



aiWARE :

The Leading Enterprise AI Platform

**Needham Big Data and Infrastructure Software Conference
November 2021**

Forward Looking Statements & Disclaimers

This presentation of Veritone, Inc. (the “Company”) contains forward-looking statements that involve substantial risks and uncertainties. The words “anticipate,” “believe,” “estimate,” “expect,” “intend,” “may,” “plan,” “predict,” “project,” “target,” “potential,” “would,” “could,” “should,” and similar expressions are intended to identify forward-looking statements, although not all forward-looking statements contain these identifying words. We may not actually achieve the plans, intentions or expectations disclosed in our forward- looking statements, and you should not place undue reliance on our forward-looking statements. Actual results or events could differ materially from the plans, intentions and expectations disclosed in the forward-looking statements we make. The forward-looking statements contained in this presentation reflect our current views with respect to future events.

Forward-looking statements represent our management’s beliefs and assumptions only as of the date of this presentation. We have included important factors in the cautionary statements included in the Annual Report on Form 10-K and other periodic reports that we have filed with the Securities and Exchange Commission (the “SEC”), particularly in the Risk Factors sections, that we believe could cause actual results or events to differ materially from the forward-looking statements that we make. Except as required by law, we assume no obligation to update these forward-looking statements publicly, or to update the reasons why actual results could differ materially from those anticipated in the forward-looking statements, even if new information becomes available in the future.

Before you invest, you should read the Company’s Annual Report on Form 10-K and the other documents the Company has filed with the SEC for more complete information about the Company. You may obtain these documents for free on the Company’s website or by visiting EDGAR on the SEC website at www.sec.gov.

In addition to the Company’s GAAP financial results, this presentation also includes certain non-GAAP financial measures. Tables detailing the items excluded from these non-GAAP financial measures and reconciling such non-GAAP measures with the most directly comparable GAAP measures are included in the Appendix.

The Company has provided these non-GAAP measures because management believes such information to be important supplemental measures of performance that are commonly used by securities analysts, investors and other interested parties in the evaluation of companies in its industry. Management also uses this information internally for forecasting and budgeting.

These non-GAAP financial measures should not be considered as an alternative to net income (loss), operating income (loss) or any other financial measures so calculated and presented, nor as an alternative to cash flow from operating activities as a measure of liquidity. Other companies (including the Company’s competitors) may define these non-GAAP measures differently. These non-GAAP measures may not be indicative of the historical operating results of the Company or predictive of potential future results. Investors should not consider these non-GAAP financial measures in isolation or as a substitute for analysis of the Company’s results reported in accordance with GAAP.

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Investment Highlights



Unique Operating System for Artificial Intelligence (AI) Driving Enterprise AI Transformation

Extensible Platform Supported by Large and Growing \$100 Billion Enterprise AI Market⁽¹⁾

Sustained Growth Through Product Innovation and Accelerated by Strategic Inorganic Opportunities

Critical Enterprise Solutions with Growing, and Attractive, Blue Chip Customer base

Founder-Led Entrepreneurial Management Team with Extensive Experience in Building “Data-Centric” Businesses

Track Record of Delivering Sustained YoY Growth Coupled with Attractive Financial Model and High Gross Margins

⁽¹⁾ Represents estimated market size in 2025 from Omdia Artificial Intelligence Software Market Forecast, June 29, 2020.



Veritone is a leading enterprise AI software and services provider that activates the digital transformation of organizations. Our mission is to simply create a better world. One that is safe, dynamic, transparent, and innovative. The proven AI platform, aiWARE™, the first proprietary operating system (OS) for AI, was designed to achieve this mission. By acting as the foundation for companies across multiple sectors, aiWARE™ enables the creation of enterprise-scale AI solutions and bespoke applications for customers and partners across industries.”

- Chad Steelberg

Veritone at a Glance

Overview

- Veritone's operating system for artificial intelligence, aiWARE™, orchestrates a diverse ecosystem of machine learning models to transform audio, video, text, and other unstructured data sources into actionable intelligence
- Multi-faceted aiWARE™ platform capable of listening, watching, analyzing, and optimizing the world's information and infrastructure 24/7/365
- Cognition behind aiWARE™ is being used extensively across major Commercial Enterprises and Government & Regulated Industries customers today, driving down the cost, complexity and time to develop, deploy and distribute cognitively enabled applications across any cloud or on-premise infrastructure
- Industry-leading partners and customers



Note: USD in millions.

(1) Financial estimates for the period ending 12/31/2021E include contribution from PandoLogic starting in 9/14/2021. 2021E Revenue Estimates Represent the midpoint of Management's Guidance Range.

