



Q4'23 and Full Year Business Update

March 28, 2024



Disclaimer and Cautionary Note

Forward-Looking Statements

This presentation of Cepton, Inc. (“Cepton” or the “Company”) includes “forward-looking statements” within the meaning of the “safe harbor” provisions of the United States Private Securities Litigation Reform Act of 1995. All statements other than statements of historical or current fact included in this presentation are forward-looking statements. The statements included in this presentation that refer to projections, forecasts or other characterizations of future events or circumstances, including any underlying assumptions, are forward-looking statements. Forward-looking statements may be identified by the use of words such as “estimate,” “objective,” “plan,” “project,” “forecast,” “intend,” “will,” “expect,” “anticipate,” “believe,” “seek,” “target,” “milestone,” “designed to,” “proposed” or other similar expressions that predict or imply future events or trends or that are not statements of historical matters. Cepton cautions readers of this presentation that these forward-looking statements are subject to risks and uncertainties, most of which are difficult to predict and many of which are beyond Cepton’s control, that could cause the actual results to differ materially from the expected results. These forward-looking statements include, but are not limited to, statements regarding the indication of interest received from Koito and uncertainty as to the pricing, timing or terms of any transaction with Koito, estimates and forecasts of financial and performance metrics, projections of market opportunity and market share, potential benefits and the commercial attractiveness to its customers of Cepton’s products and services, the potential success of Cepton’s marketing and expansion strategies, and the potential for Cepton to achieve design awards.

These statements are based on various assumptions, whether or not identified in this presentation, and on the current expectations of Cepton’s management and are not predictions of actual performance. These forward-looking statements are provided for illustrative purposes only and are not intended to serve as, and must not be relied on by any investor as, a guarantee, an assurance, a prediction or a definitive statement of fact or probability. Actual events and circumstances are difficult or impossible to predict and will differ from assumptions. These forward-looking statements are subject to a number of risks and uncertainties, including (1) the conditions affecting the markets in which Cepton operates; (2) the success of Cepton’s strategic relationships, including with Koito, which is not exclusive; (3) fluctuations in sales by Cepton’s major customers; (4) fluctuations in capital spending in the automotive and smart infrastructure markets; (5) negative impact on the global economy and capital markets resulting from macroeconomic conditions, including inflation and rising interest rates, the effects of the public health crises, and the potential impact of geopolitical conflicts, such as the ongoing conflicts in Ukraine and the Middle East; (6) changes in applicable laws or regulations; (7) the possibility that Cepton’s business may be adversely affected by other economic, business, or competitive factors; (8) the risk that current trends in the automotive and smart infrastructure markets decelerate or do not continue; (9) errors or material differences in Cepton’s estimates and expectations for its financial performance and growth, including when Cepton will generate positive cash flow from operations; (10) risks relating to the uncertainty of projected financial and operating information, including whether Cepton will be able to achieve its target milestones, its pricing and sales volume targets, and win the engagements contemplated in its projected pipeline, and the ability of OEMs and other strategic partners to re-source or cancel vehicle or technology programs; (11) risks related to future market adoption of Cepton’s offerings; (12) risks related to Cepton’s marketing and growth strategies; (13) the effects of competition on Cepton’s future business; (14) Cepton’s ability to issue equity or equity-linked securities in the future; (15) Cepton’s ability to raise funding on reasonable terms as necessary to develop its products in the timeframe contemplated by its business plan, and to comply with the terms of any restrictive, financial or other covenants in the agreements governing such funding, including the consent and other rights granted to Koito as part of Koito’s convertible preferred stock investment; (16) Cepton’s ability to execute its business plans and strategy; (17) the outcome of any legal proceedings that may be instituted against Cepton, including any related to the business combination with Growth Capital Acquisition Corp.; and (18) the other risks and uncertainties indicated from time to time in the reports and documents Cepton files with the Securities and Exchange Commission (the “SEC”), including in its Annual Report on Form 10-K. If any of these risks materialize or any of Cepton’s assumptions prove incorrect, actual results could differ materially from the results implied by these forward-looking statements. There may be additional risks that Cepton does not presently know or that Cepton currently believes are immaterial that could also cause actual results to differ from those contained in the forward-looking statements. In addition, forward-looking statements reflect Cepton’s expectations, plans or forecasts of future events and views as of the date of this presentation. Cepton anticipates that subsequent events and developments will cause its assessments to change. These forward-looking statements should not be relied upon as representing Cepton’s assessments as of any date subsequent to the date of this presentation. Accordingly, undue reliance should not be placed upon the forward-looking statements. Cepton undertakes no obligation to update any forward-looking statement to reflect events or circumstances after the date on which the statement is made or to reflect the occurrence of unanticipated events, except as required by law.

Disclaimer and Cautionary Note (cont'd)

Actual results, performance or achievements may, and are likely to, differ materially, and potentially adversely, from any projections and forward-looking statements and the assumptions on which those forward-looking statements were based. There can be no assurance that the data contained herein is reflective of future performance to any degree. You are cautioned not to place undue reliance on forward-looking statements as a predictor of future performance as projected financial information and other information are based on estimates and assumptions that are inherently subject to various significant risks, uncertainties and other factors, many of which are beyond Cepton's control.

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.

Trademarks

This presentation contains trademarks, service marks, trade names and copyrights of Cepton and other companies, which are the property of their respective owners.

