GROUPON

Third Quarter 2025 Earnings Commentary

Business Update - Dusan Senkypl, Chief Executive Officer

Welcome to our third quarter 2025 earnings commentary. This commentary is posted on our investor relations website. In addition, I encourage you to review our press release and 10-Q, which contain more detail on our third quarter results.

The following commentary reflects management's views as of today, November 6, 2025 only, and will include forward-looking statements. Actual results may differ materially from those expressed or implied in the company's forward-looking statements. Groupon undertakes no obligation to update these forward-looking statements as a result of new information or future events. Additional information about risks and other factors that could potentially impact the Company's financial results are included in its earnings press release and in its filings with the SEC, including its quarterly report on Form 10-Q.

The commentary will also discuss the following non-GAAP financial measures: Adjusted EBITDA and Free Cash Flow. In Groupon's press release and their filings with the SEC, each of which is posted on its Investor Relations website, you will find additional disclosures regarding these non-GAAP measures, including reconciliations of these measures to the most comparable measures under U.S. GAAP.

Third Quarter 2025 Performance Highlights

I'm pleased to report another strong quarter that demonstrates continued momentum in our transformation journey.

Global billings grew 11% year-over-year, marking the second straight quarter of double-digit growth.

Our core Local category continues to be the engine driving our growth. North America Local delivered billings growth of +18% year-over-year and International Local billings, excluding Giftcloud, grew +15% year-over-year. Combined, the core Local category, excluding Giftcloud, grew 18% and made up 89% of billings, demonstrating the scalability of our hyperlocal marketplace playbook. Our Things To Do vertical delivered exceptional results during the crucial summer season, outpacing both industry growth rates and peer performance.

We delivered Adjusted EBITDA and Free Cash Flow ahead of our expectations.

Output from our Product and Engineering organization is improving meaningfully. We're seeing faster development cycles, higher quality releases, and better cross functional collaboration as our technology modernization efforts translate into tangible business capabilities. We're also identifying an increasing number of opportunities across our business where we believe AI has the potential to drive efficiency gains and enhance experiences for both customers and merchants.

Q3 also highlighted areas where we need to accelerate our progress. Our marketing spend came in at 37% of gross profit as we leaned more heavily on customer acquisition. While our customer acquisition and paid performance channels are scaling efficiently, there is still more work to optimize the journey from first to repeat purchase, to allow our new customer cohorts to season and to drive improvements in purchase frequency. Finally, our comparisons are getting tougher starting in December, which will test whether our marketplace improvements can sustain momentum against more challenging benchmarks.

Going forward, we are confident that we can generate strong Adjusted EBITDA and Free Cash Flow, while continuing to invest strategically to accelerate our topline. The momentum we're seeing across customer growth, category performance, and platform capability gives me confidence that we're building the foundation to become the trusted destination for quality local experiences at unbeatable value.

Demand-Side Health

Our demand side performance in Q3 reflects the compounding benefits of systematic improvements across our marketing engine. We drove healthy growth in our paid performance channels supported by a modest increase in marketing spend and improving returns.

This efficient marketing execution is translating into strong customer and order momentum. We added almost 300,000 net active customers quarter over quarter, our second straight quarter with that level of production. When you exclude the lost customers from our exit of Italy, we added over 1 million net active customers over the last 4 quarters, a strong signal for the overall health of our marketplace.

While we're driving strong new customer growth, annual purchase frequency continues to decline as new customer cohorts purchase less frequently than our seasoned legacy customers. Improving our customer journey and moving a higher percentage of newly acquired customers to repeat purchasers is a key step in driving growth in purchase frequency.

Beyond our core performance channels, we're investing deliberately in positioning Groupon for the evolution of how consumers discover and purchase local experiences. In Q2, we highlighted the early momentum we were seeing in AI-powered search traffic. This is a dynamic environment with frequent algorithm changes, but our platform is navigating these changes well, and we saw AI search traffic tracking toward all time highs in September. While this remains a small portion of our overall traffic today and did not have a significant impact on our Q3 financial results, the trajectory is encouraging. In recent months, we've increased our visibility to AI crawlers and large language model indexing through structured data optimization. We're building the technical infrastructure required for AI native commerce, including Modern API architecture, AI-ready search & relevance and AI-ready checkout. We believe in the future of agentic commerce and we're investing now to ensure Groupon is well positioned to be the partner of choice for local experiences as this channel scales.

