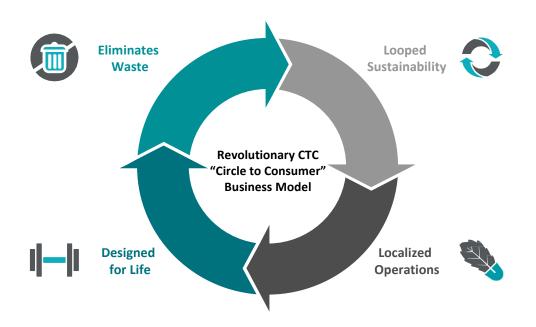


From April 2018 to January 2022, Lovesac repurposed more than 100 million plastic water bottles to make Sactionals

Evolution of Lovesac into a Circular Economy Business

LOVESAC





We are pioneering the shift from DTC Business Models to CTC (Circle to Consumer)



Circle to Customer

Delivers high-value products to consumers, leveraging high-touch to promote long-term relationships between manufacturers, brands, and owners

Implementation of Circle To Consumer



CTC Framework Targeting Long-term Localized Looped Operations

Long-term
Sustainable Growth

Higher Customer Lifetime Value

New Revenue Streams & Ecosystem Development

Operational Efficiencies

Next Steps



By Quarter End FY23 Q1

Product Lifecycle Management (PLM) & identify opportunities for operational efficiencies



By Quarter End FY23 Q2

Identify consumer needs and requirements for CTC-related programs and services

By Quarter End FY23 Q4

FY2024 CTC Roadmap solidified along with operational efficiencies necessary to enable future CTC functionality

S

G

0 waste, 0 emissions by 2040

We intend to demonstrate our sustainable commitments through measurable actions. This is why we've developed a *Zero Emissions* and *Zero Waste* roadmap to guide us to our goals. Our planetary impact is integral to our highest business priorities and strategy planning, anchoring ESG management through the top levels of our leadership.

Supplier Relationships

We celebrate the longevity of our supplier partnerships and the level of trust we have established with those partners. Thus, the ethical and fair treatment of individuals in our supply chain is imperative. Lovesac has a zero-tolerance policy for any evidence of bribery and corruption, forced labor, human trafficking, and child labor, all of which have no place in the life cycle of our products.

Board Diversity

Our Board of Directors values diversity in achieving our objectives and maintaining sound governance practices as it brings together individuals with different perspectives and ideas, from varying backgrounds and experiences, to create balanced and thoughtful decision-making that best serves our stockholders.



FY22 ESG Report

Lovesac expects to publish its FY22 ESG Report before fiscal year end. This will be our second annual report covering ESG strategies, activities, progress, and metrics.



SASB & UN SDGs

The ESG strategy aligns with the <u>Sustainability Accounting Standards Board's</u> (SASB) reporting framework. Targets and programs also contribute to select <u>United Nations Sustainable Development Goals</u>.



Formalizing ESG

We have expanded our reporting metrics, which include additional targets to guide future progress and programs. We also established an internal ESG Committee to oversee program development.



Strategic Priorities

Our Fiscal 2023 Strategic Priorities

LOVESAC

Product



- Continue to increase Sactionals StealthTech Sound + Charge awareness
- Drive appeal to new & repeat business
- Aggressive supply chain diversification

Marketing



- Drive growth spending ~11-13% of net sales on marketing annually
- Test & learn to drive efficiency & volume
- New TV creative
- Key collabs with celebs
 & aspirational brands
- Expand influencer & social media reach

Omni-channel Distribution



- Continue partnership with Best Buy
- Expand kiosk touchpoints
- Lay groundwork for multiple distribution channels

Supply Chain/ Infrastructure



- Leverage diversified supply chain and resulting strong instock positions
- Implement new customer relationship management software
- Leverage warehouse management software for efficiency

Sustainability



- Designed For Life ethos & strategy
- Intend to pioneer Circle to Consumer business model - reaching targets of zero waste and zero emissions by 2040
- Tout leadership in plastic recycling on the new site, et al
- Continued evolution of supply chain

Infrastructure: Built For Scale & Efficiency



Showroom Technology



Large format motion screens and interactive touchpads to enhance CX

Data Warehouse & CRM



Scalable foundation for ERP and CRM

Logistics Optimization



Concentrated inventory without shelf-life, at high carry to facilitate growth and flex

Supply Chain



Easily scalable with existing diverse suppliers, and to other countries, due to uniformity and flexibility of the 2 core SKUs

Shipping



One of the most advantaged shipping solutions for mid-highend upholstery in the market; Fast & Free, or paid white glove delivery set-up available

