

#### **Disclaimer**

#### Additional information and where to find it

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#### Forward-looking statements

This presentation contains "forward-looking statements" as defined in the Private Securities Litigation Reform Act of 1995. Forward-looking statements generally relate to future events or our future financial or operating performance. When used in this presentation, the words "estimates," "projected," "expects," "anticipates," "forecasts, "plans," "intends," "believes," "seeks," "may," "will," "should," "future," "propose" and variations of these words or similar expressions (or the negative versions of such words or expressions) are intended to identify forward-looking statements. These forward-looking statements include, without limitation, information concerning Babylon's possible or assumed future results of operations, business strategies, debt levels, competitive position, industry environment and potential growth opportunities.

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#### Use of Non-IFRS Financial Measures

This presentation includes certain financial measures to evaluate Babylon's projected financial and operating performance, and measures calculated based on these measures, including Adjusted EBITDA, Adjusted EBITDA Margin, Adjusted Claims Expense Ratio and Adjusted Claims Margin, that are not prepared in accordance with IFRS. EBITDA is defined as profit (loss) for the period, adjusted for depreciation and amortization, finance costs and income, and tax provision or benefit. Adjusted EBITDA is defined as profit (loss) for the period, adjusted for depreciation and amortization, finance costs and income, tax provision or benefit, share-based compansation, change in fair value of warrant liabilities, gain on sale of subsidiary, and foreign exchange gains or losses. Loss for the period is the most directly comparable IFRS measure to Adjusted EBITDA divided by Total revenue for the corresponding period. IFRS Loss for the period margin is the most directly comparable IFRS measure to Adjusted EBITDA Margin. Adjusted Claims Expense Ratio is Claims Expense Ratio.

We believe that EBITDA, Adjusted EBITDA and Adjusted EBITDA Margin are useful metrics for investors to understand and evaluate our operating results and ongoing profitability because they permit investors to evaluate our recurring profitability from our ongoing operating activities. EBITDA, Adjusted EBITDA and Adjusted EBITDA Margin have certain limitations, and you should not consider them in isolation or as a substitute for analysis of our results of operations as reported under IFRS. We caution investors that amounts presented in accordance with our definitions of EBITDA, Adjusted EBITDA and Adjusted EBITDA amay not be comparable to similar measures disclosed by other companies, because some companies calculate EBITDA, Adjusted EBITDA and Adjusted EBITDA Margin differently or not at all, limiting their usefulness as direct comparative measures.

We believe that Adjusted Claims Expense Ratio and Adjusted Claims Margin are useful metrics for investors to understand and evaluate our operating results and ongoing profitability because they permit investors to evaluate our Claims Expense as a percentage of our Value-based care revenue. In particular, we believe that the exclusion of these amounts provides useful measures for period-to-period comparisons of our business. Bablyoin's management team uses these measures in assessing Bablyon's performance, as well as in planning and forecasting future periods. These non-IFRS financial measures are not computed according to IFRS, and the methods we use to compute them may differ from the methods used by other companies. Adjusted Claims Expense Ratio and Adjusted Claims Margin have certain limitations, and you should not consider them in isolation or as a substitute for analysis of our results of operations as reported under the provider of the pr

A reconciliation of EBITDA and Adjusted EBITDA from the most directly comparable IFRS measure, Loss for the period, the calculations of IFRS Loss for the period margin, Adjusted EBITDA Margin, Claims Margin and Adjusted Claims Margin, and reconciliation of Adjusted Claims Expense Ratio from Claims Expense Ratio the most directly comparable IFRS measure, have been provided in this presentation.

We are not able to reconcile projected 2022 Adjusted EBITDA or 2022 Adjusted EBITDA Margin to their respective most directly comparable IFRS measures as we are not able to forecast IFRS loss on a forward-looking basis without unreasonable efforts due to the high variability and difficulty in predicting certain items that affect IFRS loss for the period, including, but not limited to, impairment expense, share-based compensation, foreign exchange gains or losses and gains and losses on sale of subsidiaries. Adjusted EBITDA should not be used to predict IFRS loss as the difference between the two measures is variable and may be significant.



### **Agenda**

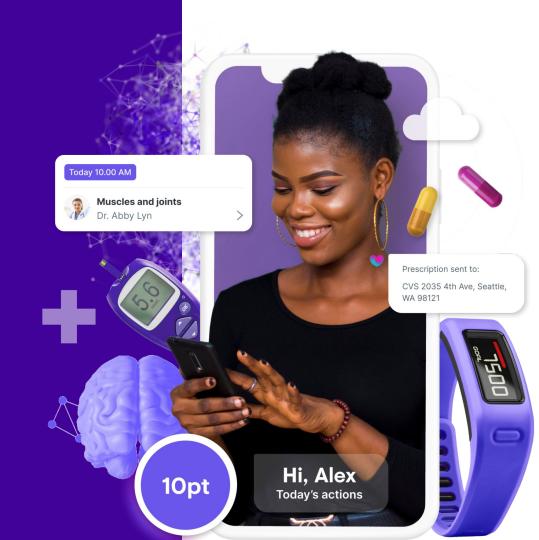
1.30 pm	Welcome & Agenda - Charlie Steel, CFO
1.35pm	Building Babylon: An Overview - Dr Ali Parsa, Founder & CEO
2.05pm	Babylon's Technology: Our Competitive Advantage - Steve Davis, CTO & Saurabh Johri, PhD, CSO
2.25pm	Our Product: An Integrated End to End Experience - Yon Nuta, CPO
2.45pm	Break
2.55pm	Babylon's Clinical Model: Transforming Delivery - Darshak Sanghavi, MD, CMO
3.20pm	Fireside Chat - Misty Zelk, MD, Babylon Physician & Darshak Sanghavi, MD, CMO
3.40pm	Our Financials: How We Create Value - Charlie Steel, CFO
4.00pm	Q&A - All
4.20pm	Closing Remarks - Dr Ali Parsa, Founder & CEO
4.25pm	Reception - All





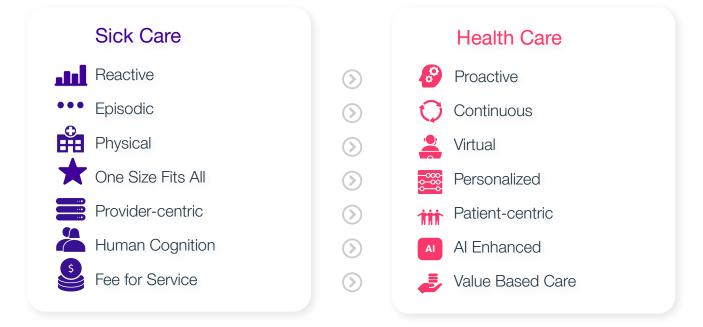
# Building Babylon: An Overview

Dr Ali Parsa, Founder & CEO



#### We Are at the Dawn of the Transformation of the

#### Healthcare Sector



Transformation of one of the largest sectors of the world economy has the potential to give birth to some of the most valuable and impactful companies



#### The Winners Will be Those That Re-engineer a Superior

#### "Value Proposition"

#### Accessibility

- Digital first, mobile native
- Delivering healthcare people need, through devices they already have

#### Clinical Quality

Rapid standardization:

- Right expertise
- Right treatment
- Right rehabilitation

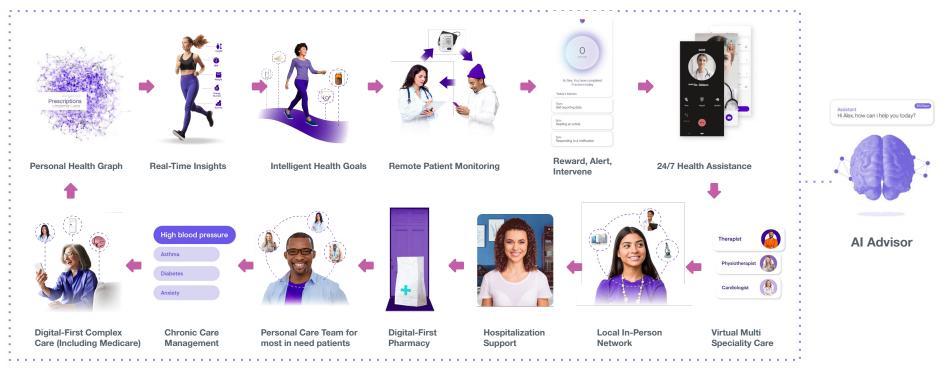


#### Affordability

- Majority of healthcare costs are human labor
- Monitoring and early intervention reduce crises & emergencies
- Automation of clinical tasks operational leverage for clinicians