Looking ahead to Q4, we're launching our first brand campaign in over three years with a modest but strategic brand investment across a few key markets including New York, Chicago and Madrid. This campaign will focus on digital channels and influencer partnerships, with creative designs to capture the holiday gift buying window. We believe our platform has reached a quality level where brand driven traffic can convert effectively, but we're being deliberately conservative in scaling as we test and learn.

Supply-Side Excellence

Our Q3 supply side performance demonstrates that our hyperlocal strategy can deliver growth across geographies, categories and different sizes of merchant partners.

Starting with geographies, in North America, our hyperlocal city execution continues to improve. In the beginning of the year, we allocated focused sales resources to Chicago and we can see this focus paying off as Chicago is now our biggest city and growing almost double the rate of North America Local. This performance is driven by improved merchant development productivity, with our existing accounts growing nicely year-over-year, and improving contribution from new account additions.

In International Local, all four major markets (UK, Germany, France and Spain) delivered a second straight quarter of double-digit growth, a strong signal that our marketplace playbook translates effectively across geographies.

Moving to verticals, the majority of our Local category is made up of two verticals: Things To Do and Beauty & Wellness. Along with Home & Auto and Online, together, these are our core verticals and represent the vast majority of the billings on our marketplace. Our core markets are growing at scale with a strong offering, deep supply relationships and operational expertise.

In particular, Things To Do has been a stand out performer for us with seven consecutive quarters of strong double-digit growth and a track record of growth in excess of industry growth rates. Groupon had a great collection of offerings during the summer season, with waterparks, amusement and theme parks, museums, boating, cinemas and arcades all delivering strong growth. We drove growth by deepening partnerships with key suppliers, moving accounts from quarterly promotions to year round planning cycles and proving our ability to drive meaningful incremental volume for our partners.

Beauty and Wellness grew double-digits in Q3, driven by strength in massage, spa services and scalp care treatments, partially offset by continued softness in weight loss services.

Beyond our core markets, we have three verticals (Hotels, Live Events and Food & Drink) that currently represent a small percentage of our North America business but represents a significant market opportunity for us. We believe they have the potential to grow rapidly but we need to work on improving our product-market fit and our go to market efforts. Across our verticals, we are investing to build deep vertical-specific experiences across product, marketing and supply led by General Managers for each vertical.

When we look at the size of our merchants, the majority of our revenues comes from small and medium-sized businesses ("SMB") and we saw an acceleration in Q3 from our SMB channel. Our Enterprise channel also grew nicely, but at a slower pace than the prior few quarters as we faced a handful of idiosyncratic issues with campaigns that are variable by nature. In addition, we onboarded fewer new enterprise brands than expected in Q3. We have taken action to realign our resources to better support the enterprise opportunity by vertical. While our outlook for enterprise remains positive, we expect more moderate growth going forward compared to the performance we saw in the first half of this year.

This quarter was another reminder that Groupon is a supply-driven marketplace and improvements on the supply-side create a virtuous cycle in our marketplace. Better supply drives higher conversion rates, which enables more efficient customer acquisition, which attracts higher-quality merchants who want access to our engaged customer base.

Platform Velocity

Our technology transformation reached several important milestones in Q3, with measurable business impacts validating our platform investment strategy.

We continue to develop our new application, although our new app remains at approximately 3% of traffic as we systematically address conversion gaps and ensure platform stability. The new app delivers better customer experience, feature set and development velocity, but we're taking a measured approach to rollout given the importance of maintaining business continuity. In Q4, we expect to ramp up the percentage of new customers directed to the new iOS app, with plans to complete the full cutover to 100% of North America users in early Q1 2026. This disciplined approach balances our commitment to platform modernization against execution risk.