Key Indicators Seeing Momentum

Financials

\$22.7M
+44% YOY growth
Q3 2021 Revenue

+169%
YOY Revenue Growth
Q3 2021
Software Product & Services

46%
YOY Improvement
Q3 2021
Non-GAAP Net Loss

KPIs

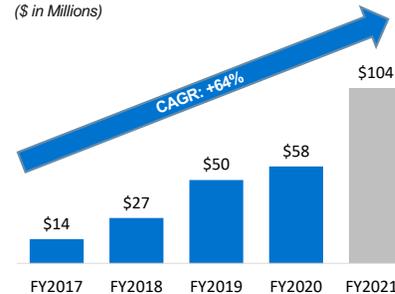
433
+34% YOY Growth
Pro Forma Customers

\$3.3M
+61% YOY Growth
Pro Forma New Bookings

>90%
+10% YOY Growth
Pro Forma Gross Retention

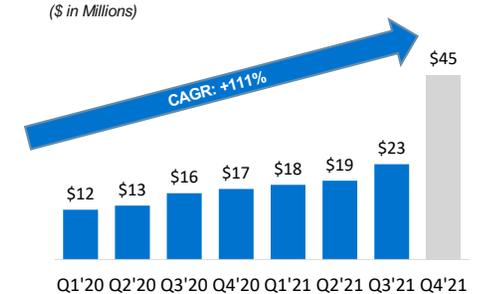
5 - Year Revenue Performance⁽¹⁾

(\$ in Millions)



Quarterly Revenue Growth⁽¹⁾

(\$ in Millions)



Recent Business Momentum and Key Wins

11.2021

Deloitte.
500
Technology Fast 500
2021 NORTH AMERICA

**Named Winner in the 2021
Deloitte Technology Fast 500**

For being one of the most innovative, fastest-growing technology companies in North America

11.2021

NABSHOW
of the
**PRODUCT
YEAR 2021
WINNER**

**2021 NAB Show Product of
the Year Award**

MARVEL.ai synthetic voice solution wins for best new AI/Machine Learning technology category

11.2021

**Deployed Forecaster /
Controller and Battery
Optimizer**

Enabling real-time predictive AI for smart grid optimization & resilience

10.2021



**Multi-Cloud FedRAMP
Authorization To Operate
Across Entire DOJ**

Expands from EOUSA to all 59 DOJ Agencies
Now Supports Microsoft Azure Government Cloud

9.2021

CBS NEWS
ARCHIVE

**New Exclusive International
Licensing Agreement with
CBS News**

Three-year agreement will enhance search and discoverability of content and provide additional licensing opportunities

9.2021

pando logic
a Veritone company

**Veritone Closes
Acquisition of PandoLogic**

Expanding AI Platform for Intelligent Recruitment

9.2021

RECUR



**Agreement with Recur
to create NFTs using Pac-
12 Networks Content**

Three-year agreement will simplify a multi-rights environment and make it possible for fans to own collegiate sports digital products and collectables

9.2021

MYTHICAL

**Mythical Entertainment to
Develop Synthetic Voices
with MARVEL.ai**

Veritone MARVEL.ai will create and manage voice models for Mythical Entertainment, whose shows reach 75 million YouTube subscribers

PandoLogic Transaction Overview



Creator of the world's first operating system for artificial intelligence, aiWARE™



Leading provider of intelligent recruitment to rapidly expanding and global markets

Accretive Transaction

- \$150 million in total value
 - - \$50 million in cash + \$35 million in stock on closing
 - - \$65 million cash and stock earnout based on fiscal years 2021 and 2022 financial
- +\$50m in revenue +\$25m in EBITDA in 2021E
- Closed on September 14, 2021



AI-Driven Efficiency and Performance



Synergistic Platforms



Fortune 100 Customers

Nov 2021 Convertible Offering

- **Upsized from \$150M to \$175.0M, plus 15% Greenshoe in Nov 2021**
 - Convertible Premium of 133% (\$36.76/share)
 - Capped Call Premium of 175% (\$48.55/share)
 - 1.75% Coupon; interest only; 3 year no call with make whole
 - Payable in cash or stock at Company discretion
 - Total cost of capital ~3.8% (including 1.75% coupon)
- **Net proceeds >\$180.0M** after Capped call and deal expenses, assuming full 15% greenshoe
- **> \$250 million pro forma cash balance** (net of fees)
- **Use of Proceeds** for general corporate purposes, including potential strategic acquisitions



Investment Thesis



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NASDAQ: **VERI**

Unstructured Data Presents Large Market Opportunity



* Source: Omdia Artificial Intelligence Software Market Forecast, June 29, 2020
** Source: Gartner 2020 Strategic Roadmap for Storage, July 1, 2020

Extensible AI Platform Accelerating Digital Transformation



Veritone's proven Enterprise AI platform, aiWARE™, is the foundation upon which Veritone has helped customers and partners:

Build

AI-powered solutions and applications faster and cost-effectively

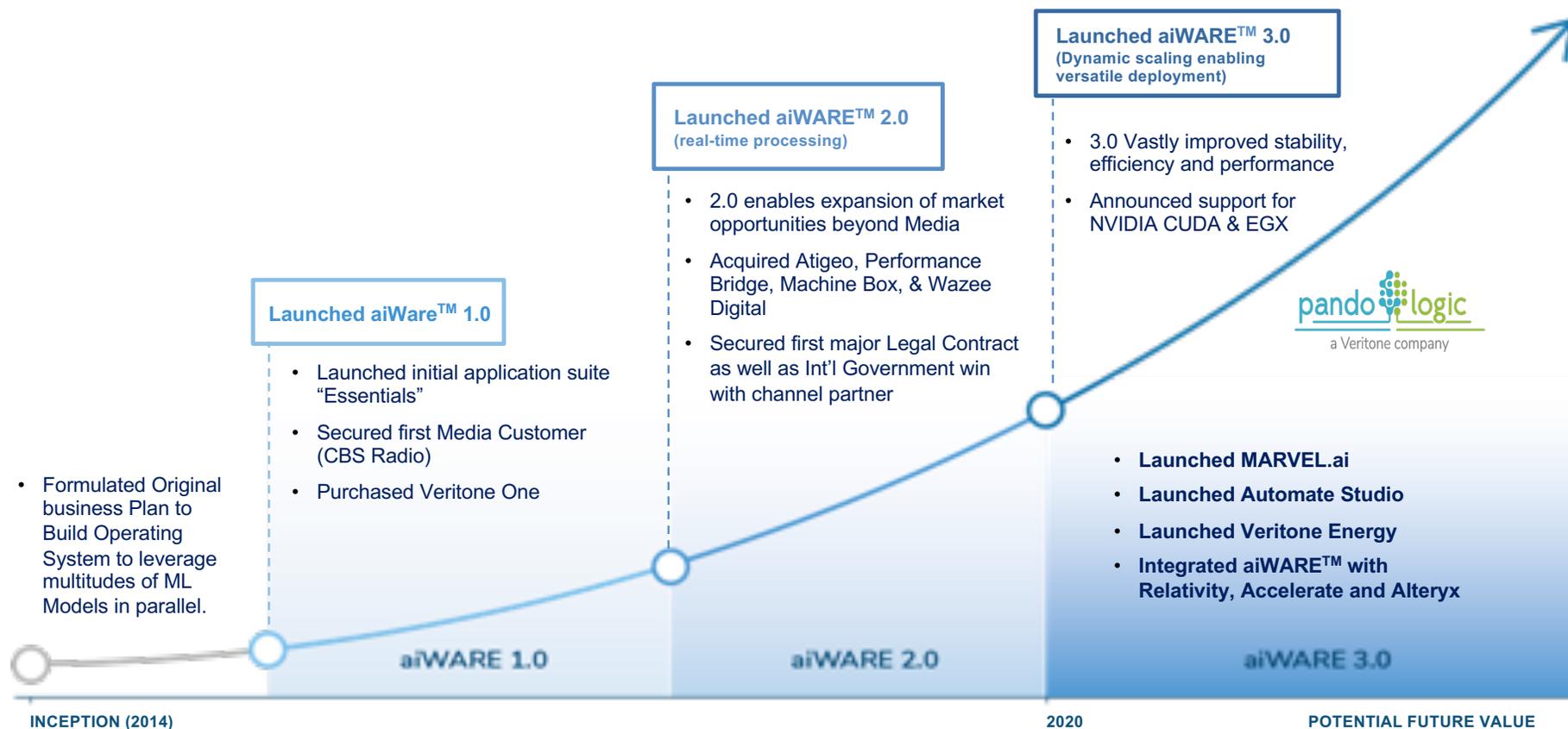
Accelerate

AI enterprise implementation and adoption, increasing operational efficiency

Leverage

A vast ecosystem of proprietary and third-party AI models with minimal integration costs

Strategic Product Growth Accelerated by Inorganic Expansion



Enterprise AI Platform with Customer-Focused Alignment

ENTERPRISE AI

\$100B TAM by 2025 | 35% CAGR⁽¹⁾

| COMMERCIAL ENTERPRISE | | | GOVERNMENT & REGULATED INDUSTRIES | | | |
|-----------------------|-----------------------------------|--------------------|-----------------------------------|----------|--------------------------------|----------|
| Pandologic | SOLUTIONS | SERVICES | ENERGY | | GOVERNMENT, LEGAL & COMPLIANCE | |
| | Data Insight | Veritone One | Solutions | Services | Solutions | Services |
| | Content Management & Monetization | Veritone Licensing | Real-Time Forecasting | | Data Insight | |
| | Talent Acquisition | | Solar Smoothing | | Biometric Identification | |
| | Media Intelligence | | Distributed Energy Resources | | Redaction | |
| | | | Frequency & VAR Support | | Transcription & Translation | |
| | | | | | Recruitment | |



(1) Represents estimated market size in 2025 from Omdia Artificial Intelligence Software Market Forecast, June 29, 2020.