Summary





- Large Addressable Market: Significant opportunity to disrupt a huge, and transitioning home furnishing market
- Increasing Marketing Effectiveness: Still low brand awareness + strong marketing ROIs = Leaning into traditional, digital and social marketing strategies
- **Disruptive Omni-channel Approach:** Multi-channel distribution through e-commerce, showrooms, kiosks, mobile concierges, shop-in-shops, pop-up shops and online pop-ups which expands brand reach and drives customer engagement.
- Growing Product Relevancy and Innovation: Brand and portfolio of products increasingly relevant in current environment; new product introductions centered around innovation
- Expanding Portfolio of Unique, Sustainable, Patent Differentiated Product: Products are shippable, durable, washable and easily changeable with a focus on sustainability, given our Designed For Life philosophy, and differentiated by patents



Financials

Fiscal 2023 Q3 and Q3 YTD Results



Key Measures for the Third Quarter and Year-to-date Period of Fiscal 2023 Ending October 30, 2022:

(Dollars in millions, except per share amounts. Dollar and percentage changes may not recalculate due to rounding.)

	Thi	rteen weeks end	ded	Thirt	y-nine weeks er	nded
	October 30, 2022	October 31, 2021	% Inc (Dec)	October 30, 2022	October 31, 2021	% Inc (Dec)
Net Sales	\$134.8	\$116.7	15.5%	\$412.7	\$302.0	36.6%
Gross Profit	\$63.6	\$58.6	8.5%	\$210.6	\$163.7	28.6%
Gross Margin	47.2%	50.2%	(300) bps	51.0%	54.2%	(320) bps
Total Operating Expense	\$75.2	\$55.6	35.1%	\$209.7	\$149.5	40.3%
SG&A	\$53.7	\$38.1	40.9%	\$147.4	\$104.2	41.5%
SG&A as a % of Net Sales	39.8%	32.6%	720 bps	35.7%	34.5%	120 bps
Advertising & Marketing	\$19.1	\$15.8	20.3%	\$54.0	\$39.5	36.6%
Advertising & Marketing as a % of Net Sales	14.1%	13.6%	50 bps	13.1%	13.1%	0 bps
Basic EPS (Loss) Income	\$(0.55)	\$0.18	(405.6%)	\$0.04	\$0.88	(95.5%)
Diluted EPS (Loss) Income	\$(0.55)	\$0.17	(423.5%)	\$0.04	\$0.83	(95.2%)
Net (Loss) Income	\$(8.4)	\$2.8	(405.9%)	\$0.6	\$13.3	(95.5%)
Adjusted EBITDA ¹	\$(8.4)	\$5.8	(243.6%)	\$12.1	\$23.6	(48.6%)
Net Cash Used in Operating Activities	\$(5.6)	\$(15.9)	(65.0%)	\$(65.1)	\$(15.2)	(329.2%)

¹ Adjusted EBITDA is a non-GAAP measure. See "Non-GAAP Information" and "Reconciliation of Non-GAAP Financial Measures" included on slide 41.





Percent Increase (Decrease) except showroom count												
	Thirteen we	eks ended	Thirty-nine weeks ended									
	October 30, 2022	October 31, 2021	October 30, 2022	October 31, 2021								
Total Comparable Sales ²	8.9%	47.1%	25.7%	44.8%								
Comparable Showroom Sales ³	18.5%	53.3%	34.5%	133.0%								
Internet Sales	(6.3%)	38.2%	11.0%	(11.4%)								
Ending Showroom Count	189	135	189	135								

² Total comparable sales include showroom transactions through the point of sale and internet net sales.

³ Comparable showroom sales reflect transactions through the point of sale and not necessarily product that has shipped to the customer. Product that has shipped to the customer is included in Net Sales.

Fiscal 2023 Q3 and Q3 YTD Adjusted EBITDA Non-GAAP Reconciliation



(amounts in thousands)	end	rteen weeks ed October 80, 2022	 hirteen weeks ided October 31, 2021		Thirty-nine weeks ended ctober 30, 2022	O	Thirty-nine weeks ended October 31, 2021
Net (loss) income	\$	(8,419)	\$ 2,752	\$	598	\$	13,260
Interest expense, net		69	45		101		135
(Benefit) provision for income taxes		(3,245)	174		247		842
Depreciation and amortization		2,459	1,726		8,196		5,748
EBITDA		(9,136)	4,697	Ξ	9,142		19,985
Equity-based compensation (a)		739	1,121		3,034		3,014
Loss on disposal of property and equipment (b)		41	_		41		
Other non-recurring expenses (c)		_	_		(105)		_
Impairment of right of use lease asset (d)		_	_		_		554
Adjusted EBITDA	\$	(8,356)	\$ 5,818	\$	12,112	\$	23,553

- (a) Represents expenses, such as stock compensation expense related to the amortization of restricted stock units and stock option awards granted to our associates and our board of directors in addition to the employer taxes related to the vesting and exercise of this equity.
- (b) Represents the loss on disposal of fixed assets related to showroom remodels.
- (c) There were no other non-recurring expenses in the thirteen weeks ended October 30, 2022 and October 31, 2021, respectively. Other non-recurring expenses in the thirty-nine weeks ended October 30, 2022 represent costs related to a legal settlement. There were no other non-recurring expenses in the thirty-nine weeks ended October 31, 2021.
- (d) Represents the impairment of the right of use lease asset for one showroom.

