ZoomInfo Acquires Chorus.ai

July 13, 2021

Forward-Looking Statements

This presentation contains “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. Actual results may differ materially from those expressed or implied by these statements. You can generally identify our forward-looking statements by the words “anticipate,” “believe,” “can,” “continue,” “could,” “estimate,” “expect,” “forecast,” “goal,” “intend,” “may,” “might,” “objective,” “outlook,” “plan,” “potential,” “predict,” “projection,” “seek,” “should,” “target,” “trend,” “will,” “would” or the negative version of these words or other comparable words. Any statements in this presentation regarding future revenue, earnings, margins, financial performance, cash flow, liquidity, results of operations, unlevered free cash flow conversion rates, stock based compensation expense, depreciation and amortization expense, interest expense, capital expenditures, non-GAAP tax rates, or cash tax rates (including, but not limited to, the information provided under "Financial Results Overview - 2021 Guidance” and "Guidance"), our total addressable market ("TAM"), our potential opportunities within existing enterprise customers, our future investments in R&D, innovation and product offerings, the potential impact of COVID-19, future product or service offerings, expected customer growth or net retention, the anticipated benefits of the Chorus.ai acquisition and other previously announced acquisitions to us and our customers, our acquisition strategy, and any other statements that are not historical facts are forward-looking statements. We have based our forward-looking statements on our management’s beliefs and assumptions based on information available to our management at the time the statements are made. We caution you that assumptions, beliefs, expectations, intentions and projections about future events may and often do vary materially from actual results. Therefore, we cannot assure you that actual results will not differ materially from those expressed or implied by our forward-looking statements.

The following are some of the factors that could cause actual results to differ from those expressed or implied by our forward-looking statements: (i) the COVID-19 pandemic, including the global economic uncertainty and measures taken in response, could materially impact our business and future results of operations; (ii) larger well-funded companies shifting their existing business models to become more competitive with us; (iii) our ability to provide or adapt our platform for changes in laws and regulations or public perception, or changes in the enforcement of such laws, relating to data privacy; (iv) the effects of companies more effectively catering to our customers by offering more tailored products or platforms at lower costs; (v) adverse general economic and market conditions reducing spending on sales and marketing; (vi) the effects of declining demand for sales and marketing subscription platforms; (vii) our ability to improve our technology and keep up with new processes for data collection, organization, and cleansing; (viii) our ability to provide a highly accurate, reliable, and comprehensive platform moving forward; (ix) our reliance on third-party systems that we do not control to integrate with our system and our potential inability to continue to support integration; (x) our ability to adequately fund research and development potentially limiting introduction of new features, integrations, and enhancements; (xi) our ability to attract new customers and expand existing subscriptions; (xii) a decrease in participation in our contributory network or increased opt-out rates impacting the depth, breadth, and accuracy of our platform; (xiii) our failure to protect and maintain our brand and our ability to attract and retain customers; (xiv) our failure to achieve and maintain effective internal controls over financial reporting; (xv) our ability to successfully integrate acquired businesses, services, databases and technologies, including those resulting from the proposed Chorus.ai acquisition, into our operations; (xvi) our ability to successfully forecast the future performance of acquired businesses, services, databases and technologies, including those resulting from the proposed Chorus.ai acquisition, upon integration; (xvii) our substantial indebtedness, which could adversely affect our financial condition, our ability to raise additional capital to fund our operations, our ability to operate our business, our ability to react to changes in the economy or our industry, and our ability to meet our obligations under our outstanding indebtedness, and could divert our cash flow from operations for debt payments; (xviii) the parties to our stockholders agreement controlling us and their interests conflicting with ours or our other stockholders in the future; (xix) our being a “controlled company” within the meaning of the Nasdaq rules and, as a result, qualifying for exemptions from certain corporate governance requirements, as a result of which our stockholders will not have the same protections afforded to stockholders of companies that are subject to such requirements; and (xx) other factors described under “Risk Factors” in our Annual Report on Form 10-K for the fiscal year ended December 31, 2020 and in other reports we file from time to time with the SEC. These factors should not be construed as exhaustive. Should one or more of these risks or uncertainties materialize, or should any of our assumptions prove incorrect, our actual results may differ materially from those projected in our forward-looking statements. Factors or events that could cause our actual results to differ may emerge from time to time, and it is not possible for us to predict all of them. Our forward-looking statements do not reflect the potential impact of any future acquisitions, mergers, dispositions, joint ventures, investments, or other strategic transactions we may make. Each forward-looking statement contained in this presentation speaks only as of the date of this presentation, and we undertake no obligation to update or revise any forward-looking statements whether as a result of new information, future developments or otherwise, except as required by law.

