

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934
Date of Report (Date of earliest event reported): June 20, 2024

Silvaco Group, Inc.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-42043
(Commission
File Number)

27-1503712
(IRS Employer
Identification Number)

Silvaco Group Inc.
4701 Patrick Henry Drive, Building #23
Santa Clara, CA 95054
(Address of principal executive offices, including Zip Code)
Registrant's telephone number, including area code: (408) 567-1000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol	Name of each exchange on which registered
Common stock, \$0.0001 par value per share	SVCO	The Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 2.02 Results of Operations and Financial Condition.

On June 20, 2024, Silvaco Group, Inc issued a press release announcing its financial results for the fiscal quarter ended March 31, 2024 and posted to its website supplemental financial information in connection therewith. A copy of the press release and additional supplemental financial information are attached as Exhibits 99.1 and 99.2, respectively, to this Current Report on Form 8-K and are incorporated by reference herein.

The information furnished under this Item 2.02 and in the accompanying Exhibits 99.1 and 99.2 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act regardless of any general incorporation language in such filing, unless expressly incorporated by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) The following exhibits are being filed herewith:

Exhibit No.	Description
99.1	Press release issued by Silvaco Group, Inc. dated June 20, 2024
99.2	Supplemental Financial Information of Silvaco Group, Inc., dated June 20, 2024
104	Cover page interactive data file (embedded within the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SILVACO GROUP, INC.

Date: June 20, 2024

By:

/s/ Babak Taheri
Dr. Babak Taheri
Chief Executive Officer

Silvaco Reports First Quarter 2024 Financial Results

Quarterly revenue of \$15.9 million up 27% sequentially and 11% year-over-year

SANTA CLARA, Calif. - June 20, 2024 -- Silvaco Group, Inc. (Nasdaq: SVCO, “Silvaco” or the “Company”), a provider of TCAD, EDA software, and SIP solutions that enable semiconductor design and digital twin modeling through AI software and innovation, today announced its first quarter 2024 results.

“Having successfully completed our IPO on May 13th, we are excited to embark on our journey as a public company,” said Babak Taheri, Silvaco’s Chief Executive Officer. Dr. Taheri continued, “I am pleased with our first quarter results which were driven by strong demand for our TCAD and EDA products across various sectors. With our proven software platform, we continue to capitalize on organic growth opportunities and customer investments across multiple end markets.”

Commenting on the financial results and outlook, Ryan Benton, Silvaco’s Chief Financial Officer, added, “We achieved another quarter of stellar financial results including double-digit top-line growth and profitability. Based on our visibility and strong, predictable revenue model, we expect the momentum to continue into the second quarter. Moreover, following the completion of the IPO unaudited cash and cash equivalents was \$104.2 million at the end of May 2024, allowing us to pursue our growth initiatives by means of both organic and inorganic opportunities.”

First Quarter 2024 Financial Highlights

- Strong TCAD and EDA quarterly revenues with a key strategic customer renewal in Japan and nine new customer wins, partially offset by lower Semiconductor IP (“SIP”) revenue. As previously disclosed, the NXP licensing agreement lapsed in the fourth quarter of 2023, but has since been extended as of April 2024. The lapse of the NXP licensing agreement impacted our IP revenues and bookings in the first quarter of 2024 but since reinstatement the Company has observed a significant resumption in SIP bookings. This contributes to the Company's estimate of total bookings growth of 18% to 29% for the second quarter of 2024.
- GAAP and non-GAAP gross margins for the first quarter of 2024 of 88%, up from 86% in the first quarter of 2023 and 79% in the fourth quarter of 2023. This increase was driven in large part by strong TCAD and EDA license revenue growth.
- GAAP operating expenses for the first quarter of 2024 were up 7% from a year ago and down 2% sequentially from the fourth quarter of 2023. Non-GAAP operating expenses for the first quarter were up 5% from a year ago and down 5% sequentially. The year-over-year increases in GAAP and non-GAAP operating expenses were due in part to increased research and development and sales and marketing staff costs offset by lower sales commissions expense.
- GAAP operating income and margin for the first quarter of 2024 of \$2.4 million and 15%, up from \$1.5 million and 11% in Q1 2023, respectively. Non-GAAP operating income and non-GAAP operating margin of \$3.3 million and 21%, up from \$2.1 million and 15% in Q1 2023.

First Quarter 2024 Financial Results

GAAP Financial Results

- Revenue of \$15.9 million, up 27% quarter-over-quarter and up 11% year-over-year.
 - TCAD revenue of \$10.6 million, up 21% year-over-year.
 - EDA revenue of \$4.7 million, up 13% year-over-year.
 - SIP revenue of \$0.6 million, down 57% year-over-year.
- GAAP gross margin of 88%, compared to 86% in Q1 2023.
- GAAP operating income and margin of \$2.4 million and 15%, compared to \$1.5 million and 11% in Q1 2023, respectively.
- GAAP net income of \$1.4 million, compared to \$0.8 million in Q1 2023.
- GAAP diluted net income per share of \$0.07.
- As of March 31, 2024, cash and cash equivalents totaled \$5.7 million.

Key Operating Indicators and Non-GAAP Financial Results:

- Gross bookings were \$16.1 million, up 3% year-over-year.
- Remaining performance obligations as of March 31, 2024, were \$29.1 million, 49% of which is expected to be recognized as revenue in the next 12 months.
- Non-GAAP operating income and non-GAAP margin of \$3.3 million and 21%, compared to \$2.1 million and 15% in Q1 2023, respectively.
- Non-GAAP net income of \$2.4 million, compared to \$1.9 million in Q1 2023.
- Non-GAAP diluted net income per share of \$0.12.

For a discussion of the non-GAAP metrics presented in this press release, as well as a reconciliation of non-GAAP metrics to the nearest comparable GAAP metric for Silvaco's first quarter 2024, fourth quarter 2023 and first quarter 2023 results, see "Discussion of Non-GAAP Financial Measures" and "GAAP to Non-GAAP Reconciliation" in the accompanying tables below.

First Quarter 2024 and Recent Business Highlights

- Introduced artificial intelligence-based platform for digital twin modeling named fab technology co-optimization, or FTCO™, for wafer-level fabrication facilities. FTCO™ uses manufacturing data to perform statistical, AI and physics-based machine learning software simulations to create a computer model or 'digital twin' of a wafer that can be used to simulate the fabrication process and yield. Customers can utilize this model to run simulation experiments to understand and enhance wafer yield without the need to run physical wafers, which can be time-consuming and expensive. The company estimates that the market opportunity for this technology represents a serviceable addressable market in excess of \$500 million.
- Announced an enhanced partnership with Micron Technology, Inc. (Nasdaq: MU) ("Micron"), which included expanding the partnership for FTCO™ and securing a \$5.0 million investment from Micron in the form of a senior subordinated convertible promissory note, which subsequently converted into common stock at the completion of the IPO.
- Announced extension of Technology License and Distribution Agreement with NXP, which extended the term of the SIP licensing agreement for an additional five years beginning from April 1, 2024.

- Priced and closed an IPO of 6,000,000 shares of Silvaco common stock at a price to the public of \$19.00 per share. Net proceeds to the company from the IPO were approximately \$106 million after deducting underwriting discounts and commissions. The shares began trading on the Nasdaq Global Select Market under the ticker symbol “SVCO” on May 9th, 2024.