Commercial Enterprise Solutions

Built to Solve Your Business Challenges

Veritone is helping some of the world's most recognizable brands accelerate the gap between traditional enterprise software and cognitive insights enabled by AI solutions and bespoke applications, empowering greater efficiencies, accelerating decision making and driving revenue growth



Data Insight

Gain value from your video, audio, images, text, and data through metadata extraction, search, and visualization, enhancing customer support and system integrations



Content Management & Monetization

Unlock the full potential of your content efforts with AI-powered DAM and synthetic voice creation

MARVEL.ai



Talent Acquisition

Increase the number of qualified applicants, decrease the time to find and hire the best candidates, while removing inefficient HR processes



Media Intelligence

Provide proof-of-performance metrics for broadcast-to-web attribution while tracking all of your content to make it easier to reuse, provide airchecks and validate sponsorships

SELECTED CUSTOMERS



VERITONE MANAGED SERVICES

VERITONE ONE

Full-service performance advertising agency utilizing aiWARE™ actionable intelligence and leader in the digital influencer



Veritone Licensing

Team of experts and proprietary AI help find footage, rights and clearances for content buyers and rightsholders

Government and Regulated Industries

Government Solutions

Veritone works with some of the largest federal, state, and local government agencies, solving problems of transparency, compliance, and inefficiencies with AI solutions and bespoke applications



Data Insight

Gain value from video, audio, images, text, and data through metadata extraction, search, and visualization, enhancing customer support and system integrations



Redaction

Save time and costs while freeing up valuable resources by using Veritone AI to automate the redaction of sensitive information within audio, video and image-based evidence



Biometric Identification

Authenticate users identify callers and suspects by recognizing voices and faces in videos, images, and calls



Transcription & Translation

Legal and contact center teams, automate manual work with near-real-time transcription and translation of any data source



Recruitment

Increase the number of qualified applicants, decrease the time to find and hire the best candidates, while removing inefficient HR processes

SELECTED CUSTOMERS



SELECTED CHANNEL PARTNERS



Government and Regulated Industries (Cont'd)

Energy Solutions

Veritone is empowering energy companies with the technology to prepare for changing business models and help the world obtain more efficient energy systems and infrastructure



Real-time Forecasting

AI-powered Forecaster generates highly accurate energy demand, supply and price forecasts using historical and real time data modeling of predicted weather, power demand and DER device data.



Solar Smoothing

The AI-driven Optimizer leverages battery storage for solar smoothing to confidently supplement the gaps in solar power, while minimizing maintenance costs and increasing reliability of solar generation.



Distributed Energy Resources

Distributed AI agents ensure optimal economic dispatch of energy between multiple Distributed Energy Resources (DERs) allowing for autonomous, continuous operation when portions of the grid fail.



Voltage & VAR Optimization

Controls the flow of power on the distribution system to increase efficiency and reliability, reduce distribution energy losses, and accommodate new power flows, such as those originating from distributed generation

SELECTED PARTNERS



Founder-Led Visionary “Data-Centric” Team



CHAD STEELBERG

Co-founder, CEO & Chairman of the Board

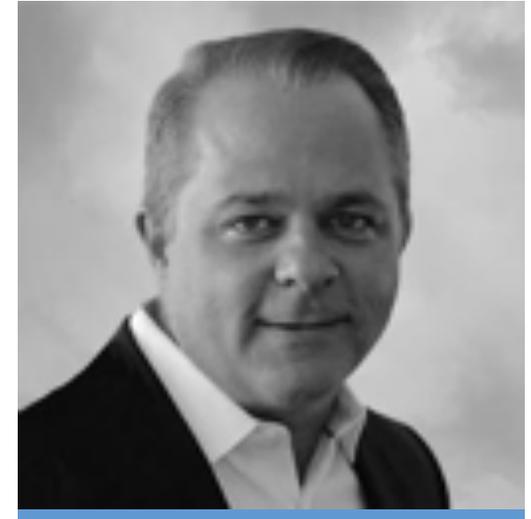
- Board Member – Brand Affinity Technologies
- General Manager, Audio Division – Google
- Co-Founder and CEO – dMarc Broadcasting (acquired by Google)
- Co-Founder of AdForce (acquired by CMGI)



RYAN STEELBERG

Co-founder, President

- CEO & President - Brand Affinity Technologies
- Head of Radio – Google
- Co-Founder and President – dMarc Broadcasting (acquired by Google)
- Co-Founder, President and Board Member of AdForce (acquired by CMGI)