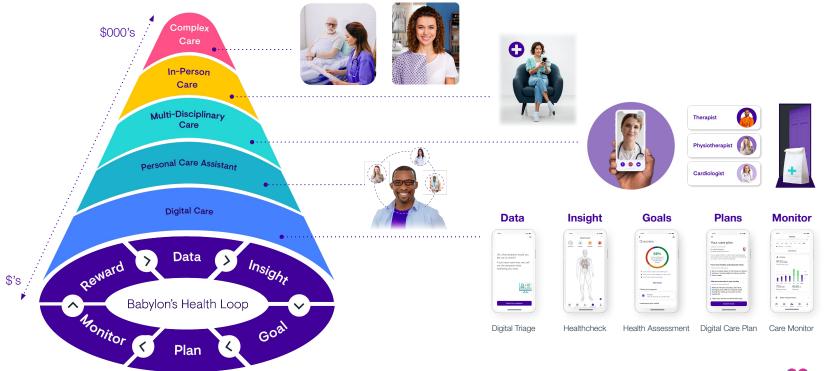


## **Babylon is Creating an Integrated, Digital First,** Healthcare Experience





### Our Model Rationalises the Structure and Cost of Healthcare Delivery



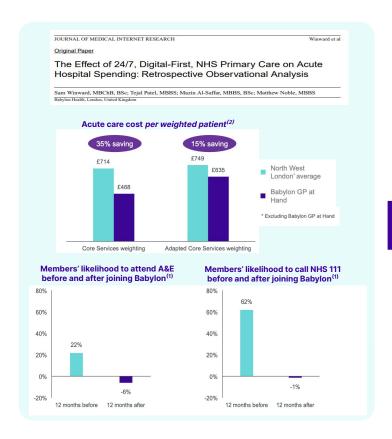


#### Babylon's Business Model Has Three Revenue Drivers

**How Much** How Who What **Babylon Cloud Services** \$s License Our Technology golli TELUS **Fee For Service** Bupa Initial FFS arrangements **\$10s** provides client entry point **BlueCross®** BlueShield® CENTENE® Babylon 360 **♥**aetna<sup>™</sup> United Healthcare medicare solutions Take Patient Budgets Anthem. \$1000s Capture Cost Savings Humana



#### We Have Proven The Benefits of Our Operating Model in the UK



We reduce Emergency Room visits<sup>(1)</sup> by over

25%

as shown by an independent Ipsos Mori study

And create acute care cost savings<sup>(2)</sup> of up to

35%

as proven in a peer-reviewed study of NHS data



#### We Are Bringing this Digital First Model to the US

As in the transformation of sectors like retail, a digital model offers the benefits of scalability, accessibility and automation



#### **Physician Groups**

Mostly bricks and mortar

Single handers/small partnerships

**Single Neighborhood** 

**Primarily Episodic** 

Manual processes

**Low Growth/Low Capital** 



#### "Franchise" Model

Mostly bricks and mortar

**Small/medium partnerships** 

**Multiple Neighborhoods** 

**Primarily Episodic** 

Semi-manual processes

Medium Growth/Medium Capital



#### "Retail" Chain Model

Mostly bricks and mortar

**Employees/contractors** 

**Multiple Neighborhoods** 

**Episodic/Continuous** 

Semi-manual processes

**Medium Growth/High Capital** 



#### **Digital First**

**Mostly Virtual** 

**Employed/Contracted** 

Regional/National

**Primarily Continuous** 

**Leverages Digital Automation** 

**High Growth/Medium Capital** 

Increasing scalability, operating leverage and ability to provide continuous, proactive care



#### **Demand for Babylon's Services** Suggests Product-Market Fit

#### **Clinical Service Lives**



#### 4m+

US clinical services members with access to Babylon's digital suite and its virtual consultation network

#### **VBC Member Growth**



16x

17k<sup>(1)</sup> members in our first contract to 271k<sup>(2)</sup> members by Q1 2022

#### **Revenue Growth**



8x

\$29m first year revenue in US to \$228m in 2021<sup>(3)</sup> (circa \$1 billion<sup>(4)</sup> projected for 2022 with vast majority coming from US)

#### **Market Growth**



**4**x

2 states at US launch in 2020 to 8 states as at Q1-22.
20 states are in our pipeline

#### **Quality Scoring**



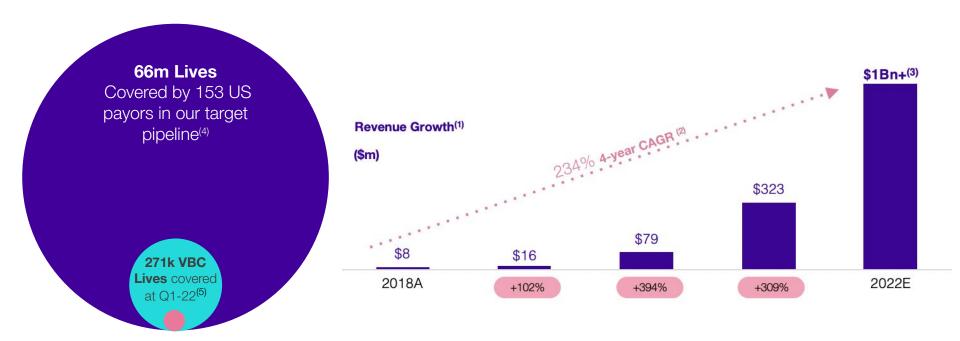
95%+

4 and 5-star Ratings<sup>(5)</sup>



### Our Technology Platform Enables Us to Rapidly Scale,

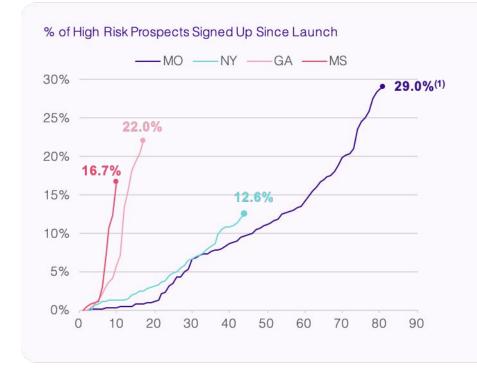
Delivering Extraordinary Revenue Growth...



**17k VBC Lives** (Babylon's first US VBC contract in 2020)



#### Our Performance is Accelerating as We Learn from Each Contract



- Compared to New York and Missouri contracts, our weekly high-risk sign up rates for Georgia have been 4-5x faster and Mississippi rates have been 8-10x<sup>(2)</sup> faster
- Continuous optimization and tailored outreach approach driving improvement in penetration rates over time
- Onboarding high risk prospects early allows Babylon to quickly stratify and manage the most expensive populations' health needs



### Improvements in Margins and Performance Across All lines of

### Business as Value-Based Care Cohorts Develop

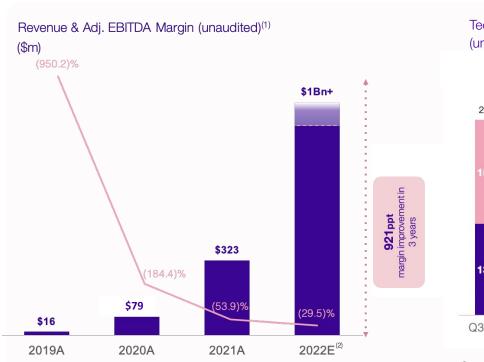


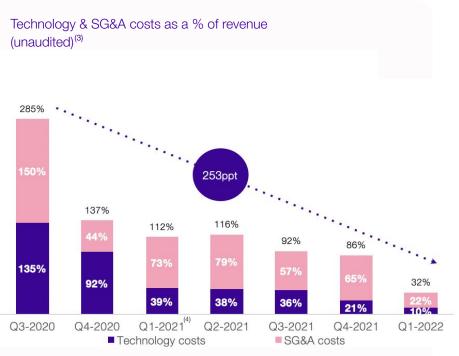
Notes: (1) Home State Health VBC household penetration, October 2020 to March 2022. Babylon defines household penetration as obtaining a sign up from at least one individual that lives in a household in its covered population, meaning at least one individual in the household has created a profile (through app or web registration) to generate a Babylon account. (2) Adjusted Claims Margin is 1 less Adjusted Claims Expense Ratio. Adjusted Claims Expense Ratio is Claims Expense divided by Value-based care Revenue, adjusted to exclude non-healthplan revenue and provider incentives, add estimated reinsurance recoveries, and adjust for prior period developments through April 30, 2022. See appendix slide titled 'Adjusted Claims Expense Ratio Reconciliation and Calculation of Claims Expense Ratio. Reconciliation and Adjusted Claims Margin for additional detail.