Supplementary materials to this press release, including our first quarter 2024 financial results, can be found at <https://investors.silvaco.com/financial-information/quarterly-results>.

Second Quarter and Full Year 2024 Financial Outlook

As of June 20, 2024, Silvaco is providing guidance for its second quarter of 2024 and its full-year 2024, which represents Silvaco’s current estimates on its operations and financial results. The financial information below represents forward-looking financial information and in some instances forward-looking, non-GAAP financial information, including estimates of non-GAAP gross margin and non-GAAP operating income. GAAP gross margin is the most comparable GAAP measure to non-GAAP gross margin, and GAAP operating income is the most comparable GAAP measure to non-GAAP operating income. Non-GAAP operating income differs from GAAP operating income in that it excludes items such as certain transaction-related costs, IPO preparation costs, acquisition-related litigation costs, stock-based compensation, amortization of acquired intangible assets, impairment charges and executive severance costs. Silvaco is unable to predict with reasonable certainty the ultimate outcome of these exclusions without unreasonable effort. Therefore, Silvaco has not provided guidance for GAAP gross margin or GAAP operating income or a reconciliation of the forward-looking non-GAAP gross margin or non-GAAP operating income guidance to GAAP gross margin or GAAP operating income, respectively. However, it is important to note that these excluded items could be material to our results computed in accordance with GAAP in future periods.

Based on current business trends and conditions, the Company expects for second quarter 2024 the following:

- Revenue in the range of \$14.3 million to \$15.0 million, which would represent a 14% to 20% increase from the second quarter of 2023.
- Gross bookings in the range of \$17.0 million to \$18.5 million, which would represent a 18% to 29% increase from the second quarter of 2023.
- Non-GAAP gross margin to be in the range of 85% to 87%.
- Non-GAAP operating income in the range of \$0.5 million to \$1.5 million, which would represent a 62% to 185% increase from the second quarter of 2023.

For full year 2024, the Company expects:

- Revenue of \$63.0 million to \$66.0 million, which would represent a 16% to 22% increase from 2023.
- Gross bookings of \$64.0 million to \$68.0 million, which would represent an 10% to 17% increase from 2023.
- Non-GAAP gross margin to be in the range of 85% to 87%.
- Non-GAAP operating income of \$8.0 million to \$11.0 million, which would represent an 82% to 150% increase from 2023.

About Silvaco

Silvaco is a provider of TCAD, EDA software, and SIP solutions that enable semiconductor design and digital twin modeling through AI software and innovation. Silvaco's solutions are used for semiconductor and photonics processes, devices, and systems development across display, power devices, automotive, memory, high performance compute, foundries, photonics, internet of things, and 5G/6G mobile markets for complex SoC design. Silvaco is headquartered in Santa Clara, California, and has a global presence with offices located in North America, Europe, Brazil, China, Japan, Korea, Singapore, and Taiwan.

Safe Harbor Statement

This press release contains forward-looking statements based on Silvaco's current expectations. The words "believe", "estimate", "expect", "intend", "anticipate", "plan", "project", "will", and similar phrases as they relate to Silvaco are intended to identify such forward-looking statements. These forward-looking statements reflect the current views and assumptions of Silvaco and are subject to various risks and uncertainties that could cause actual results to differ materially from expectations.

These forward-looking statements include but are not limited to, statements regarding our future operating results, financial position, and guidance, our business strategy and plans, our objectives for future operations, our development or delivery of new or enhanced products, and anticipated results of those products for our customers, our competitive positioning, projected costs, technological capabilities, and plans, and macroeconomic trends.

A variety of risks and factors that are beyond our control could cause actual results to differ materially from those in the forward-looking statements including, without limitation, the following: (a) market conditions; (b) anticipated trends, challenges and growth in our business and the markets in which we operate; (c) our ability to appropriately respond to changing technologies on a timely and cost-effective basis; (d) the size and growth potential of the markets for our software solutions, and our ability to serve those markets; (e) our expectations regarding competition in our existing and new markets; (f) the level of demand in our customers' end markets; (g) regulatory developments in the United States and foreign countries; (h) changes in trade policies, including the imposition of tariffs; (i) proposed new software solutions, services or developments; (j) our ability to attract and retain key management personnel; (k) our customer relationships and our ability to retain and expand our customer relationships; (l) our ability to diversify our customer base and develop relationships in new markets; (m) the strategies, prospects, plans, expectations, and objectives of management for future operations; (n) public health crises, pandemics, and epidemics and their effects on our business and our customers' businesses; (o) the impact of the current conflicts between Ukraine and Russia and Israel and Hamas and the ongoing trade disputes among the United States and China on our business, financial condition or prospects, including extreme volatility in the global capital markets making debt or equity financing more difficult to obtain, more costly or more dilutive, delays and disruptions of the global supply chains and the business activities of our suppliers, distributors, customers and other business partners; (p) changes in general economic or business conditions or economic or demographic trends in the United States and foreign countries including changes in interest rates and inflation; (q) our ability to raise additional capital; (r) our ability to accurately forecast demand for our software solutions; (s) our expectations regarding the outcome of any ongoing litigation; (t) our expectations regarding the period during which we qualify as an emerging growth company under the JOBS Act and as a smaller reporting company under the Exchange Act; (u) our expectations regarding our ability to obtain, maintain, protect and enforce intellectual property protection for our technology; (v) our status as a controlled company; and (w) our use of the net proceeds from our initial public offering.

It is not possible for us to predict all risks, nor can we assess the impact of all factors on our business or the extent to which any factor, or combination of factors, may cause actual results or outcomes to differ materially from those contained in any forward-looking statements we may make. Accordingly, you should not rely on any of the forward-looking statements. Additional information relating to the uncertainty affecting the Silvaco's business is contained in Silvaco's filings with the Securities and Exchange Commission. These documents are available on the SEC Filings section of the Investor Relations section of Silvaco's website at <http://investors.silvaco.com/>. These forward-looking statements represent Silvaco's expectations as of the date of this press release. Subsequent events may cause these expectations to change, and Silvaco disclaims any obligations to update or alter these forward-looking statements in the future, whether as a result of new information, future events or otherwise.

Discussion of Non-GAAP Financial Measures

We use certain non-GAAP financial measures to supplement the performance measures in our consolidated financial statements, which are presented in accordance with GAAP. These non-GAAP financial measures include non-GAAP gross profit, non-GAAP gross margin, non-GAAP operating expenses, non-GAAP operating income (loss), non-GAAP net income (loss), and non-GAAP net income (loss) per share. We use these non-GAAP financial measures for financial and operational decision-making and as a means to assist us in evaluating period-to-period comparisons.

