



Nasdaq: DRCT

AdTech Platform Focused on Middle Market

Investor Presentation
January 2026



Disclaimer



Cautionary Note Regarding Forward-Looking Statements

This presentation contains forward-looking statements within the meaning of federal securities laws that are subject to certain risks, trends and uncertainties. We use words such as "could," "would," "may," "might," "will," "expect," "likely," "believe," "continue," "anticipate," "estimate," "intend," "plan," "project" and other similar expressions to identify forward-looking statements, but not all forward-looking statements include these words. All of our forward-looking statements involve estimates and uncertainties that could cause actual results to differ materially from those expressed in or implied by the forward-looking statements. Accordingly, any such statements are qualified in their entirety by reference to the information described under the caption "Risk Factors" and elsewhere in our most recent Annual Report on Form 10-K (the "Form 10-K") and subsequent periodic and/or current reports filed with the Securities and Exchange Commission (the "SEC").

The forward-looking statements contained in this presentation are based on assumptions that we have made in light of our industry experience and our perceptions of historical trends, current conditions, expected future developments and other factors we believe are appropriate under the circumstances. As you read and consider this presentation, you should understand that these statements are not guarantees of performance or results. They involve risks, uncertainties (many of which are beyond our control) and assumptions.

Although we believe that these forward-looking statements are based on reasonable assumptions, you should be aware that many factors could affect our actual operating and financial performance and cause our performance to differ materially from the performance expressed in or implied by the forward-looking statements. We believe these factors include, but are not limited to, the following: the restrictions and covenants imposed upon us by our credit facilities; the substantial doubt about our ability to continue as a going concern, which may hinder our ability to obtain future financing; our ability to secure additional financing to meet our capital needs; our ineligibility to file short-form registration statements on Form S-3, which may impair our ability to raise capital; our failure to satisfy applicable listing standards of the Nasdaq Capital Market resulting in a potential delisting of our common stock; costs, risks and uncertainties related to restatement of certain prior period financial statements; any significant fluctuations caused by our high customer concentration; risks related to non-payment by our clients; reputational and other harms caused by our failure to detect advertising fraud; operational and performance issues with our platform, whether real or perceived, including a failure to respond to technological changes or to upgrade our technology systems; restrictions on the use of third-party "cookies," mobile device IDs or other tracking technologies, which could diminish our platform's effectiveness; unfavorable publicity and negative public perception about our industry, particularly concerns regarding data privacy and security relating to our industry's technology and practices, and any perceived failure to comply with laws and industry self-regulation; our failure to manage our growth effectively; the difficulty in identifying and integrating any future acquisitions or strategic investments; any changes or developments in legislative, judicial, regulatory or cultural environments related to information collection, use and processing; challenges related to our buy-side clients that are destination marketing organizations and that operate as public/private partnerships; any strain on our resources or diversion of our management's attention as a result of being a public company; the intense competition of the digital advertising industry and our ability to effectively compete against current and future competitors; any significant inadvertent disclosure or breach of confidential and/or personal information we hold, or of the security of our or our customers', suppliers' or other partners' computer systems; as a holding company, we depend on distributions from Direct Digital Holdings, LLC ("DDH LLC") to pay our taxes, expenses (including payments under the Tax Receivable Agreement) and any amount of any dividends we may pay to the holders of our common stock; the fact that DDH LLC is controlled by DDM, whose interest may differ from those of our public stockholders; any failure by us to maintain or implement effective internal controls or to detect fraud; and other factors and assumptions discussed in our Form 10-K and subsequent periodic and current reports we may file with the SEC.

Should one or more of these risks or uncertainties materialize, or should any of these assumptions prove to be incorrect, our actual operating and financial performance may vary in material respects from the performance projected in these forward-looking statements. Further, any forward-looking statement speaks only as of the date on which it is made, and except as required by law, we undertake no obligation to update any forward-looking statement contained in this press release to reflect events or circumstances after the date on which it is made or to reflect the occurrence of anticipated or unanticipated events or circumstances, and we claim the protection of the safe harbor for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995. New factors that could cause our business not to develop as we expect emerge from time to time, and it is not possible for us to predict all of them. Further, we cannot assess the impact of each currently known or new factor on our results of operations or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements.