### Operational Leverage and Increased Scale Underpins the

### Route to Profitability





Operational leverage and scalability of digital platform underpins route to profitability.

**128ppt SG&A margin** and **125ppt technology margin** improvement since Q3-20



### Babylon's Business Model Has Structural Advantages

Wo III scalable



#### Highly scalable

- Scalability with minimal capital outlay
- Accelerated speed to market
- Flexible market distribution

2 states at US launch to 8 states across the US as of Q1-22 with 20 states in our pipeline





- Highly automated back office processes
- Standardised digital pathways
- Patient self-service

65+ RPA and clinical workflows operate in our back office



#### Al driven

- Targeting those at risk with data-centric AI risk prediction
- Codification of care enabling real-time influence and modelling
- Delivering real-time insights and actions at point of care

**80% recall**, on average, achieved by our Al compared to 83.9% recall by doctors taking the same test<sup>(1)</sup>



#### Platform operating leverage



- Operational leverage and scale delivers path to profitability
- BCS provides licence revenue with minimal up front and operational costs

Fixed costs as a percentage of revenue has **declined by 24%** since Q1-21<sup>(2)</sup>



### **Scale is the Key** to Profitability

Illustrative examples of breakeven economics at scale (1)

#### Blended BCS & B360 Revenue (\$m)

_					
Blended Gross Margin	1,000	2,000	3,000	4,000	5,000
10.0%	(200)	(150)	(100)	(50)	0
12.5%	(175)	(100)	(25)	50	125
15.0%	(150)	(50)	50	150	250
17.5%	(125)	0	125	250	375
20.0%	(100)	50	200	350	500
Gradually increasing operating costs	300	350	400	450	500

- With the leverage in our model, we can keep growth in operating costs modest as we scale
- A combination of \$3-4bn of VBC revenue at 7.5-10% average gross margin, and \$150-200m of licensing revenue at ~90% margin could allow us to breakeven

Denotes illustrative breakeven or profitability



### We are Trading at a Significant Discount to Peers

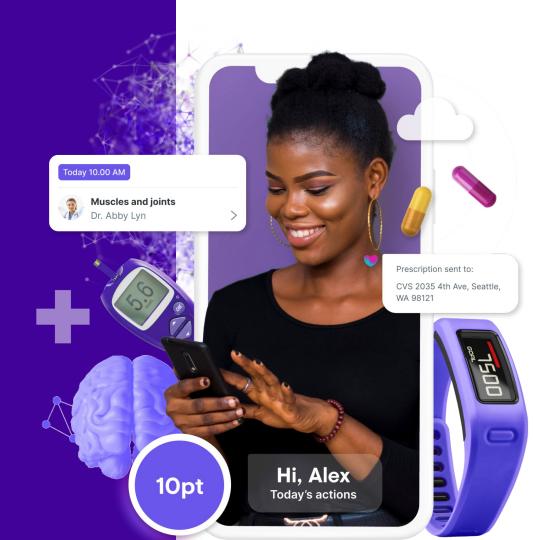






## Babylon's Technology: Our Competitive Advantage

Steve Davis, Chief Technology Officer & Saurabh Johri, PhD, Chief Science Officer



## As a Human Our Lives Have Already Been Influenced by Other Technology Companies

Industry leaders have influenced how we **Shop**, **Travel**, **Stream**, and **Drive** 

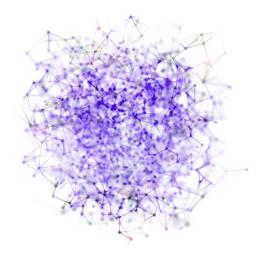








At the foundation of these companies are **Purpose-built Platforms deeply coupled with Data & Al** 





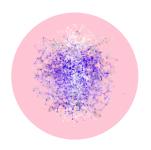
### Babylon Took a Similar Approach Following Industry Leaders



