



**CORE SCIENTIFIC**

# INVESTOR AND ANALYST DAY

June 12, 2024

Denton, TX



## FORWARD-LOOKING STATEMENTS

This presentation contains “forward-looking statements” within the meaning of the “safe harbor” provisions of the Private Securities Litigation Reform Act of 1995, including but not limited to, statements regarding projections, estimates and forecasts of revenue and other financial and performance metrics, projections of market opportunity and expectations, the Company’s ability to scale and grow its business, source clean and renewable energy, the advantages and expected growth of the Company and the Company’s ability to source and retain talent. You can identify forward-looking statements by the fact that they do not relate strictly to historical or current facts. These statements may include words such as “aim,” “estimate,” “plan,” “project,” “forecast,” “goal,” “intend,” “will,” “expect,” “anticipate,” “believe,” “seek,” “target” or other similar expressions that predict or indicate future events or trends or that are not statements of historical matters. All forward looking statements are subject to risks and uncertainties that may cause actual results to differ materially, including: our ability to earn digital assets profitably and to attract customers for our hosting capabilities; our ability to maintain our competitive position as digital asset networks experience increases in total network hash rate; our ability to raise additional capital to continue our expansion efforts or other operations; our need for significant electric power and the limited availability of power resources; the potential failure in our critical systems, facilities or services we provide; the physical risks and regulatory changes relating to climate change; potential significant changes to the method of validating blockchain transactions; our vulnerability to physical security breaches, which could disrupt our operations; a potential slowdown in market and economic conditions, particularly those impacting the blockchain industry and the blockchain hosting market; the identification of material weaknesses in our internal control over financial reporting; price volatility of digital assets and bitcoin in particular; the “halving” of rewards available on the Bitcoin network, or the reduction of rewards on other networks, affecting our ability to generate revenue as our customers may not have an adequate incentive to continue mining and customers may cease mining operations altogether; the potential that insufficient awards from digital asset mining could disincentivize transaction processors from expending processing power on a particular network, which could negatively impact the utility of the network and further reduce the value of its digital assets; the requirements of our existing debt agreements for us to sell our digital assets earned from mining as they are received, preventing us from recognizing any gain from appreciation in the value of the digital assets we hold; potential changes in the interpretive positions of the SEC or its staff with respect to digital asset mining firms; the increasing likelihood that U.S. federal and state legislatures and regulatory agencies will enact laws and regulations to regulate digital assets and digital asset intermediaries; increasing scrutiny and changing expectations with respect to our ESG policies; the effectiveness of our compliance and risk management methods; the adequacy of our sources of recovery if the digital assets held by us are lost, stolen or destroyed due to third-party digital asset services; the effects of our emergence from bankruptcy on our financial results, business and business relationships; and our substantial level of indebtedness and our current liquidity constraints affecting our financial condition and ability to service our indebtedness. Any such forward-looking statements represent management’s estimates and beliefs as of the date of this presentation. While we may elect to update such forward-looking statements at some point in the future, we disclaim any obligation to do so, even if subsequent events cause our views to change. Year over year comparisons are based on the combined results of Core Scientific and its acquired entities.

Although the Company believes that in making such forward-looking statements its expectations are based upon reasonable assumptions, such statements may be influenced by factors that could cause actual outcomes and results to be materially different from those projected. The Company cannot assure you that the assumptions upon which these statements are based will prove to have been correct. Additional important factors that may affect the Company’s business, results of operations and financial position are described from time to time in the Company’s Annual Report on Form 10-K for the year ended December 31, 2023, Quarterly Reports on Form 10-Q and the Company’s other filings with the Securities and Exchange Commission. The Company does not undertake any obligation to update or revise any forward-looking statement, whether as a result of new information, future events or otherwise, except as may be required by applicable law.

## NON-GAAP FINANCIAL MEASURES

This presentation also contains non-GAAP financial measures as defined by the SEC rules, including Adjusted EBITDA and adjusted earnings (loss) per diluted share. The Company believes that these non-GAAP measures of financial results provide useful information to management and investors regarding certain financial and business trends relating to the Company's financial condition and results of operations. The Company's management uses certain of these non-GAAP measures to compare the Company's performance to that of prior periods for trend analyses and for budgeting and planning purposes. The Company urges investors not to rely on any single financial measure to evaluate its business.

# Agenda

Topic	Time	Presenter
Welcome and Intro	11:15 – 11:20	Steve Gitlin, SVP IR
Growth Strategy	11:20 – 11:40	Adam Sullivan, CEO
Financial Positioning	11:40 – 12:00	Denise Sterling, CFO
Lunch	12:00 – 12:15	All
A New Vision for Digital Infrastructure	12:15 – 1:00	Matt Brown, COO
Q&A and Closing	1:00 – 1:30	Team

# Today's Speakers



**Adam Sullivan**  
CEO



**Denise Sterling**  
CFO



**Matt Brown**  
COO



## Our Objectives For Today

### Explain

mechanics and key terms  
of our 200 MW CoreWeave  
agreements



### Communicate

broader market  
opportunity for HPC and  
value of our remaining  
300MW



### Demonstrate

how we are executing our  
HPC build-out and  
strategy



### Outline

our clear path for near-  
and long-term value  
creation





# GROWTH STRATEGY

Adam Sullivan | Chief Executive Officer

Joined in 2023

Previously Managing Director and Head of Digital Assets and Infrastructure at XMS Capital Partners

Oversaw more than \$5 billion of transactions, including Core Scientific's business combination with XPDI in 2021



# Core Scientific energizes high-value compute through two businesses

Eight high-power data centers in five U.S. states employing proprietary tech stack  
*firmware, fleet management and energy management*

## Bitcoin Mining

- Operate owned fleet of ~173,000 bitcoin miners producing 20.4 EH/s of hash rate<sup>1</sup>
- Average miner energy efficiency 24.23 J/TH<sup>1</sup>
- 2024 goal of 21.8 EH/s
- Currently sell bitcoin rewards for USD

## Hosting

- Bitcoin miners:
  - Operate ~51,000 client-owned bitcoin miners producing 5.7 EH/s hash rate<sup>1</sup>
- High-performance computing (HPC):
  - Now hosting CoreWeave's NVIDIA servers at 16MW data center in Austin, Texas
  - Plan to host thousands more GPUs to support HPC and AI compute

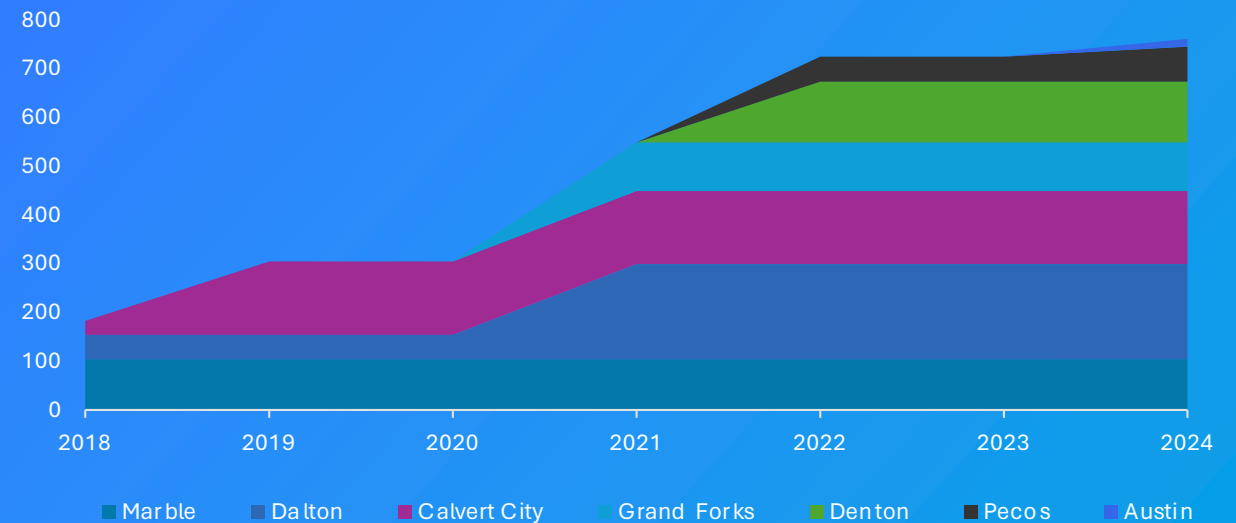
1. As of 5/31/24

# The Beginning

- Founders began small scale mining in 2012
- Sought sites with abundant reliable & affordable power, connectivity, vacant land or existing buildings, economic incentives, water
- Purchased Marble, NC site in 2017
- Over-designed our powered shells for BTC mining infrastructure and fiber connections based on data center requirements
- Rented excess capacity to hosting clients

