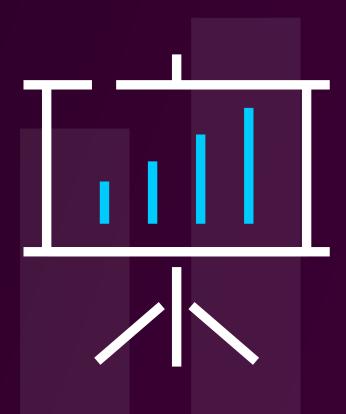


H1 FY23 Results Presentation

February 27, 2023



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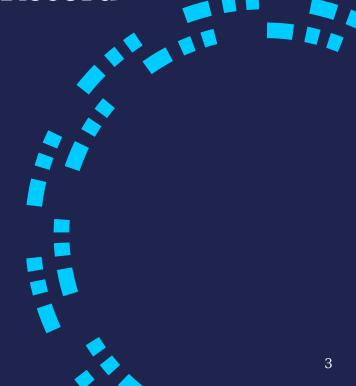
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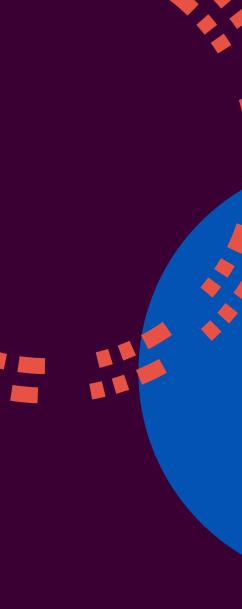
- 1. Introduction to Keypath Education
- 2. H1 FY23 Results Building on our Strong Track Record
- 3. FY23 Progress and Outlook

A. Appendix: Financial Statements



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Introduction to Keypath Education



Investment highlights

As a global EdTech company, our vision is to be a leader in education transformation – the key that unlocks greatness in educators and individuals.

By transforming education, together we can transform the world for the better in a sustainable way for individuals (including our people), partners, and society in general.

We partner with leading universities to offer high quality online programs across the most in-demand disciplines globally.



Keypath at a glance

Growing, global business in an attractive market with strong underlying fundamentals





EDTECH DEVELOPMENTS







43Global university partners

197Total active programs

800 Employees (approx.)

Best place to work Awards in Australia, Canada and US **22%**H1 FY23 Healthcare revenue growth rate



US\$58.7m H1 FY23 revenue

(+3% over H1 FY22, +8% constant currency) **52%**

North America revenue

46%

APAC revenue

2%

ROW revenue

US\$51.5m

Cash balance (expected to be fully funded to cash flow breakeven) US\$125m - US\$130m

FY23 revenue guidance

H2 FY24

Adjusted EBITDA breakeven target

Long-term priorities

Focusing on the key drivers of growth, profitability and capital allocation

Optimize the base

EDTECH DEVELOPMENTS

- Optimize our portfolio / reallocating investment capital
- Drive mature vintage contribution margins
- Execute growth plans on new vintages

Grow in Healthcare

- Existing product (e.g., ABSN) expansion
- → New Healthcare product launches across a Healthcare online education platform
- Expand Australia clinical programs with our competitive advantages in Healthcare capabilities



Expand in APAC

- Expand via enterprise relationships
- Expand offerings across online education platforms
- Grow new partners in Southeast Asia

Continue our path to profitability with adjusted EBITDA profitability from H2 FY24

In a market undergoing growth and transformation

Online education continues to drive growth within global education

Global Online Degree and Micro-Credentials and Global OPM Market Size. USD 2019-2025

\$7.3T **Global Education** Growing from \$6.1T in 2019 at 3% to \$7.3T in 2025. \$2.3T **Global Online Degrees** and Micro-Credentials \$117B Growing from \$45B in 2019 at 17% to \$117B in 2025. 2% (\$45B) of Global Post-Secondary (\$2.2T), \$13.3B growing to 5% (\$117B) by 2025 (\$2.3T).

Global Post-Secondary
Education (Higher
Education and
Technical and
Vocational Education
and Training)

Growing from \$2.2T in 2019 at 0.7% to \$2.3T in 2025.

Global OPM Market

Growing from \$5.7B in 2019 at 19% to \$13.3B in 2025. OPM revenue, not OPM powered total tuition.

Source: HolonIQ Smart Estimates, February 2021. Not to scale.

Online education is undergoing significant evolution, creating opportunities for EdTech companies

Entering a new phase of complexity and innovation

	10 YEARS AGO	TODAY	FUTURE		
OFFERING TYPE	Narrow post graduate optionsMass market appeal	 Global markets Wider program offerings Increasingly segmented audiences 	 Complex Healthcare and broader vertical / geographic online education platforms Moving from one-to-one to one-to-many 		
OFFERING CHARACTERISTICS	UndifferentiatedUncomplex	 EdTech becoming global Expansion of verticals / specializations in which online education offered Consumer groups becoming segmented based on need / life stage 	 Focus on complex healthcare and online education platforms that offer broader ranges of short to long courses Meet students where they are at that point of their career/life Provide full flexibility for the most value-creating education pathways for students 		

Why the focus on Healthcare?