Direct Digital Holdings



Leading advertising and marketing technology platform combining *cutting-edge sell-side and buy-side advertising solutions* to enhance performance and reach **for brands, agencies, and publishers**



Founder-led, technology platform that assists companies buy and sell media to deliver ROI



Exceeding the demands of the underserved middle market and penetrating multicultural audiences



Accelerated organic growth and operational playbook going forward



Top performing diverse-owned supplier helping brands, agencies, and consultancy partners reach diverse, multicultural audiences and meet their social DEI objectives and budget commitments across our media and advertising technology platforms



Ninth black-owned company to go public in the U.S.¹

¹Based on third-party research of initial public offerings in the U.S. capital markets between 1985–2022.



Direct Digital
Holdings

Colossus SSP® Orange 142®

Buy-Side Platform



A Direct Digital Holdings Company

Approach

- *Responsible for buying media for clients to drive ROI*

Capabilities

- *Digital Marketing*
- *SEO / SEM*
- *Media Planning & Buying*
- *Digital Performance Audits*
- *Analytics Configuration*
- *Website Design & Development*
- *Consulting Service Partner*
- *White Label Partner*
- *About 220 customers with 5+ year average tenure for top 20 customers*

Sell-Side Platform



A Direct Digital Holdings Company

Approach

- *Automated sale of ad inventory between advertisers and agencies leveraging proprietary technology*
- *Leverage programmatic buying to reach multi-cultural and general market audience through a diverse owned supplier platform*