Fiscal 2022 and Fiscal 2021 Adjusted EBITDA Non-GAAP Reconciliation



		Fifty-two w	eeks end	eks ended			
(dollars in thousands)	Janua	ry 30, 2022	Janua	ary 31, 2021			
Net income	\$	45,900	\$	14,727			
Interest expense, net		179		67			
Taxes		(7,638)		86			
Depreciation and amortization		7,859		6,613			
EBITDA		46,300		21,493			
Management fees (a)		-		500			
Deferred rent (b)		-		1,342			
Equity-based compensation (c)		6,027		4,681			
Loss on disposal of property and equipment (d)		464		5			
Impairment of right of use lease asset (e)		554		245			
One time executive compensation, non-equity based (f)		500		-			
Gain on recovery of insurance settlement related to damaged inventory (g)		(632)		-			
Other non-recurring expenses (h)		2,300		36			
Adjusted EBITDA	\$	55,513	\$	28,302			

- (a) Represents management fees and expenses charged by our equity sponsors.
- (b) Represents the difference between rent expense recorded and the amount paid by the Company. In accordance with generally accepted accounting principles, the Company records monthly rent expense equal to the total of the payments due over the lease term, divided by the number of months of the lease terms. The Company adopted ASC 842 at the beginning of fiscal 2022 therefore
- (c) Represents expenses, such as compensation expense and employer taxes related to RSU equity vesting and exercises associated with stock options and restricted stock units granted to our associates and board of directors. Employer taxes are included as part of selling, general and administrative expenses on the Consolidated Statements of Income.
- (d) Represents the loss on disposal of fixed assets related to showroom remodels.
- (e) Represents the impairment of the right of use lease asset for one showroom for which the fixed assets had been impaired in the
- (f) Represents one time executive compensation related to recruitment sign on bonus to build the executive management team.
- (g) Represents an insurance settlement related to damaged inventory
- (h) Other non-recurring expenses in fiscal 2022 are related to \$2.0 million from a one-time settlement fee to terminate an existing agreement with a vendor partner and \$0.3 million related to a legal settlement. Other non-recurring expenses in fiscal 2021 are related to less than \$0.1 million in professional and legal fees related to financing initiatives.

Fiscal 2021 Adjusted EBITDA Non-GAAP Reconciliation



THE LOVESAC COMPANY RECONCILATION OF NON-GAAP FINANCIAL MEASURES

		Fiscal year ended							
(dollars in thousands)	Janua	ry 31, 2021	Febr	ruary 2, 2020					
Net Income (Loss)	\$	14,727	\$	(15,205)					
Interest expense (income), net		67		(647)					
Provision for income taxes		86		43					
Depreciation and amortization		6,613		5,158					
EBITDA		21,493		(10,651)					
Management fees (a)		500		633					
Deferred Rent (b)		1,342		716					
Equity-based compensation (c)		4,681		5,246					
Net loss (gain) on disposal of property and equipment (d)		5		(167)					
Impairment of property and equipment (e)		245		-					
Other non-recurring expenses (f)		36		503					
Adjusted EBITDA	\$	28,302	\$	(3,721)					

- (a) Represents management fees and expenses charged by our equity sponsors.
- (b) Represents the difference between rent expense recorded and the amount paid by the Company. In accordance with generally accepted accounting principles, the Company records monthly rent expense equal to the total of the payments due over the lease term, divided by the number of months of the lease terms.
- (c) Represents expenses associated with stock options and restricted stock units granted to our officers, employees, and board of directors.
- (d) Represents the net loss (gain) on disposal of property and equipment.
- (e) Represents the impairment of property and equipment.
- (f) Other non-recurring expenses in fiscal 2021 are related to \$36 in professional and legal fees related to financing initiatives. Other non-recurring expenses in fiscal 2020 are made up of: (1) \$152 in recruitment fees to build executive management team and Board of Directors; (2) \$268 in fees associated with our primary and secondary shares offerings and (3) \$83 in financing fees associated with our secondary offering.

Q3 FY2022 and Q3 FY2023 Metrics





¹ The decrease in gross margin percentage of 300 basis points was primarily driven by an increase of approximately 160 basis points in total distribution and related tariff expenses and a decline of 140 basis points in product margin. The increase in total distribution and related tariff expenses over prior year is principally related to the negative impact of 320 basis points due to volume deleverage in warehouse and higher outbound transportation cost, partially offset by 160 basis points decrease in inbound transportation costs principally due to lower container rates. The product margin rate decline is due to higher promotional discounting to support net sales growth.