We define non-GAAP operating expenses and non-GAAP operating income (loss) as our GAAP operating expenses and GAAP operating income (loss), in each case, adjusted to exclude certain costs, including certain transaction-related costs, IPO preparation costs, acquisition-related litigation costs, stock-based compensation, amortization of acquired intangible assets, impairment charges, and executive severance costs. We define non-GAAP net income (loss) as our GAAP net income (loss) adjusted to exclude certain costs, including certain transaction-related costs, IPO preparation costs, acquisition-related litigation costs, stock-based compensation, amortization of acquired intangible assets, impairment charges, executive severance costs, change in fair value of contingent consideration, foreign exchange (gain) loss, gain on extinguishment of debt, and the income tax effect on non-GAAP items. Our non-GAAP net income (loss) per share is calculated in the same way as our non-GAAP net income (loss), but on a per share basis. We monitor non-GAAP gross margin, non-GAAP operating expenses, non-GAAP operating income (loss), non-GAAP net income (loss) and non-GAAP net income (loss) per share as non-GAAP financial measures to supplement the financial information we present in accordance with GAAP to provide investors with additional information regarding our financial results.

Certain items are excluded from our non-GAAP operating expenses, non-GAAP operating income (loss), non-GAAP net income (loss) and non-GAAP net income (loss) per share because these items are non-cash in nature or are not indicative of our core operating performance and render comparisons with prior periods and competitors less meaningful. We adjust GAAP operating income (loss) and net income (loss) for these items to arrive at non-GAAP operating income (loss) and non-GAAP net income (loss) because these amounts can vary substantially from company to company within our industry depending upon accounting methods and book values of assets, capital structure and the method by which the assets were acquired. By excluding certain items that may not be indicative of our recurring core operating results, we believe that non-GAAP operating income (loss), non-GAAP net income (loss) and non-GAAP net income (loss) per share, provide meaningful supplemental information regarding our performance.

We believe these non-GAAP financial measures are useful to investors and others because they allow for additional information with respect to financial measures used by management in its financial and operational decision-making and they may be used by our institutional investors and the analyst

community to help them analyze our financial performance and the health of our business. However, there are a number of limitations related to the use of non-GAAP financial measures, and these non-GAAP measures should be considered in addition to, not as a substitute for or in isolation from, our financial results prepared in accordance with GAAP. Other companies, including companies in our industry, may calculate these non-GAAP financial measures differently or not at all, which reduces their usefulness as comparative measures.

SILVACO GROUP, INC.
CONDENSED CONSOLIDATED BALANCE SHEETS
(Unaudited, in thousands except share and par value amounts)

	March 31	December 31,
	2024	2023
ASSETS		
Current assets:		
Cash	\$ 5,739	\$ 4,421
Accounts receivable, net	5,562	4,006
Contract assets, net	9,240	8,749
Prepaid expenses and other current assets	1,748	2,549
Deferred transaction costs	1,943	1,163
Total current assets	24,232	20,888
Long-term assets:		
Property and equipment, net	656	591
Operating lease right-of-use assets, net	2,157	1,963
Intangible assets, net	273	342
Goodwill	9,026	9,026
Long-term portion of contract assets, net	8,961	6,250
Other assets	2,057	1,825
Total long-term assets	23,130	19,997
Total assets	\$ 47,362	\$ 40,885
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	\$ 3,332	\$ 2,495
Accrued expenses and other current liabilities	9,945	10,255
Accrued income taxes	2,185	1,626
Operating lease liabilities, current	817	735
Deferred revenue, current	7,935	7,882
Related party line of credit	2,016	2,000
Total current liabilities	26,230	24,993
Long-term liabilities:		
Deferred revenue, non-current	4,737	5,071
Operating lease liabilities, non-current	1,320	1,198
Long-term loan facility	4,283	—
Other long-term liabilities	197	221
Total liabilities	36,767	31,483
Commitments and contingencies		
Stockholders' equity:		
Common stock, \$0.0001 par value; 25,000,000 shares authorized; 20,000,000 shares issued and outstanding	2	2
Retained earnings	12,770	11,392
Accumulated other comprehensive loss	(2,177)	(1,992)
Total stockholders' equity	10,595	9,402
Total liabilities and stockholders' equity	\$ 47,362	\$ 40,885

SILVACO GROUP, INC.
CONDENSED CONSOLIDATED STATEMENTS OF INCOME

(Unaudited, in thousands except share and per share amounts)

	Three Months Ended March 31,	
	2024	2023
Revenue:		
Software license revenue	\$ 12,258	\$ 10,665
Maintenance and service	3,631	3,626
Total revenue	15,889	14,291
Cost of revenue	1,973	2,025
Gross profit	13,916	12,266
Operating expenses:		
Research and development	3,616	3,375
Selling and marketing	3,312	2,805
General and administrative	4,600	4,553
Total operating expenses	11,528	10,733
Operating income	2,388	1,533
Interest and other expense, net	205	331
Income before income tax provision	2,183	1,202
Income tax provision	805	388
Net income	\$ 1,378	\$ 814
Net income per share attributable to common stockholders:		
Basic and diluted	\$ 0.07	\$ 0.04
Weighted average shares used in computing per share amounts:		
Basic and diluted	\$ 20,000	\$ 20,000

SILVACO GROUP, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

(Unaudited, in thousands)

	Three Months Ended March 31,	
	2024	2023
Cash flows from operating activities:		
Net income	\$ 1,378	\$ 814
Adjustments to reconcile net income to net cash provided by (used in) operating activities:		
Depreciation and amortization	120	166
Gain on disposal of fixed assets	(10)	—
Provision for credit losses	222	21
Change in fair value of contingent consideration	(8)	265
Changes in operating assets and liabilities:		
Accounts receivable	(1,844)	(3,718)
Contract assets	(3,679)	889
Prepaid and other current assets	788	(232)
Other assets	(274)	—
Accounts payable	877	513
Accrued expenses	(670)	(1,248)
Accrued income taxes	574	242
Deferred revenue	(21)	2,888
Other current liabilities	(49)	146
Other long-term liabilities	24	(245)
Net cash (used in) provided by operating activities	<u>(2,572)</u>	<u>501</u>
Cash flows from investing activities:		
Purchases of property and equipment	(10)	(177)
Net cash used in investing activities	<u>(10)</u>	<u>(177)</u>
Cash flows from financing activities:		
Proceeds from loan facility	4,250	—
Contingent consideration	(13)	(582)
Deferred transaction costs	(364)	—
Net cash provided by (used in) financing activities	<u>3,873</u>	<u>(582)</u>
Effect of exchange rate fluctuations on cash	27	75
Net increase (decrease) in cash	<u>1,318</u>	<u>(183)</u>
Cash, beginning of period	4,421	5,478
Cash, end of period	<u>\$ 5,739</u>	<u>\$ 5,295</u>

SILVACO GROUP, INC.
GAAP to Non-GAAP Reconciliation
(Unaudited, in thousands except per share amounts)