Experts in the highly attractive Healthcare vertical

EDTECH DEVELOPMENTS



US\$12 billion global online healthcare education market with US Healthcare masters degree market enrollments CAGR of 6.6% since 20121 Global shortage of 6 million nurses by 2030²; 9 of the top 20 fastest growing professions in the US are in healthcare³

US\$12bn

Global online healthcare education market size in 20254

30.6m

Global shortage of Nurses and Midwives⁶

55%

Growth in ABSN (Nursing) enrollment⁵

21%

Growth in Google search demand within healthcare and social science since 2018⁷



Keypath Healthcare⁸ revenue as % of total

- (1) Wiley Education Services (2021). State of the education market: Trends and insights in key master's disciplines.
- (2) World Health Organization.
- (3) World Economic Forum.
- (4) Source: HolonIQ. Estimate assuming healthcare is approximately 10% of the overall global online and alt cred education market. Healthcare spending accounted for ~10% of total GDP globally and graduate education in healthcare accounted for ~16% of total graduate education in the U.S.
- (5) 2020-2021 AACN Enrollment & Graduations in Baccalaureate and Graduate Programs in Nursing.
- (6) Lancet 2022; 399: 2129-54 Published Online May 23, 2022
- (7) Google.
- (8) Healthcare includes Nursing, Health and Social Services verticals.

Keypath's global competitive advantage in Healthcare

Keypath is one of the largest online healthcare education providers globally with a leading clinical placement expertise



Keypath is one of the largest online healthcare education providers globally

Build once, launch globally: leverage in house expertise to launch highly complex programs in new geographies tailored to specific local needs / markets

Develop deeper local employer relationships and placement services globally; Keypath has leading clinical field expertise

Partners with Healthcare¹ programs (20 of which have Student Placement services)

~15k

Clinical and field placement relationships

EDTECH DEVELOPMENTS

Healthcare¹ programs

Healthcare systems

~350

H1 FY23 Keypath Healthcare¹ revenue as % of total

22%

Growth in Keypath

Healthcare¹ revenue

H1 FY23 vs H1 FY22

53%

>15k

Clinical placements

Nursing

In Portfolio

- Social Work
- Speech Language Pathology

AREAS WITHIN HEALTHCARE VERTICAL

- Mental Health
- Counseling
- Psychology
- Pharmacy
- **Public Health**

In Pipeline

- Occupational Therapy
- Physical Therapy
- Nurse Anesthetist
- Physician Assistant

Building and accelerating the global Healthcare flywheel over time

Building 1) one of the largest, 2) most diverse, 3) global online Healthcare education offerings

zero2one with Nursing

- PRE-LICENSURE [ABSN]
- APRN [NURSE PRACTITIONER + CRNA]

Expanded Into Mental

EDTECH DEVELOPMENTS

- + Social Sciences
- COUNSELING
- SOCIAL WORK PSYCHOLOGY

Expanded Into Therapy

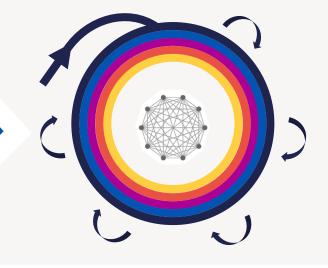
- SPEECH LANGUAGE **PATHOLOGY**
- PHYSICAL THERAPY
- OCCUPATIONAL THERAPY

Expanded Into Interdisciplinary Specialties

- PHARMACY
- PHYSICIAN ASSISTANT

Expanding Globally On An Enterprise And Platform Basis

- ACROSS KEYPATH GLOBAL PLATFORM
- ENTERPRISE CLINICAL SECURING KEYPATH ALL CLINICAL PROGRAMS AND PARTNERS









ONE-TO-ONE PARTNERSHIPS (BILATERAL)

FUTURE ONE-TO-MANY (ECOSYSTEM)

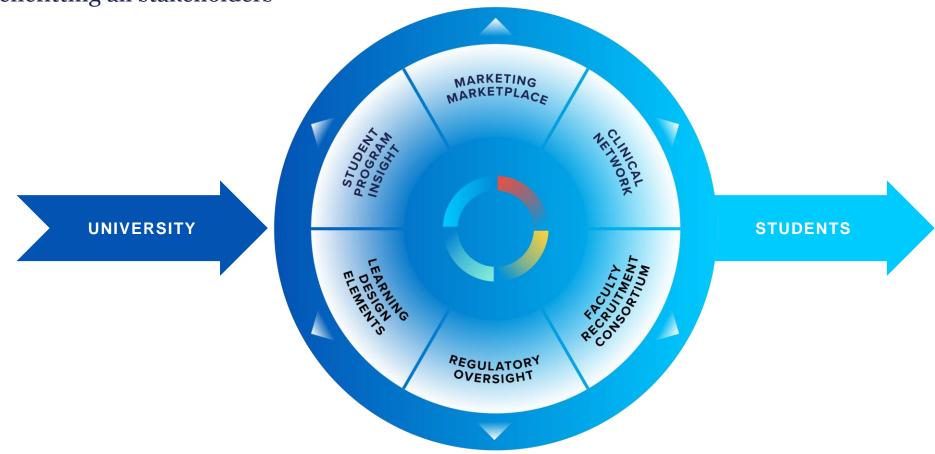


TIME

"Engine" of expansion: expanding partners, products and services adds value and momentum for all stakeholders over time, while also increasing difficulty of replication or disintermediation

