Napatech

Q3 2018 Presentation

November 6, 2018





Important Steps Towards Stabilizing Business Operations

- Revenue
 - Sales focus balanced between near-term and long-term opportunities
 - Improving effectiveness of channel partners to improve access to new revenue
- Cash
 - Cash preservation, and actions to increase cash position
- Improve business operations
 - Continue to improve internal efficiency
 - Reduced global office space requirements
 - Assessing product development and engineering priorities
- Improve senior management effectiveness



One-Off Adjustment to Reduce Accumulated Inventory

- Commercial decision to take one-off adjustment to reported revenue of approximately -20 MDKK in Q3 2018 to reduce accumulated inventory within the company's channel
- Goal to provide greater sales stability for Napatech
 - stronger relationships with important value-added resellers
 - continued transparency for our shareholders
 - improved clarity of sales performance going forward



Divestiture of Pandion Product Line

- Agreement to sell Pandion product line to CounterFlowAl
- Transfer of intellectual property and partnership agreements
- Up front payment with an earn-out installment over 12 months
- Win-win partnership where both companies have a mutual interest in building the Pandion business further
 - CounterFlowAl sells Pandion solutions to its end-user customers
 - Napatech provides SmartNIC software and hardware to CounterFlowAI as OEM customer

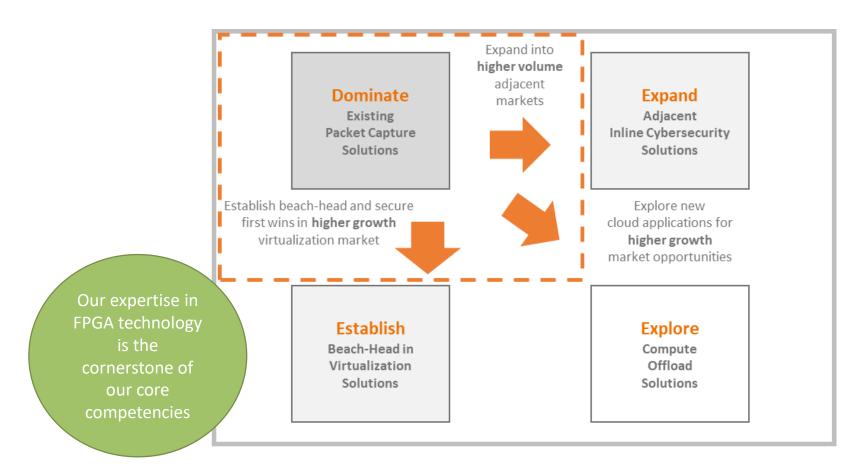


Benefits of Divestiture of Pandion Product Line

- Re-focus on FPGA core competencies
- Stronger focus on sales of our core and emerging products
- Improved internal operational efficiency
- Improved cash on hand



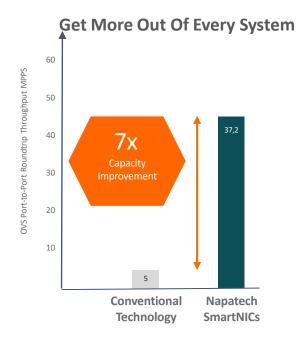
Napatech Business Strategy

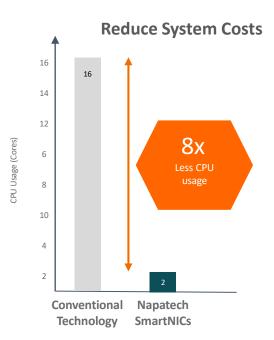


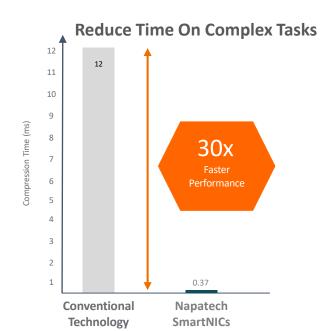


Napatech Technology Improves Application Performance

- Faster Application Performance
- Offload CPU compute intensive workloads











Major Step with Software Port on Intel PAC Hardware

<u>Dominate</u> — Packet Capture Software

Application Driven — Target Major Applications

Software Focused Software-Only Napatech Product



Napatech continues to make software investments that are application-driven, and hardware independent, working closely with the top-2 global suppliers of FPGAs.