MIKE ZEMETRA

Executive Vice President & Chief Financial Officer

- CFO – LiveXLive Media Inc.
- Cloud Division CFO – j2 Global
- CFO – Global League Entertainment
- CAO – Demand Media
- Manager – PwC

Collectively Hold over 60 Patents

Financial Update



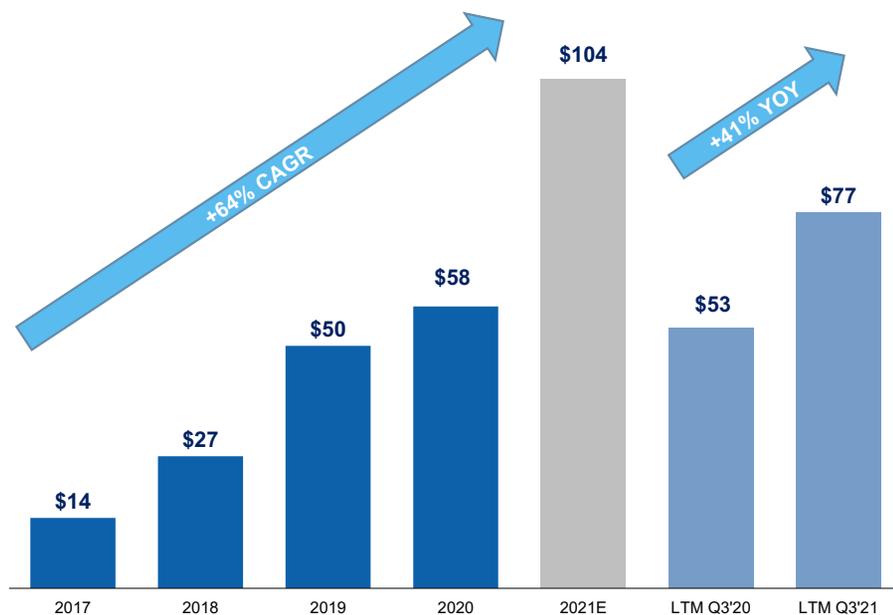
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NASDAQ: **VERI**

Robust & Consistent Prior Financial Performance

Track Record of Driving Sustained Growth⁽¹⁾

(\$ in Millions)



Attractive Financial Profile: Growth & Profitability⁽²⁾

Pro Forma Q3'21 Financial Metrics

| | Pro Forma Q3'21 Financial Metrics | |
|---------------|--|------|
| Top Line | Total Revenue Growth (Y/Y) | 34% |
| | Software Product & Services Growth (Y/Y) | 54% |
| Profitability | Gross Margin | 82% |
| | Non-GAAP Net Income Margin | 11% |
| Customers | Gross Revenue Retention | 90%+ |
| | Customer Count | 433 |

Note: USD in millions.

(1) Financial estimates for the period ending 12/31/2021E include contribution from PandoLogic starting in 9/14/2021. Revenue Estimates Represent the midpoint of Management's Guidance Range.

(2) Pro Forma Q3'21 Financial Metrics (unaudited) include a full-quarter of PandoLogic.



Business and Financial Momentum

Trailing 7 Quarters Financial Performance

Robust Revenue Growth...

Quarterly Revenue Performance

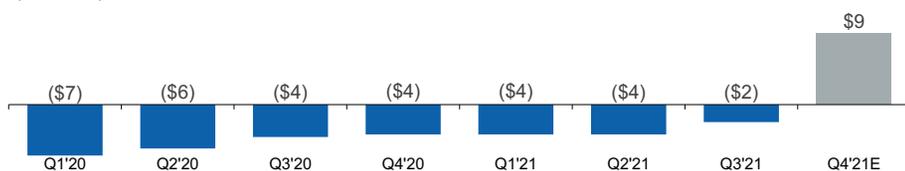
(\$ in Millions)



...And Improving Profitability

Quarterly GAAP Net (Loss) Income Performance

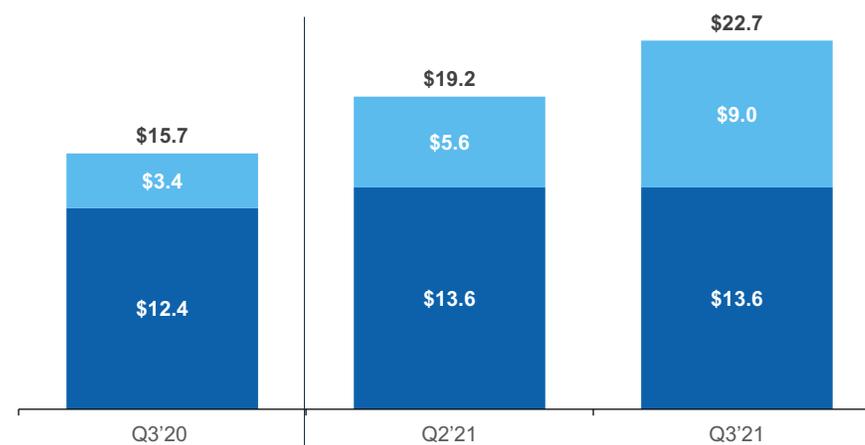
(\$ in Millions)



Note: Forecasted and estimated figures are based on the mid-point of guidance figures provided November 9, 2021.