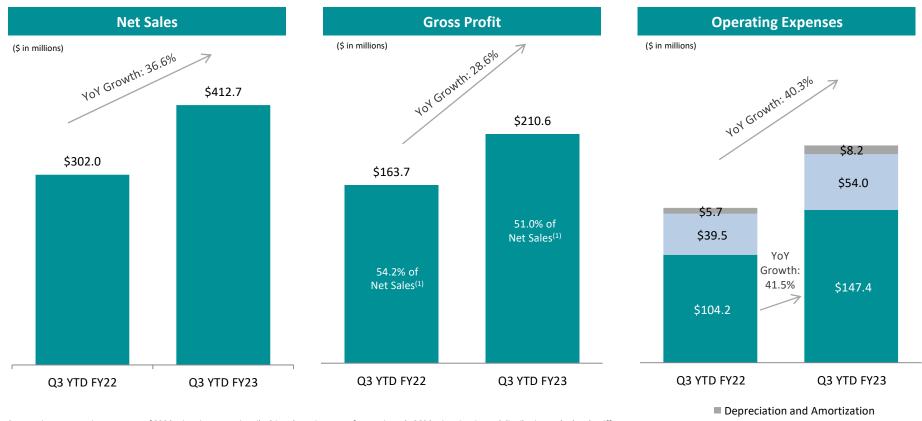
■ SG&A

⁼ Depreciation and Amortization

Marketing and advertising

Q3 YTD FY2022 and Q3 YTD FY2023 Metrics





¹ The decrease in gross margin percentage of 320 basis points was primarily driven by an increase of approximately 360 basis points in total distribution and related tariff expenses, partially offset by an improvement of 40 basis points in product margin. The increase in total distribution and related tariff expenses over prior year is principally related to the negative impact of 290 basis points increase in inbound transportation costs and an increase of 70 basis points due to volume deleverage in warehouse and higher outbound transportation cost. The product margin rate improvement is due to continued vendor negotiations to assist with the mitigation of tariffs and additional one-time US dollar denominated rebates related to currency impact and slightly lower promotional discounting.

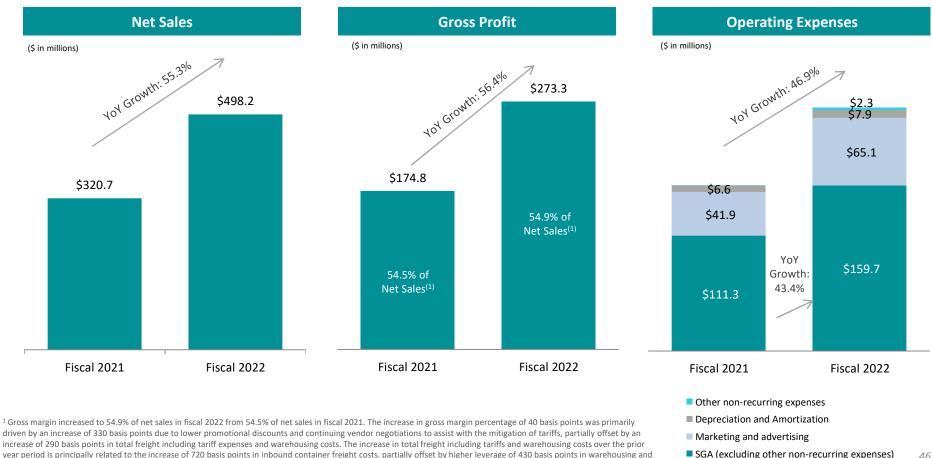
Marketing and advertising

■ SG&A

Fiscal 2021 and Fiscal 2022 Metrics

outbound freight costs.

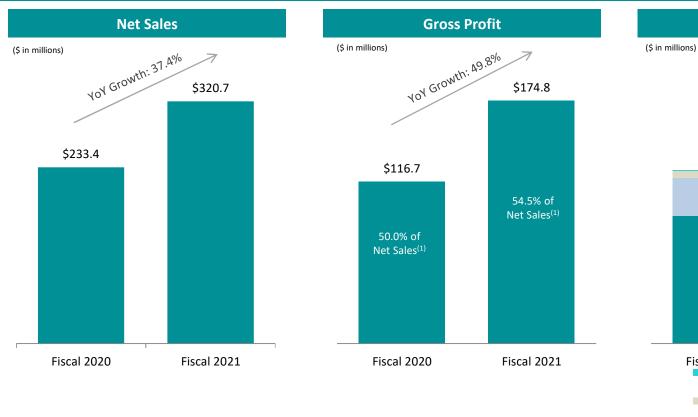




Fiscal 2020 and Fiscal 2021 Metrics



Operating Expenses





discounts, higher sactional product mix impact related to premium covers, reduced inventory reserve levels, and lower product costs related to vendor negotiated tariff mitigation initiatives due to higher volume. Distribution expenses including warehousing, freight and tariff related expenses also improved by 50 basis points due to higher leverage on warehousing and tariff expenses, partially offset by deleverage in freight expense.