We delivered dozens of incremental improvements across key customer touchpoints in Q3. Deal page conversion rates improved 13% year-over-year in North America, driven by enhanced readability, optimized layouts and reduced friction in the purchase flow. Our new local navigation and map based browse experience is showing promising early engagement metrics, with users who interact with maps showing materially higher conversion rates than traditional browse. We're preparing to begin rollout of a new search and relevance engine in Q1 2026 that redefines how we structure, tag and surface local experience data to optimize for both human and AI consumption. The new search infrastructure is expected to serve dual purposes: powering exceptional on site experiences while making our inventory easily discoverable and accessible to AI-powered platforms.

We expanded rollout of our AI Deal Generator to all sales reps during Q3 after successful pilot results. The tool reduces time to close on new deals and improves deal structure quality by leveraging historical performance data and competitive intelligence. Initial feedback has been overwhelmingly positive. While it is still early days, we see an opportunity to drive meaningful productivity improvements through the deployment of AI tools in our sales organization.

The technology foundation we've built over the past two years is now enabling product velocity that simply wasn't possible before. Our engineering team has reduced average code commit time from three days to under two hours through AI-assisted development tools, and we've restructured into a tribes and squads model that increases accountability and autonomy.

Looking ahead, our product roadmap centers on three core beliefs: exceptional experiences will define competitive advantage, AI-driven capabilities will become fundamental expectations and personalization at scale will drive local commerce engagement and lifetime value.

Building the Next Generation Local Experience Marketplace

As we close out 2025 and look toward 2026, I want to share the core beliefs that are shaping our strategy and informing our investment decisions.

Curated quality at unbeatable value wins trust. In an increasingly commoditized digital landscape, consumers are overwhelmed with choices and uncertain about quality. Groupon's role is to curate, select, vet and present high-quality local experiences at unbeatable value. This requires editorial judgment, merchant relationships and brand trust that can't be easily replicated. We're doubling down on quality over quantity in our supply strategy. We believe curated, high-quality inventory will become increasingly valuable as AI-powered discovery channels prioritize trusted sources.

Owned end-to-end experience wins loyalty. Consumers want seamless, trustworthy experiences from discovery through redemption. When we own the full experience, from how a deal is presented, to how it's purchased, to how it's redeemed, to how we support the customer if something goes wrong, we build loyalty and repeat behavior.

Hyperlocal supply paired with precision and personalization wins local. Local commerce is inherently hyperlocal. What matters to a consumer in Chicago is different from what matters in Miami. A parent looking to take their kids to a waterpark will want a different customer journey than someone looking for a beauty treatment or an oil change. Our hyperlocal supply strategy paired with a verticalized customer journey and sophisticated personalization capabilities will allow us to match the right experiences to the right customers at the right time. As we scale our understanding of local market dynamics and individual customer preferences, we create network effects that become very difficult for generalist platforms to replicate.

And finally, we believe the next generation of local commerce will be AI native, where AI agents will become an important discovery and transaction channel for local experiences. We expect that the winners will be platforms that embrace this shift early, build the right technical infrastructure and position their inventory to be discoverable and bookable through AI interfaces.

These beliefs inform everything we do, from how we think about supply quality and merchant partnerships, to how we architect our technology platform, to where we invest in customer experience and marketing capabilities.

Groupon's transformation has delivered compelling results. We are on track to deliver our first full fiscal year of consolidated billings and revenue growth since prior to the pandemic. We have positive and improving free cash flow, a strong balance sheet and a platform that's increasingly modern and agile. At the same time, we're clear-eyed about the work ahead. We need to accelerate our supply transformation, improve purchase frequency and continue to modernize our platform for both consumers and merchants. We are still in early innings with a large market opportunity, a clear playbook, a strong team and momentum. We remain confident in our ability to accelerate topline growth to over 20%.

To help frame the long term value creation opportunity, we're planning to host an investor event in the first half of 2026. This will be an opportunity to provide deeper insight into our strategy, showcase the progress we've made and articulate our path to becoming the trusted destination for quality local experiences at unbeatable value.