Q3'21 Results Summary

(\$ in Millions)



Q3'21 CHANGE

| | Y/Y | Q/Q |
|------------------------------|-----------------|-----------------|
| | (Q3'20 - Q3'21) | (Q2'21 - Q3'21) |
| Software Products & Services | 169% | 62% |
| Managed Services | 10% | 0% |
| Total Sales | 44% | 18% |

Third Quarter 2021 Results – Summary

| (\$ in Thousands) | Q3'20 | Q2'21 | Q3'21 | Q3'21 CHANGE | |
|--|-----------------|-----------------|-----------------|--------------|------------|
| | | | | Q/Q | Y/Y |
| Commercial Enterprise | | | | | |
| Software Products & Services | \$2,462 | 5,131 | \$8,069 | 57% | 227% |
| Managed Services | \$12,367 | \$13,626 | \$13,627 | 0% | 10% |
| Subtotal | \$14,829 | \$18,757 | \$21,697 | 16% | 46% |
| Government & Regulated Industries | | | | | |
| Software Products & Services | \$889 | \$448 | \$958 | 114% | 8% |
| Managed Services | - | - | - | | |
| Subtotal | \$889 | \$448 | \$958 | 114% | 8% |
| Total Sales | \$15,718 | \$19,206 | \$22,654 | 18% | 44% |

Note: Software Product & Services (incl. Pandologic) previously aiWARE™ SaaS Solutions. Managed Services previously Advertising and aiWARE™ Content Licensing.

Balance Sheet Summary

(\$ in Thousands)

September 30, 2021

| | |
|--|-------------------|
| Cash and Cash Equivalents | \$72,645 |
| Current Assets | \$166,467 |
| Total Assets | \$291,196 |
| Current Liabilities | \$173,113 |
| Total Liabilities | \$183,530 |
| Stockholders' Equity | \$107,666 |
| Common Shares Outstanding (excluding options, RSUs and warrants) | 34,876,616 |

Appendix



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NASDAQ: **VERI**

The Veritone aiWARE™ Platform

Transform audio, video, text, and other data sources into actionable intelligence

FAST TO MARKET

“OS for AI” ecosystem of hundreds of best-of-breed, ready-to-deploy AI engines

FUTURE PROOF

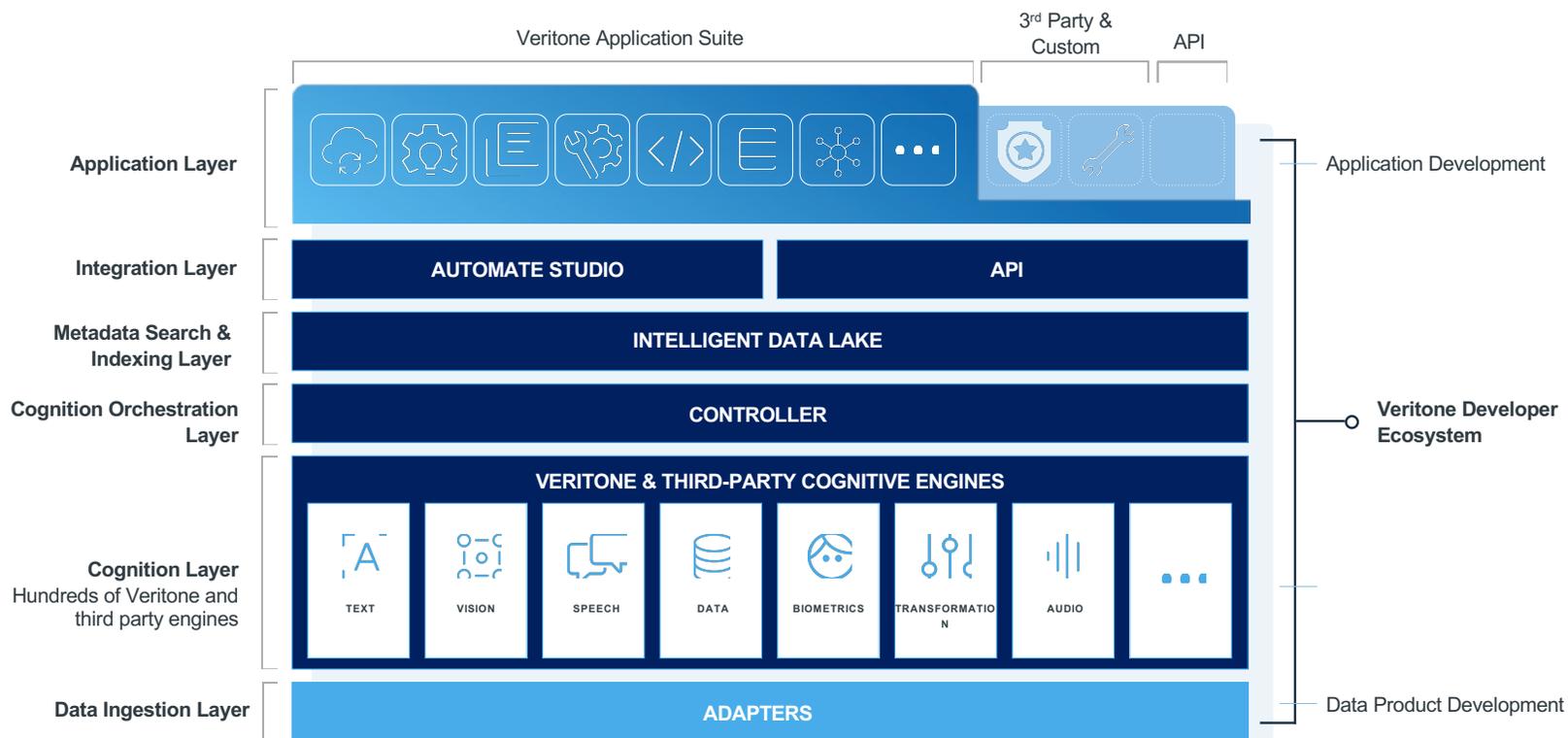
Single development interface for your apps, across AI engine vendors