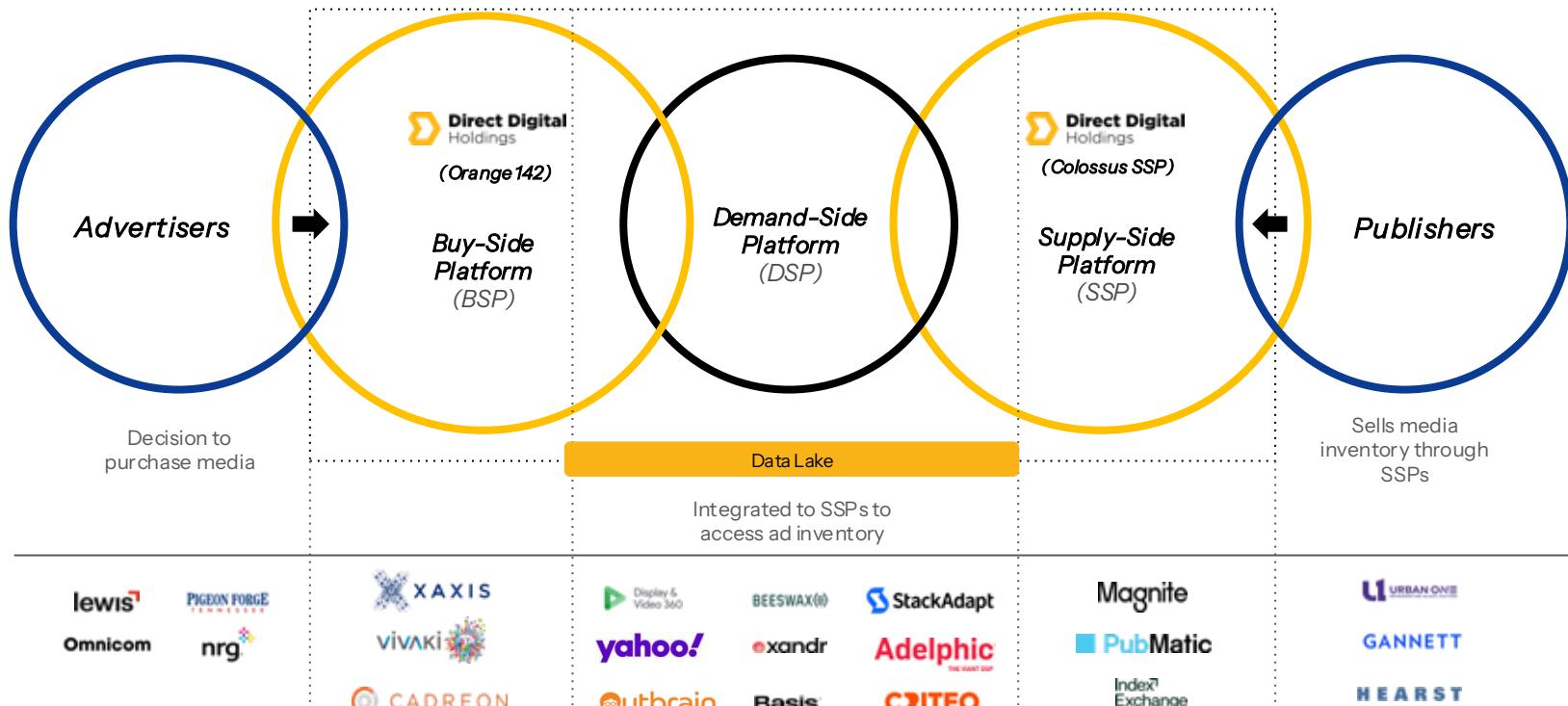
Capabilities*

- *199+ billion monthly impressions*
- *26,000 media properties*
- *183,000 average monthly advertisers*

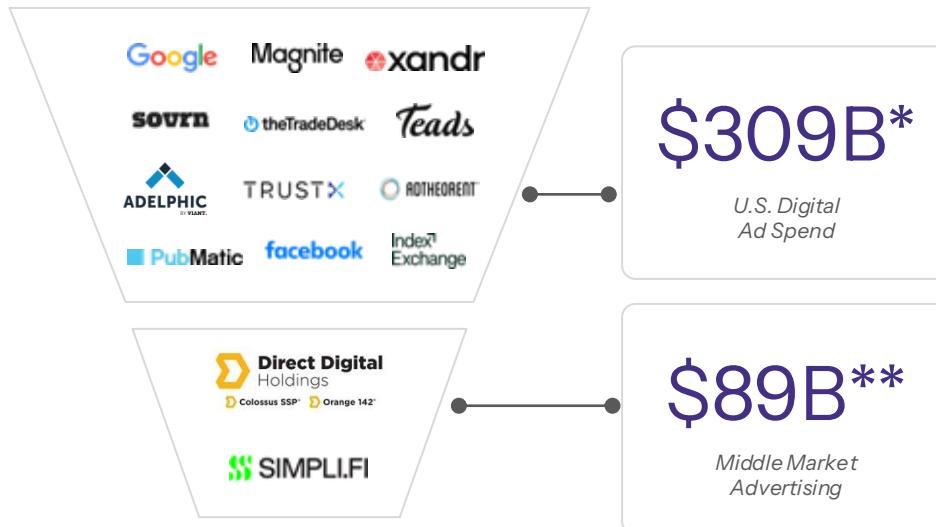
*YTD through 9/30/25

Digital Advertising Built for Everyone

Comprehensive Strategy and Offerings to Meet Diverse Client Needs



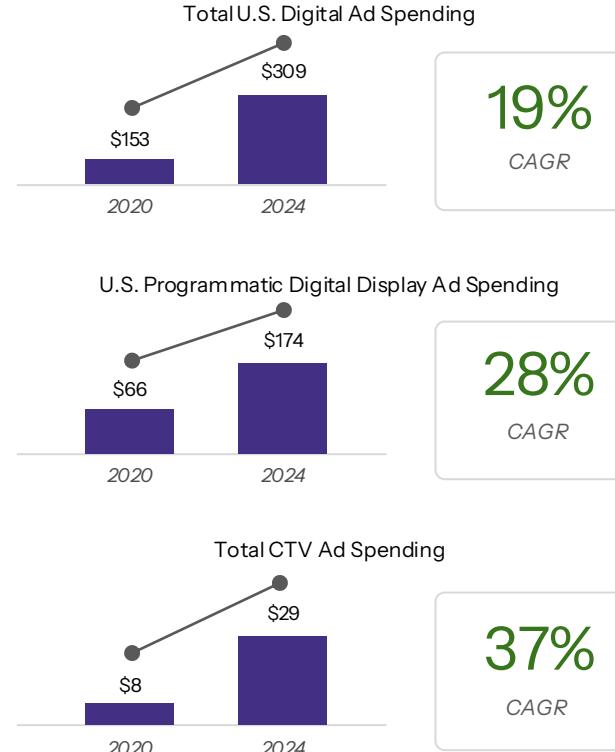
Massive, Underserved Addressable Digital Advertising Market With Strong Tailwinds