Keypath has built a proprietary platform to benefit universities, students and the healthcare industry

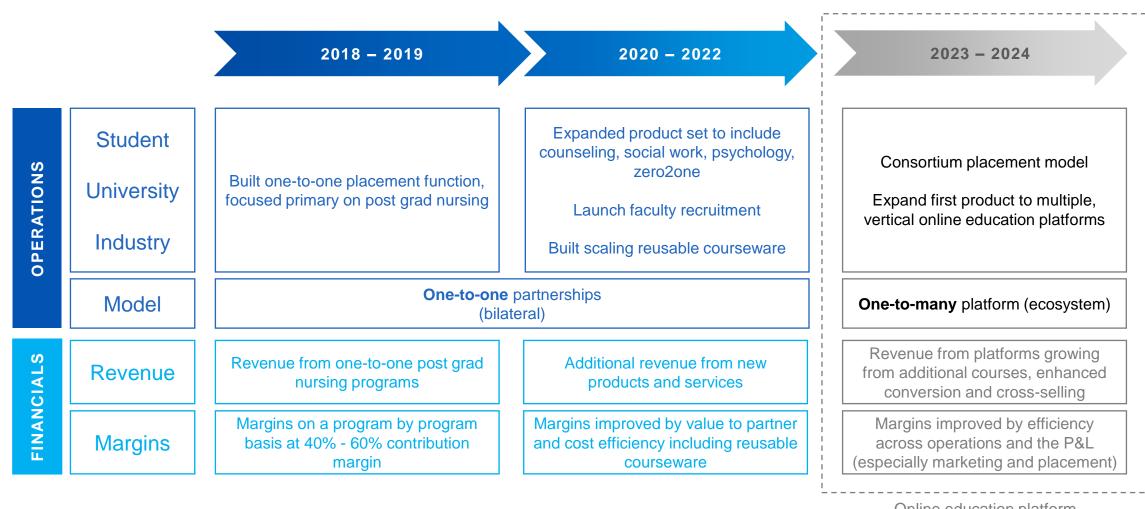
The capabilities will continue to expand as the platform grows further benefitting all stakeholders



Building the Healthcare education platform of the future

Using the existing head start to pull further ahead of the competition

EDTECH DEVELOPMENTS



Keypath's strong foundation for growth in APAC

EDTECH DEVELOPMENTS

Proven track record in APAC





Australian university partners



Full enterprise agreements With many partners



Healthcare expansion Underway with 20 Healthcare

programs







Leading private institutions Keypath partners with in two major markets with more to come



Largest EdTech growth region

In Southeast Asia with international markets growing 2x as fast as U.S. ability to scale with existing and new partners' online adoption journey



Strategy

Build on two enterprise-level partnerships with online education platforms across the business and STEM / Future of Work areas, then Healthcare

Melbourne Business School ("MBS") and Keypath: a landmark new partnership

Keypath assisting the home for Australia's top ranked MBA¹ go online.

EDTECH DEVELOPMENTS





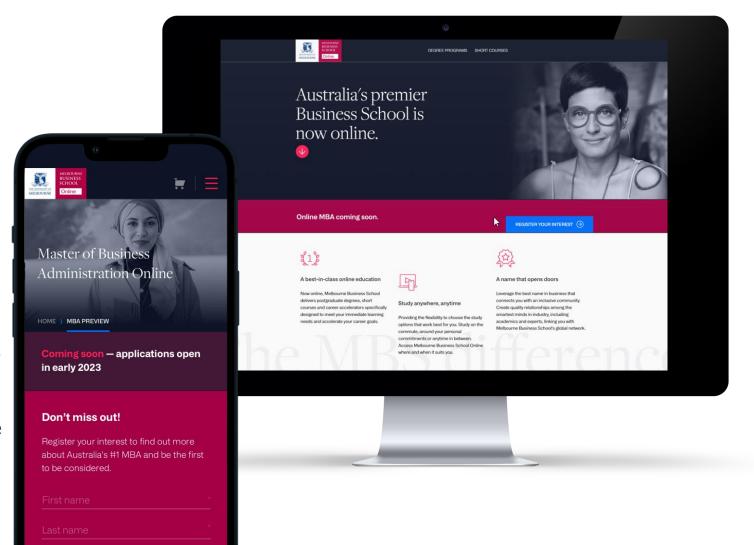
MBS MBA launching online plus short courses, career accelerators and degrees



Offered as a platform concept for increased market reach and impact beyond postgraduate programs



Keypath trusted to take MBS online for the first time



Building the APAC online education platforms

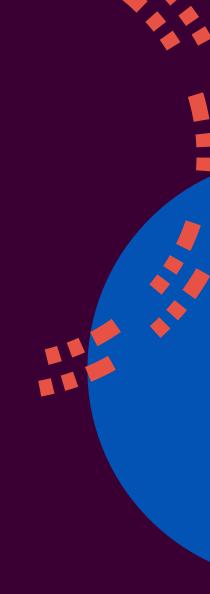
EDTECH DEVELOPMENTS

Using our market leadership in APAC to pull further ahead of any competition.