	Three Months Ended		
	3/31/2024	12/31/2023	3/31/2023
GAAP Research and development	\$ 3,616	\$ 3,337	\$ 3,375
Less: Amortization of acquired intangible assets	70	82	101
Non-GAAP Research and development	\$ 3,546	\$ 3,255	\$ 3,274
GAAP Sales and marketing	\$ 3,312	\$ 3,833	\$ 2,805
Less: IPO preparation costs	127	—	—
Non-GAAP Sales and marketing	\$ 3,185	\$ 3,833	\$ 2,805
GAAP General and administrative	\$ 4,600	\$ 4,570	\$ 4,553
Less: Acquisition-related litigation costs	594	515	236
Less: IPO preparation costs	139	45	268
Non-GAAP General and administrative	\$ 3,867	\$ 4,010	\$ 4,049
GAAP Operating expenses	\$ 11,528	\$ 11,740	\$ 10,733
Less: Acquisition-related litigation costs	594	515	236
Less: IPO preparation costs	266	45	268
Less: Amortization of acquired intangible assets	70	82	101
Non-GAAP Operating expenses	\$ 10,598	\$ 11,098	\$ 10,128
GAAP Income (loss) from operations	\$ 2,388	\$ (1,936)	\$ 1,533
Plus: Acquisition-related litigation costs	594	515	236
Plus: IPO preparation costs	266	45	268
Plus: Amortization of acquired intangible assets	70	82	101
Non-GAAP Income (loss) from operations	\$ 3,318	\$ (1,294)	\$ 2,138
GAAP Net income (loss)	\$ 1,378	\$ (2,247)	\$ 814
Plus: Amortization of acquired intangible assets	70	82	101
Plus: Acquisition-related litigation costs	594	515	236
Plus: IPO preparation costs	266	45	268
Plus: Change in fair value of consideration	(8)	(7)	276
Plus: Foreign exchange (gain) loss	130	(3)	247
Plus: Income tax effect of non-GAAP adjustment	(33)	(27)	(23)
Non-GAAP Net income (loss)	\$ 2,397	\$ (1,642)	\$ 1,919
GAAP Net income (loss) per share:			
Basic and diluted:	\$ 0.07	\$ (0.11)	\$ 0.04
Non-GAAP Net income (loss) per share:			
Basic and diluted:	\$ 0.12	\$ (0.08)	\$ 0.10
Weighted average shares used in GAAP and non-GAAP net income (loss) per share:			
Basic and diluted:	20,000,000	20,000,000	20,000,000

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Key Takeaways

- Q1'24 Revenue of \$15.9 million, at the high end of our estimated results, up 27% quarter-over-quarter and up 11% year-over-year.
- Raising Q2'24 and FY 2024 revenue outlook.
- Q1'24 GAAP and Non-GAAP gross margin of 88%, above the high end of our estimated results, compared to 86% in Q1 2023.
- Initial Public Offering completed in May raising \$106 million, net of underwriters fees.

Q1'24 Other Financial Highlights

- Revenue by Product Line -
 - TCAD revenue of \$10.6 million, 67% of sales, up 21% YoY
 - EDA revenue of \$4.7 million, 30% of sales, up 13% YoY
 - SIP revenue of \$0.6 million, 4% of sales, down 57% YoY
- GAAP operating income and margin of \$2.4 million and 15%, compared to \$1.5 million and 11% in Q1 2023, respectively.
- Non-GAAP operating income and margin of \$3.3 million and 21%, compared to \$2.1 million and 15% in Q1 2023, respectively.
- GAAP net income of \$1.4 million, at the high end of our estimated results, compared to \$0.8 million in Q1 2023.
- Non-GAAP net income of \$2.4 million, compared to \$1.9 million in Q1 2023.
- GAAP diluted net income per share of \$0.07.
- Non-GAAP diluted net income per share of \$0.12.

Q2'24 Outlook (See Note 1)

Based on current business trends and conditions, the company expects for second quarter 2024 the following:

- Revenue in the range of \$14.3 million to \$15.0 million, which would represent a 14% to 20% increase from the second quarter of 2023.
- Gross bookings in the range of \$17.0 million to \$18.5 million, which would represent a 18% to 29% increase from the second quarter of 2023.
- Non-GAAP gross margin to be in the range of 85% to 87%
- Non-GAAP operating income in the range of \$0.5 million to \$1.5 million, which would represent a 62% to 185% increase from the second quarter of 2023.

FY 2024 Outlook (See Note 1)

For full year 2024, the Company expects:

- Revenue of \$63.0 million to \$66.0 million, which would represent a 16% to 22% increase from 2023.
- Gross Bookings of \$64.0 million to \$68.0 million, which would represent an 10% to 17% increase from 2023.
- Non-GAAP gross margin to be in the range of 85% to 87%.
- Non-GAAP operating income of \$8.0 million to \$11.0 million, which would represent an 82% to 150% increase from 2023.

Note 1: As of June 20, 2024, Silvaco is providing guidance for its second quarter of 2024 and its full-year 2024, which represents Silvaco's current estimates on its operations and financial results. The financial information presented represents forward-looking financial information and in some instances forward-looking, non-GAAP financial information, including estimates of non-GAAP gross margin and non-GAAP operating income. GAAP gross margin is the most comparable GAAP measure to non-GAAP gross margin, and GAAP operating income is the most comparable GAAP measure to non-GAAP operating income. Non-GAAP operating income differs from GAAP operating income in that it excludes items such as certain transaction-related costs, IPO preparation costs, acquisition-related litigation costs, stock-based compensation, amortization of acquired intangible assets, impairment charges and executive severance costs. Silvaco is unable to predict with reasonable certainty the ultimate outcome of these exclusions without unreasonable effort. Therefore, Silvaco has not provided guidance for GAAP gross margin or GAAP operating income or a reconciliation of the forward-looking non-GAAP gross margin or non-GAAP operating income guidance to GAAP gross margin or GAAP operating income, respectively. However, it is important to note that these excluded items could be material to our results computed in accordance with GAAP in future periods.

Silvaco Group, Inc. (Nasdaq: SVCO)

Financial Metrics (\$ in '000s, except Per Share Data and Headcount)

GAAP Financial Metrics	Unaudited									See Note 1		
	Q1 2022	Q2 2022	Q3 2022	Q4 2022	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024	FY21	FY22	FY23
Revenue	\$ 13,551	\$ 11,375	\$ 11,747	\$ 9,801	\$ 14,291	\$ 12,525	\$ 14,944	\$ 12,486	\$ 15,889	\$ 41,963	\$ 46,474	\$ 54,246
YoY Change %					5%	10%	27%	27%	11%	4%	11%	17%
GAAP Gross Profit	\$ 11,385	\$ 9,169	\$ 9,352	\$ 7,681	\$ 12,266	\$ 10,152	\$ 12,670	\$ 9,804	\$ 13,916	\$ 33,310	\$ 37,587	\$ 44,892
GAAP Gross Margin	84%	81%	80%	78%	86%	81%	85%	79%	88%	79%	81%	83%
GAAP Operating Expenses	\$ 10,026	\$ 9,813	\$ 10,489	\$ 9,132	\$ 10,733	\$ 10,357	\$ 10,928	\$ 11,740	\$ 11,528	\$ 36,846	\$ 39,460	\$ 43,758
GAAP Operating Expenses % of Sales	74%	86%	89%	93%	75%	83%	73%	94%	73%	88%	85%	81%
GAAP Operating Income (Loss)	\$ 1,359	\$ (644)	\$ (1,137)	\$ (1,451)	\$ 1,533	\$ (205)	\$ 1,742	\$ (1,936)	\$ 2,388	\$ (3,536)	\$ (1,873)	\$ 1,134
GAAP Operating Margin	10%	(6%)	(10%)	(15%)	11%	(2%)	12%	(16%)	15%	(8%)	(4%)	2%
GAAP Net Income (Loss)	\$ 162	\$ (973)	\$ (465)	\$ (2,652)	\$ 814	\$ (331)	\$ 1,448	\$ (2,247)	\$ 1,378	\$ (1,845)	\$ (3,928)	\$ (316)
GAAP Net Income (Loss) Margin	1%	(9%)	(4%)	(27%)	6%	(3%)	10%	(18%)	9%	(4%)	(8%)	(1%)
GAAP Net Income (Loss) Per Share	\$ 0.01	\$ (0.05)	\$ (0.02)	\$ (0.13)	\$ 0.04	\$ (0.02)	\$ 0.07	\$ (0.11)	\$ 0.07	\$ (0.09)	\$ (0.20)	\$ (0.02)
Shares Diluted (See Note 2)	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000
Net Cash (Used In) Provided By Operating Activities	\$ (2,473)	\$ (152)	\$ (772)	\$ 1,300	\$ 501	\$ 1,665	\$ (1,835)	\$ 849	\$ (2,572)	\$ (2,636)	\$ (2,097)	\$ 1,180

