



Q4'23 and Full Year Business Update

March 28, 2024



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Disclaimer and Cautionary Note (cont'd)

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Non-GAAP Financial Measures

Some of the financial information and data contained in this presentation, such as non-GAAP net loss and adjusted EBITDA, have not been prepared in accordance with generally accepted accounting principles in the United States ("GAAP"). Non-GAAP net loss is defined as GAAP net (loss) income excluding stock-based compensation, non-recurring transaction expenses, gain or loss on changes in fair value of earnout liability and warrants, loss on extinguishment of debt, loss on impairment of property and equipment, and foreign currency transaction loss, net. As a result of the cancellation of the GM series production award in December 2023, Cepton recognized an impairment loss of \$0.4 million associated with long-lived assets acquired specifically for production of ADAS lidar sensors. This loss is excluded from the calculation of Non-GAAP net loss. Adjusted EBITDA is defined as non-GAAP net loss before interest income or expense, provision for income taxes, and depreciation and amortization.

Cepton believes these non-GAAP financial measures of financial results provide useful information to management and investors regarding certain financial and business trends relating to Cepton's financial condition and results of operations. Cepton believes that the use of these non-GAAP financial measures provides an additional tool for investors to use in evaluating actual and projected operating results and trends in comparing Cepton's financial measures with other similar companies, many of which present similar non-GAAP financial measures to investors. Cepton also believes that adjusted EBITDA is useful to investors and analysts in assessing our operating performance during the periods these charges were incurred on a consistent basis with the periods during which these charges were not incurred. Our presentation of adjusted EBITDA should not be considered as an inference that our future results and financial position will be unaffected by unusual items. Cepton does not consider these non-GAAP financial measures in isolation or as an alternative to financial measures determined in accordance with GAAP. The principal limitation of these non-GAAP financial measures is that they exclude significant expenses and other amounts that are required by GAAP to be recorded in Cepton's financial statements. In addition, they are subject to inherent limitations as they reflect the exercise of judgments by management about which expenses and other amounts are excluded or included in determining these non-GAAP financial measures. See the appendix for a reconciliation of non-GAAP financial measures used in this presentation to the most directly comparable GAAP financial measures.

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Agenda

**Safe and Autonomous
Transportation for Everyone**

1. Business Update

2. Financial Update

3. Appendix

Business Update

Q4'23



Partnership with Koito



- Received non-binding indication of interest from long-term automotive Tier 1 partner, Koito Manufacturing Co., Ltd. ("Koito"), to acquire 100% of our outstanding shares, as disclosed in our 8-K filed on December 21, 2023; the indication of interest is under evaluation

Automotive

- Continued final round of sourcing discussions with a Top 10 global automotive OEM for long-range lidar
- Received RFQ from a Top 3 global automotive OEM

Smart Infrastructure

- Continued lidar shipments to major airports through our partnership with The Indoor Lab
- Completed a significant development milestone for a major autonomous industrial vehicles OEM using our Nova product
- Incorporated our lidar technology with Koito's new product, ILLUMIERE™, a detection system designed for smart infrastructure customers; showcased at CES 2024

Technology



- Launched Cepton Ultra, our next generation of high-performance long-range lidar with the smallest form factor in the industry to date, at CES 2024
- Developed and demonstrated MagnoSteer™, our proprietary scanning and imaging technology, one of the top offerings in lidar imaging solutions in the market