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

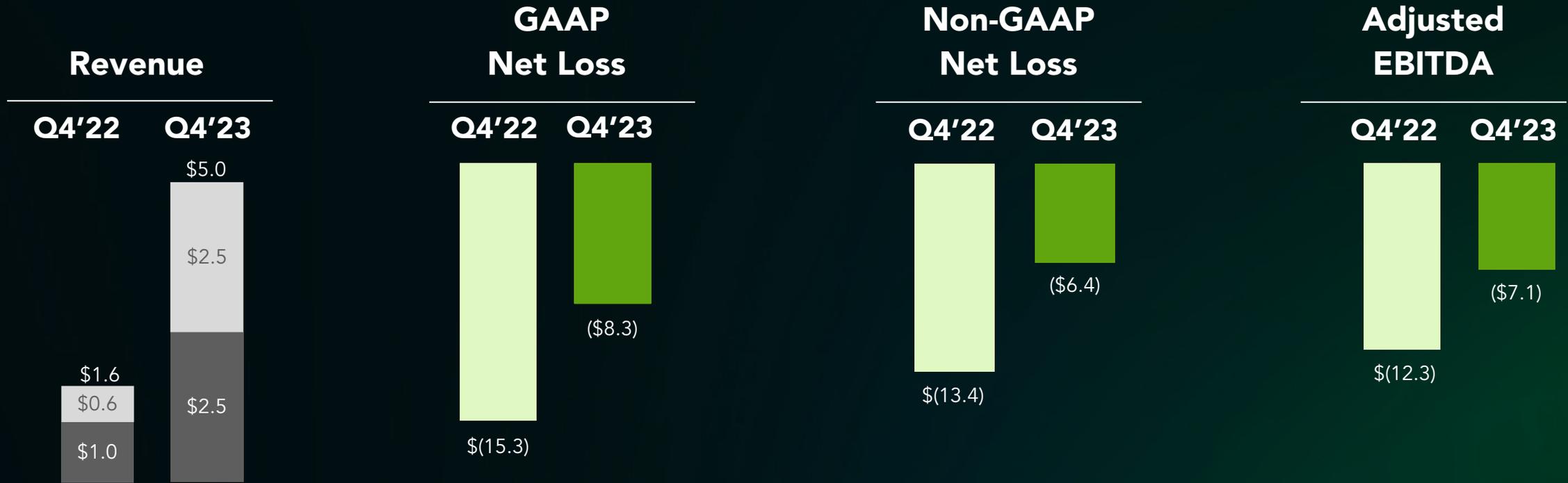
Financial Update

Q4 & Full Year 2023



Q4'23 | Financial Results

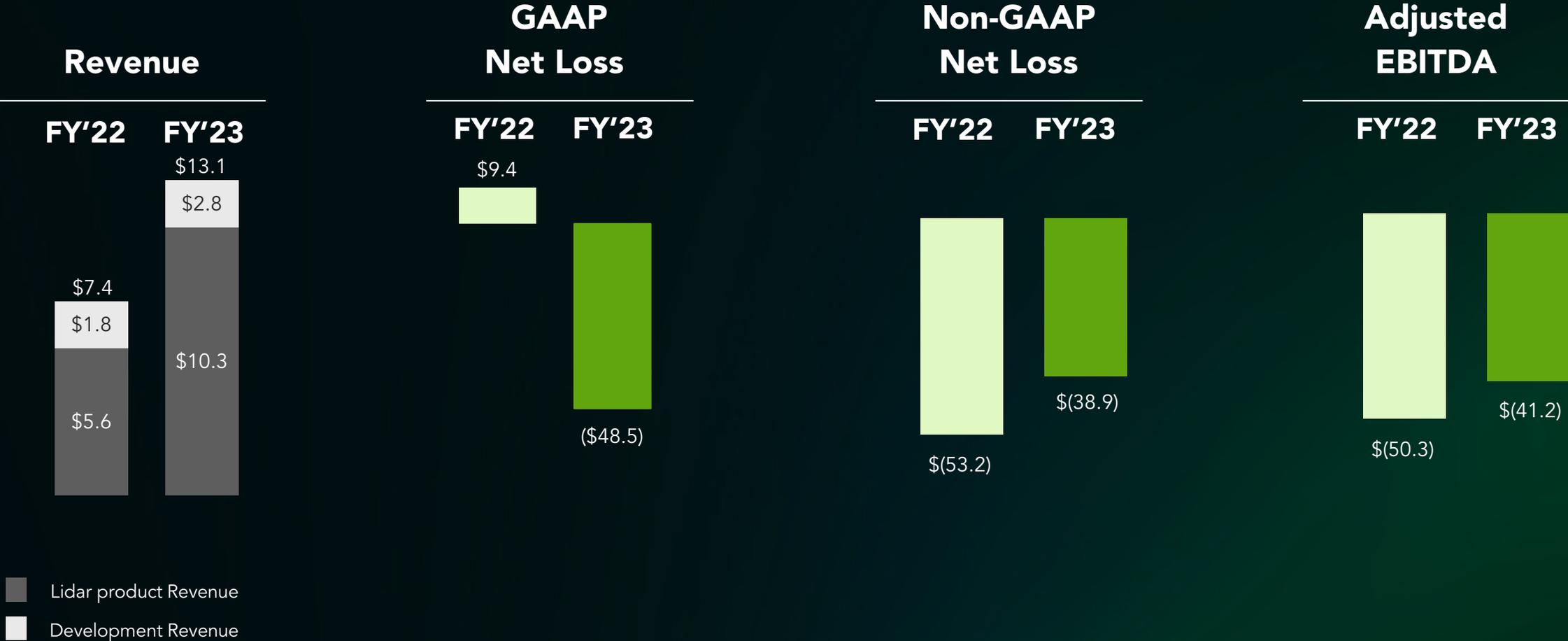
(\$ in millions)



■ Lidar product Revenue
■ Development Revenue

Full Year 2023 | Financial Results

(\$ in millions)



Appendix



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

(\$ 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)

FOLLOW OUR JOURNEY
cepton.com



Cepton



@cepontech



Cepton, Inc.