Middle Market is vast and highly fragmented

*Source: eMarketer - 2024 statistic

**Source: BIA —Market size is based on 2025E and includes digital advertising spend only.



Why Advertisers Choose DDH



Measurable & Superior ROI



Broad Reach
199+ billion monthly impressions



Access to Unique Multicultural Audiences

REPRESENTATIVE BUY-SIDE CUSTOMERS



USC Marshall
School of Business



PIGEON FORGE
TENNESSEE

VISIT
Atlantic City
NEW JERSEY



EMORY



COMCAST



Disney



JPMORGAN
CHASE & CO.



Google

REPRESENTATIVE SELL-SIDE CUSTOMERS

Why Publishers Choose DDH



Blue Chip & Middle
Market Advertiser Base
Quality advertisers



High
Marketplace Volume



Superior
Monetization



Full Funnel
Digital Platform
CTV/OTT, video, display,
audio & native

REPRESENTATIVE MULTICULTURAL PUBLISHERS

**BLACK
ENTERPRISE**

Newsweek

**Digital
Turbine**

Townhall

BLAVITY

latinon

LA NACION

**SHE
MEDIA**

EBONY

REPRESENTATIVE GENERAL MARKET PUBLISHERS

NBCUniversal

PMC

minute media

MEDIAVINE

daily dot

crunchyroll

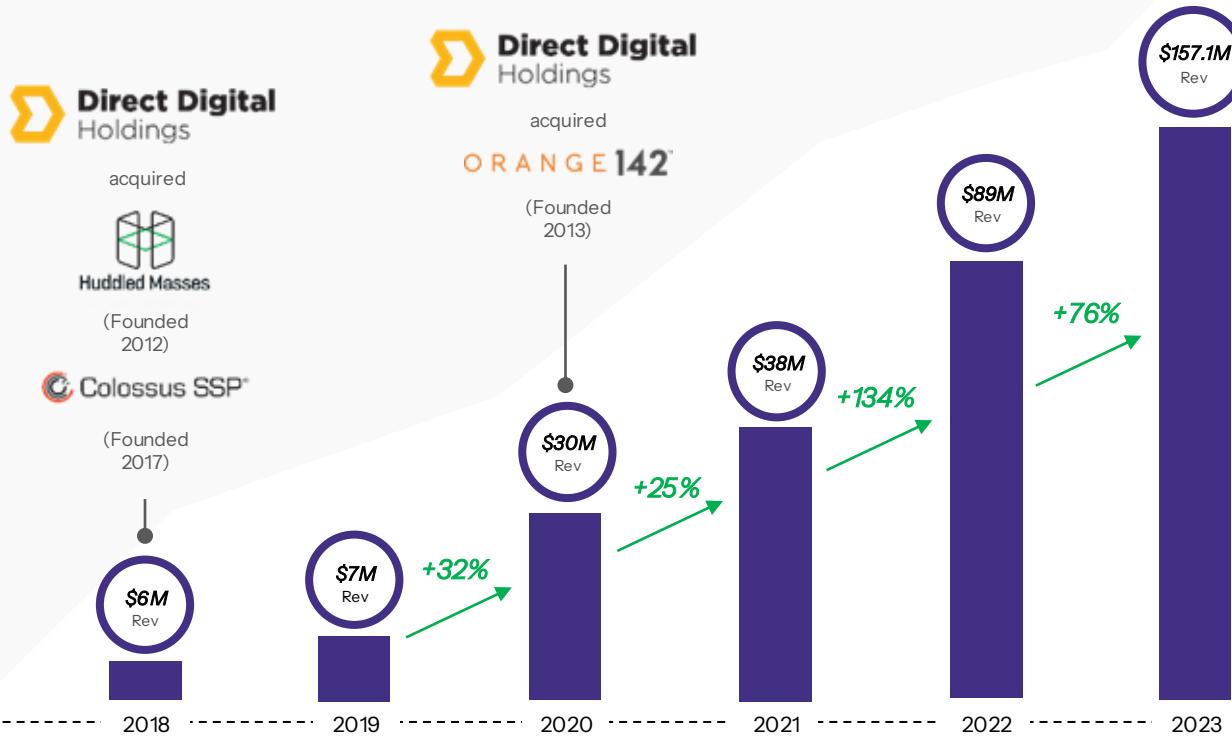
GourmetAds™
food & wine advertising online