## Infrastructure Growth

Operational MW

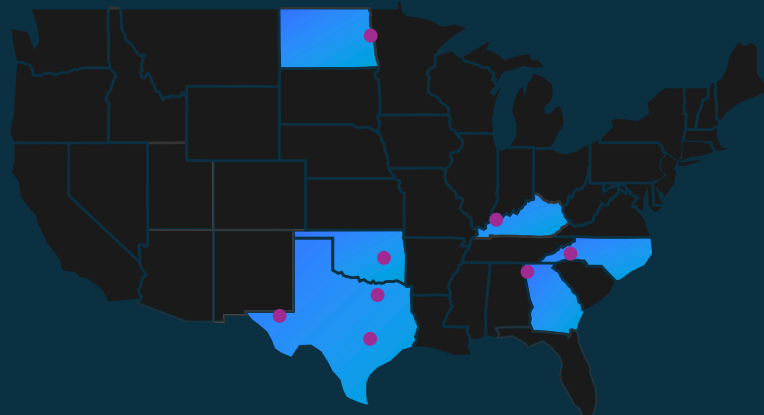


## Milestones

- First industrial crypto miner to reach 100MW, 200MW, 500MW, 700 MW
- 2019 to 2022 — Hosted CoreWeave GPUs
- 2019 — built Tier 3 data center within Dalton 1 to house and operate NVIDIA DGX systems
- 2021 — significantly expanded self-mining fleet



We design and build  
application-specific  
digital infrastructure



760  
Operational Megawatts

<sup>1</sup> 72 MW expansion underway

<sup>2</sup> 200 MW expansion planned for 2025-2027; includes 21MW for opportunistic mining using prior generation miners



Marble, NC  
104 MW



Dalton 1, GA  
50 MW



Dalton 3, GA  
145 MW



Grand Forks, ND  
100 MW



Calvert City, KY  
150 MW



Denton, TX  
125 MW<sup>1</sup>

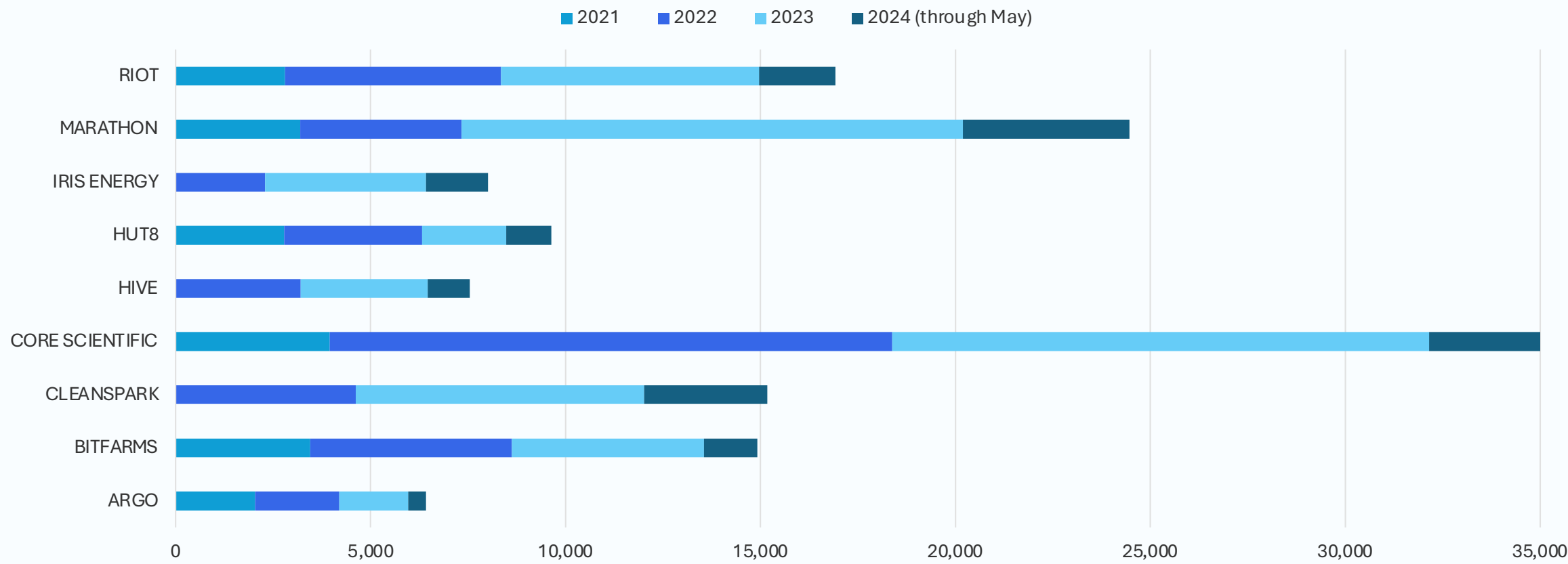


Austin, TX  
16 MW



Pecos, TX  
71 MW<sup>2</sup>

# Highest public company bitcoin production in North America



All bitcoin production and Hashrate data from company press releases; data as of May 31, 2024.  
Represents self-mined BTC and excludes customer mined BTC