Non-GAAP Financial Metrics (See Note 3)	Unaudited									Unaudited		
	Q1 2022	Q2 2022	Q3 2022	Q4 2022	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024	FY21	FY22	FY23
Non-GAAP Gross Profit	\$ 11,385	\$ 9,169	\$ 9,352	\$ 7,681	\$ 12,266	\$ 10,152	\$ 12,670	\$ 9,804	\$ 13,916	\$ 33,310	\$ 37,587	\$ 44,892
Non-GAAP Gross Margin	84%	81%	80%	78%	86%	81%	85%	79%	88%	79%	81%	83%
Non-GAAP Operating Expenses	\$ 8,985	\$ 9,367	\$ 8,834	\$ 8,106	\$ 10,128	\$ 9,339	\$ 9,926	\$ 11,098	\$ 10,598	\$ 34,610	\$ 35,292	\$ 40,491
Non-GAAP Operating Expenses % of Sales	66%	82%	75%	83%	71%	75%	66%	89%	67%	82%	76%	75%
Non-GAAP Operating Income (Loss)	\$ 2,400	\$ (198)	\$ 518	\$ (425)	\$ 2,138	\$ 813	\$ 2,744	\$ (1,294)	\$ 3,318	\$ (1,300)	\$ 2,295	\$ 4,401
Non-GAAP Operating Margin	18%	(2%)	4%	(4%)	15%	6%	18%	(10%)	21%	(3%)	5%	8%
Non-GAAP Net Income (Loss)	\$ 1,869	\$ (502)	\$ 424	\$ (1,374)	\$ 1,919	\$ 839	\$ 2,326	\$ (1,642)	\$ 2,397	\$ (1,685)	\$ 417	\$ 3,442
Non-GAAP Net Income (Loss) Margin	14%	(4%)	4%	(14%)	13%	7%	16%	(13%)	15%	(4%)	1%	6%
Non-GAAP Net Income (Loss) Per Share	\$ 0.09	\$ (0.03)	\$ 0.02	\$ (0.07)	\$ 0.10	\$ 0.04	\$ 0.12	\$ (0.08)	\$ 0.12	\$ (0.08)	\$ 0.02	\$ 0.17
Non-GAAP Shares Diluted (See Note 2)	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000
Free Cash Flow	\$ (2,473)	\$ (156)	\$ (832)	\$ 1,275	\$ 324	\$ 1,640	\$ (1,848)	\$ 725	\$ (2,582)	\$ (2,735)	\$ (2,186)	\$ 841
Headcount										270	251	267

Note 1: Annual figures derived from audited consolidated financial statements which are available in our Form S-1 and draft Form S1 filings at SEC.GOV.

Note 2: On April 29, 2024, the Company effected a 1-for-2 reverse split of its common stock. All of the outstanding equity amounts have been adjusted, on a retroactive basis, to reflect this 1-for-2 reverse stock split for all periods presented. On May 13, 2024, the Company completed the sale of an aggregate of 6,000,000 shares of Common Stock to the public in the IPO.

Note 3: The non-GAAP measures presented should not be considered a substitute for the financial results and measures determined or calculated in accordance with GAAP. See Appendix 1 for more information and a reconciliation of GAAP to Non-GAAP Financials Measures.

Silvaco Group, Inc. (Nasdaq: SVCO)

Supplemental Sales Information (\$ in '000s)

Revenue by Item Category	Unaudited									See Note 1		
	Q1 2022	Q2 2022	Q3 2022	Q4 2022	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024	FY21	FY22	FY23
Software License	\$ 10,803	\$ 7,882	\$ 9,261	\$ 6,465	\$ 10,665	\$ 8,845	\$ 11,083	\$ 8,738	\$ 12,258	\$ 29,687	\$ 34,411	\$ 39,331
YoY Change %					(1%)	12%	20%	35%	15%	7%	16%	14%
Maintenance and Service	\$ 2,748	\$ 3,493	\$ 2,486	\$ 3,336	\$ 3,626	\$ 3,680	\$ 3,861	\$ 3,748	\$ 3,631	\$ 12,276	\$ 12,063	\$ 14,915
YoY Change %					32%	5%	55%	12%	0%	(1%)	(2%)	24%
Total Revenue	\$ 13,551	\$ 11,375	\$ 11,747	\$ 9,801	\$ 14,291	\$ 12,525	\$ 14,944	\$ 12,486	\$ 15,889	\$ 41,963	\$ 46,474	\$ 54,246
YoY Change %					5%	10%	27%	27%	11%	4%	11%	17%

Revenue by Product Line	Unaudited									Unaudited		
	Q1 2022	Q2 2022	Q3 2022	Q4 2022	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024	FY21	FY22	FY23
TCAD	\$ 7,526	\$ 6,534	\$ 7,701	\$ 5,153	\$ 8,773	\$ 7,780	\$ 7,876	\$ 7,725	\$ 10,605	\$ 24,162	\$ 26,914	\$ 32,154
% of Total Revenue	56%	57%	66%	53%	61%	62%	53%	62%	67%	58%	58%	59%
YoY Change %					17%	19%	2%	50%	21%	16%	11%	19%
EDA	\$ 3,577	\$ 2,833	\$ 2,328	\$ 2,402	\$ 4,185	\$ 2,489	\$ 4,579	\$ 2,708	\$ 4,709	\$ 11,795	\$ 11,140	\$ 13,961
% of Total Revenue	26%	25%	20%	25%	29%	20%	31%	22%	30%	28%	24%	26%
YoY Change %					17%	(12%)	97%	13%	13%	1%	(6%)	25%
IP	\$ 2,448	\$ 2,008	\$ 1,718	\$ 2,246	\$ 1,333	\$ 2,256	\$ 2,489	\$ 2,053	\$ 575	\$ 6,006	\$ 8,420	\$ 8,131
% of Total Revenue	18%	18%	15%	23%	9%	18%	17%	16%	4%	14%	18%	15%
YoY Change %					(46%)	12%	45%	(9%)	(57%)	(24%)	40%	(3%)
Total Revenue	\$ 13,551	\$ 11,375	\$ 11,747	\$ 9,801	\$ 14,291	\$ 12,525	\$ 14,944	\$ 12,486	\$ 15,889	\$ 41,963	\$ 46,474	\$ 54,246
YoY Change %					5%	10%	27%	27%	11%	4%	11%	17%