The Technology

Purpose-built

Platform



Data Enabled

Real-time
Unified Health Graph



Al Powered

Actionable
Intelligence

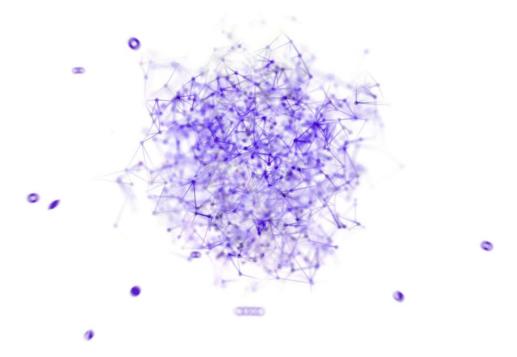


Member Focused

Digital-First
Approach

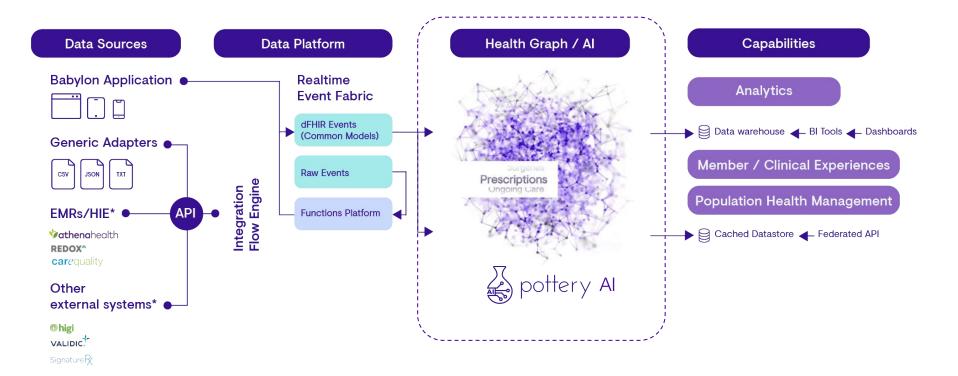


### **Health Graph** | The foundation of our innovation



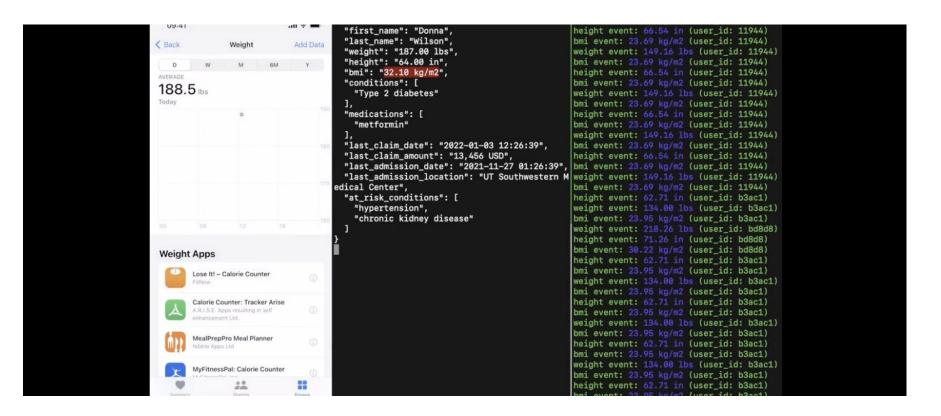


### **Health Graph** | How we collect the data



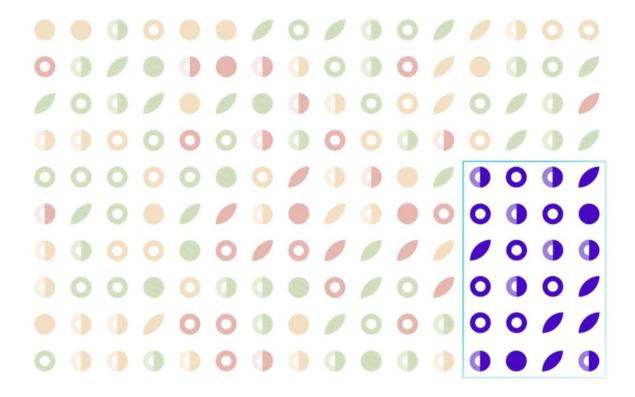


### **Health Graph** | Real-time data fabric





### Al Platform | Rapid iteration of Al models to predict and prevent

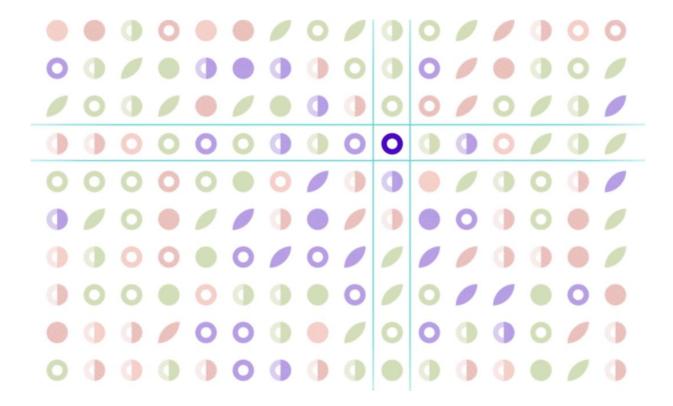




### Al Platform | Rapid iteration of Al models to predict and prevent

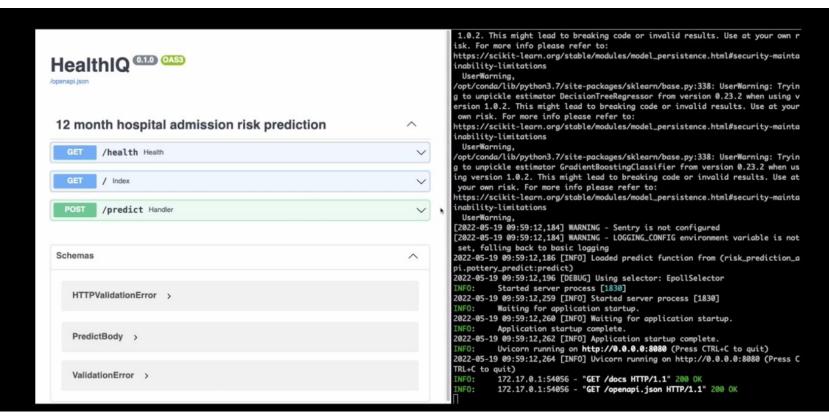
```
# python3
Python 3.7.12 | packaged by conda-forge | (default, Oct 26 2021, 06:08:53)
[GCC 9.4.0] on linux
Type "help", "copyright", "credits" or "license" for more information.
>>> import torch as th
>>> from DPU import *
>>> health graph = load health graph("hypertension", "icd 10", "high risk")
Warm loading
Loading saved data...
Done!
Processing data...
100%
                                                         1/1 [00:15<00:00, 15.89s/it]
This temporal thin dataset provides features of type:
icd 10 codes
metadata
times
And provides the following tasks:
Hypertension (3)
Done!
>>> load DPU transformer(health graph)
DPU transformer loaded
>>> train down
```