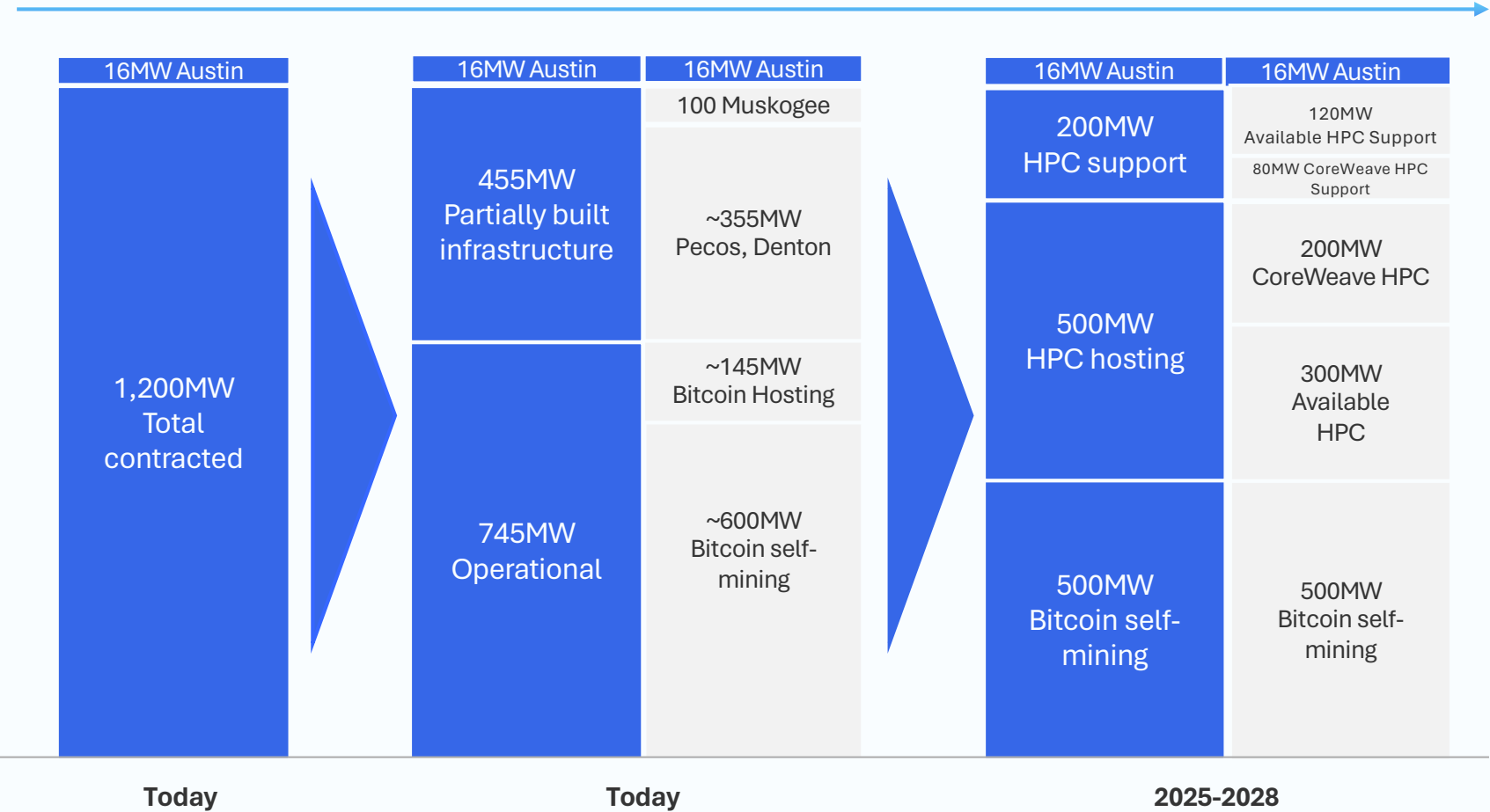


# Core Scientific

transforms energy into high-value compute with superior efficiency at scale



# Reallocating 1,200 MW contracted power portfolio to maximize shareholder value



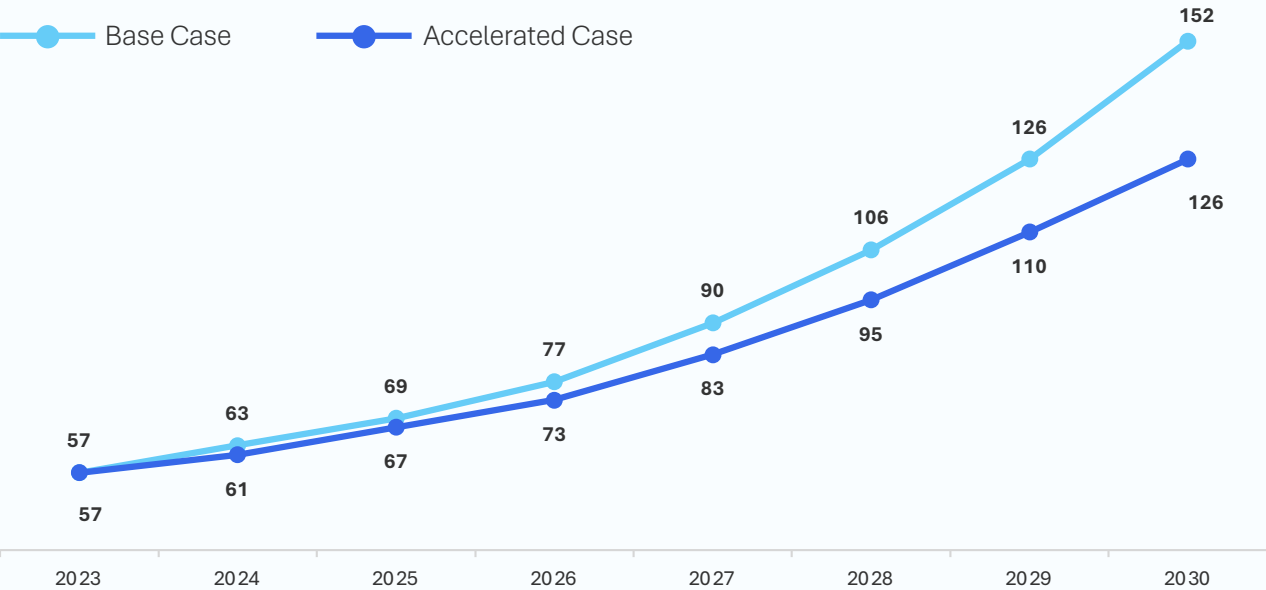
- Contracted power:** allocated and approved by utilities for our use only
- Partially built infrastructure:** infrastructure begun but not completed
- Operational infrastructure:** powered infrastructure in use at our sites
- HPC support:** powered infrastructure necessary to support HPC facility systems
- HPC hosting:** powered infrastructure directly supporting GPUs



# HPC strategy addresses extensive and rapidly growing market

Core Scientific is uniquely positioned to capitalize on strong and sustained demand for high-power data center capacity

Estimated global data center demand (GW, incremental to 2023)<sup>1</sup>



<sup>1</sup> KKR | Insights, February 2024

## Industry Tailwinds



GenAI has resulted in a wave of companies building and iterating on **large, compute-intensive models**



Consumer content from **social media apps** has generated **large amounts of content** requiring storage



Training and then running live inference on generative models **require significant new data center capacity**

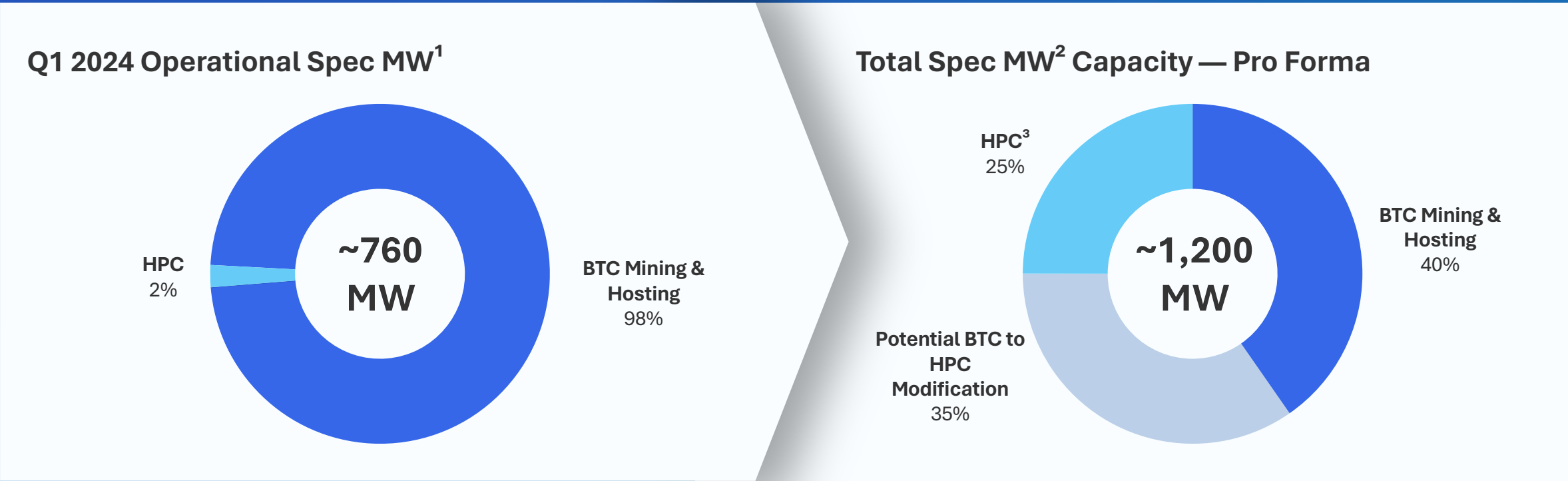


Significant **demand from non-Hyperscaler buyers as well**



Pandemic-fueled **needs for remote working environments** has fueled cloud migration acceleration early on