2018 - 20192020 - 20222023 - 2024Student **OPERATIONS** Building out the right products across Launched into Southeast Asia Partner, vertical and regional online University the region Launched vertical website education platforms developed Industry **One-to-one** partnerships Model **One-to-many** platform (ecosystem) (bilateral) Revenue growing from huge new market FINANCIALS Revenue from one-to-one partner / Revenue growing from multiple Revenue and platform from new courses, program relationships platforms ("rinse and repeat") enhanced conversion and cross-selling Margins on a program by program Margins improved by efficiency across Margins further improved by Margins basis at 40% - 60% contribution operations and the P&L (marketing) and efficiency across operations and the P&L (marketing) and indirect costs indirect costs margin

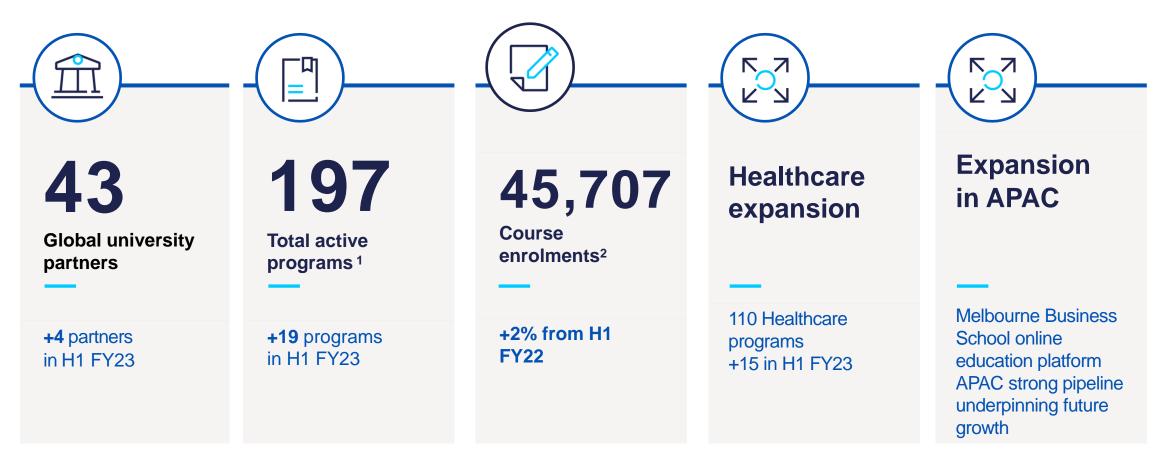


H1 FY23 Building on our Strong Track Record



H1 FY23 operational highlights

Continued strong growth in partners, programs, enrollments, Healthcare and APAC



⁽¹⁾ Keypath defines a program as a bachelor's, master's, or doctoral degree program, a post master's degree certificate (in the United States) or a graduate diploma program (in APAC) that we are actively supporting on behalf of one of our university partners or for which we have executed contracts for a future program launch; As of December 31, 2022, 153 programs were revenue generating while 12 were in market but pre-1st enrollment. (2) Includes estimates for enrollments pending invoicing.

Strong revenue growth and cash balance to support growth objectives

\$58.7m

Revenue

up +3% from H1 FY22, +8% constant currency \$9.3m

15.9% contribution margin

Down **-24%** from H1 FY22

(\$6.7m)

Adjusted EBITDA

Down **-79%** from H1 FY22

~\$7m

Investment¹

In new programs launched in H1

Roughly flat with H1 FY22

\$51.5m

Cash on hand

Expected to be fully funded to cash flow break even

⁽¹⁾ Represents the net cash investment in all H1 FY23 to FY24 vintage programs included in the H1 FY23 financial results; net cash investment in all H1 FY22 to FY23 vintage programs included in the H1 FY22 financial results was ~\$7m.

Continuing our strong operational track record

The high value partners place
on the Keypath offering is
shown by the rapid growth in
our partners and programs