### **Health IQ** Growing library of disease and risk prediction models



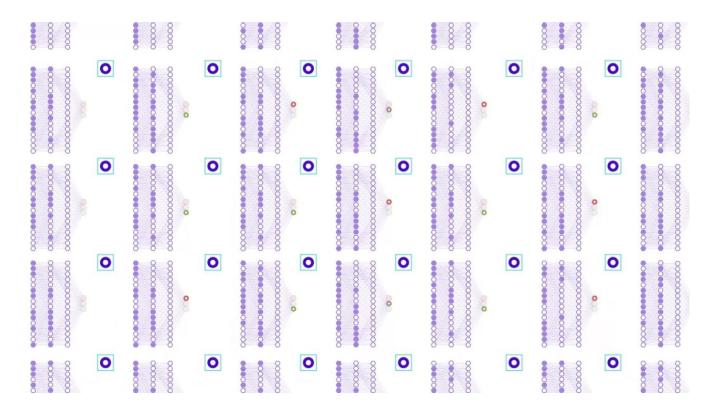


#### **Health IQ** Growing library of disease and risk prediction models



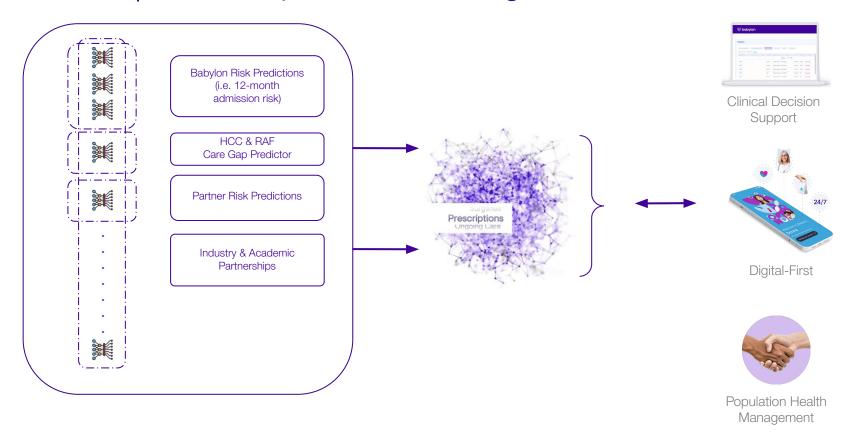


#### **Health IQ** Growing library of disease and risk prediction models



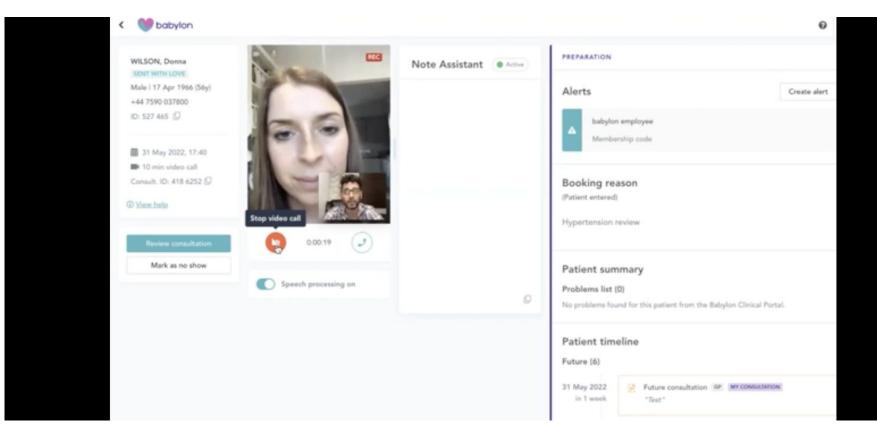


### **Advisor** | Health IQ predictions driving better health outcomes





### **Advisor** | NLP Capabilities

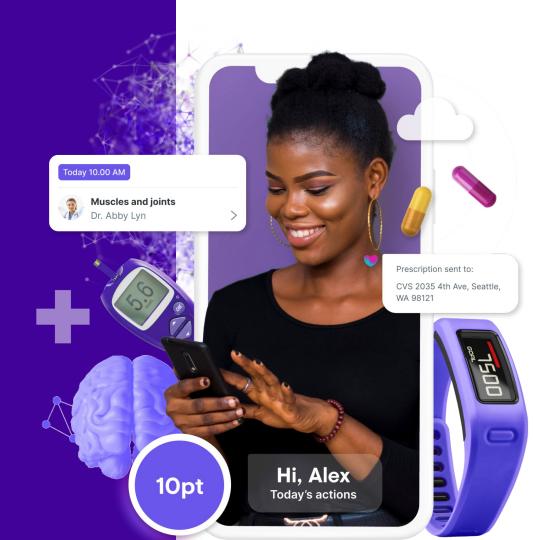




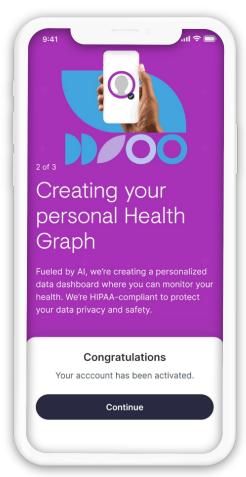


Our Product: An Integrated End to End Experience

Yon Nuta, Chief Product Officer



#### **Babylon** Prototype





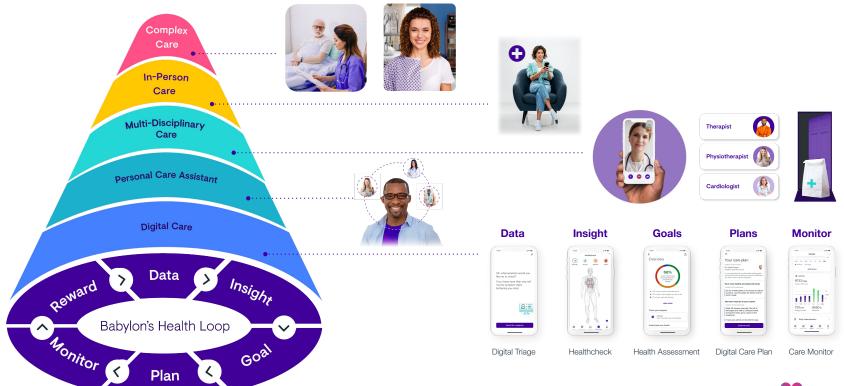


Babylon's Clinical Model: Transforming Delivery

Darshak Sanghavi, MD, Chief Medical Officer

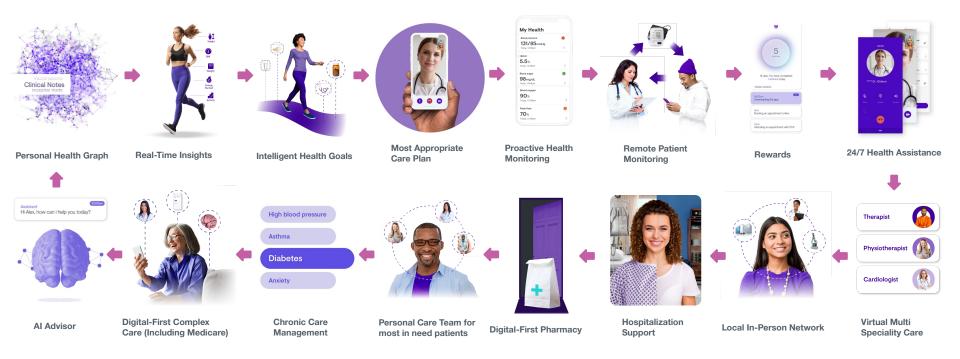


### We Are Reengineering the Healthcare Continuum





# Becoming A Single Gateway for Our Members' Health Needs





## Babylon's Care Team Is Assembled Based On Member Needs



A wraparound virtual care team provides a 24/7 seamless member experience, across **chat**, **email and audio/video calls**, **tailored to the members' needs**.

- Health advisors and coordinators
- Member support managers
- Primary care physicians
- Registered nurses
- Psychiatrists and Behavioral Health specialists
- Clinical pharmacist
- Health coaches
- And others



## Real-life Member Case Study



Amy<sup>(1)</sup>

Rural Midwest member, in late 20s

### Health Assessment





- Chronic back pain
- Chronic gynecological pain caused by previous childbirth

#### Jan 2021: Virtual PCP/Insight

- History of PCOS, food sensitivities, abnormal labs including thyroid abnormalities hadn't been tx'd
- Anxiety and depression from childhood trauma

### Treatment



## Longitudinal Care



#### **Digital Primary Care**

• Thyroid issue treated with Rx

#### **Care Team Virtual Care**

- Therapy course for anxiety (digital)
- Virtual dietician visit with nutrition plan
- Virtual specialist gyn visit

#### Monitor/Data/Plan

- Continued therapy to monitor and reduce anxiety, regular monitoring for GAD-7. PHQ-9
- Pursued pregnancy after anxiety addressed
- Treatment of abnormal pap smear

### **Enabled Through Proactive Care Team Support**

Reminders to attend appointments

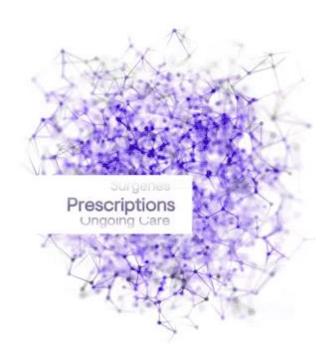
Proactive outreach to discuss and reschedule after Jane missed appointments

Support managing bills from previous medical treatment





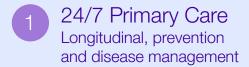
# Our Data Enabled Approach | Deep Dive



## **Clinical Playbook**



# Telehealth Clinical Programs (Provider-driven)





Babylon Specialty Offerings
Timely access to a virtual
specialty consult



# Population Health Management (CareTeam-driven)

- 4 Chronic Condition Management
  Risk-based management of
  11 chronic diseases
- 5 Episode Management Transitions of Care, NICU, elective surgical
- 6 24/7 Health Assistance
  Personal care team for high
  risk members



# Formula for Achieving B360 Margin in the U.S.

Adjustment Factor for Member Engagement

. . . . . . . . . . . . . .



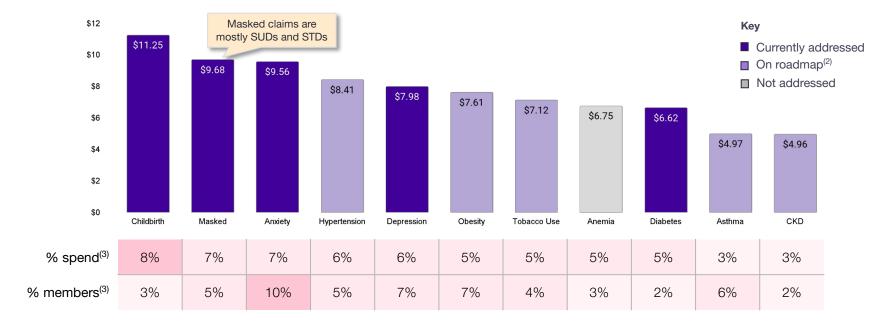






# Our Care Management Initiatives Address the Top Conditions in Our Population

Spend by CMS Chronic Condition Warehouse defined chronic conditions<sup>(1)</sup>





# Our Clinical Initiatives Target 5 Key Focus Areas Which Have High Spending Impact

Our Q2 initiatives focus on maternity and behavioural health, which are key areas of spend across all populations.

	lowa	Georgia	HSH	Magnolia	Commentary
Maternity					Spend is concentrated around childbirth in non-expansion states, rather than pre- or postnatal care
Behavioural health					Anxiety and depression are top spend drivers for children and adults (18-44-years-old) across all populations
Chronic conditions					<ul> <li>Concentrated in &gt;45-year-olds</li> <li>Focus on building solutions for hypertension, diabetes and chronic kidney disease</li> </ul>
Lifestyle					Modifiable lifestyle factors (e.g. smoking, obesity) are high-spend categories in the adult population and will lead to more costly chronic conditions downstream
Masked claims					<ul> <li>Masked claims cannot be viewed due to privacy concerns</li> <li>As a category it is significant, but the fragmentation of conditions is unknown</li> </ul>



Spending impact:

# Deep Dive: Chronic Condition Management

# Lifetime support of chronic conditions to improve longevity and inhibit unnecessary progression of disease

Chronic condition management supported by monitoring, proactive analytics, and patient education, outreach, and intervention