Appendix

Q3 FY2022/2023 Income Statement & Non-GAAP Reconciliation



		Q	(1			Q	2			Q	3		Q3 YTD				
(\$ in 000's)	F	Y 2022		FY 2023		FY 2022		FY 2023		FY 2022	-	FY 2023		FY 2022		FY 2023	
Net Sales																	
Showrooms	\$	48,986	\$	81,254	\$	62,594	\$	92,426	\$	69,694	\$	82,957	\$	181,274	\$	256,637	
Internet		25,175		31,255		29,480		35,534		35,542		33,319		90,197		100,108	
Other		8,755		16,871		10,373		20,574		11,442		18,508		30,569		55,953	
Total Net Sales	\$	82,915	\$	129,380	\$	102,448	\$	148,534	\$	116,678	\$	134,784	\$	302,042	\$	412,698	
% growth		52.5%		56.0%		65.4%		45.0%		56.1%		15.5%		58.1%		36.6%	
Cost of merchandise sold	\$	36,839		63,272	\$	43,416		67,608		58,062		71,212	\$	138,317		202,092	
Gross Profit	\$	46,076	\$	66,108	\$	59,032	\$	80,926	\$	58,616	\$	63,572	\$	163,724	\$	210,606	
% margin		55.6%		51.1%		57.6%		54.5%		50.2%		47.2%		54.2%		51.0%	
Selling, general and administrative expenses	\$	30,718	\$	44,901	\$	35,385	\$	48,866	\$	38,087	\$	53,658	\$	104,190	\$	147,425	
Advertising and marketing		10,680		15,901		13,036		19,088		15,832		19,050		39,548		54,039	
Depreciation and amortization		2,420		2,661		1,602		3,076		1,726		2,459		5,747		8,196	
Operating (Loss) Income	\$	2,258	\$	2,645	\$	9,009	\$	9,896	\$	2,971	\$	(11,595)	\$	14,239	\$	946	
% margin		2.7%		2.0%		8.8%		6.7%		2.5%		-8.6%		4.7%		0.2%	
Other Income (Expense)																	
Interest income (expense), net		(44)		(35)		(46)		3		(45)		(69)		(136)		(101)	
(Provision for) benefit from income taxes		(153)		(715)		(515)		(2,777)		(174)		3,245		(842)		(247)	
Net (Loss) Income	\$	2,061	\$	1,895	\$	8,448	\$	7,122	\$	2,752	\$	(8,419)	\$	13,261	\$	598	
% margin		2.5%		1.5%		8.2%		4.8%		2.4%		-6.2%		4.4%		0.1%	
Net (Loss) Income per common share (basic)	\$	0.14	\$	0.13	\$	0.56	\$	0.47	\$	0.18	\$	(0.55)	\$	0.88	\$	0.04	
Net (Loss) Income per common share (diluted)	\$	0.13	\$	0.12	\$	0.52	\$	0.45	\$	0.17	\$	(0.55)	\$	0.83	\$	0.04	
Adjusted EBITDA Reconciliation:																	
Net (Loss) Income	\$	2,061	Ś	1,895	Ś	8,448	\$	7.122	\$	2,752	Ś	(8,419)	\$	13,261	Ś	598	
Interest (income) expense, net	Ψ.	44	Ψ.	35	Ψ.	46	Ψ.	(3)	Ψ.	45	Ψ.	69	Ψ.	135	Ψ.	101	
Provision for (benefit) income taxes		153		715		515		2,777		174		(3,245)		842		247	
Depreciation and amortization		2.420		2,661		1.602		3,076		1,726		2,459		5,748		8,196	
EBITDA	\$	4,678	\$	5,306	\$	10,611	\$	12,972	\$	4,697	\$	(9,136)	Ś	19,985	\$	9,142	
Equity-based compensation	Ś	,	\$	1,172	Ś	1,239	\$	1,123	Ś	1,121	•	739	Ś	3,014	•	3,034	
Loss on disposal of property and equipment	Ψ.	-	Ψ.	-,-,-	Ψ.	-	Ψ.	-	Ψ.	-,	Ψ.	41	Ψ.	-	Ψ.	41	
Other non-recurring expenses		_		(105)		_		_		_		-		_		(105)	
Impairment of right of use lease asset		_		-		554		_		_		_		554		-	
Adjusted EBITDA	\$	5,332	Ś	6,373	\$	12,404	Ś	14,095	\$	5,818	Ś	(8,356)	\$	23,553	Ś	12,112	
% margin	T	6.4%	7	4.9%	- 7	12.1%	7	9.5%	T	5.0%		-6.2%	т	7.8%		2.9%	
-																	