	Partners	Programs
H1 FY21	30	115
H1 FY22	37	166
III4 EVO2	42	407

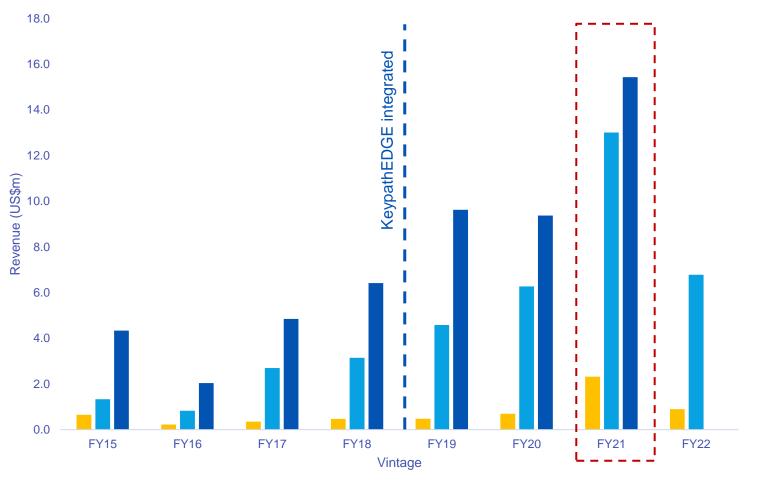
31%

Program number CAGR H1 FY21 – H1 FY23 **H1 FY23**

43

197

Building on our data driven approach to program selection through KeypathEDGE

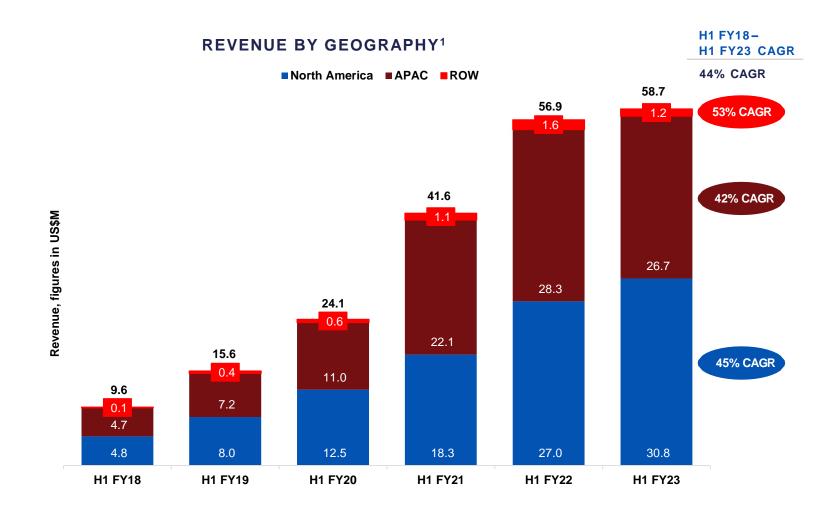


- Our FY21 vintage is performing strongly in its first three years versus vintages pre-KeypathEDGE and is indicative of the impact KeypathEDGE has had on our more recent vintages
- We expect this positive momentum in the quality of our vintages to continue given the amount and quality of our proprietary data and technology informed pipeline of partners and programs driven by KeypathEDGE
- We expect newer vintages to be US\$25 million US\$45 million at mature steady state revenue and achieve contribution margins of 40% 60% following our proven unit economic model

Building on our strong financial track record

Keypath's foundation of strong revenue growth is demonstrated in our global diversification and track record

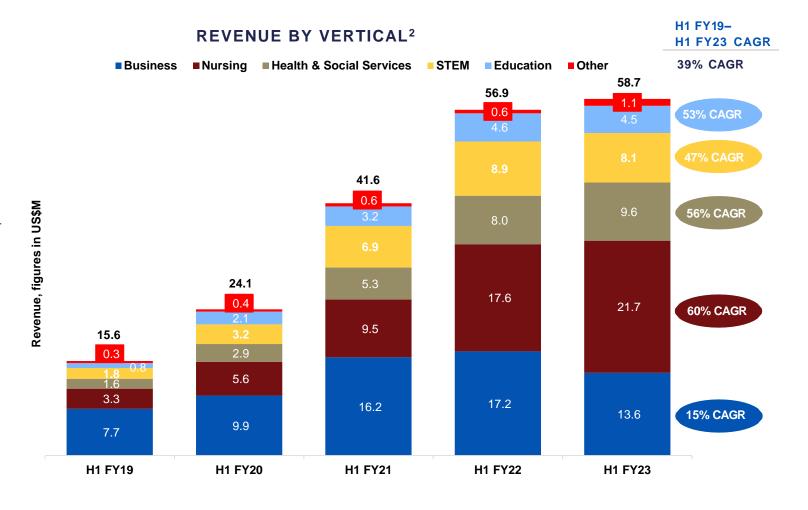
Revenue CAGR H1 FY18 – H1 FY23



Revenue diversity evolving with market demand

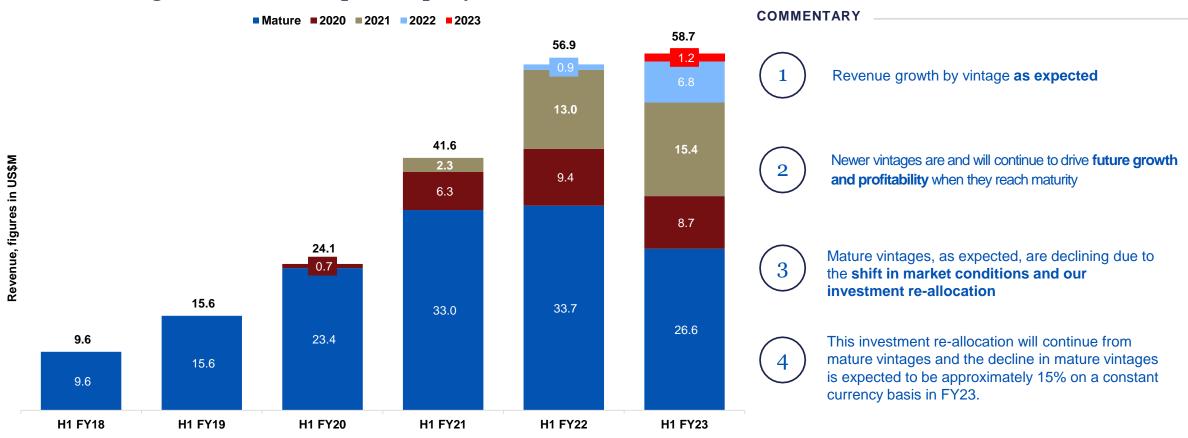
Keypath's diversified revenue by vertical enables Keypath to capture market opportunity in the highest demand verticals at any given time