# HPC hosting complements current business model with expected stable, long-term and high margin revenue



1. Reflects 745 MW of owned and operated BTC mining infrastructure, plus 16 MW of leased operating capacity at the Austin data center  
2. ~1,200 MW reflects existing operating MW capacity plus estimated expansion at existing owned sites, “Potential BTC to HPC Modification” reflects sites subject to CoreWeave’s option rights  
3. HPC Spec MW figure shown above, which roughly translates to ~200 HPC MW due to estimated conversion rate; figures include Austin data center

# 200MW hosting contracts | transaction highlights

Core Scientific enters into definitive agreements with CoreWeave to expand high-performance compute (“HPC”) business<sup>1</sup>, with optionality for meaningful further expansion at other Core Scientific sites

## Strategic

Represents a significant step in HPC build out, with the potential for meaningful additional MW

~200 MW of additional HPC power<sup>1</sup>



## Growth

Taps into rapidly growing hyperscale data center market

Hyperscale data center capacity expected to almost triple in next 6 years<sup>2</sup>



## Financial

Complements current business model with expected stable, long-term and high margin revenue stream

Adds total cumulative revenue estimated at over \$3.5Bn<sup>3</sup>



1. The sites include ~280 MW of capacity, which is projected to translate to ~200 MW of power dedicated to HPC hosting  
2. Synergy Research Group, October 17, 2023  
3. Represents estimated total cumulative revenue over the 12-year contract periods

# CoreWeave transaction summary

<b>200 MW HPC</b> infrastructure (280 MW total)	<b>\$3.5 billion</b> revenue over contracts' term	<b>\$290 million</b> avg. annual revenue <sup>1</sup>
<b>75% to 80%</b> Anticipated profit margin	<b>12-year</b> contracts with two 5-year options	
<b>Client pays</b> for capex <sup>2</sup> , power and utilities	<b>Operational</b> in 1H 2025	

1. Represents the estimated average annual revenue over the 12-year contract periods

2. Up to \$1.5 million per HPC MW (or approximately \$300 million) of data center build out costs are funded by CoreWeave and credited against hosting payments at no more than 50% of monthly fees until fully repaid. The balance of modification costs relate to items purchased directly by CoreWeave and contributed for use in the facility





# Summary

Diversifying our hosting business to create long term shareholder value | Capturing explosive AI compute market growth | Fortifying our strong bitcoin mining franchise



**Balancing our  
business**



**Strengthening  
our earnings  
power**



**Leveraging our  
core  
competencies**



**Changing the  
equation in  
data centers**



**Expanding our  
platform for  
accelerated  
growth**



# FINANCIAL POSITIONING

Denise Sterling | Chief Financial Officer

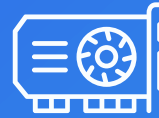
Joined in 2021

Previously Senior Vice President, Finance, and FP&A at Oportun, Inc.

Senior financial executive at Visa for 23 years



# Well positioned for continued growth and market leadership



**Largest owned infrastructure**  
capacity (MW) for bitcoin mining and hosting in North America



**Top producer of bitcoin** among public self-mining peers since 2021



**Executing on de-leveraging** strategy to manage down debt



**Effectively managing Halving impact** through first two months



**Diversifying hosting customer base** into high-performance computing



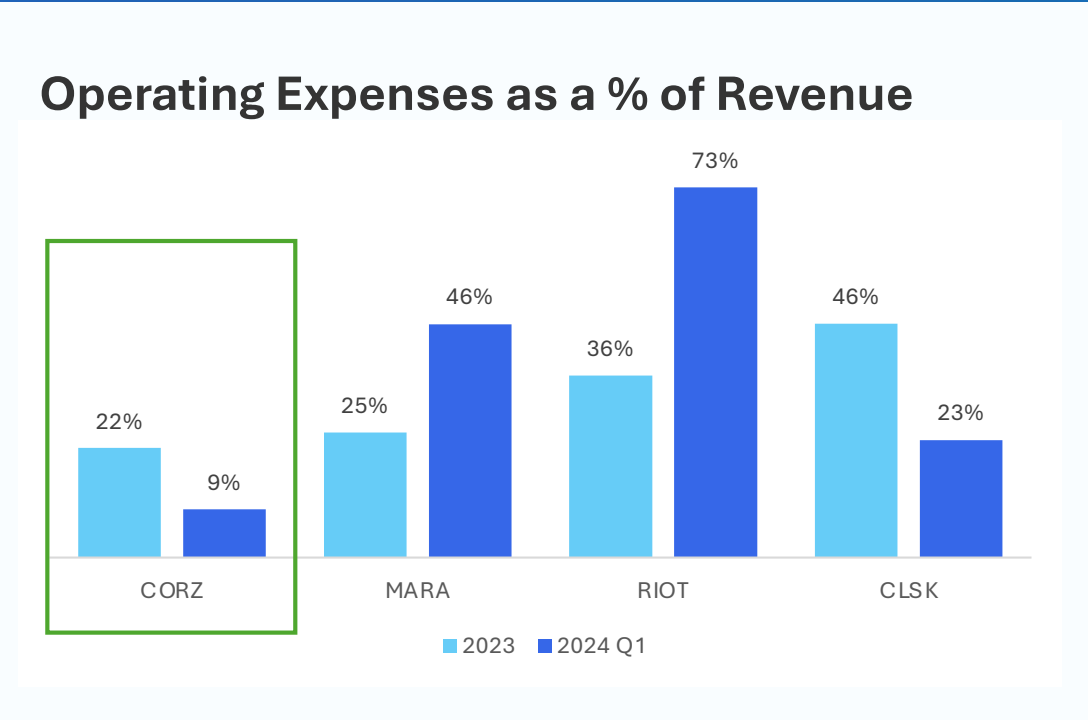
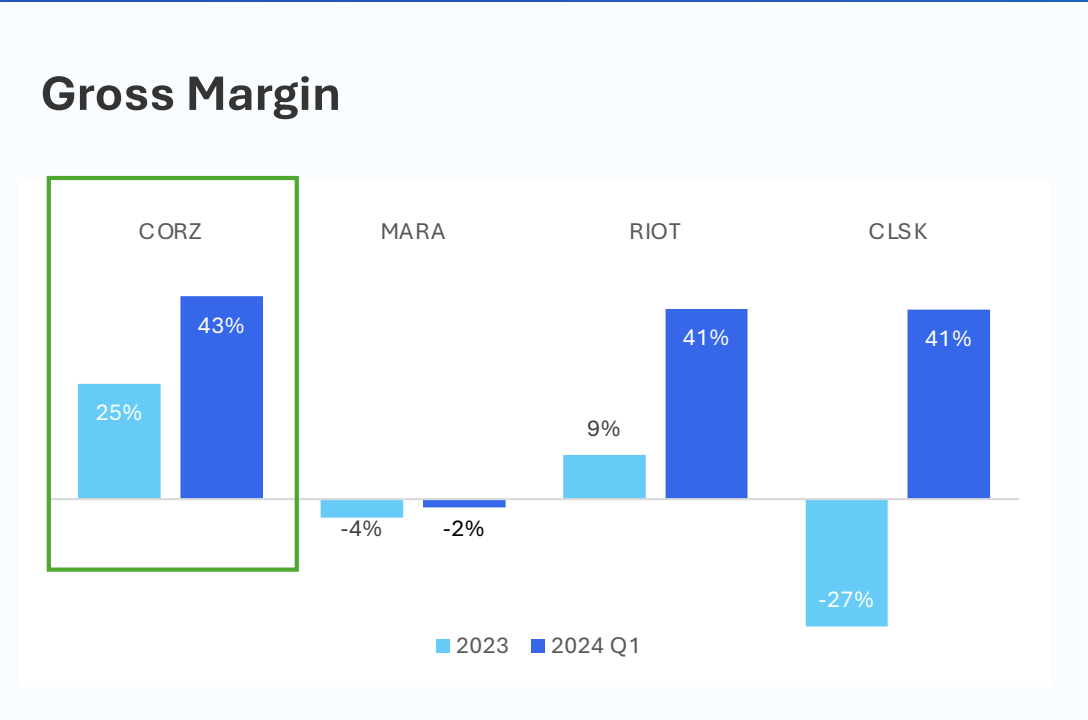
**Operating cash flow supporting** organic growth plans