timehop

FRONT STORY.

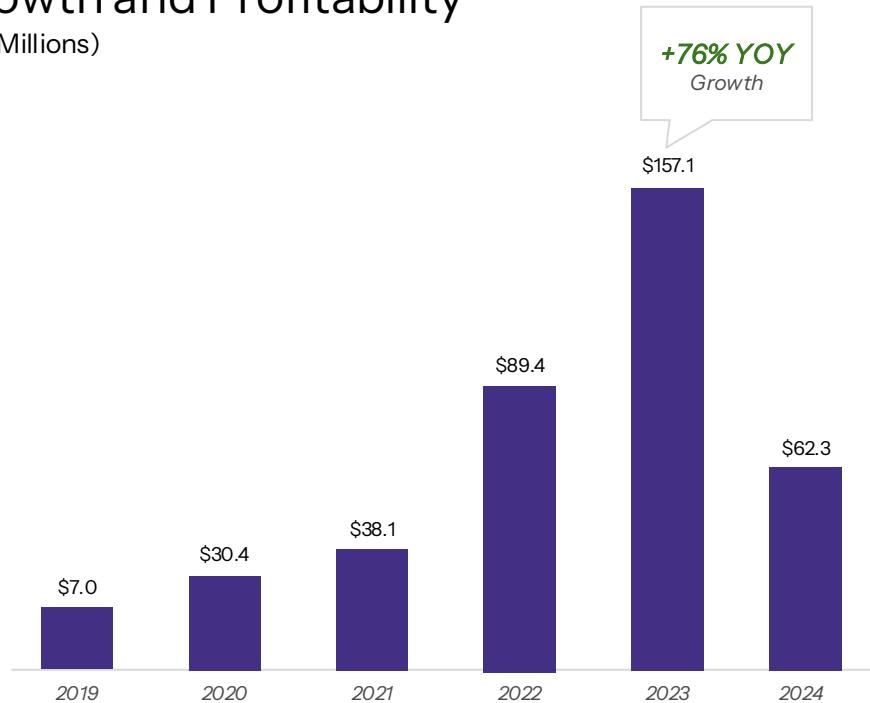
Strong Track Record Driving ROI for Clients and Diverse Publishers

Direct Digital *drove consistent double-digit revenue growth* from its founding in 2018 through fiscal year 2023



Revenue Dip in 2024: Now Executing Clear Strategy to Return to Growth and Profitability

(\$ in Millions)



2023

Organic Growth Initiatives Drove Revenue Increase of +76%

- Sell-side contributed \$122.4 million, or growth of 104% YoY
- Buy-side contributed \$34.7 million or growth of 18% YoY

2024

Key sell-side customer paused engagement

- Connections with customers have resumed with revenues returning toward pre-pause levels