Revenue by Geography	Unaudited									Unaudited		
	Q1 2022	Q2 2022	Q3 2022	Q4 2022	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024	FY21	FY22	FY23
United States	\$ 3,235	\$ 3,338	\$ 5,383	\$ 2,932	\$ 4,865	\$ 3,538	\$ 4,258	\$ 3,553	\$ 4,062	\$ 11,420	\$ 14,888	\$ 16,214
China	2,579	2,305	2,269	3,532	2,680	3,616	2,467	3,647	1,731	7,680	10,685	12,410
Japan	1,650	2,975	1,287	1,376	2,310	1,732	1,768	1,746	4,755	11,000	7,288	7,556
Korea	2,452	677	665	378	1,178	1,408	3,807	1,112	1,092	2,228	4,172	7,505
All other countries	3,635	2,080	2,143	1,583	3,258	2,231	2,644	2,428	4,249	9,635	9,441	10,561
Total Revenue	\$ 13,551	\$ 11,375	\$ 11,747	\$ 9,801	\$ 14,291	\$ 12,525	\$ 14,944	\$ 12,486	\$ 15,889	\$ 41,963	\$ 46,474	\$ 54,246
YoY Change %					5%	10%	27%	27%	11%	4%	11%	17%

New Bookings by Product Line	Unaudited									Unaudited		
	Q1 2022	Q2 2022	Q3 2022	Q4 2022	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024	FY21	FY22	FY23
TCAD	\$ 8,385	\$ 6,455	\$ 7,472	\$ 7,227	\$ 10,999	\$ 8,022	\$ 7,894	\$ 8,494	\$ 12,191	\$ 26,502	\$ 29,539	\$ 35,409
% of Total Bookings	59%	58%	62%	58%	70%	56%	63%	55%	76%	56%	59%	61%
YoY Change %					31%	24%	6%	18%	11%	25%	11%	20%
EDA	\$ 4,193	\$ 3,374	\$ 2,774	\$ 3,650	\$ 3,205	\$ 4,255	\$ 3,335	\$ 4,179	\$ 3,800	\$ 14,336	\$ 13,991	\$ 14,974
% of Total Bookings	30%	30%	23%	29%	20%	30%	27%	27%	24%	30%	28%	26%
YoY Change %					(24%)	26%	20%	14%	19%	(13%)	(2%)	7%
IP	\$ 1,533	\$ 1,372	\$ 1,720	\$ 1,539	\$ 1,464	\$ 2,084	\$ 1,257	\$ 2,891	\$ 121	\$ 6,458	\$ 6,164	\$ 7,696
% of Total Bookings	11%	12%	14%	12%	9%	15%	10%	19%	1%	14%	12%	13%
YoY Change %					(5%)	52%	(27%)	88%	(92%)	2%	(5%)	25%
Total Bookings	\$ 14,111	\$ 11,201	\$ 11,967	\$ 12,416	\$ 15,667	\$ 14,362	\$ 12,486	\$ 15,565	\$ 16,112	\$ 47,296	\$ 49,695	\$ 58,080
YoY Change %					11%	28%	4%	25%	3%	8%	5%	17%
Remaining Performance Obligation									\$ 29,098	\$ 21,223	\$ 26,990	\$ 29,818

Note 1: Annual figures derived from audited consolidated financial statements which are available in our Form S-1 and draft Form S1 filings at SEC.GOV.

Safe Harbor Statement

This financial supplement contains forward-looking statements based on Silvaco Group, Inc.'s current expectations. The words "believe", "estimate", "expect", "intend", "anticipate", "plan", "project", "will", and similar phrases as they relate to Silvaco Group, Inc. are intended to identify such forward-looking statements. These forward-looking statements reflect the current views and assumptions of Silvaco Group, Inc. and are subject to various risks and uncertainties that could cause actual results to differ materially from expectations.

These forward-looking statements include but are not limited to, statements regarding our future operating results, financial position, and guidance, our business strategy and plans, our objectives for future operations, our development or delivery of new or enhanced products, and anticipated results of those products for our customers, our competitive positioning, projected costs, technological capabilities, and plans, and macroeconomic trends.

A variety of risks and factors that are beyond our control could cause actual results to differ materially from those in the forward-looking statements including, without limitation, the following: (a) market conditions; (b) anticipated trends, challenges and growth in our business and the markets in which we operate; (c) our ability to appropriately respond to changing technologies on a timely and cost-effective basis; (d) the size and growth potential of the markets for our software solutions, and our ability to serve those markets; (e) our expectations regarding competition in our existing and new markets; (f) the level of demand in our customers' end markets; (g) regulatory developments in the United States and foreign countries; (h) changes in trade policies, including the imposition of tariffs; (i) proposed new software solutions, services or developments; (j) our ability to attract and retain key management personnel; (k) our customer relationships and our ability to retain and expand our customer relationships; (l) our ability to diversify our customer base and develop relationships in new markets; (m) the strategies, prospects, plans, expectations, and objectives of management for future operations; (n) public health crises, pandemics, and epidemics, and their effects on our business and our customers' businesses; (o) the impact of the current conflicts between Ukraine and Russia and Israel and Hamas and the ongoing trade disputes among the United States and China on our business, financial condition or prospects, including extreme volatility in the global capital markets making debt or equity financing more difficult to obtain, more costly or more dilutive, delays and disruptions of the global supply chains and the business activities of our suppliers, distributors, customers and other business partners; (p) changes in general economic or business conditions or economic or demographic trends in the United States and foreign countries including changes in interest rates and inflation; (q) our ability to raise additional capital; (r) our ability to accurately forecast demand for our software solutions; (s) our expectations regarding the outcome of any ongoing litigation; (t) our expectations regarding the period during which we qualify as an emerging growth company under the JOBS Act and as a smaller reporting company under the Exchange Act; (u) our expectations regarding our ability to obtain, maintain, protect and enforce intellectual property protection for our technology; (v) our status as a controlled company; and (w) our use of the net proceeds from our initial public offering.

It is not possible for us to predict all risks, nor can we assess the impact of all factors on our business or the extent to which any factor, or combination of factors, may cause actual results or outcomes to differ materially from those contained in any forward-looking statements we may make. Accordingly, you should not rely on any of the forward-looking statements. Additional information relating to the uncertainty affecting the Silvaco's business is contained in Silvaco's filings with the Securities and Exchange Commission. These documents are available on the SEC Filings section of the Investor Relations section of Silvaco's website at <http://investors.silvaco.com/>. These forward-looking statements represent Silvaco's expectations as of the date of this press release. Subsequent events may cause these expectations to change, and Silvaco disclaims any obligations to update or alter these forward-looking statements in the future, whether as a result of new information, future events or otherwise.

Discussion of Non-GAAP Financial Measures

We use certain non-GAAP financial measures to supplement the performance measures in our consolidated financial statements, which are presented in accordance with GAAP. These non-GAAP financial measures include non-GAAP gross profit, non-GAAP gross margin, non-GAAP operating expenses, non-GAAP operating income (loss), non-GAAP net income (loss), and non-GAAP net income (loss) per share. We use these non-GAAP financial measures for financial and operational decision-making and as a means to assist us in evaluating period-to-period comparisons.