**Strong Gross Margins and Expense management vs.** industry peers

# Superior profitability and operating expense management

CORZ produced highest gross margin and lowest operating expenses as a % of revenue among large peers





# CoreWeave transaction benefits



**Continues build-out**  
of HPC capabilities



**Amplifies access** to  
fast-growing, extensive  
hyperscale data  
center market



**Raises revenue  
visibility**



**Moderates revenue  
volatility** linked to  
bitcoin price



**Upgrades business  
model** with stable, long-  
term and high margin  
revenue stream









**Improves asset quality**  
and balance sheet  
flexibility



**Expands exposure** to  
dollar-denominated and  
contracted revenue

# Key deal terms in line with Q1 2024 earnings call remarks

Metric	Q1 2024 Earnings Call	CoreWeave HPC Contracts
 Revenue Per MW/ Year	\$1.4M – \$1.6M	\$1.45M
 Profit Margin	75% – 80%	~80%
 Power and Utilities	Direct pass-through to client	Direct pass-through to CoreWeave
 HPC Capacity (Min. contract size 100MW)	~700 MW (60%) or ~500 MW HPC	~200MW
 Capital Expense per MW	Conversion = \$5M to \$8M Greenfield = \$7M to \$12M	CoreWeave funding all capital investments for conversion: <ul style="list-style-type: none"><li>• \$1.5M/HPC MW (\$300M total pre-payment) to be offset against future hosting payments</li><li>• Capital expenses above \$1.5M/HPC MW to be funded and owned by CoreWeave and transferred to Core Scientific at end of contract term for nominal value</li></ul>
 Core Scientific Time to Power	3-4 years for 500MW conversion	200MW Operational Status — First half of 2025

## Illustrative key financials and timeline

	Year 1	Year 2	Year 3	Year 4 – 12	
	2025	2026	2027	2028 – 2037	Total
GAAP Revenue <sup>1</sup>	\$ 290	\$ 290	\$ 290	\$ 2,630	\$ 3,500
Expenses	(58)	(58)	(58)	(526)	(700)
Profit	\$ 232	\$ 232	\$ 232	\$ 2,104	\$ 2,800
Profit Margin	80%	80%	80%	80%	80%
Capex Credit <sup>2</sup>	(145)	(145)	(10)	-	(300)
After Credit Profit	\$ 87	\$ 87	\$ 222	\$ 2,104	\$ 2,500
After Credit Profit Margin	30%	30%	77%	80%	71%

2024					2037
<b>CoreWeave funds \$300 million in cash</b> , and Capex Credit prepayment recorded as <b>deferred revenue</b>	HPC MW <b>energized in 1H of 2025</b>	HPC MW <b>fully energized</b>		Capex Credit fully repaid and <b>After Credit Profit Margin stabilizes at 80%</b>	Delivery of <b>200 HPC MW</b>
HPC infrastructure completed and <b>placed in service</b>	<b>Expenses</b> include facilities operations, repairs and maintenance, security, FTEs, insurance, property tax, etc.	<b>Profit margin of 80%</b>			Total cumulative revenue of <b>\$3.5 billion</b>
		Repayment of Capex Credit at <b>50% of contracted revenue</b> until repaid			Average annual revenue of <b>\$290 million</b>
		Power and utilities costs are <b>direct pass-through</b> to CoreWeave			Contract term: <b>12 years</b> , with <b>two five-year extension</b> options

- GAAP Revenue is recorded as an operating lease on a straight-line basis over the life of the contract and includes Base License Fee, deferred revenue (Capex Credit) and annual escalator
- Up to \$1.5 million per HPC MW (or approximately \$300 million) of data center build out costs are funded by CoreWeave and credited against hosting payments at no more than 50% of monthly fees until fully repaid

# Lunch







# A NEW VISION FOR DIGITAL INFRASTRUCTURE

Matt Brown | Chief Operating Officer

Joined in 2021

Previously Senior Director — Americas IBX Operations at Equinix, responsible for 200 data centers, 380,000 cabinets and 1,000MW of critical infrastructure


Senior executive at Hewlett Packard, responsible for end-to-end data center infrastructure services



# Operational excellence delivered

## Performance

## FY24 Impact



>200k

Operational Miners



96%

2024 avg Miner Uptime



28,255

Miners deployed | ~4.8EH/s



100

Data Center Technicians



95%

2024 avg Hashrate Utilization



73GWH

>200 grid support events



<25

Joules/TH 90-day Avg










2.1EH

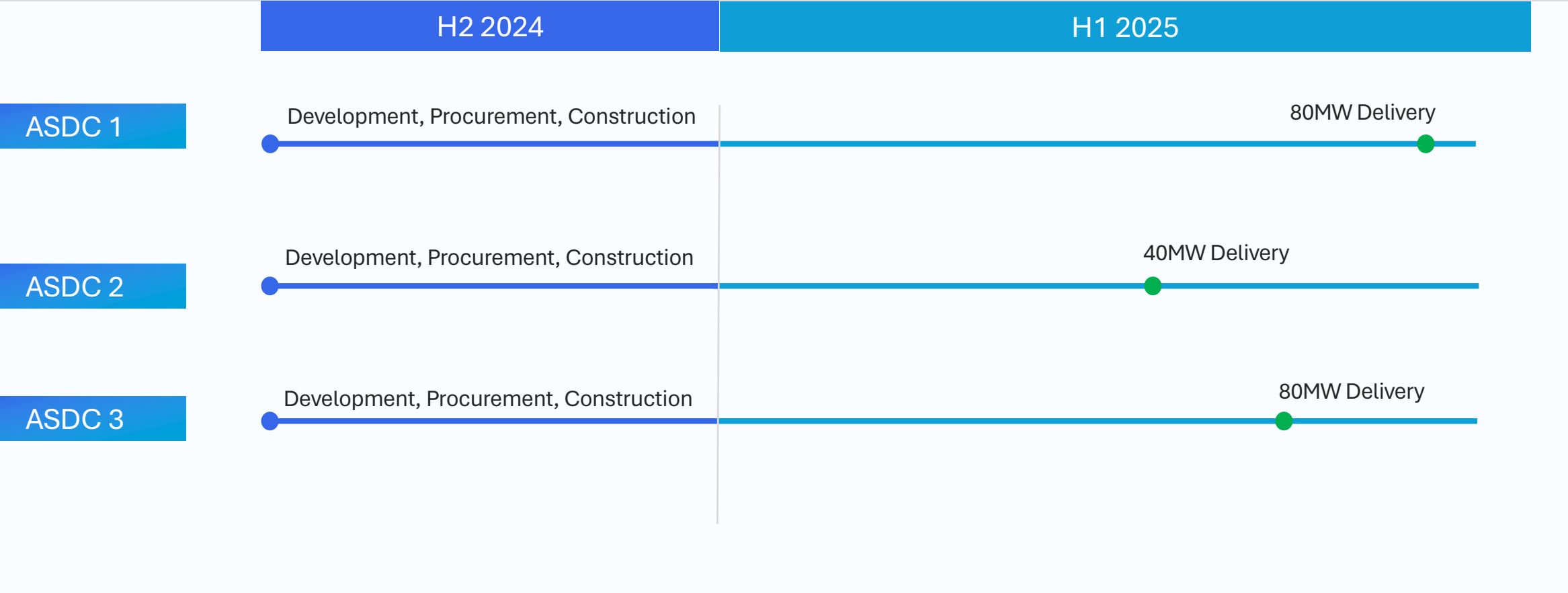
Hashrate returned to service from support operations