FY2021/2022 Income Statement & Non-GAAP Reconciliation



		Q1			Q2			Q3			Q4			FY		
(\$ in 000's)	F	Y 2021	FY 2022	F	Y 2021	FY 2022		FY 2021	FY 2022		FY 2021	FY 2022		FY 2021	FY 2022	
Net Sales							•									
Showrooms	\$	18,118 \$	48,986	\$	12,850 \$	62,594	\$	41,538 \$	69,694	\$	73,644 \$	117,714	\$	146,150 \$	298,988	
Internet		30,064	25,175		46,074	29,480		25,710	35,542		49,216	60,425		151,064	150,622	
Other		6,190	8,755		3,021	10,373		7,494	11,442		6,818	18,059		23,523	48,628	
Total Net Sales	\$	54,372 \$	82,915	\$	61,945 \$	102,447	\$	74,742 \$	116,678	\$	129,678 \$	196,198	\$	320,738 \$	498,238	
% growth		32.8%	52.5%		28.7%	65.4%	•	43.5%	56.1%		40.7%	51.3%		37.4%	55.3%	
Cost of merchandise sold	\$	27,089 \$	36,839	\$	30,890 \$	43,416	\$	33,434 \$	58,062	\$	54,553 \$	86,577	\$	145,966	224,894	
Gross Profit	\$	27,284 \$	46,076	\$	31,055 \$	59,032	\$	41,308 \$	58,616	\$	75,125 \$	109,621	\$	174,772 \$	273,345	
% margin		50.2%	55.6%		50.1%	57.6%		55.3%	50.2%		57.9%	55.9%		54.5%	54.9%	
Selling, general and administrative expenses	\$	25,831 \$	30,718	\$	23,383 \$	35,385	\$	25,946 \$	38,087	\$	36,194 \$	57,776	\$	111,354 \$	161,966	
Advertising and marketing		8,196	10,680		7,166	13,036		10,975	15,832		15,587	25,530		41,924	65,078	
Depreciation and amortization		1,636	2,420		1,544	1,603		1,854	1,726		1,579	2,111		6,614	7,859	
Operating (Loss) Income	\$	(8,379) \$	2,258	\$	(1,038) \$	9,008	\$	2,533 \$	2,971	\$	21,765 \$	24,204	\$	14,880 \$	38,441	
% margin		-15.4%	2.7%		-1.7%	8.8%		3.4%	2.5%		16.8%	12.3%		4.6%	7.7%	
Other Income (Expense)																
Interest income (expense), net		56	(44)		(35)	(45)		(44)	(45)		(45)	(44)		(67)	(179)	
Provision for income taxes		(25)	(153)		(34)	(515)		(11)	(174)		(16)	8,480		(86)	7,638	
Net (Loss) Income	\$	(8,348) \$	2,061	\$	(1,107) \$	8,447	\$	2,479 \$	2,752	\$	21,703 \$	32,640	\$	14,727 \$	45,900	
% margin		-15.4%	2.5%		-1.8%	8.2%		3.3%	2.4%		16.7%	16.6%		4.6%	9.2%	
Net (Loss) Income per common share (basic)	\$	(0.58) \$	0.14	\$	(0.08) \$	0.56	\$	0.17 \$	0.18	\$	1.44 \$	2.15	\$	1.01 \$	3.04	
Net (Loss) Income per common share (diluted)	\$	(0.58) \$	0.13	\$	(0.08) \$	0.52	\$	0.16 \$	0.17	\$	1.37 \$	2.03	\$	0.96 \$	2.86	
Adjusted EBITDA Reconciliation:																
Net (Loss) Income	Ś	(8,348) \$	2,061	Ś	(1,107) \$	8.447	Ś	2.479 \$	2,752	Ś	21,703 \$	32,640	Ś	14,727 \$	45,900	
Interest (income) expense, net	•	(56)	44	•	35	45	•	44	45		45	44		67	179	
Provision for income taxes		25	153		34	515		11	174		16	(8,480)		86	(7,638)	
Depreciation and amortization		1.636	2,420		1,544	1,603		1,854	1,726		1,579	2,111		6,614	7,859	
EBITDA	\$	(6,743) \$	4,678	\$	506 \$	10,610	\$	4,388 \$	4,697	\$	23,343 \$	26,315	\$	21,493 \$	46,300	
Management fees	\$	125 \$	-	\$	125 \$		\$	125 \$	-	\$	125 \$		\$	500 \$	-	
Deferred rent	F	470	_		872	_		378	-		109	-		1,342	_	
Equity-based compensation		898	654		677	1,239		1,063	1,121		2,043	3,013		4,681	6,027	
Loss on disposal of property and equipment		-	-		5	-		, -	-		-	464		5	464	
Impairment of right of use lease asset		-	-		-	554		-	-		245	-		245	554	
One time executive compensation, non-equity based		-	-		-	-		-	-		-	500		-	500	
Gain on recovery of insurance settlement related to damaged in	/eı	-	-		-	-		-	-		-	(632)		-	(632)	
Other non-recurring expenses		36	-		-	_		-	-		-	2,300		36	2,300	
Adjusted EBITDA	\$	(5,692) \$	5,332	\$	2,185 \$	12,403	\$	5,954 \$	5,818	\$	25,865 \$	31,960	\$	28,302 \$	55,513	
% margin		-10.5%	6.4%		3.5%	12.1%		8.0%	5.0%		19.9%	16.3%		8.8%	11.1%	