ZoomInfo is Building The Modern GTM Platform

zoominfo + CHORUS

Best-in-Class Workflows, Engagement, Data and Intelligence

Best-in-Class Conversation Intelligence, Sales Coaching, Sales Enablement

Call Participants

Henry Schuck
Founder and CEO
ZoomInfo

Cameron Hyzer
CFO ZoomInfo

Chorus.ai Strategic Rationale

- Conversation Intelligence is central to ZoomInfo's vision for the modern go-to-market platform - where data and insights power intelligent and automated engagement
- Chorus.ai is a leader in one of the highest impact categories of GTM technology stack
- Meaningful TAM expansion within and beyond the existing customer base
- Chorus.ai targets the same buyer, has a similar sales cycle, and our sales organization knows the value of Conversation Intelligence and can sell the solution with simple enablement
- ZoomInfo strengthens top of funnel insights, combines with Chorus middle of the funnel intelligence, benefiting customers who can:
    - Create workflows and outreach triggers based on call transcription
    - Leverage ZoomInfo data to proactively identify key contacts mentioned on calls
    - Identify buying committee members who haven't engaged yet

Chorus.ai Solutions

Call Recording & Transcription: Capture & analyze every interaction, driving change and revenue impact

Sales Coaching for Sales Teams: Leverage artificial intelligence to identify patterns and themes within conversations and highlight important moments automatically

Onboarding & Skills Development: Track quantifiable improvements, driving change on the front line to improve win rates and reduce ramp time

Momentum (Pipeline Analytics): Gain complete visibility into where your relationships are headed and what you need to do to move the needle

Team Performance Measurement: Gain access to analytics that tie conversation metrics to impact, identify areas for improvement and skill development, and measure team activity

Market Intelligence / Feedback for Product Teams: Deeply understand the Voice of the Customer (VOC) through first-hand market intelligence

Chorus.ai offers a number of integrations, including: salesforce zoom HubSpot

ZoomInfo + Chorus.ai – A New Level of Conversation Intelligence

Complaint: Trigger escalation message from VP of CS

We are not very happy with our service...

Product Feedback: Send to product & send note to the participant thanking them and letting them know you forwarded the feedback

You know what would be great, if it could recommend similar companies

Oh, wow! That's really cool. I'd have to think about how we could use that...

Positive Sentiment on XYZ Product
Trigger XYZ Product Salesflow

Our CMO, Jordan will also be involved in the decision

Contact Mention
Find & Add New Contact

Competitor Mention: Trigger Engage Demo Follow-up Salesflow (Competitor Mentioned)

We are also looking at Acme Engage. We've heard good things about their platform

I'm not sure we're going to renew without better pricing. It's just so expensive.

Pricing Concern/Renewal Risk
Trigger save play

A colleague of mine told me you aren't as strong in Europe...