This allows Napatech's reconfigurable computing solution to improve the performance of leading networking and security applications for IT organization of every size, in cloud, premise and hybrid designs



Major Step with FPGA As-A-Service In The Cloud

Application Driven — Target Networking Applications

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Napatech Sits at the Crossroads of two major market forces

Reconfigurable Computing Artificial Solutions will win Intelligence Machine Learning Cloud Infrastructure hardware at the speed of SDN/NFV software innovation Cybersecurity Network Management 11111





Q3 2018 Financial Highlights

- Sales of 4.8 MUSD, a 53% decline YoY, and +20% over Q2 2018
- Revenue of 5.1 MDKK, a 88% decline YoY, and 79% decline over Q2 2018
 - Revenue prior to one-off adjustments would have been 24.6 MDKK
- Gross margin was -106% compared to 72% in Q3 2017.
 - Gross Margins prior to one-off adjustments would have been 68%
- Cash including unused credit facilities approx 6.4 MDKK

Q3 2018 Financial Highlights (cont'd)

- EBITDA was -33.1 MDKK, a decline from 2.1 MDKK YoY
 - EBITDA prior to one-off adjustments would have been -10.8 MDKK
- EBITDA margin was -644%, a decline from 5% YoY
 - EBITDA margin prior to one-off adjustments would have been -43%
- Depreciation & amortization was 33.1 MDKK, compared to 9.4 MDKK YoY
 - Depreciation affected by impairment of assets from the Pandion product line divestiture
- EBIT was -66.2 MDKK compared to -7.3 MDKK YoY
 - EBIT prior to one-off adjustments would have been -21.9 MDKK

NOTE: Reported numbers are materially affected by the commercial decision to take a one-off adjustment to reported Revenue in the third quarter of 2018 to reduce accumulated inventory within the company's channel.

Financial Results Q3 2018

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| (Figures in MDKK) | Q3 2018 | Q2 2018 | Q3 2017 |
|---|---------|---------|---------|
| Revenue | 5.1 | 24.7 | 44.1 |
| Growth YoY** | (88%) | (56%) | (11%) |
| Gross Margin | (106%) | 70% | 72% |
| EBITDA | (33.1) | (16.2) | 2.1 |
| EBIT | (66.2) | (28.0) | (7.3) |
| Cash flow from operating activities | (35.6) | (18.9) | (0.7) |
| Cash and cash equivalents, end of quarter | 0.6 | 1.6 | 20.6 |
| Available funds, incl. unused credit facilities | 6.4 | 7.4 | 37 |



^{**} YoY is the growth of current quarter compared with the same quarter one year earlier



Management's Outlook

- As previously communicated, we expect an improvement in revenues in the second half of 2018 compared to the weakness experienced in the first half.
- We expect sales for the second half of 2018 at 12 MUSD within a range of 10 to 15 MUSD, compared to 7.9 MUSD 1H 2018.
- As we moved into Q4 2018, we are making good progress securing new orders within the first weeks of the quarter, which makes me more optimistic with our guidance for the second half of 2018.
- As the transition from hardware centric solutions to software centric solutions continues, we expect the quarter-to-quarter order volatility to remain as customer markets sort out their technology buying strategies.
- We are taking the right steps to build a solid foundation for our business going forward, and we are looking forward to seeing the positive effects of our initiatives in the coming quarters.

Comments:

Guidance for FY 2018:

- USD sales 18 to 23 MUSD
- Gross margin around 68%