- Identification and stratification of chronic risk members (delivered via Babylon Health Graph)
- Outreach strategy customized to targeted members in consultation with our partners delivered through the Babylon platform of solutions
- Longitudinal engagement with patients through areas such as: biometric monitoring, medication management / adherence, gaps in care closure, patient education, alerts and escalations



# Chronic Condition Management and Intelligent Intervention

	Example	Sample Engagement
Diabetes	Type 2 Diabetes	Twice daily reminder for glucose testing, automated test strips refills, automated insulin/diabetic drug refills, patient visibility into out of range glucose results
Mental Health	Depression, Anxiety	Care journey engagement assisted by digital and clinical resources w/ escalation and alerts; app-based care journeys; Collaborative Care Model
Substance Use Disorder	Alcohol and Opioid Use Disorder	Enrollment in BH programs, daily monitoring, alerts
Musculoskeletal Health <sup>(1)</sup>	Lower Back Pain	Care plan engagement via patient facing app for management of symptoms and exercises
Sexual Health <sup>(1)</sup>	Contraception; Maternity	Automated flow for contraception prescription and refills / notifications for home delivery; postnatal care journey
Sleep <sup>(1)</sup>	Chronic Insomnia	Home based sleep apnea test and sleep schedule recording + sleep coaches end education
Heart Health <sup>(1)</sup>	ASCVD risk	Home-based BP monitoring device, home based lab testing, risk management
Kidney Health <sup>(1)</sup>	CKD	Home-based urine microalbumin test, medication review, alerting for CKD Stage 3 or higher
Lung Health <sup>(1)</sup>	Asthma	Asthma control test survey, daily symptom check, daily peak flow measurement (connected device)
Cancer <sup>(1)</sup>	Colon Cancer Screening	Home-based colon cancer testing, digital tools for Q&A, one-touch referral for in-person or virtual visits
Fitness <sup>(1)</sup>	Obesity	Weight tracking (cellular scale), exercise tracking, alerting

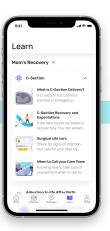


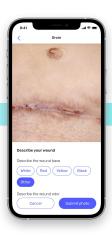
# Chronic Condition Management | Guiding Members Through Our DayToDay App

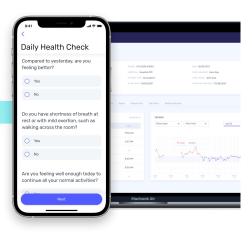












To guide patient to do everything they have to do today

Goal oriented
monitoring to motivate
patients around their
care and prevent issues

**High touch, end to end**presence and support
provided by care team

tailored and holistic content to support patients and caregivers with advice, information and clear checklist of actions

Consumer friendly,

Monitor and prevent issues before they become a serious problem

Better risk management for clinicians.

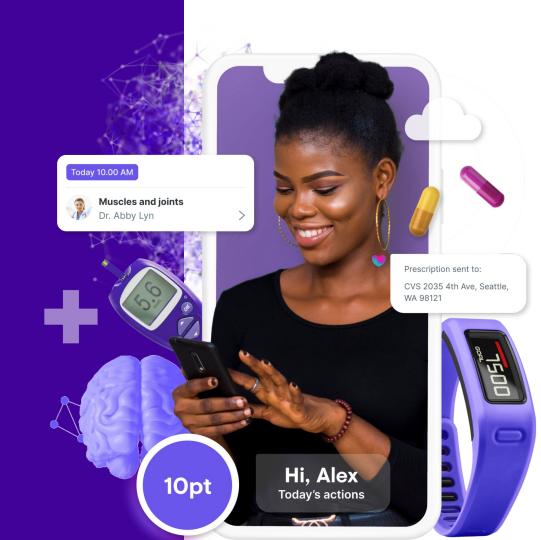
Identifying high risk patients due to increased visibility & reduced cancellations due to patient being unprepared





# Fireside Chat

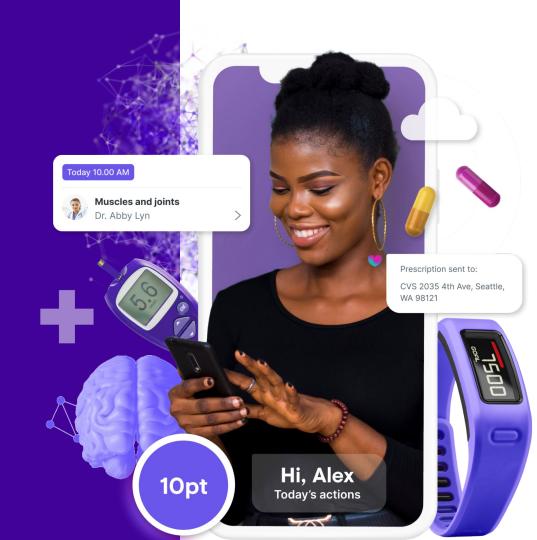
Misty Zelk, MD, Babylon Physician & Darshak Sanghavi, MD, CMO





# Our Financials: How We Create Value

Charlie Steel, Chief Financial Officer



## Babylon's Business Model Has Three Revenue Drivers

**How Much** How Who What **Babylon Cloud Services** \$s License Our Technology golb TELUS **Fee For Service** Bupa Initial FFS arrangements **\$10s** . . . . . . . provides client entry point **BlueCross®** BlueShield® CENTENE® **Babylon 360 ♥**aetna<sup>™</sup> United Healthcare medicare solutions Take Patient Budgets Anthem. \$1000s Capture Cost Savings Humana



# Our Technology Platform Enables Us to Rapidly Scale, Delivering Extraordinary Revenue Growth...

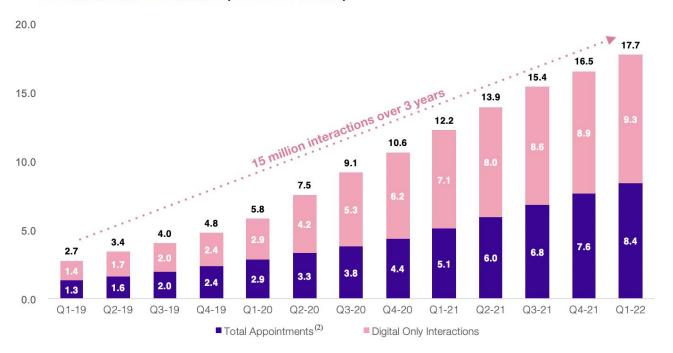




## ...with Human Resources Being the Main Driver of Healthcare Costs,

Digital Only Interactions Drive Down Our Cost of Care Delivery...

### Cumulative user interactions (from 2019 to date)(1)

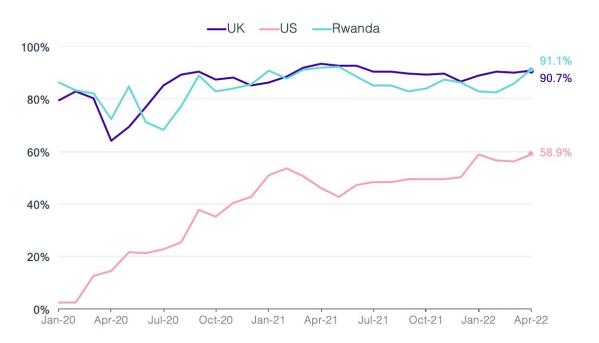


Over the last 3 years, digitalonly interactions have been over half of all interactions with Babylon across all our geographies



# ...and Utilisation Rates in the U.S. are Increasing to Reach the Steady State Levels Seen in our Mature Markets...

Clinician Utilisation By Geography (%)(1)



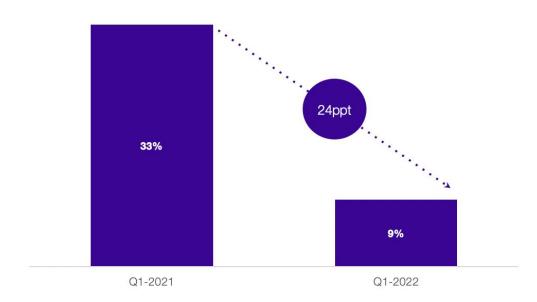
- Over 90% clinician utilisations rates in our most mature markets
- US utilisation has ramped up to almost 60% as our appointment volume increases to fill our existing clinician capacity
- And we expect to continue to drive improvements through cross-state licensing and economies of scale