Finally, I want to express my gratitude to the Groupon team whose dedication, intensity and execution excellence have made this progress possible. The best teams win, and I'm increasingly confident we're building a team that can compete and win in this massive market opportunity.

Financial Update - Rana Kashyap, Chief Financial Officer

Third Quarter 2025 Summary Financial Results[1]

	Q3 2025	% Change YoY
Billings	$416M	+11%
Revenue	$123M	+7%
Revenue as a % of billings	*30 %*	
Gross Profit	$112M	+9%
Gross Profit as a % of revenue	*91 %*	
Marketing	$41M	+14%
Contribution Profit	$70M	+6%
Selling, general, and administrative	$68M	(4)%
Adjusted EBITDA[1]	$18M	+19%
Adjusted EBITDA[1] margin	*14 %*	
Free Cash Flow[1]	$(25)M	(25)%

In the third quarter, we delivered Global billings of $416 million, an increase of approximately 11% year-over-year. Revenue was $123 million, an increase of 7% year-over-year, a strong acceleration over our second quarter results and above our expectations. Revenue as a percentage of billings was 30%, a decrease of 120 basis points year-over-year, inline with our expectations.

Gross profit as a percentage of revenue was 91%, consistent with the prior quarter and continues to stay within the range of our expectations.

Marketing expense for the third quarter was $41 million, or 37% of gross profit. We continue to see attractive returns in our performance marketing channels and are leaning in more heavily into marketing to drive continued growth.

Contribution profit was $70 million, an increase of approximately 6% year-over-year. While slightly below our expectations, returning to positive contribution profit growth is an important milestone after five quarters of year-over-year declines in contribution profit.

Turning to operating expenses, third quarter SG&A was $68 million, down 4% year-over-year and includes $11 million in stock-based compensation and $2 million in depreciation & amortization. Quarter-over-quarter, our SG&A was down almost $2 million or 2%. Excluding stock-based compensation and depreciation & amortization, the quarter-over-quarter change

[1] Adjusted EBITDA and Free Cash Flow are non-GAAP financial measures. See the appendix for a reconciliation to the most comparable U.S. GAAP financial measure, “Net income (loss) from continuing operations” and "Net cash provided by (used in) operating activities from continuing operations”.

was down $4 million. Third quarter SG&A came in lower than expected and was primarily driven by lower technology expenses from the usage of non-recurring indirect tax credits.

Looking forward, we expect SG&A, excluding stock-based compensation and depreciation & amortization, to stay relatively stable compared to what we reported in Q1 and Q2. We continue to believe that we can finance attractive growth investments in our P&L from realizing efficiencies across our business.

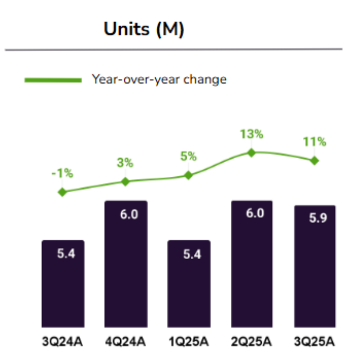
Adjusted EBITDA was positive $18 million, ahead of our expectations.

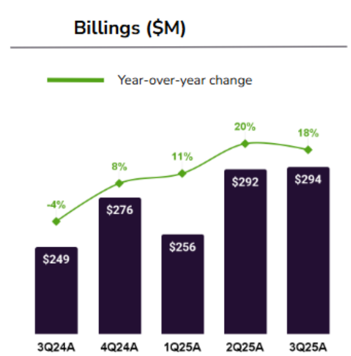
Third quarter operating cash flow was negative $21 million and free cash flow was negative $25 million, a decline of $5 million versus last year and better than expected. Q3 cash flow performance was driven by year-over-year increases to income tax paid, year-over-year increases to cash paid for interest, and headwinds to net working capital due to timing of merchant payments and accounts payable.