Financial Update

Q4 & Full Year 2023



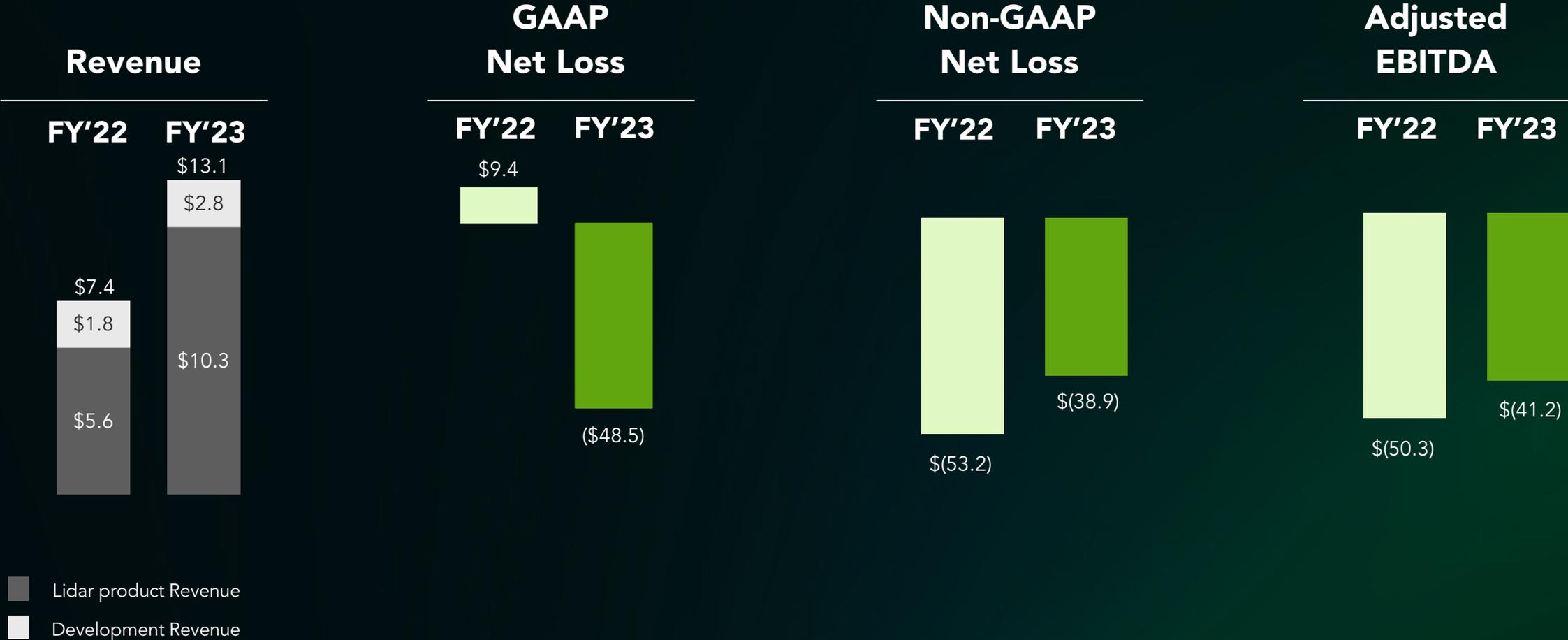
Q4'23 | Financial Results

(\$ in millions)



Full Year 2023 | Financial Results

(\$ in millions)



Appendix



Q4'23 | Reconciliation of GAAP Net Loss to Non-GAAP Net Loss and Adjusted EBITDA

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(\$ in thousands)

	Three months ended December 31,	
	2023	2022
Net loss	\$ (8,320)	\$ (15,251)
Stock-based compensation	1,583	2,289
Non-recurring transaction expenses	-	-
Gain on change in fair value of earnout liability	-	(3,210)
Gain on change in fair value of warrant liability	(98)	(326)
Loss on extinguishment of debt	-	958
Loss on impairment of property and equipment	387	-
Foreign currency transaction loss, net	-	2,168
Non-GAAP net loss	\$ (6,448)	\$ (13,372)
Interest (income) expense, net	(777)	914
Provision for income taxes	13	(6)
Depreciation and amortization	126	120
Adjusted EBITDA	\$ (7,086)	\$ (12,344)

Full Year 2023 | Reconciliation of GAAP Net Loss (Income) to Non-GAAP Net Loss and Adjusted EBITDA

(\$ in thousands)

	Year Ended December 31,	
	2023	2022
Net (loss) income	\$ (48,546)	\$ 9,380
Stock-based compensation	8,572	8,243
Non-recurring transaction expenses	-	3,009
Gain on change in fair value of earnout liability	(827)	(74,078)
Gain on change in fair value of warrant liability	(397)	(2,875)
Loss on extinguishment of debt	1,123	958
Loss on impairment of property and equipment	387	-
Foreign currency transaction loss, net	757	2,168
Non-GAAP net loss	\$ (38,931)	\$ (53,195)
Interest (income) expense, net	(2,792)	2,511
Provision for income taxes	16	16
Depreciation and amortization	496	344
Adjusted EBITDA	\$ (41,211)	\$ (50,324)

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