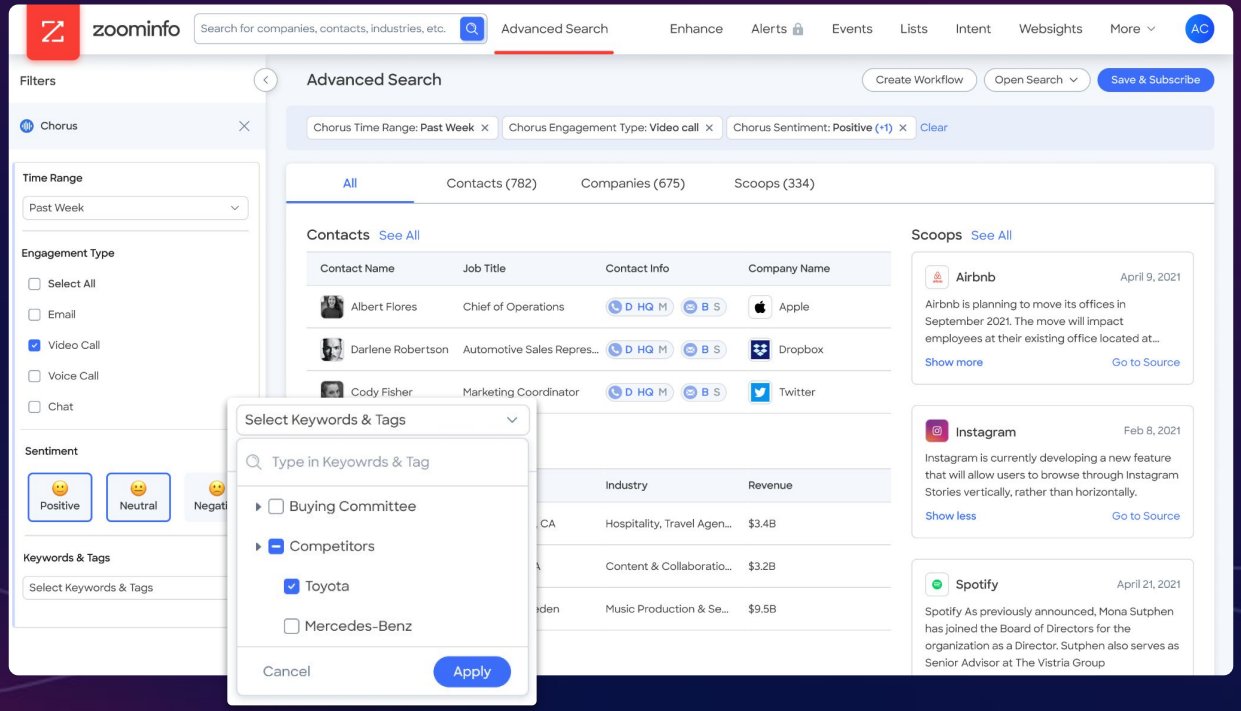
Concern/Objection
Send Additional Information