Healthcare¹ revenue CAGR H1 FY19 – H1 FY23



Revenue by vintage¹

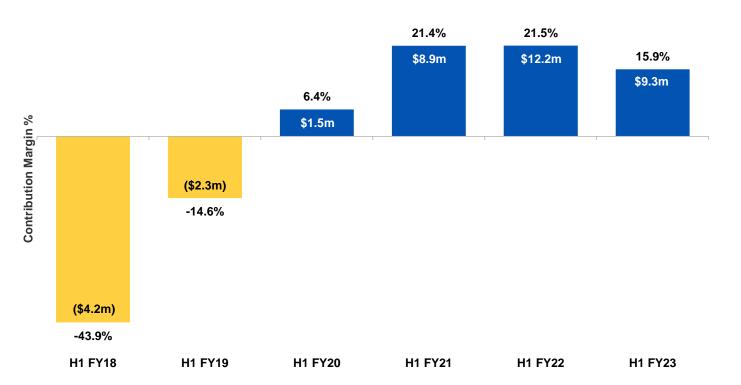
Newer vintages continue to expand rapidly



⁽¹⁾ Vintage refers to the fiscal year in which a new program has its first student intake. Revenue from the first year of a vintage reflects a combination of the timing of when a programs has its first student intake (Keypath does not earn revenue until the first student intake on a program) and the number of programs in the respective vintage.

Contribution margin by year

Contribution margin will continue to improve as the unit economic model plays out and mature vintages reach our targeted margins of 40-60%



COMMENTARY



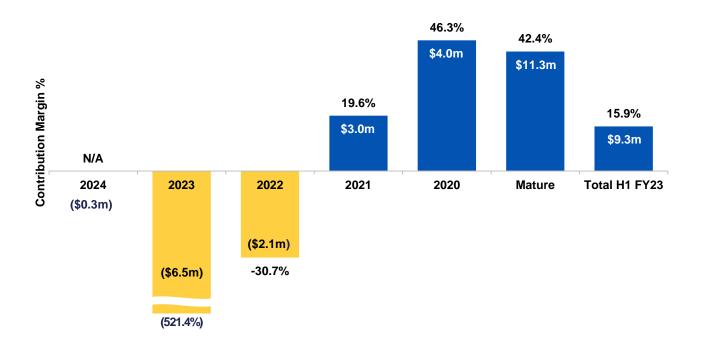
Larger vintages and a maturing portfolio will **drive margin expansion over the long-term**consistent with the unit economic model



The contribution margin for H1 FY23 declined from FY22 due to the tough comparison in H1 FY22 due to the COVID bump in FY22, with timing of launches, and continued pressure in more mature vintages also contributing



Contribution margins will continue to improve over the long term as a greater % of the overall portfolio of programs reach maturity (i.e., are in market for 4+ years) Mature vintages' contribution margin at 42% proving unit economic model; long-term upward momentum to this level from post-KeypathEDGE vintages



COMMENTARY



Mature vintages prove unit economic model and evidence profitability of business model even in the face of revenue decreases previously noted



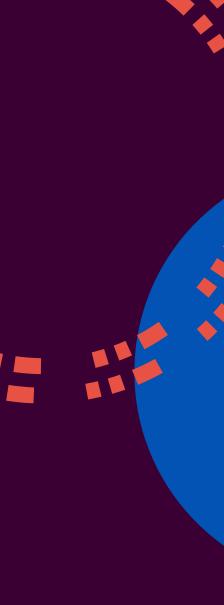
Vintages in "grow" and "launch" stages are progressing through unit economic model as expected



FY21 vintage reached positive contribution margin faster than any vintage in the history of the Company; still maturing and expected to get to 40% -60% in accordance with unit economic model



FY23 Progress and Outlook



Strong financial foundations and outlook

Well positioned to continue being a leading, growing and (soon) profitable online education company

1

Expected to be fully funded to cash flow breakeven with US\$51.5 million cash

2

30 programs from our future vintages (27 of which are from the FY24 vintage). Of the 30 programs, 27 are in Healthcare 3

While maximising the breadth of our offering through revenue and margin enhancing online education platforms

4

Across a well-diversified non-cyclical (e.g. Healthcare) and countercyclical (e.g. Business / STEM) portfolio

5

To build momentum in revenue growth and profitability

Reconfirming guidance¹

FY23: US\$125 million – US\$130 million

FY23: US(\$7) million – US(\$9) million

H2 FY24: adjusted EBITDA breakeven targeted

Adjusted EBITDA

Revenue

We are aiming on holding an Investor Day in April to provide further information about our strategy, and growth and profitability levers.

Further information about this will be provided to the market in due course.