ACCESSIBLE

Low-code workflows for BAs and citizen developers

SCALABLE

Scalable to handle massive amounts of video and audio, data in near real time



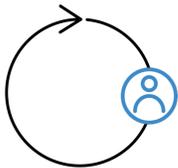
Strategic Rationale for PandoLogic

Veritone has been focused on the promise of moving humans from "In the Loop" to On the Loop"



IN THE LOOP

Human involvement is **required** for the process to occur



ON THE LOOP

Machines do the bulk of the work. Human involvement becomes **a check**, to ensure processes are running normally and to verify accuracy

Creates leading AI + Human Capital Management software and SaaS solutions for employers requiring more efficient, unbiased and scalable hiring



Expands market into HR and talent acquisition with leading multinational and Fortune 100 companies



Significantly diversifies SaaS revenues



Unlocks new growth and development opportunities as the platforms are integrated



Instant accretion and financial scale to drive additional growth acceleration



Further utilizes AI to create deeper insight, transparency and efficiencies in hiring

Pro Forma Historical Financials

VERITONE, INC.
PRO FORMA INCOME STATEMENT (UNAUDITED)
(in thousands)

| | Q1'20 | Q2'20 | Q3'20 | Q4'20 | Q1'21 | Q2'21 | Q3'21 |
|-------------------------------------|-------------------|------------------|------------------|-----------------|-------------------|------------------|------------------|
| Software Products & Services | \$5,710 | \$10,516 | \$14,154 | \$30,870 | \$10,183 | \$20,072 | \$21,860 |
| Managed Services | 8,796 | 10,266 | 12,367 | 12,416 | 13,610 | 13,626 | 13,627 |
| Total Revenue | \$14,506 | \$20,782 | \$26,521 | \$43,286 | \$23,793 | \$33,698 | \$35,487 |
| Cost of Revenue | 3,486 | 4,033 | 4,878 | 4,506 | 5,270 | 5,726 | 6,301 |
| Gross Profit | \$11,019 | \$16,749 | \$21,643 | \$38,780 | \$18,523 | \$27,972 | \$29,186 |
| <i>Gross Margin</i> | 76% | 81% | 82% | 90% | 78% | 83% | 82% |
| Total Operating Expenses | 23,669 | 23,280 | 24,904 | 31,134 | 49,482 | 33,070 | 33,553 |
| Operating Income | (\$12,650) | (\$6,531) | (\$3,261) | \$7,646 | (\$30,959) | (\$5,098) | (\$4,367) |
| Other (Income) / Expense | (\$479) | \$279 | \$310 | \$552 | \$167 | \$1,741 | \$19,580 |
| Add Back: | 6,005 | 6,048 | 6,757 | 8,473 | 26,721 | 8,849 | 27,855 |
| Non-GAAP Net Income / (Loss) | (\$6,166) | (\$762) | \$3,186 | \$15,567 | (\$4,406) | \$2,009 | \$3,908 |

Note: Pro Forma Income Statement (unaudited) includes historical income statements of each of Veritone, Inc. and PandoLogic Ltd. for the prior seven (7) fiscal quarters and presents such information on a combined pro forma basis treating PandoLogic Ltd. as acquired and owned by Veritone, Inc. since January 1, 2020.