FY2020/2021 Income Statement & Non-GAAP Reconciliation



	Q1			Q2		Q3		Q4		FY			
(\$ in 000's)	F	Y 2020	FY 2021	FY 2020	FY 2021	FY 2020	FY 2021	FY 2020	FY 2021	FY 2020	FY 2021		
Net Sales													
Showrooms	\$	26,925 \$	18,118	\$ 31,262 \$	12,850	\$ 32,474 \$	41,538	\$ 57,343 \$	73,644	\$ 148,004 \$	146,150		
Internet		8,459	30,064	9,456	46,074	11,415	25,710	26,450	49,216	55,781	151,064		
Other		5,574	6,190	7,428	3,021	8,208	7,494	8,382	6,818	29,592	23,523		
Total Net Sales	\$	40,958 \$	54,372	\$ 48,146 \$	61,945	\$ 52,097 \$	74,742	\$ 92,175 \$	129,678	\$ 233,377 \$	320,738		
% growth		53.0%	32.8%	44.8%	28.7%	25.0%	43.5%	43.6%	40.7%	40.7%	37.4%		
Cost of merchandise sold	\$	19,966 \$	27,089	\$ 23,861 \$	30,890	\$ 25,844 \$	33,434	\$ 47,016 \$	54,553	\$ 116,687 \$	145,966		
Gross Profit	\$	20,992 \$	27,284	\$ 24,285 \$	31,055	\$ 26,254 \$	41,308	\$ 45,159 \$	75,125	\$ 116,690 \$	174,772		
% margin		51.3%	50.2%	50.4%	50.1%	50.4%	55.3%	49.0%	57.9%	50.0%	54.5%		
Selling, general and administrative expenses	\$	23,862 \$	25,831	\$ 21,956 \$	23,383	\$ 24,485 \$	25,946	\$ 27,844 \$	36,194	\$ 98,147 \$	111,354		
Advertising and marketing		5,389	8,196	6,070	7,166	7,258	10,975	10,476	15,587	29,194	41,924		
Depreciation and amortization		1,066	1,636	1,206	1,544	1,378	1,854	1,509	1,579	5,158	6,614		
Operating (Loss) Income	\$	(9,325) \$	(8,379)	\$ (4,947) \$	(1,038)	\$ (6,867) \$	2,533	\$ 5,329 \$	21,765	\$ (15,809) \$	14,880		
% margin		-22.8%	-15.4%	-10.3%	-1.7%	-13.2%	3.4%	5.8%	16.8%	-6.8%	4.6%		
Other Income (Expense)													
Interest income (expense), net		235	56	169	(35)	134	(44)	109	(45)	647	(67)		
Provision for income taxes		(12)	(25)	7	(34)	(16)	(11)	(22)	(16)	(43)	(86)		
Net (Loss) Income	\$	(9,102) \$	(8,348)	\$ (4,771) \$	(1,107)	\$ (6,748) \$	2,479	\$ 5,416 \$	21,703	\$ (15,205) \$	14,727		
% margin		-22.2%	-15.4%	-9.9%	-1.8%	-13.0%	3.3%	5.9%	16.7%	-6.5%	4.6%		
Net (Loss) Income per common share (basic)	\$	(0.67) \$	(0.58)	\$ (0.33) \$	(0.08)	\$ (0.46) \$	0.17	\$ 0.37 \$	1.44	\$ (1.07) \$	1.01		
Net (Loss) Income per common share (diluted)	\$	(0.67) \$	(0.58)	\$ (0.33) \$	(80.0)	\$ (0.46) \$	0.16	\$ 0.37 \$	1.37	\$ (1.07) \$	0.96		
Adjusted EBITDA Reconciliation:													
Net (Loss) Income	\$	(9,102) \$	(8,348)	\$ (4,771) \$	(1,107)	\$ (6,748) \$	2,479	\$ 5,416 \$	21,703	\$ (15,205) \$	14,727		
Interest (income) expense, net		(235)	(56)	(169)	35	(134)	44	(109)	45	(647)	67		
Provision for income taxes		12	25	(7)	34	16	11	22	16	43	86		
Depreciation and amortization		1,066	1,636	 1,206	1,544	 1,378	1,854	 1,509	1,579	5,158	6,614		
EBITDA	\$	(8,259) \$	(6,743)	\$ (3,741) \$	506	\$ (5,488) \$	4,388	\$ 6,838 \$	23,343	\$ (10,651) \$	21,493		
Management fees	\$	164 \$	125	\$ 133 \$	125	\$ 141 \$	125	\$ 194 \$	125	\$ 633 \$	500		
Deferred rent		12	(8)	77	872	816	378	(188)	109	716	1,342		
Equity-based compensation		3,223	898	171	677	628	1,063	1,225	2,043	5,246	4,681		
Net loss (gain) on disposal of property and equipment		47	-	(214)	5	-	-	-	-	(167)	5		
Impairment of property and equipment (e)		-	-	-	-	-	-	-	245	-	245		
Other non-recurring expenses		150	36	275	<u> </u>	174		(95)	<u> </u>	503	36		
Adjusted EBITDA	\$	(4,663) \$	(5,692)	\$ (3,299) \$	2,185	\$ (3,729) \$	5,954	\$ 7,974 \$	25,865	\$ (3,721) \$	28,302		
% margin		-11.4%	-10.5%	-6.9%	3.5%	-7.2%	8.0%	8.7%	19.9%	-1.6%	8.8%		