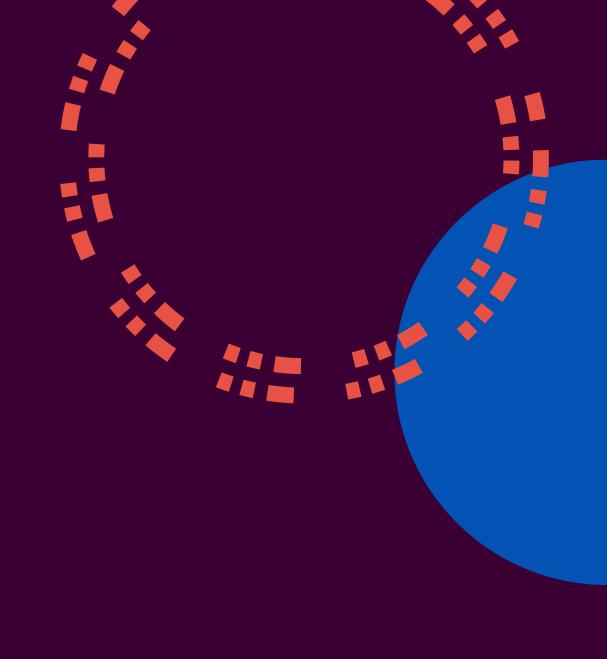
Q&A





Appendix

Financial Statements



Income statement

US\$m	H1 FY23	H1 FY22	% change
Revenue	58.7	56.9	3.1%
Salaries and wages	(34.5)	(30.4)	13.6%
Direct marketing	(22.5)	(21.1)	6.6%
General and administration (G&A) expenses	(8.2)	(9.0)	(9.3%)
Depreciation and amortization	(2.5)	(2.4)	7.3%
Stock-based compensation expense (one-time)	(1.0)	(5.3)	(81.5%)
Stock-based compensation expense (ongoing)	(0.9)	(1.0)	(9.9%)
Legacy Long-Term Incentive Plan Cash Awards	2.0	(0.4)	(551.2%)
Operating Loss	(8.9)	(12.7)	(29.5%)
Other income and (expense), net	(0.2)	(0.2)	4.7%
Loss before income taxes	(9.1)	(12.9)	(29.1%)
Income tax expense	(0.3)	(0.7)	(62.2%)
Net loss	(9.4)	(13.5)	(30.7%)
Revenue growth %	3.1%	37.0%	(3391 bps)
Salaries and wages % of revenue	58.8%	53.3%	545 bps
Direct marketing % of revenue	38.3%	37.1%	125 bps
General and administration % of revenue	13.9%	15.8%	(190 bps)

- Strong revenue performance +8% (constant currency) is underpinned by course enrollment growth, strong student retention and the launch of new programs in key disciplines
- Salaries and wages expense increased primarily reflects the addition of employees to support the growth in partners and programs as well as annual merit based employee pay increases
- **Direct marketing** costs increased due to the growth in active programs and the number and size of programs in their development and launch phase
- G&A costs decreased driven by efficiencies and cost management
- Other (expense) income primarily includes foreign currency transaction losses
- Income tax primarily relates to withholding taxes, minimum state income tax payments and book to tax temporary differences

Balance sheet statement

US\$m	December 31, 2022	June 30, 2022	% change
Cash and restricted cash	51.5	59.2	(13.0%)
Accounts receivable and other current assets	6.1	19.0	(67.9%)
Accounts payable and other current liabilities	(18.5)	(29.3)	(36.9%)
Net Working Capital	39.1	48.8	(19.9%)
Property and equipment, net	1.2	1.3	(2.2%)
Goodwill	8.8	8.8	-%
Intangible assets, net	7.0	6.7	5.2%
Other non-current assets	7.1	7.2	(0.8%)
Other non-current liabilities	(0.7)	(0.4)	50.6%
Net Assets	62.6	72.3	(13.4%)
Common stock	2.1	2.1	2.5%
Additional paid-in capital	255.3	255.5	(0.1%)
Accumulated losses	(194.9)	(185.4)	5.1%
Total Equity	62.6	72.3	(13.4%)

- Strong cash position US\$51.5 million (no debt) as
 of December 31, 2022; Cash will be used in operations
 and to pursue the Company's growth objectives; organic
 growth expected to be fully funded through to
 cash flow break even
- Accounts receivable and other current assets have decreased as a result of strong collections during H1 FY23
- Accounts payable and other current liabilities
 have decreased as a result of timing of payroll and
 vendor payments

Cash flow statement

US\$m	H1 FY23	H1 FY22	% change
EBITDA	(6.6)	(10.5)	(37.3%)
Non-cash items:			
Stock-based compensation expense	1.9	6.3	(69.7%)
Legacy Long-Term Incentive Plan Cash Awards	(2.0)	0.4	(551.5%)
Deferred income taxes	0.2	0.7	(71.0%)
Change in net working capital	3.7	11.3	(67.5%)
Income taxes paid	(0.1)	(0.5)	(80.0%)
Cash flow from operating activities	(2.9)	7.7	(137.4%)
Additions of amortizable intangible assets	(2.1)	(2.0)	4.3%
Purchases of property and equipment	(0.5)	(0.4)	23.0%
Cash flow from investing activities	(2.6)	(2.4)	7.3%
Payments of taxes from withheld shares	(1.4)	-	-
Employee stock repurchases	(0.7)	-	-
Cash flow from financing activities	(2.1)	-	-
Effect of exchange rate changes	(0.1)	(0.4)	(76.6%)
Net cash flows	(7.7)	4.9	(255.9%)
Cash and restricted cash at beginning of period	59.2	67.5	(12.3%)
Cash and restricted cash at end of period	51.5	72.4	(28.8%)