# Core Scientific — Application Specific Data Centers (ASDC)

Performance, Flexibility and Efficiency

Scalability	Performance	Efficiency
 <b>1.2GW</b> Contracted Power across portfolio	 <b>16MW</b> HPC Capacity online	 <b>1.41</b> HPC avg. PUE
 <b>500MW</b> Earmarked for AI / HPC development	 <b>100%</b> Uptime to date	 <b>1.19</b> Mining + HPC PUE
 <b>300,000</b> # of Blackwell GPU's we have ability to host	 <b>200MW</b> In progress development for HPC /AI	

# 200MW — estimated delivery timeline

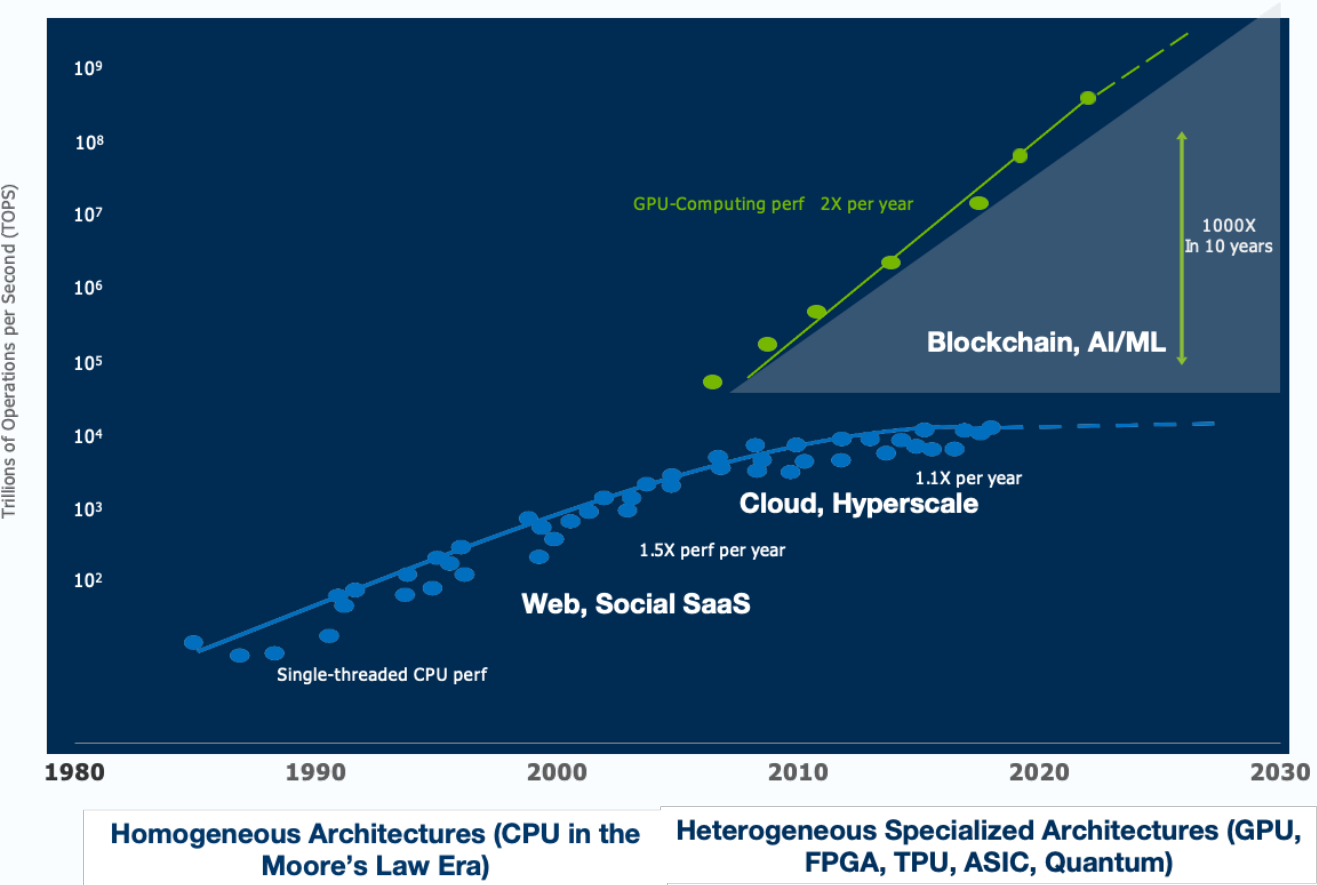
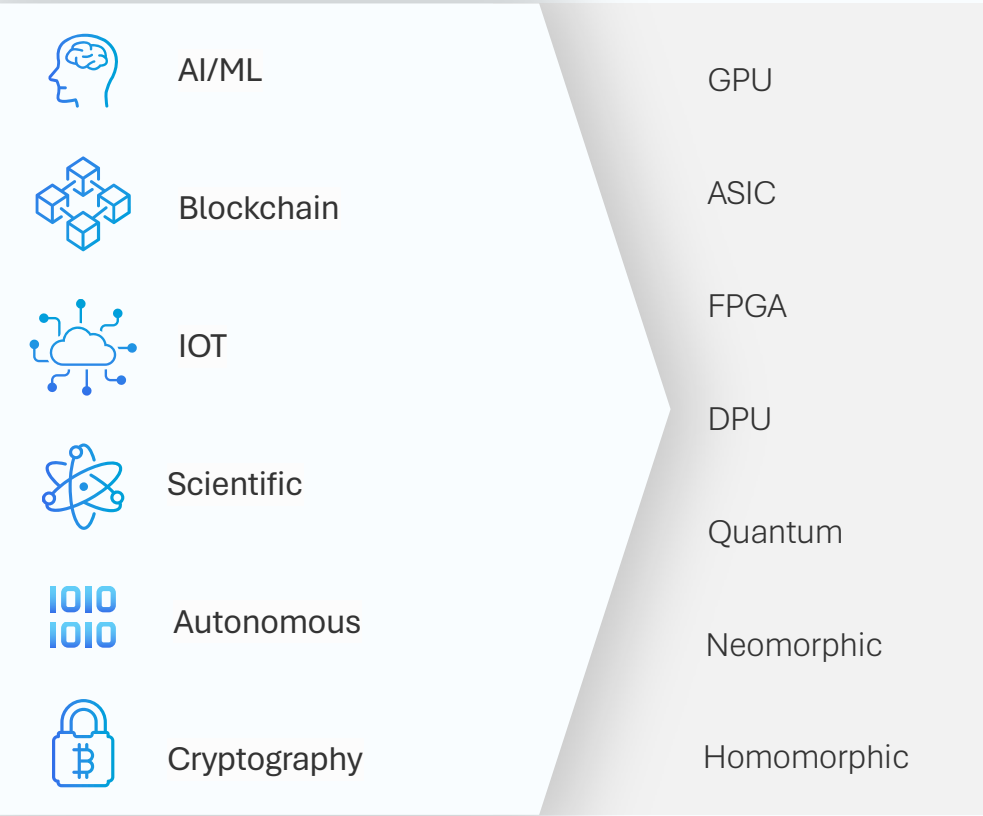




# Driver for Application Specific Data Centers (ASDC)

Heterogeneous computing architectures drive system scaling and efficiency

## Compute Domains that benefit from ASDC



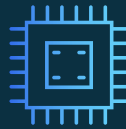
# What is an Application Specific Data Center (ASDC)?