CONDENSED BALANCE SHEETS (unaudited)

	0	ctober 30, 2022	Ja	nuary 30, 2022
(amounts in thousands, except share and per share amounts)				
Assets				
Current Assets				
Cash and cash equivalents	\$	3,832	\$	92,392
Trade accounts receivable		15,357		8,547
Merchandise inventories		154,481		108,493
Prepaid expenses and other current assets		41,867		15,726
Total Current Assets		215,537		225,158
Property and equipment, net		47,477		34,137
Operating lease right-of-use assets		133,075		100,891
Other Assets				
Goodwill		144		144
Intangible assets, net		1,395		1,413
Deferred financing costs, net		73		_
Deferred tax asset		9,695		9,836
Total Other Assets		11,307		11,393
Total Assets	\$	407,396	\$	371,579
Liabilities and Stockholders' Equity				
Current Liabilities				
Accounts payable	\$	47,267	\$	33,247
Accrued expenses		33,126		40,497
Payroll payable		7,199		9,978
Customer deposits		5,861		13,316
Current operating lease liabilities		20,774		16,382
Sales taxes payable		4,770		5,359
Total Current Liabilities		118,997		118,779
Operating Lease Liabilities, long-term		130,229		96,574
Line of Credit				_
Total Liabilities		249,226		215,353
Commitments and Contingencies				
Stockholders' Equity				
Preferred Stock \$0.00001 par value, 10,000,000 shares authorized, no shares issued or outstanding as of October 30, 2022 and January 30, 2022.		_		_
Common Stock \$.00001 par value, 40,000,000 shares authorized, 15,192,134 shares issued and outstanding as of October 30, 2022 and 15,123,338 shares issued and outstanding as of January 30, 2022.		_		_
Additional paid-in capital		175,108		173,762
Accumulated deficit		(16,938)		(17,536
Stockholders' Equity		158,170		156,220
Total Liabilities and Stockholders' Equity	S	407,396	S	371,579

Q3 FY 2023 Statement of Cash Flows



CONDENSED STATEMENT OF CASH FLOWS (unaudited)

	Thirty	Thirty-nine weeks ended						
(amounts in thousands)	October 2022	30,	October 2021					
Cash Flows from Operating Activities								
Net income	\$	598	\$ 13.	,260				
Adjustments to reconcile net income to net cash used in operating activities:								
Depreciation and amortization of property and equipment	7	7,911	5.	,121				
Amortization of other intangible assets		285		627				
Amortization of deferred financing fees		117		68				
Net loss on disposal of property and equipment		41		_				
Equity based compensation	2	2,929	2	,850				
Non-cash operating lease cost	13	3,582	11,	,003				
Impairment of right of use lease asset		_		554				
Deferred income taxes		141		_				
Changes in operating assets and liabilities:								
Trade accounts receivable	(6	5,810)	(5	,281)				
Merchandise inventories	(45	5,988)	(44	,127)				
Prepaid expenses and other current assets	(20),547)	1,	,166				
Accounts payable and accrued expenses	3	3,281	9	,265				
Operating lease liabilities	(13	3,227)	(10	,396)				
Customer deposits	(7	7,455)		711				
Net Cash Used in Operating Activities	(65	5,142)	(15	,179)				
Cash Flows from Investing Activities				_				
Purchase of property and equipment	(21	1,292)	(11,	,386)				
Payments for patents and trademarks		(267)	((455)				
Net Cash Used in Investing Activities	(21	1,559)	(11,	,841)				
Cash Flows from Financing Activities								
Payment of deferred financing costs		(276)		_				
Taxes paid for net share settlement of equity awards	(1	1,583)	(3	,563)				
Proceeds from the exercise of warrants		_		104				
Net Cash Used in Financing Activities	(1	1,859)	(3,	,459)				
Net Change in Cash and Cash Equivalents	(88)	3,560)	(30,	,479)				
Cash and Cash Equivalents - Beginning	92	2,392	78	,341				
Cash and Cash Equivalents - Ending	\$ 3	3,832	\$ 47.	,862				
Supplemental Cash Flow Disclosures								
Cash paid for taxes	\$ 9	9,811	\$	775				
Cash paid for interest	\$	65	\$	80				