2025 – Beyond

Executing on strategy to return to revenue growth

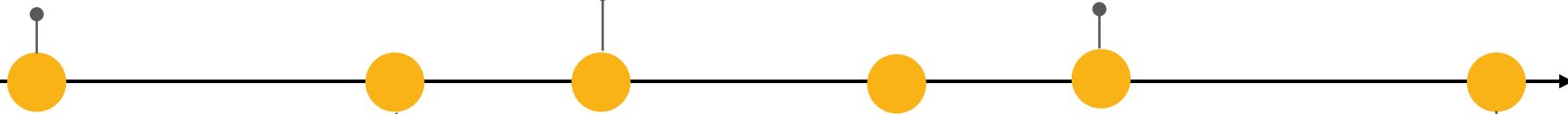
RESPONSE & REBUILD 2024 – PRESENT



December 2023

White Diamond Research publishes false and defamatory short report

Direct Digital Holdings files lawsuit against White Diamond Research



May 2024

Adalytics publishes false and defamatory blog post

Trade Desk (through its connection via Bidswitch) pauses relationship

Colossus SSP files lawsuit against Adalytics for defamation, injurious falsehood and false advertising

October 2024

Announced \$20 million Equity Reserve Facility with New Circle Principal Investments LLC to expand the Company's technology and strategic capabilities

November 2024

Direct Digital Holdings implements optimization strategy, diversifies revenue streams and conducts cost savings review to establish a more efficient business model

November 2024

Direct Digital Holdings unifies its buy-side businesses, Orange 142 and Huddled Masses, under the Orange 142 brand

Unification enables shared resources, operating efficiencies, and a more integrated market approach

November 2024

Direct Digital Holdings launches Colossus Connections

Optimize supply path efficiency for advertisers through streamlined, direct connections with top demand-side platforms for a more efficient, cost-effective, and impactful programmatic ecosystem

Colossus Connections Direct Integration Strategy



- Direct integrations optimize supply path efficiency for advertisers through streamlined, direct connections with top demand-side platforms (DSPs) for a ***more efficient, cost-effective, and impactful programmatic ecosystem***
- ***Colossus Connections enables*** the sell-side platform, Colossus SSP, to establish direct integrations with leading DSPs, ***reducing intermediaries and enhancing transparency and control for advertisers***
- Consolidating the pathways between buyers and sellers gives advertisers ***a clearer view of their media supply chain***, for ***more meaningful engagement and outcomes***.

Colossus SSP has onboarded ***two of the top 10 DSP partners via direct connections*** with all expected to go live in 2025; currently able to ***access 20% of top 10 DSPs directly***

Financial Performance

Key Q3 2025 Highlights



\$0.6M

Sell-Side Revenue

\$8.0M

Total Revenue

\$7.3M

Buy-Side Revenue

192B

Average Monthly Impressions Processed

\$(5.0M)

Net Loss

\$(3.0M)

Adjusted EBITDA⁽¹⁾

(1) Adjusted EBITDA is a non-GAAP financial measure, see reconciliation at the end of the presentation.

Key YTD 2025 Highlights (as of September 30, 2025)



\$5.2M

Sell-Side Revenue

\$26.3M

Total Revenue

\$21.1M

Buy-Side Revenue

199B

Average Monthly Impressions Processed

\$(15.1M)

Net Loss

\$(7.4M)

Adjusted EBITDA⁽¹⁾

20%

Decrease in Operating Expense

(1) Adjusted EBITDA and Adjusted Operating Expense are non-GAAP financial measures, see reconciliation at the end of the presentation.

Select Financial Metrics



	2022	2023	2024	Q1 2025	Q2 2025	Q3 2025
Revenue Mix						
Buy-Side	33%	22%	43%	75%	76%	92%
Sell-Side	67%	78%	57%	25%	24%	8%
	100%	100%	100%	100%	100%	100%
Gross Margin						
Buy-Side	64%	60%	59%	49%	51%	41%
Sell-Side	16%	14%	4%	(30%)	(15%)	(127%)
Overall	32%	24%	28%	29%	35%	28%
Operating Expenses	24%	25%	49%	77%	59%	77%
Operating Income Margin	8%	(1%)	(21%)	(48%)	(24%)	(49%)
Adjusted EBITDA Margin	11%	2%	(15%)	(37%)	(14%)	(37%)