Designed and Optimized for Exascale computing



## Ultra High-Power Density

Safely run **>100kW** of equipment per rack.  
More than **1GW** of contracted electrical capacity



## Dedicated Large Footprint Infrastructure

25,000 – 250,000 sq/ft  
14 – 200MW's



## Lower Cost per MW Rapid Time to Market

**\$1.5M /MW** powered shell  
**\$5-8M /MW** turnkey



## High-Capacity Fiber Providers

Diverse Paths Carrier Neutral



## Direct Liquid Cooling at Scale

Every cabinet designed for water cooling  
to chip or RDX

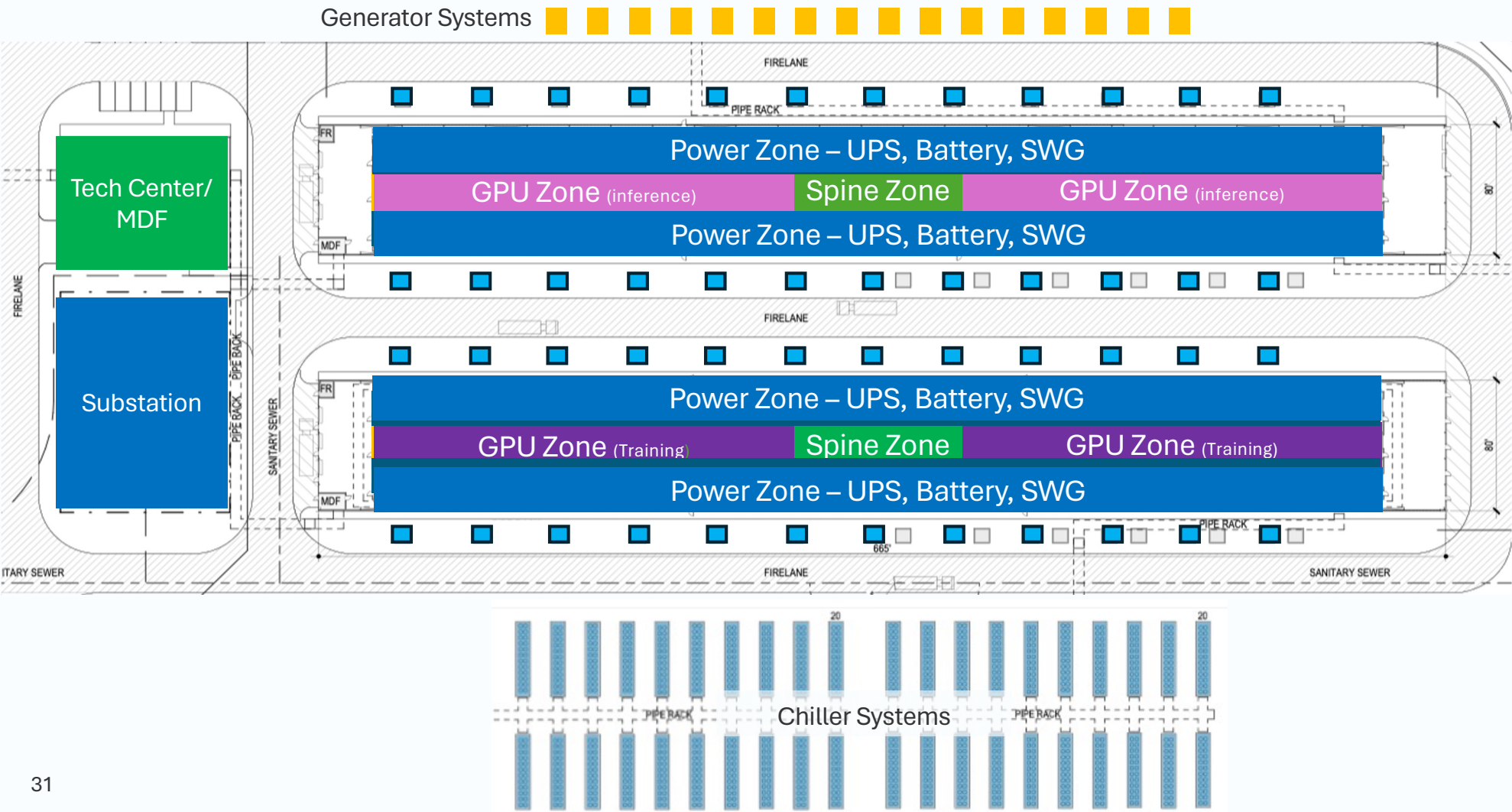


## Zoned Multi-Tier

Balance's reliability and cost-effectiveness

# Core Scientific (ASDC) AI data center at a glance

Born in Bitcoin | transformed for AI/HPC – 70 MW two building illustration



100,000

sq/ft

70 – 80

MW GPU Capacity

Core Scientific Owns

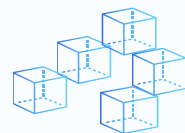
- Core and shell
- \*\*Power and cooling
- Optical Cross connects

Client Owns

- GPU's
- Network & Storage

# Core Scientific (ASDC) data centers compared to conventional data centers

## Conventional Colocation Offering<sup>1</sup>



Fragmented capacity | small footprint <10,000 sq/ft < 5mw's



Mostly air-cooled or fragmented water cooled



Monolithic Tier | one size fits all



Low density <6KW per cabinet

## Core Scientific ASDC



Contiguous capacity  
25,000 – 250,000 sq/ft  
14 – 200 mw's



Water-cooled @ scale



Tier zones | designed for distributed applications



High density  
>100KW per cabinet

1. Uptime Institute's 2023 Global Data Center Survey



# Data center services

Future-proof operations with world-class data center services



## Turnkey Rack and GPU Hardware Installation

Our Field Services team can deploy hardware at scale with superior efficiency

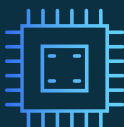


## 24 x 7 On-site Maintenance & Operations



## Real-Time Monitoring

Get on-demand access to environmental and operating information relevant to your GPU fleet



## Network Planning & Delivery

Our Network Engineering can assist with all aspects of network delivery. ISP fiber build coordination, route diversity planning, last mile delivery, and managed bandwidth options.



## Managed Power Services

Our power team can assist with power purchase agreements (PPA's), utility account management, carbon offsets, utility planning and coordination.