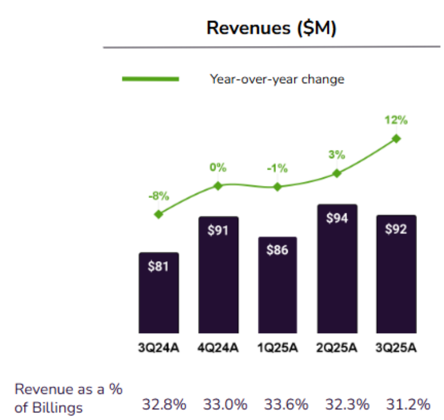
Given the quarter-to-quarter variability in change in net working capital due to timing, we believe that it is more useful for investors to judge our free cash flow on a trailing twelve month basis. In Q3, our trailing twelve month free cash flow was positive $60 million.

We ended the quarter with $238 million in Cash and cash equivalents. Please note that our cash position excludes $29 million of restricted cash, which primarily relates to collateral posted against our outstanding letters of credit and reported on our Condensed Consolidated Balance Sheet in Prepaid expenses and other current assets.

North America Local







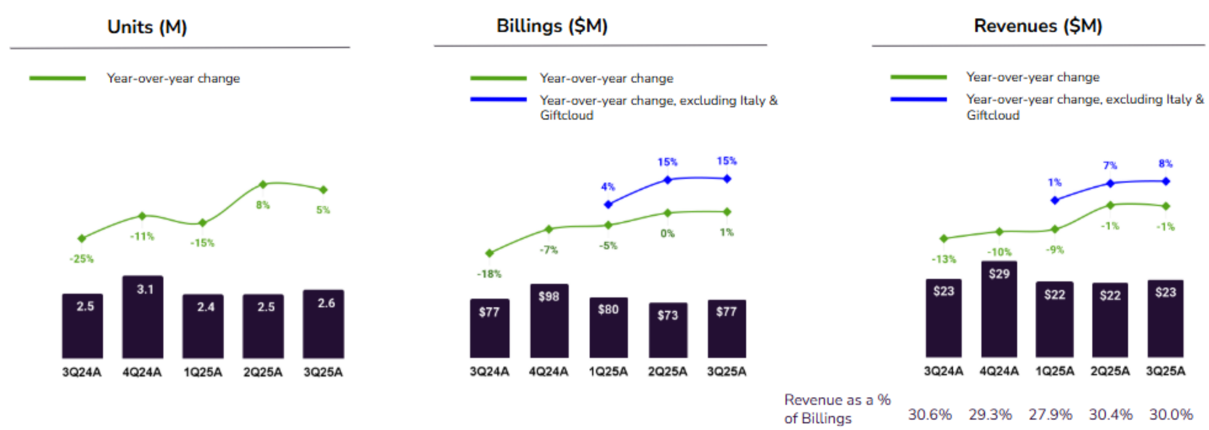
Diving deeper into our performance, North America Local is our largest business at 71% of billings and 75% of revenue in Q3.

In the third quarter, we saw another strong quarter of growth with North America Local billings +18%, driven by 11% unit growth and an increase in average order value. Units were driven by a 15% growth in Local Active customers.

Revenue was up 12%, which lagged our billings performance but compared to Q2, the gap between our billings performance and revenue performance narrowed as the downward pressure on revenue as % of billings moderated in Q3 to a 160 basis point decrease, inline with our expectations.

We are going to continue to run the business with a focus on building a long-term healthy marketplace. Looking ahead, for Q4 we continue to observe downward pressure to revenue as a % of billings driven by the same factors that impacted our business in Q3. That said, we expect the decline to continue to moderate.

International Local



Turning to International Local, our second biggest business after North America Local, at 19% of billings and 19% of revenue in Q3.

Excluding Giftcloud, our International Local business grew 15% in Q3. All four of our major International Local markets - UK, Germany, France and Spain - delivered double-digit billings growth in the quarter. The remaining countries in International make up approximately the size of 1 of our big 4 countries. As we scale up our efforts, we will look to deploy a similar approach into our smaller markets step-by-step. Turning to revenues, third quarter revenues (excluding Giftcloud) increased 8%.