We define non-GAAP operating expenses and non-GAAP operating income (loss) as our GAAP operating expenses and GAAP operating income (loss), in each case, adjusted to exclude certain costs, including certain transaction-related costs, IPO preparation costs, acquisition-related litigation costs, stock-based compensation, amortization of acquired intangible assets, impairment charges, and executive severance costs. We define non-GAAP net income (loss) as our GAAP net income (loss) adjusted to exclude certain costs, including certain transaction-related costs, IPO preparation costs, acquisition-related litigation costs, stock-based compensation, amortization of acquired intangible assets, impairment charges, executive severance costs, change in fair value of contingent consideration, foreign exchange (gain) loss, gain on extinguishment of debt, and the income tax effect on non-GAAP items. Our non-GAAP net income (loss) per share is calculated in the same way as our non-GAAP net income (loss), but on a per share basis. We monitor non-GAAP gross margin, non-GAAP operating expenses, non-GAAP operating income (loss), non-GAAP net income (loss) and non-GAAP net income (loss) per share as non-GAAP financial measures to supplement the financial information we present in accordance with GAAP to provide investors with additional information regarding our financial results.

Certain items are excluded from our non-GAAP operating expenses, non-GAAP operating income (loss), non-GAAP net income (loss) and non-GAAP net income (loss) per share because these items are non-cash in nature or are not indicative of our core operating performance and render comparisons with prior periods and competitors less meaningful. We adjust GAAP operating income (loss) and net income (loss) for these items to arrive at non-GAAP operating income (loss) and non-GAAP net income (loss) because these amounts can vary substantially from company to company within our industry depending upon accounting methods and book values of assets, capital structure and the method by which the assets were acquired. By excluding certain items that may not be indicative of our recurring core operating results, we believe that non-GAAP operating income (loss), non-GAAP net income (loss) and non-GAAP net income (loss) per share, provide meaningful supplemental information regarding our performance.

We define free cash flow as net cash (used in) provided by operating activities in the period minus capital expenditures. We believe that free cash flow is an important financial measure for use in evaluating the Company's ability to generate additional cash from our business operations. Free cash flow should be considered in addition to, rather than as a substitute for net cash provided by operating activities as a measure of our liquidity. Additionally, our definition of free cash flow is limited and does not represent residual cash flows available for discretionary expenditures due to the fact that the measure does not deduct the payments required for debt service and other obligations or payments made for business acquisitions. Therefore, we believe it is important to view free cash flow as supplemental to our entire statement of cash flows.

We believe these non-GAAP financial measures are useful to investors and others because they allow for additional information with respect to financial measures used by management in its financial and operational decision-making and they may be used by our institutional investors and the analyst community to help them analyze our financial performance and the health of our business. However, there are a number of limitations related to the use of non-GAAP financial measures, and these non-GAAP measures should be considered in addition to, not as a substitute for or in isolation from, our financial results prepared in accordance with GAAP. Other companies, including companies in our industry, may calculate these non-GAAP financial measures differently or not at all, which reduces their usefulness as comparative measures.

Appendix I - Reconciliation of GAAP to Non-GAAP Financials Measures (\$ in '000s, except Per Share Data)

	Unaudited										Unaudited		
	Q1 2022	Q2 2022	Q3 2022	Q4 2022	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024		FY21	FY22	FY23
GAAP Gross Profit	\$ 11,385	\$ 9,169	\$ 9,352	\$ 7,681	\$ 12,266	\$ 10,152	\$ 12,670	\$ 9,804	\$ 13,916		\$ 33,310	\$ 37,587	\$ 44,892
Less: N/a	-	-	-	-	-	-	-	-	-		-	-	-
Non-GAAP Gross Profit	\$ 11,385	\$ 9,169	\$ 9,352	\$ 7,681	\$ 12,266	\$ 10,152	\$ 12,670	\$ 9,804	\$ 13,916		\$ 33,310	\$ 37,587	\$ 44,892
GAAP Operating Expenses	\$ 10,026	\$ 9,813	\$ 10,489	\$ 9,132	\$ 10,733	\$ 10,357	\$ 10,928	\$ 11,740	\$ 11,528		\$ 36,846	\$ 39,460	\$ 43,758
Less: Acquisition-related litigation costs	(320)	(201)	(534)	(285)	(236)	(233)	(723)	(515)	(594)		(1,148)	(1,340)	(1,707)
Less: IPO preparation costs	(67)	(187)	(1,058)	(640)	(268)	(711)	(197)	(45)	(266)		-	(1,952)	(1,221)
Less: Amortization of acquired intangible assets	(94)	(58)	(63)	(101)	(101)	(74)	(82)	(82)	(70)		(808)	(316)	(339)
Less: Impairment Charges	(560)	-	-	-	-	-	-	-	-		-	(560)	-
Less: Executive Severance	-	-	-	-	-	-	-	-	-		(280)	-	-
Non-GAAP Operating Expenses	\$ 8,985	\$ 9,367	\$ 8,834	\$ 8,106	\$ 10,128	\$ 9,339	\$ 9,926	\$ 11,098	\$ 10,598		\$ 34,610	\$ 35,292	\$ 40,491
GAAP Operating Income (Loss)	\$ 1,359	\$ (644)	\$ (1,137)	\$ (1,451)	\$ 1,533	\$ (205)	\$ 1,742	\$ (1,936)	\$ 2,388		\$ (3,536)	\$ (1,873)	\$ 1,134
Add: Acquisition-related litigation costs	320	201	534	285	236	233	723	515	594		1,148	1,340	1,707
Add: IPO preparation costs	67	187	1,058	640	268	711	197	45	266		-	1,952	1,221
Add: Amortization of acquired intangible assets	94	58	63	101	101	74	82	82	70		808	316	339
Add: Impairment Charges	560	-	-	-	-	-	-	-	-		-	560	-
Add: Executive Severance	-	-	-	-	-	-	-	-	-		280	-	-
Non-GAAP Operating Income (Loss)	\$ 2,400	\$ (198)	\$ 518	\$ (425)	\$ 2,138	\$ 813	\$ 2,744	\$ (1,294)	\$ 3,318		\$ (1,300)	\$ 2,295	\$ 4,401
GAAP Net Income (Loss)	\$ 162	\$ (973)	\$ (465)	\$ (2,652)	\$ 814	\$ (331)	\$ 1,448	\$ (2,247)	\$ 1,378		\$ (1,845)	\$ (3,928)	\$ (316)
Add: Acquisition-related litigation costs	320	201	534	285	236	233	723	515	594		1,148	1,340	1,707
Add: IPO preparation costs	67	187	1,058	640	268	711	197	45	266		-	1,952	1,221
Add: Amortization of acquired intangible assets	94	58	63	101	101	74	82	82	70		808	316	339
Add: Impairment Charges	560	-	-	-	-	-	-	-	-		-	560	-
Add: Executive Severance	-	-	-	-	-	-	-	-	-		280	-	-
Add: Foreign Exchange Gain (Loss)	683	39	(732)	535	247	168	(77)	(3)	130		(93)	525	335
Add: Change in Fair Value of Contingent Consideration	-	-	17	(228)	276	65	(9)	(7)	(8)		295	(211)	325
Less: Gain on Debt	-	-	-	-	-	-	-	-	-		(2,278)	-	-
Add: Income Tax effect of Non-GAAP Items	(17)	(14)	(51)	(55)	(23)	(81)	(38)	(27)	(33)		-	(137)	(169)
Non-GAAP Net Income (Loss)	\$ 1,869	\$ (502)	\$ 424	\$ (1,374)	\$ 1,919	\$ 839	\$ 2,326	\$ (1,642)	\$ 2,397		\$ (1,685)	\$ 417	\$ 3,442
GAAP Net Income (Loss) Per Share	\$ 0.01	\$ (0.05)	\$ (0.02)	\$ (0.13)	\$ 0.04	\$ (0.02)	\$ 0.07	\$ (0.11)	\$ 0.07		\$ (0.09)	\$ (0.20)	\$ (0.02)
Add: Acquisition-related litigation costs	0.02	0.01	0.03	0.01	0.01	0.01	0.04	0.03	0.03		0.06	0.07	0.09
Add: IPO preparation costs	0.00	0.01	0.05	0.03	0.01	0.04	0.01	0.00	0.01		-	0.10	0.06
Add: Amortization of acquired intangible assets	0.00	0.00	0.00	0.01	0.01	0.00	0.00	0.00	0.00		0.04	0.02	0.02
Add: Impairment Charges	0.03	-	-	-	-	-	-	-	-		-	0.03	-
Add: Executive Severance	-	-	-	-	-	-	-	-	-		0.01	-	-
Add: Foreign Exchange Gain (Loss)	0.03	0.00	(0.04)	0.03	0.01	0.01	(0.00)	(0.00)	0.01		(0.00)	0.03	0.02
Add: Change in Fair Value of Contingent Consideration	-	-	0.00	(0.01)	0.01	0.00	(0.00)	(0.00)	(0.00)		0.01	(0.01)	0.02
Less: Gain on Debt	-	-	-	-	-	-	-	-	-		(0.11)	-	-
Add: Income Tax effect of Non-GAAP Items	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)		-	(0.01)	(0.01)
Non-GAAP Net Income (Loss) Per Share	\$ 0.09	\$ (0.03)	\$ 0.02	\$ (0.07)	\$ 0.10	\$ 0.04	\$ 0.12	\$ (0.08)	\$ 0.12		\$ (0.08)	\$ 0.02	\$ 0.17
Shares used in GAAP and Non-GAAP													
Net Income (Loss) Per Share - Basic and Diluted	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000		20,000	20,000	20,000