# ...and Clinical Care Delivery Expense Margin is Reducing as

## Our Care Model Scales

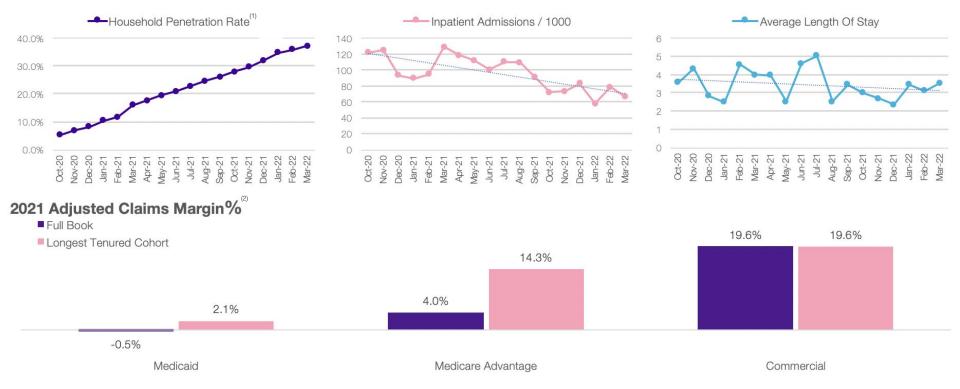
Clinical Care Delivery Expense Margin (1) (%)



- Over two-thirds reduction in Clinical Care Delivery Expense ratio year over year
- We expect our Clinical Care Delivery
   Expense ratio to continue to decline
   despite using engagement to drive
   down claims cost
- The decrease is driven by increased efficiency and improved utilisation as we scale up new contracts



# With Mature Cohorts We Are Beginning To See The Impact Of Up-Front Engagement, Efficiency and Scale



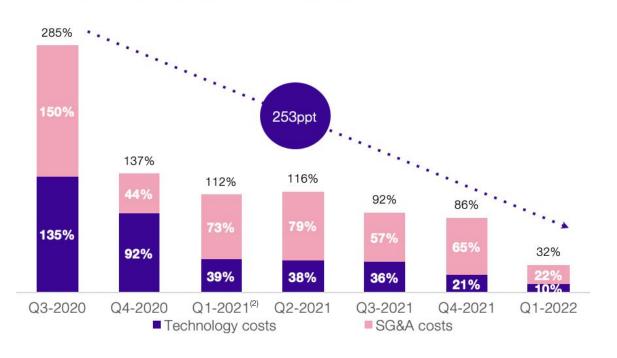
Notes: (1) Home State Health VBC household penetration, October 2020 to March 2022. Babylon defines household penetration as obtaining a sign up from at least one individual that lives in a household in its covered population, meaning at least one individual in the household has created a profile (through app or web registration) to generate a Babylon account. (2) Adjusted Claims Margin is 1 less Adjusted Claims Expense Ratio. Adjusted Claims Expense Ratio is Claims Expense divided by Value-based care Revenue, adjusted to exclude non-healthplan revenue and provider incentives, add estimated reinsurance recoveries, and adjust for prior period developments through April 30, 2022. See appendix slide titled 'Adjusted Claims Expense Ratio Reconciliation and Calculation of Claims Expense Ratio. Reconciliation and Adjusted Claims Margin in or Additional detail.



## Operational Leverage and Increased Scale Underpins the

## Route to Profitability...

Technology & SG&A costs as a % of revenue (unaudited)<sup>(1)</sup>



Operational leverage and scalability of digital platform underpins route to profitability

128ppt SG&A margin and 125ppt technology margin improvement since Q3 2020



# ...and Delivers Steady Margin Improvement





# **Scale is the Key** to Profitability

Illustrative examples of breakeven economics at scale (1)

#### Blended BCS & B360 Revenue (\$m)

_					
Blended Gross Margin	1,000	2,000	3,000	4,000	5,000
10.0%	(200)	(150)	(100)	(50)	0
12.5%	(175)	(100)	(25)	50	125
15.0%	(150)	(50)	50	150	250
17.5%	(125)	0	125	250	375
20.0%	(100)	50	200	350	500
Gradually increasing operating costs	300	350	400	450	500

- With the leverage in our model, we can keep growth in operating costs modest as we scale
- A combination of \$3-4bn of VBC revenue at 7.5-10% average gross margin, and \$150-200m of licensing revenue at ~90% margin could allow us to breakeven

Denotes illustrative breakeven or profitability



## **2022 Full-Year** Guidance<sup>(1)</sup>

### **Revenue Guidance**

Full year revenue guidance of \$1.0bn

### **Long Term Profitability Guidance**

Adjusted EBITDA and cash flow breakeven no later than 2025

### **Adjusted EBITDA Guidance**

Adjusted EBITDA guidance to be a maximum loss of \$(295)m at \$1.0bn revenue

### **Funding Guidance**

Sufficient cash to fund 2022, and continuing to pursue funding options for the long term<sup>(2)</sup>







## **Risk Factors Summary**

- We have a history of incurring losses, may not be able to achieve or maintain profitability, anticipate increasing expenses in the future and may require additional capital to support business growth. Additional financing may not be available on favorable terms or at all.
- Our historical operating results and dependency on further capital raising indicate substantial doubt exists related to our ability to continue as a going concern.
- · If we fail to effectively manage our growth, we may be unable to execute our business plan, adequately address competitive challenges, maintain our corporate culture or grow at the rates we historically have achieved or at all.
- · We may face intense competition, which could limit our ability to maintain or expand market share within our industry.
- Our existing customers may not continue or renew their contracts with us, or may renew at lower fee levels or decline to license additional applications and services from us, and significant reductions in members, per member per month (PMPM) fees, pricing or premiums under these contracts could occur due to factors outside our control.
- · We are dependent on our relationships with physician-owned entities and our business could be harmed if those relationships or our arrangements with our providers or our customers were disrupted.
- · Failure to maintain and expand a network of qualified providers could adversely affect our future growth and profitability.
- We may be unable to increase engagement of the individual members that interact with our platform, and even if we are successful in increasing member engagement, if are unable to realize the member healthcare cost savings that we expect, our future profitability could be adversely affected.
- · A significant portion of our revenue comes from a limited number of customers, and the loss of a material contract could adversely affect our business.
- The recognition of a portion of our revenue is subject to realizing healthcare cost savings and achieving quality performance metrics, and may not be representative of revenue for future periods.
- Our claims liability estimates for medical costs and expenses are uncertain and may not be adequate, and adjustments to our estimates may unfavorably impact our financial condition. If our estimates of the amount and timing of revenue recognized under our licensing agreements and value-based care agreements with health plans are materially inaccurate, our revenue recognition could be impacted.
- Our physician partners' failure to accurately, timely and sufficiently document their services could result in nonpayment for services rendered or allegations of fraud. Our records and submissions to a health plan may contain inaccurate or unsupportable information regarding risk adjustment scores of members.
- · Reimbursement rates paid by third-party payers or federal, state or foreign healthcare programs may be reduced, and third-party payers or government payers may restrain our ability to obtain or provide services to our members.
- Regulatory proposals directed at containing or lowering the cost of healthcare, including the ACO REACH model, and our participation in such proposed models, could impact our business and results of operations.
- The market for telemedicine is immature and volatile and our digital-first approach is relatively new and unproven.
- We may not be able to develop and release new solutions and services, or successful enhancements, new features and modifications to our existing solutions and services. Our proprietary solutions may not properly operate or interoperate with our customers' existing and future infrastructures.
- Our relatively limited operating history makes it difficult to evaluate our current business and future prospects.
- If we are unable to hire and retain talent to operate our business, we may not be able to grow effectively.
- Our growth depends in part on the success of our relationships with third parties.
- Our quarterly results may fluctuate significantly, adversely impacting the value of our Class A ordinary shares.
- Risks associated with our international operations, economic uncertainty, or downturns.