Capital Allocation & Balance Sheet Updates

We ended the quarter with $238 million in Cash and cash equivalents. Our trailing twelve-month free cash flow is $60 million and we expect a similar level of free cash flow for full year fiscal 2025. We believe we can continue to finance the organic growth opportunities at Groupon through our P&L and maintain a healthy level of free cash flow generation.

In 2018, our Board authorized us to repurchase up to $300 million of our Common Stock. As of quarter end, we have existing share repurchase authorization with $245 million of Common Stock remained available for purchase under that program.

As part of our capital allocation program, we view repurchases as a flexible tool to return excess capital to shareholders while maintaining investment in the business. Going forward, we expect to be opportunistic in executing against this authorization, taking into account our cash generation, investment priorities, market conditions and the trading price of our shares.

Additionally, we continue to hold a minority stake in SumUp, a privately held European fintech company, which represents a valuable non-core asset. Should we have the opportunity to generate liquidity from this investment, we would have additional capital to be deployed in our capital allocation program.

Please keep in mind though that today's comments are not a commitment to repurchase a specific amount within a given timeframe, and the Board's repurchase authorization can be modified, suspended, or terminated at any time.

Guidance[2] and Closing Thoughts

As of November 6, 2025, management is issuing the following Guidance:

As of November 06, 2025	Q4 2025 Guidance		2025 Guidance	
	Low-end	High-end	Low-end	High-end
Billings	+7%	+9%	+7%	+9%
Revenue	$135M +4%	$137M +6%	$500M +2%	$505M +3%
Adjusted EBITDA	$21M	$23M	$70M	$72M
Free Cash Flow	Positive		$60M	

To give more color on the Q4 guide:

- We expect billings at +7-9%, a slight slowdown from Q3, as Q4 has a lower mix of Things To Do, we expect slower growth from our Enterprise channel, and we face tougher comparisons starting December.
- For revenue, we expect some downward pressure on revenue as a % of billings, but the year-over-year decline should moderate compared to Q3.

[2] We do not provide a reconciliation for non-GAAP estimates on a forward-looking basis where we are unable to provide a meaningful calculation or estimation of reconciling items and the information is not available without unreasonable effort. This is due to the inherent difficulty of forecasting the timing or amount of various items that would impact the most directly comparable forward-looking U.S. GAAP financial measure that have not yet occurred, are out of the Company's control and/or cannot be reasonably predicted. Forward-looking non-GAAP financial measures provided without the most directly comparable U.S. GAAP financial measures may vary materially from the corresponding U.S. GAAP financial measures.

- We expect marketing as a % of gross profit similar to levels in Q3 as we lean into marketing and start investing in brand marketing.
- SG&A, excluding SBC and D&A, should be at levels closer to what we reported in Q1 and Q2.

For the full year, we are maintaining our full year billings outlook of +7-9%, and slightly improving our range for revenue. On Adjusted EBITDA, we are narrowing our Adjusted EBITDA range, which we believe strikes the right balance between providing additional capital to fuel accelerating long-term growth and our commitment to deliver healthy profitability and free cash flow.

On free cash flow, we expect to generate $60 million of free cash flow for the full year. This outlook does not contemplate any impact to free cash flow from a potential settlement on the Italian Tax matter. The exact timing of any resulting payment remains uncertain, given that the agreement underlying that resolution remains subject to statutory approvals.

Looking ahead, our strategic priorities remain clear: accelerate topline growth toward our goal of over 20% billings growth while generating strong Adjusted EBITDA and free cash flow. This disciplined approach to capital allocation, balancing investment in accelerating growth with maintaining strong profitability and cash generation, will unlock greater value for all participants in our marketplace. We remain focused on executing our strategic priorities and confident in Groupon's growth trajectory in the quarters ahead. I would like to thank all our stakeholders for their continued support and commitment throughout this journey.