Awards & Recognition

Direct Digital Holdings is a Recognized Industry Leader



Appendix

Founder-Led Management Team



EXECUTIVE TEAM



Mark Walker
*Co-Founder,
Chairman &
Chief Executive
Officer*



Keith Smith
*Co-Founder,
Director &
President*



Diana Diaz
*Chief Financial
Officer*



Anu Pillai
*Chief Technology
Officer*



**Maria Vilchez
Lowrey**
*Chief Growth
Officer*

Prior Experience



BOARD OF DIRECTORS



Tonie Leatherberry
Independent Director



Richard Cohen
Independent Director



Misty Locke
Independent Director



How Ad Tech Companies Make Money



Flow \$1.00 of ad space spend through the ad tech ecosystem

— Direct Digital Core Competency



Direct Digital Buy-Side and Sell-Side platforms give the Company the ability to participate in multiple steps of the transaction within the same ad spend.

Non-GAAP Financial Measures

In addition to our results determined in accordance with U.S. generally accepted accounting principles ("GAAP"), including, in particular operating income (loss), net cash provided by (used in) operating activities, and net income (loss), we believe that certain non-GAAP financial measures are useful in evaluating our performance, specifically: earnings before interest, taxes, depreciation and amortization ("EBITDA"), as adjusted for derecognition and revaluation of tax receivable agreement liability, commitment shares and expenses for the Equity Reserve Facility, loss on early termination of line of credit, and stock-based compensation ("Adjusted EBITDA") and operating expenses, excluding certain unusual items such as non-recurring publisher payments and non-recurring compliance costs ("Adjusted Operating Expenses"). The most directly comparable GAAP measure to Adjusted EBITDA is net income (loss) and to Adjusted Operating Expenses is operating expenses.

In addition to operating income (loss) and net income (loss), we use Adjusted EBITDA and Adjusted Operating Expenses as measures of operational efficiency. We believe that these non-GAAP financial measures are useful to investors for period-to-period comparisons of our business and in understanding and evaluating our operating results for the following reasons:

- *Adjusted EBITDA is widely used by investors and securities analysts to measure a company's operating performance without regard to items such as depreciation and amortization, interest expense, provision for income taxes, stock-based compensation and derecognition and revaluation of tax receivable agreement liability and certain one-time items such as acquisition transaction costs, losses from early termination or redemption of credit agreements and costs for the Equity Reserve Facility that can vary substantially from company to company depending upon their financing, capital structures and the method by which assets were acquired;*
- *Our management uses Adjusted EBITDA in conjunction with GAAP financial measures for planning purposes, including the preparation of our annual operating budget, as a measure of operating performance and the effectiveness of our business strategies and in communications with our board of directors concerning our financial performance;*
- *Our management uses Adjusted Operating Expenses to manage decisions regarding cost reduction efforts and our overall expenditures; and*
- *Adjusted EBITDA and Adjusted Operating Expenses provides consistency and comparability with our past financial performance, facilitates period-to-period comparisons of operations, and also facilitates comparisons with other peer companies, many of which use similar non-GAAP financial measures to supplement their GAAP results.*

Our use of non-GAAP financial measures has limitations as an analytical tool, and you should not consider it in isolation or as a substitute for analysis of our financial results as reported under GAAP. The following tables present a reconciliation of Adjusted EBITDA to net income (loss) and Adjusted Operating Expenses to Operating Expenses for each of the periods presented.

Reconciliation of Net Income (Loss) to adjusted earnings before interest, taxes, depreciation, and amortization (EBITDA)



	Three Months Ended		Nine Months Ended	
	September 30, 2025	September 30, 2024	September 30, 2025	September 30, 2024
Net loss:	\$ (5,000)	\$ (6,377)	\$ (15,136)	\$ (13,338)
Add back (deduct):				
Interest expense	1,104	1,413	4,739	4,068
Amortization of intangible assets	488	488	1,465	1,465
Stock-based compensation	374	149	1,079	811
Depreciation and amortization	71	67	215	205
Expenses for Equity Reserve Facility	-	-	198	-
Income tax benefit	-	6,606	-	6,132
Derecognition of tax receivable agreement liability	-	(5,201)	-	(5,201)
(Adjusted EBITDA	\$ (2,963)	\$ (2,855)	\$ (7,440)	\$ (5,858)



Thank you.