## **Risk Factors Summary** (Continued)

·Failure to adequately expand our direct sales force will impede our growth.

We may invest in or acquire other business and we may have difficulty integrating any such acquisitions successfully. We may also enter into collaborations and strategic alliances with third parties that may not result in the development of commercially viable solutions or the generation of significant future revenues.

·Our use of open-source software could adversely affect our ability to offer our solutions and subject us to possible litigation.

-Catastrophic events and man-made problems, and a pandemic, epidemic, or outbreak of an infectious disease, including the COVID-19 pandemic, could adversely affect our business.

Our sales and implementation cycle can be long and unpredictable and requires considerable time, expense and ongoing support, the failure of which may adversely affect our customer relationships.

-Failure to obtain or maintain insurance licenses or authorizations allowing our participation in risk- sharing arrangements with payers could subject us to significant penalties and adversely impact our operations.

-Foreign currency exchange rate fluctuations and restrictions could adversely affect our business.

·We operate in a heavily regulated industry, and we are subject to evolving laws and government regulations.

The changes in tax laws in different geographic jurisdictions could materially impact our business. We may be treated as a dual resident company for United Kingdom tax purposes. The applicability of tax laws on our business is uncertain and adverse tax laws could be applied to us or our customers.

We may be unable to sufficiently protect our intellectual property, and our ability to successfully commercialize our technology may be adversely affected. We may be subject to intellectual property infringement claims, medical liability claims or other litigation or regulatory investigations.

Certain of our software products could become subject to U.S. Food and Drug Administration (FDA) oversight, and certain of our products and operations are subject to medical device regulations.

-Cyberattacks, security breaches and other incidents, and other disruptions have compromised and could in the future compromise sensitive information and adversely affect our business and reputation. Our failure to comply with data privacy laws or to adequately secure the information we hold could result in significant liability or reputational harm. Any disruption of service at our third-party data and call centers or Amazon Web Services, or of third party infrastructure provider services, could interrupt our ability to serve customers, expose us to litigation and negatively impact our relationships with customers and members.

-The trading price of our Class A ordinary shares is volatile, and the value of our Class A ordinary shares may decline. An active trading market for our securities may not develop or be sustained. The dual class structure of our ordinary shares limits shareholders' ability to influence important transactions and has an unpredictable impact on the trading market for our Class A ordinary shares.

-Our status as an "emerging growth company" and a "foreign private issuer" may make our ordinary shares less attractive and affords less protection to our shareholders. We expect to lose our foreign private issuer status for 2022. As a "controlled company," we qualify for exemptions from certain corporate governance requirements.

·Our issuance of additional Class A ordinary shares will dilute all other shareholders. Future resales of our ordinary shares could cause the market price of our Class A ordinary shares to drop significantly, even if our business is doing well.

-We do not currently intend to pay dividends on our Class A ordinary shares. Some of our management team has limited experience managing a public company, and our management is required to devote substantial time to public company compliance.

If our remediation of our identified material weaknesses is not effective, or if we fail to develop an effective internal control system, our ability to produce timely and accurate financial statements or comply with applicable laws could be impaired.

-U.S. holders that own 10% or more of our equity interests may be subject to adverse U.S. federal income tax consequences. Our U.S. holders may suffer adverse tax consequences if we are classified as a "passive foreign investment company." The Internal Revenue Service may not agree that we are a non-U.S. corporation for U.S. federal income tax purposes.

-Our shareholder rights and responsibilities are governed by Jersey law, which differs materially from U.S. companies' shareholders rights and responsibilities. It may be difficult to enforce a U.S. judgment or to assert U.S. securities law claims outside of the United States.

-The other matters described in the "Risk Factors" section of our Annual Report on Form 20-F, filed with the SEC on March 30, 2022, and our other SEC filings.





# Adjusted EBITDA Reconciliation and Calculation of Adjusted EBITDA Margin



	EV2010	EV2020	EV0001
IFRS Loss for the Period	<b>FY2019</b> (140,287)	<b>FY2020</b> (188,030)	<b>FY2021</b> (374,511)
	(140,201)	(100,000)	(374,311)
Adjustments to calculate EBITDA:			
Depreciation and amortization	2,496	14,487	35,004
Finance costs and income	101	3,920	13,965
Tax provision/(benefit)	(5,559)	4,639	(1,474)
EBITDA	(143,249)	(164,984)	(327,016)
Adjustments to calculate Adjusted EBITDA:			
Recapitalization transaction expense	-	-	148,722
Share-based compensation	7,966	9,557	46,307
Change in fair value of warrant liabilities	-	-	(27,811)
Gain on remeasurement of equity interest	-	-	(10,495)
Gain on sale of subsidiary	-	-	(3,917)
Impairment expense	-	6,436	941
Exchange (gain) / loss	(17,075)	2,836	(868)
Adjusted EBITDA	(152,358)	(146,155)	(174,137)
Calculation of Adjusted EBITDA margin:			
Adjusted EBITDA	(152,358)	(146,155)	(174,137)
IFRS Revenue	16,034	79,272	322,921
Adjusted EBITDA margin (%)	(950.2)%	(184.4)%	(53.9)%
Adjusted EDITEA Margin (70)	(330.2) /0	(104.4)/0	(33.3) 70



# Adjusted Claims Expense Ratio Reconciliation and Calculation of Claims Expense Ratio, Claims Margin and Adjusted Claims Margin

We believe that Adjusted Claims Expense Ratio and Adjusted Claims Margin are useful metrics for investors to understand and evaluate our operating results and ongoing profitability because they permit investors to evaluate our Claims Expense as a percentage of our Value-based care revenue. We believe that these metrics provide useful measures for period-to-period comparisons of our business. Babylon's management team uses these measures in assessing Babylon's performance, as well as in planning and forecasting future periods. These non-IFRS financial measures are not computed according to IFRS, and the methods we use to compute them may differ from the methods used by other companies. Adjusted Claims Expense Ratio and Adjusted Claims Margin have certain limitations, and you should not consider them in isolation or as a substitute for analysis of our results of operations as reported under IFRS. The following table presents a calculation of our Claims Expense Ratio, Claims Margin and Adjusted Claims Margin and a reconciliation of Adjusted Claims Expense Ratio from Claims Expense Ratio, the most directly comparable IFRS measure, for the twelve months ended December 31, 2021 based on information available through April 30, 2022.

	2021
Value-based care Revenue	\$220.9
Claims Expense	\$219.6
Claims Expense Ratio	99.4%
Claims Margin	0.6%
Net Adjustments	
Net adjustments to Claims Expense Ratio	-2.0%
Restated (Non-IFRS)	
Adjusted Claims Expense Ratio	97.4%
Adjusted Claims Margin	2.6%
Adjusted Claims Expense Ratio (Non-IFRS) By LOB	
Medicaid	100.5%
Medicare Adv.	96.0%
Commercial	80.4%
Adjusted Claims Margin (Non-IFRS) By LOB	
Medicaid	-0.5%
Medicare Adv.	4.0%
Commercial	19.6%

Definitions	
Adjusted Claims Expense Ratio	The Adjusted Claims Expense Ratio is the Claims Expense divided by the Value-based care Revenue, adjusted to exclude non-healthplan revenue and provider incentives, add estimated reinsurance recoveries, and adjust for prior period developments.
Adjusted Claims Margin	Adjusted Claims Margin is 1 less Adjusted Claims Expense Ratio.
Adjustments	
Exclude non-healthplan revenue	In order to arrive at Adjusted Claims Expense Ratio, all non-healthplan revenue including MSO and TPA fees were excluded.
Exclude provider incentives	In order to arrive at Adjusted Claims Expense Ratio, all provider incentive related expenses including payments for annual wellness visits were excluded.
Add estimated reinsurance recoveries	These adjustments capture expected future reinsurance recoveries that are related to prior periods but were not yet reflected in SEC reported data. Estimates are based on analysis of claims data and historical recoveries.
Prior period developments	This consists of adjustments booked in the current and prior periods which relate to prior period dates of service. We map these amounts back to the period in which they belong or were incurred to illustrate the underlying performance trend.