- As a result of our disciplined focus on cash management, our cash burn was US\$7.7 million in H1 FY23
- For H1 FY23, cash flow used in operating activities was US\$2.9 million compared to US\$7.7 million cash provided in H1 FY22; primarily driven by the net working capital changes from the timing of payroll, vendor payments and collections, and a cash payment of US\$2.0 million to the holders of Legacy LTIP Cash Awards in September 2022
- For H1 FY23, net cash used in investing activities was US\$2.6 million, primarily representing the capitalized value of employee and contractor costs directly involved in the development of programs and eligible for capitalization under US GAAP
- For H1 FY23, net cash used in financing activities was US\$2.1 million, representing the amount of cash outflow to satisfy employees' income tax withholding obligations as part of a net-share settlement of stock-based awards and employee stock repurchases

Contribution margin in detail

US\$m	H1 FY23	H1 FY22	% change
Revenue	58.7	56.9	3.1%
Direct salaries and wages net of capitalized costs	(25.3)	(22.4)	13.2%
Direct marketing expenses	(22.5)	(21.1)	6.6%
G&A expenses allocated to direct departments	(1.6)	(1.2)	26.0%
Contribution margin	9.3	12.2	(23.7%)
Corporate costs	(15.8)	(15.8)	0.2%
Stock-based compensation expense (one-time)	(1.0)	(5.3)	(81.5%)
Stock-based compensation expense (ongoing)	(0.9)	(1.0)	(9.8%)
Legacy Long-Term Incentive Plan Cash Awards	2.0	(0.4)	(551.5%)
Other income and (expense), net	(0.2)	(0.2)	5.0%
EBITDA	(6.6)	(10.5)	(37.3%)
Contribution margin %	15.9%	21.5%	(558 bps)
Direct salaries and wages net of capitalized costs %	43.1%	39.3%	385 bps
Direct marketing expenses %	38.3%	37.1%	125 bps
G&A expenses allocated to direct departments %	2.7%	2.2%	48 bps
Corporate costs %	26.9%	27.7%	(79 bps)
EBITDA %	(11.2%)	(18.4%)	722 bps

- Contribution margin:
 - is revenue less direct costs, which consists of salaries and wages and general and administration expenses attributable to direct departments, and direct marketing
 - is not a US GAAP based measure; it is used by Keypath to monitor and evaluate financial performance of individual programs relative to planned performance targets over the lifetime of the programs
 - is not a replacement for the financial performance of the Company as a whole as determined in accordance with US GAAP
- H1 FY23 contribution margin of US\$9.3 million, or 15.9%
- Corporate costs are roughly flat year-over-year

Adjusted EBITDA

US\$m	H1 FY23	H1 FY22	% change
Operating loss	(8.9)	(12.7)	(29.5%)
Other income and (expense), net	(0.2)	(0.2)	4.7%
EBIT	(9.1)	(12.9)	(29.1%)
Depreciation and amortization	2.5	2.4	7.3%
EBITDA	(6.6)	(10.5)	(37.3%)
Stock-based compensation expense (one-time) ¹	1.0	5.3	(81.5%)
Stock-based compensation expense (ongoing)	0.9	1.0	(9.9%)
Legacy Long-Term Incentive Plan Cash Awards	(2.0)	0.4	(551.2%)
Adjusted EBITDA	(6.7)	(3.7)	78.8%
EBIT % of revenue	(15.5%)	(22.6%)	705 bps
EBITDA % of revenue	(11.2%)	(18.4%)	722 bps
Adjusted EBITDA % of revenue	(11.3%)	(6.5%)	(480 bps)

- EBIT is earnings before interest and tax
- EBITDA is earnings before interest, tax, depreciation and amortization
- The calculation of EBITDA should not be viewed as a substitute for calculations under US GAAP. EBITDA calculated by the Company may not be comparable to the EBITDA calculation of another company
- Adjusted EBITDA:
 - Management believes adjusted EBITDA is useful to help evaluate the operating performance of the business and as an indicator of cash generated or used by the day-to-day operations of the business, before taking into account the costs and cash flows associated with the capital and funding structure of Keypath, and before taking into account movements in net working capital
 - represents EBITDA less non-recurring items as well as stock-based compensation
 - impacted by recent, large vintages being in their investment phase, public company costs, Malaysian expansion and investments in systems
- H1 FY23 adjusted EBITDA of US(\$6.7) million; year-over-year comparisons impacted primarily by a tough comparison vs. H1 FY22 due to the COVID bump in FY22, timing of launches, and continued pressure in more mature vintages

⁽¹⁾ Projected Stock-Based compensation expense (one-time): \$1.5M for FY23 and \$0.2M for FY24.

Contacts

Investor Relations

Malcolm McNab Director of Investor Relations malcolm.mcnab@keypathedu.com.au