Note on Forward-Looking Statements

The statements contained in this release that refer to plans and expectations for the next quarter, the full year or the future are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended ("Securities Act"), and Section 21E of the Securities Exchange Act of 1934, as amended ("Exchange Act"), including statements regarding our future results of operations and financial position, business strategy and plans and our objectives for future operations and future liquidity. The words "may," "will," "should," "could," "expect," "anticipate," "believe," "estimate," "intend," "continue" and other similar expressions are intended to identify forward-looking statements. We have based these forward-looking statements largely on current expectations and projections about future events and financial trends that we believe may affect our financial condition, results of operations, business strategy, short-term and long-term business operations and objectives, and financial needs. These forward-looking statements involve risks and uncertainties that could cause our actual results to differ materially from those expressed or implied in our forward-looking statements. Such risks and uncertainties include, but are not limited to, our ability to execute and achieve the expected benefits of our go-forward strategy; execution of our business and marketing strategies; volatility in our operating results; challenges arising from our international operations, including fluctuations in currency exchange rates, tax, legal and regulatory developments in the jurisdictions in which we operate, including whether our Italian subsidiary's agreement with Italian tax authorities (to resolve certain Italian tax matters) is approved, and geopolitical instability resulting from the conflicts in Ukraine and the Middle East; global economic uncertainty, including as a result of inflationary pressures; any impact from U.S. and international financial reform legislation and regulations, and any potential trade protection measures, such as new or incremental tariffs; retaining and adding high quality merchants and third-party business partners; retaining existing customers and adding new customers; competing successfully in our industry; providing a strong mobile experience for our customers; managing refund risks; retaining and attracting members of our executive and management teams and other qualified employees and personnel; customer and merchant fraud; payment-related risks; our reliance on email, Internet search engines and mobile application marketplaces to drive traffic to our marketplace; cybersecurity breaches; maintaining and improving our information technology infrastructure; reliance on cloud-based computing platforms; the risks associated with our use and integration of Artificial Intelligence ("AI") and machine learning technologies; completing and realizing the anticipated benefits from acquisitions, dispositions, joint ventures and strategic investments; lack of control over minority investments; managing inventory and order fulfillment risks; claims related to product and service offerings; protecting our intellectual property; maintaining a strong brand; the impact of future and pending litigation; compliance with domestic and foreign laws and regulations, including the CARD Act, GDPR, CPRA, and other privacy-related laws and regulations of the Internet and e-commerce; classification of our independent contractors, agency workers, or employees; our ability to remediate our material weakness over internal control over financial reporting; risks relating to information or content published or made available on our websites or service offerings we make available; exposure to greater than anticipated tax liabilities; adoption of tax laws; our ability to use our tax attributes; impacts if we become subject to the Bank

Secrecy Act or other anti-money laundering or money transmission laws or regulations; our ability to raise capital if necessary; risks related to our access to capital and outstanding indebtedness, including our 2026 Notes, 2027 Notes and 2030 Notes; our Common Stock, including volatility in our stock price and financial markets; a potential economic slowdown; the duration and scope of the government shutdown; our ability to realize the anticipated benefits from the capped call transactions relating to our 2026 Notes; and those risks and other factors discussed in Part I, Item 1A. Risk Factors of our Annual Report on Form 10-K for the year ended December 31, 2024 and Part II, Item 1A. Risk Factors on our Quarterly Report on Form 10-Q for the quarters ended March 31, 2025, June 30, 2025 and September 30, 2025, as well as in our Condensed Consolidated Financial Statements, related notes, and the other financial information appearing elsewhere in this report and our other filings with the SEC. Moreover, we operate in a very competitive and rapidly changing environment, including with respect to emerging technologies such as AI, machine learning, and data analytics. New risks emerge from time to time. It is not possible for our management 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 to differ materially from those contained in any forward-looking statements we make. Neither the Company nor any other person assumes responsibility for the accuracy and completeness of the forward-looking statements. We undertake no obligation to publicly update any forward-looking statements for any reason after the date of this report to conform these statements to actual results or to future events or circumstances. Given these risks and uncertainties, readers are cautioned not to place undue reliance on such forward-looking statements.