Appendix I (continued) - Reconciliation of GAAP to Non-GAAP Financials Measures (\$ in '000s)

	Unaudited									Unaudited		
	Q1 2022	Q2 2022	Q3 2022	Q4 2022	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024	FY21	FY22	FY23
GAAP Gross Margin	84%	81%	80%	78%	86%	81%	85%	79%	88%	79%	81%	83%
Less: N/a	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%	0%
Non-GAAP Gross Margin	84%	81%	80%	78%	86%	81%	85%	79%	88%	79%	81%	83%
GAAP Operating Expenses % of Sales	74%	86%	89%	93%	75%	83%	73%	94%	73%	88%	85%	81%
Less: Acquisition-related litigation costs	-2%	-2%	-5%	-3%	-2%	-2%	-5%	-4%	-4%	-3%	-3%	-3%
Less: IPO preparation costs	0%	-2%	-9%	-7%	-2%	-6%	-1%	0%	-2%	0%	-4%	-2%
Less: Amortization of acquired intangible assets	-1%	-1%	-1%	-1%	-1%	-1%	-1%	-1%	0%	-2%	-1%	-1%
Less: Impairment Charges	-4%	0%	0%	0%	0%	0%	0%	0%	0%	0%	-1%	0%
Less: Executive Severance	0%	0%	0%	0%	0%	0%	0%	0%	0%	-1%	0%	0%
Non-GAAP Operating Expenses % of Sales	66%	82%	75%	83%	71%	75%	66%	89%	67%	82%	76%	75%
GAAP Operating Margin	10%	-6%	-10%	-15%	11%	-2%	12%	-16%	15%	-8%	-4%	2%
Add: Acquisition-related litigation costs	2%	2%	5%	3%	2%	2%	5%	4%	4%	3%	3%	3%
Add: IPO preparation costs	0%	2%	9%	7%	2%	6%	1%	0%	2%	0%	4%	2%
Add: Amortization of acquired intangible assets	1%	1%	1%	1%	1%	1%	1%	1%	0%	2%	1%	1%
Add: Impairment Charges	4%	0%	0%	0%	0%	0%	0%	0%	0%	0%	1%	0%
Add: Executive Severance	0%	0%	0%	0%	0%	0%	0%	0%	0%	1%	0%	0%
Non-GAAP Operating Margin	18%	-2%	4%	-4%	15%	6%	18%	-10%	21%	-3%	5%	8%
GAAP Net Income (Loss) Margin	1%	-9%	-4%	-27%	6%	-3%	10%	-18%	9%	-4%	-8%	-1%
Add: Acquisition-related litigation costs	2%	2%	5%	3%	2%	2%	5%	4%	4%	3%	3%	3%
Add: IPO preparation costs	0%	2%	9%	7%	2%	6%	1%	0%	2%	0%	4%	2%
Add: Amortization of acquired intangible assets	1%	1%	1%	1%	1%	1%	1%	1%	0%	2%	1%	1%
Add: Impairment Charges	4%	0%	0%	0%	0%	0%	0%	0%	0%	0%	1%	0%
Add: Executive Severance	0%	0%	0%	0%	0%	0%	0%	0%	0%	1%	0%	0%
Add: Foreign Exchange Gain (Loss)	5%	0%	-6%	5%	2%	1%	-1%	0%	1%	0%	1%	1%
Add: Change in Fair Value of Contingent Consideration	0%	0%	0%	-2%	2%	1%	0%	0%	0%	1%	0%	1%
Less: Gain on Debt	0%	0%	0%	0%	0%	0%	0%	0%	0%	-5%	0%	0%
Add: Income Tax effect of Non-GAAP Items	0%	0%	0%	-1%	0%	-1%	0%	0%	0%	0%	0%	0%
Non-GAAP Net Income (Loss) Margin	14%	-4%	4%	-14%	13%	7%	16%	-13%	15%	-4%	1%	6%

	Unaudited									Unaudited		
	Q1 2022	Q2 2022	Q3 2022	Q4 2022	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024	FY21	FY22	FY23
Net Cash (Used In) Provided By Operating Activities	\$ (2,473)	\$ (152)	\$ (772)	\$ 1,300	\$ 501	\$ 1,665	\$ (1,835)	\$ 849	\$ (2,572)	\$ (2,636)	\$ (2,097)	\$ 1,180
Less: Capital Expenditures	-	(4)	(60)	(25)	(177)	(25)	(13)	(124)	(10)	(99)	(89)	(339)
Free Cash Flow	\$ (2,473)	\$ (156)	\$ (832)	\$ 1,275	\$ 324	\$ 1,640	\$ (1,848)	\$ 725	\$ (2,582)	\$ (2,735)	\$ (2,186)	\$ 841