## 24 x 7 Security Operations

24 x 7 remote monitoring  
Multi-layer security  
Robust access controls & biometrics

# Experienced team of digital infrastructure experts



**Matt Brown**

EVP Data Center Services



**Cline K.**

SVP Operations



**Angie L.**

Senior Director HPC Operations



**Jay B.**

SVP Data Center Construction



**Kevin C.**

VP Field Services & Security



**Brent N.**

Senior Manager Hardware Implementation



**Colin S.**

Senior Manager Command Center Operations



**Ron W.**

Director Critical Facilities



**David J.**

VP Data Center Construction Projects



CORE SCIENTIFIC

# Q&A SESSION



# Core Scientific Highlights

- ✓ Transforming our hosting business to capture significant growth opportunity in HPC with 200MW CoreWeave contracts
- ✓ In discussions to modify additional 300MW for HPC hosting
- ✓ Reinforcing our bitcoin mining business
- ✓ Focused on long-term shareholder value

# Investment Thesis



Unique digital infrastructure-driven opportunity to benefit from explosive HPC and AI compute demand for high power data center capacity



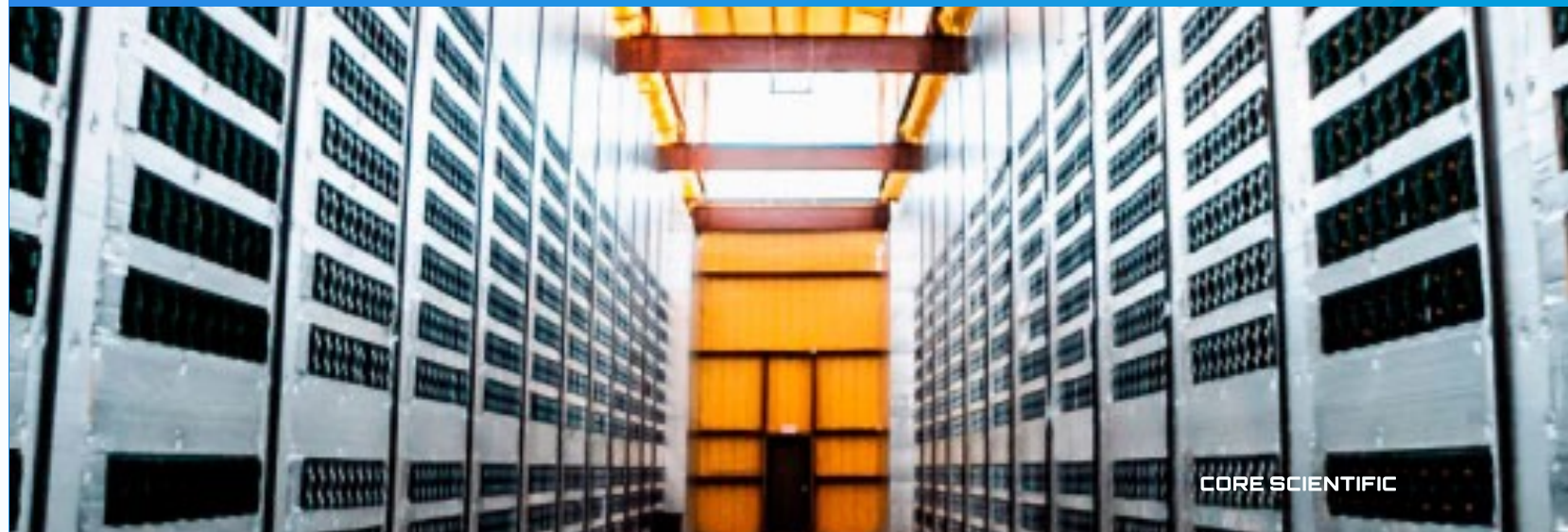
Efficient capital allocation



Unmatched team from data center, technology industries



Building balanced portfolio of HPC hosting and bitcoin mining



CORE SCIENTIFIC





**CORE SCIENTIFIC**

Nasdaq: CORZ

[ir@corescientific.com](mailto:ir@corescientific.com)





# Appendix



# How to exercise tranche 1 warrants

If Tranche 1 Warrants are held with a broker/dealer or investment advisor:

Have your broker contact Depository Trust Company (“DTC”) and request cash pay exercise for CUSIP 21874A114. CUSIP for Core Scientific Common Stock is 21874A106. Payment of the \$6.81 exercise price per Tranche Warrant is required.

DTC will send a cash pay exercise letter to Computershare and Core Scientific.

If Tranche 1 Warrants are held book entry at Computershare (rare unless you are an employee or former employee or holder of restricted stock post emergence)

Contact Computershare:

Computershare NA  
Computershare, Inc.  
150 Royal Avenue  
Canton, MA 02021  
Attention: Client Services

Complete and sign a Form of Election to Exercise Book Entry Warrant setting forth the number of Tranche 1 Warrants to be exercised; a representation that the holder has authority to exercise the warrant; include a certified or official bank check for the total exercise price; and an address for mailing of the certificate for the issued common stock.

# How to exercise tranche 2 warrants

CORZ VWAP must equal or exceed \$8.72 per share to exercise

If Tranche 2 Warrants are held with a broker/dealer or investment advisor:

Have your broker contact Depository Trust Company (“DTC”) and request exercise for CUSIP 21874A130. CUSIP for Core Scientific Common Stock is 21874A106. Payment of the \$0.01 exercise price per Tranche Warrant may be done on a cashless basis by withholding shares of Common Stock otherwise issuable or pay forwarding payment to DTC.

If Tranche 2 Warrants are held book entry at Computershare (rare unless you are an employee or former employee or holder of restricted stock post emergence)

Contact Computershare:

Computershare NA  
Computershare, Inc.  
150 Royal Avenue  
Canton, MA 02021  
Attention: Client Services

Complete and sign a Form of Election to Exercise Book Entry Warrant setting forth the number of Tranche 2 Warrants to be exercised; a representation that the holder has authority to exercise the warrant; include a certified or official bank check for the total exercise price or indicate intention to exercise on a cashless basis and authorized withholding of shares of Common Stock having a value equal to the exercise price of the Tranche 2 Warrant; include an address for mailing of the certificate for the issued common stock.

# How to convert convertible notes

Conversion rate is 171.48 shares of Core Scientific Common Stock per \$1,000 of principal amount of Note (or \$5.8317 per share)

Complete and manually sign an Irrevocable Notice of Conversion (Exhibit B to the Indenture) indicating the amount to be converted in increments of \$1,000 of principal amount; the name in which the shares should be issued and the address to which shares should be sent; and delivery of the Notes endorsed to Core Scientific to the address of the Trustee/Conversion Agent:

Wilmington Trust, National Association  
Corporate Capital Markets  
50 South Sixth Street, Suite 1290  
Minneapolis, Minnesota 55402  
Attention: Core Scientific Notes Administrator

Email: [BSOMROCK@wilmingtontrust.com](mailto:BSOMROCK@wilmingtontrust.com)

Core will instruct its transfer agent, Computershare, to issue the shares of Common Stock as requested. Fractional shares will not be issued. Notes submitted for conversion between the record date for the payment of interest and the interest payment date will not be eligible for payment of interest and the payment of interest will be deemed paid in full by the issuance of conversion shares at the conversion rate of 171.48 shares per \$1,000 of principal amount.

For holders through DTC, instruct your broker to contact DTC directly.



# 2024 goals and targets



EH/s self-mining hash rate

21.8



megawatts of owned operational infrastructure

796



cents per kilowatt hour average fleet power price

4.5 to 4.7



# Pathway to de-levering balance sheet

	Conversion/ Exercise/ Trigger Price	Shares (M)	Debt (\$M)	Cash (\$M)	Notes
Actual	—	178	\$ 608	\$ 98	Actual issued and outstanding share count as of March 31, 2024
Convertible Notes <sup>1</sup>	\$ 5.83	45	\$ (260)	—	Mandatory conversion at \$7.79
Tranche 1 Warrants <sup>2</sup>	\$ 6.81	98	\$ (348)	\$ 322	Total proceeds of \$670M, a portion of which to be used to pay down debt
Tranche 2 Warrants	\$ 8.72	82	—	—	Penny warrants, executable at/above trigger price <sup>3</sup>
Proforma	—	403	—	\$ 420	

1.

Voluntary conversion price \$5.83; mandatory conversion price \$7.79 based on VWAP of CORZ stock over 20 consecutive trading days

2.

Tranche 1 (cash) warrant exercise price of \$6.81 – actual exercises may continue over range of share prices; 50% of proceeds required to pay down exit facility and new secured notes

3.

Tranche 3 (penny) warrant exercise price of \$8.72 based on VWAP of CORZ stock over 20 consecutive trading days