Appendix - Non-GAAP Reconciliations

Adjusted EBITDA[3] *- Quarterly (in thousands)*

The following is a quarterly reconciliation of Adjusted EBITDA to the most comparable U.S. GAAP performance measure, Net income (loss) from continuing operations:

	Q3 2024	Q4 2024	Q1 2025	Q2 2025	Q3 2025
Income (loss) from continuing operations	$ 14,522	$ (50,118)	$ 8,027	$ 20,593	$ (117,782)
Adjustments:					
Stock-based compensation (1)	8,890	9,052	7,694	8,782	11,109
Depreciation and amortization	6,895	6,504	5,611	4,423	4,301
Restructuring and related charges (credits)	896	453	137	(46)	(64)
(Gain) on sale of assets	—	—	—	—	—
(Gain) on sale of business	—	—	—	(10,650)	—
Foreign VAT assessments (2)	3,672	—	—	—	—
Other (income) expense, net (3)	(22,429)	44,449	(7,571)	(18,466)	98,728
Provision (benefit) for income taxes	2,321	8,321	1,428	10,927	21,248
Total adjustments	245	68,779	7,299	(5,030)	135,322
Adjusted EBITDA	$ 14,767	$ 18,661	$ 15,326	$ 15,563	$ 17,540

(1) Stock-based compensation excludes expense related to the liability-classified 2024 Executive PSUs. Refer to Item 1, Note 8, *Stockholders' Equity (Deficit) and Compensation Arrangements* for more information.

(2) The Foreign VAT assessments adjustment excludes related interest expense of $0.1 million for the three months ended December 31, 2024 and $0.9 million for the three months ended September 30, 2024 as the interest expense is included within Other (income) expense, net. See Item 1, Note 7, *Commitments and Contingencies*, for additional information.

(3) Includes $99.9 million related to a loss on extinguishment of debt of the 2026 Notes and 2027 Notes in connection with the issuance of the 2030 Notes during the three and nine months ended September 30, 2025, and $1.6 million in connection with the Exchange and Subscription agreements for the year ended December 31, 2024. See Item 1, Note 6, *Financing Arrangements*, for additional information.

[3] See Q3 2025 earnings press release posted on our Investor Relations website for additional information regarding non-GAAP financial measures

Free Cash Flow[4] *- Quarterly (in thousands)*

Free cash flow is a non-GAAP liquidity measure. The following is a reconciliation of free cash flow to the most comparable U.S. GAAP liquidity measure, Net cash provided by (used in) operating activities from continuing operations.

	Q3 2024	Q4 2024	Q1 2025	Q2 2025	Q3 2025
Net cash provided by (used in) operating activities from continuing operations	$ (16,258)	$ 66,963	$ (22)	$ 28,419	$ (20,506)
Purchases of property and equipment and capitalized software from continuing operations	(3,408)	(3,742)	(3,737)	(3,230)	(4,082)
Free cash flow	$ (19,666)	$ 63,221	$ (3,759)	$ 25,189	$ (24,588)
Net cash provided by (used in) investing activities from continuing operations	$ (3,442)	$ (3,742)	$ (3,737)	$ 10,761	$ (3,024)
Net cash provided by (used in) financing activities	$ (691)	$ 14,861	$ (454)	$ (2,684)	$ (3,275)

Supplemental Information - Quarterly (in thousands)

	Q3 2024	Q4 2024	Q1 2025	Q2 2025	Q3 2025
Selling, general and administrative	$ 71,327	$ 72,462	$ 69,840	$ 70,669	$ 68,264
Stock-based compensation in SG&A [1]	8,847	9,014	7,659	8,700	10,900
Depreciation and amortization in SG&A	3,837	3,859	3,418	2,400	2,400

(1) Stock-based compensation excludes expense related to the liability-classified 2024 Executive PSUs. Refer to Item 1, Note 8, *Stockholders' Equity (Deficit) and Compensation Arrangements* for more information.

[4] See Q3 2025 earnings press release posted on our Investor Relations website for additional information regarding non-GAAP financial measures