Annual GAAP to non-GAAP Reconciliation

VERITONE, INC.
RECONCILIATION OF NON-GAAP NET LOSS TO GAAP NET LOSS
(Unaudited, in thousands)

| | 2017 | 2018 | 2019 | 2020 | 2021E |
|--|-------------------|-------------------|-------------------|-------------------|----------------|
| GAAP net loss | (\$59,601) | (\$61,104) | (\$62,078) | (\$47,876) | (\$57,713) |
| Interest expense | 496 | -- | -- | 9 | -- |
| Provision for (benefit from) income taxes | 6 | 22 | (1,452) | 76 | 900 |
| Depreciation and amortization | 253 | 3,701 | 5,947 | 6,407 | 8,680 |
| Stock-based compensation expense | 16,089 | 14,383 | 19,402 | 19,539 | 39,600 |
| Business realignment and officer severance costs | -- | -- | 279 | 145 | 349 |
| Amortization of debt discounts and issuance costs | 3,740 | -- | -- | -- | -- |
| Warrant expense | 5,790 | 207 | -- | 102 | -- |
| Write-off of debt discounts and debt issuance costs at IPO | 10,132 | -- | -- | -- | -- |
| Change in fair value of warrant liability | (7,114) | (184) | (16) | 200 | -- |
| Gain on sale of asset | -- | -- | -- | (56) | -- |
| State sales tax reserve | -- | -- | -- | 818 | 306 |
| Stock offering costs | -- | -- | -- | 27 | -- |
| Charges related to sublease | -- | -- | -- | 16 | 3,367 |
| Change in fair value of Contingent consideration | -- | -- | -- | -- | 1,600 |
| Costs associated with unsolicited acquisition proposal | -- | 116 | -- | -- | -- |
| Performance Bridge earn-out fair value adjustment | -- | -- | 139 | -- | -- |
| Machine Box contingent payments | -- | 1,386 | 1,600 | -- | -- |
| Acquisition and integration-related costs | -- | 2,427 | -- | -- | 2,161 |
| Non-GAAP net loss | (\$30,209) | (\$39,046) | (\$36,179) | (\$20,593) | (\$750) |

Annual GAAP to non-GAAP Reconciliation

VERITONE, INC.
RECONCILIATION OF NON-GAAP NET LOSS TO GAAP NET LOSS
(Unaudited, in thousands)

| | Q1'20 | Q2'20 | Q3'20 | Q4'20 | Q1'21 | Q2'21 | Q3'21 | Q4'21E |
|--|------------------|------------------|------------------|------------------|------------------|------------------|------------------|----------------|
| GAAP net loss | (\$12,684) | (\$11,793) | (\$11,013) | (\$12,386) | (\$30,567) | (\$12,715) | (\$11,447) | (\$3,122) |
| Interest expense | -- | 9 | -- | -- | -- | -- | -- | -- |
| Provision for (benefit from) income taxes | 3 | 2 | 36 | 35 | 22 | 55 | 396 | 427 |
| Depreciation and amortization | 1,604 | 1,602 | 1,610 | 1,591 | 1,253 | 1,157 | 1,779 | 4,491 |
| Stock-based compensation expense | 4,456 | 4,131 | 5,111 | 5,841 | 21,610 | 6,609 | 5,271 | 6,110 |
| Business realignment and officer severance costs | -- | -- | -- | 145 | 257 | 92 | -- | -- |
| Warrant expense | -- | 102 | -- | -- | -- | -- | -- | -- |
| Write-off of debt discounts and debt issuance costs at IPO | (2) | -- | -- | -- | -- | -- | -- | -- |
| Change in fair value of warrant liability | -- | 202 | -- | -- | -- | -- | -- | -- |
| Change in fair value of Contingent consideration | (56) | -- | -- | -- | -- | -- | 256 | 1,344 |
| Gain on sale of asset | -- | -- | -- | -- | -- | -- | -- | -- |
| State sales tax reserve | -- | -- | -- | 818 | 138 | 146 | 22 | -- |
| Stock offering costs | -- | -- | -- | 27 | -- | -- | -- | -- |
| Charges related to sublease | -- | -- | -- | 16 | 3,367 | -- | -- | -- |
| Acquisition and integration-related costs | -- | -- | -- | -- | -- | 735 | 1,426 | -- |
| Non-GAAP net loss | (\$6,679) | (\$5,745) | (\$4,256) | (\$3,913) | (\$3,920) | (\$3,921) | (\$2,297) | \$9,250 |