We are really struggling with how to activate intent data

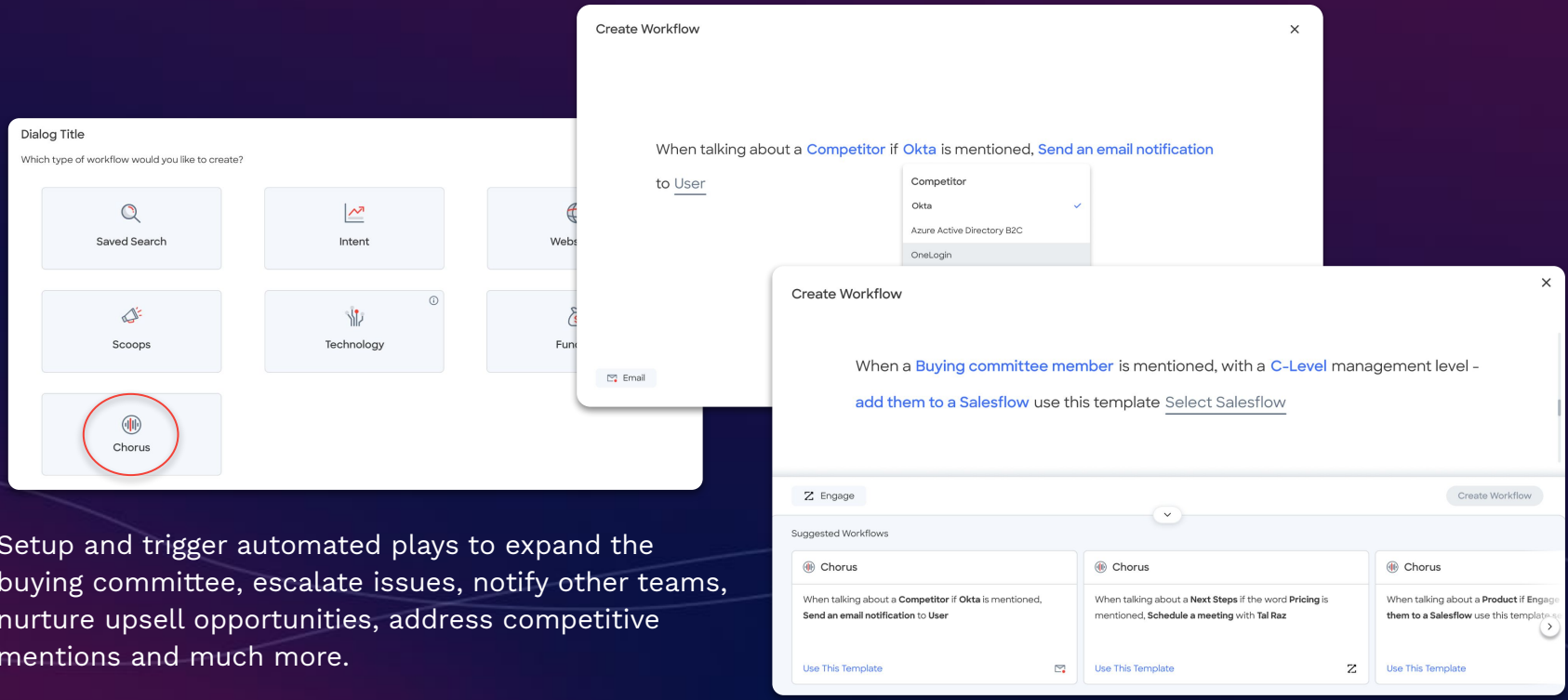
Pain Point
Upsell Opportunity

Conversation Insights Searchable in ZoomInfo

Build targeted audiences across ZoomInfo Contacts, Companies and Scoops based on conversation metadata including: **Time Range, Engagement Type, Sentiment,** and **Keywords.**

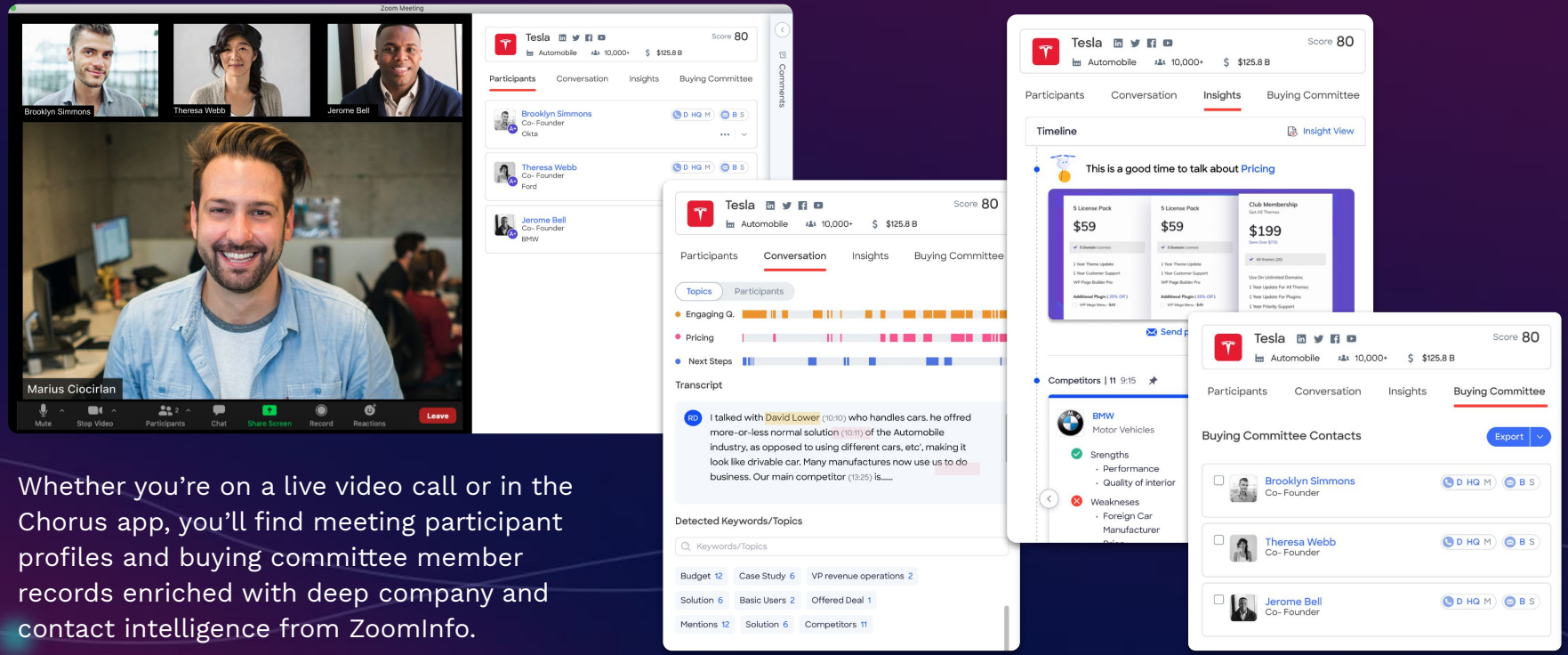


ZoomInfo Workflows Triggered by Conversation Insights



Setup and trigger automated plays to expand the buying committee, escalate issues, notify other teams, nurture upsell opportunities, address competitive mentions and much more.

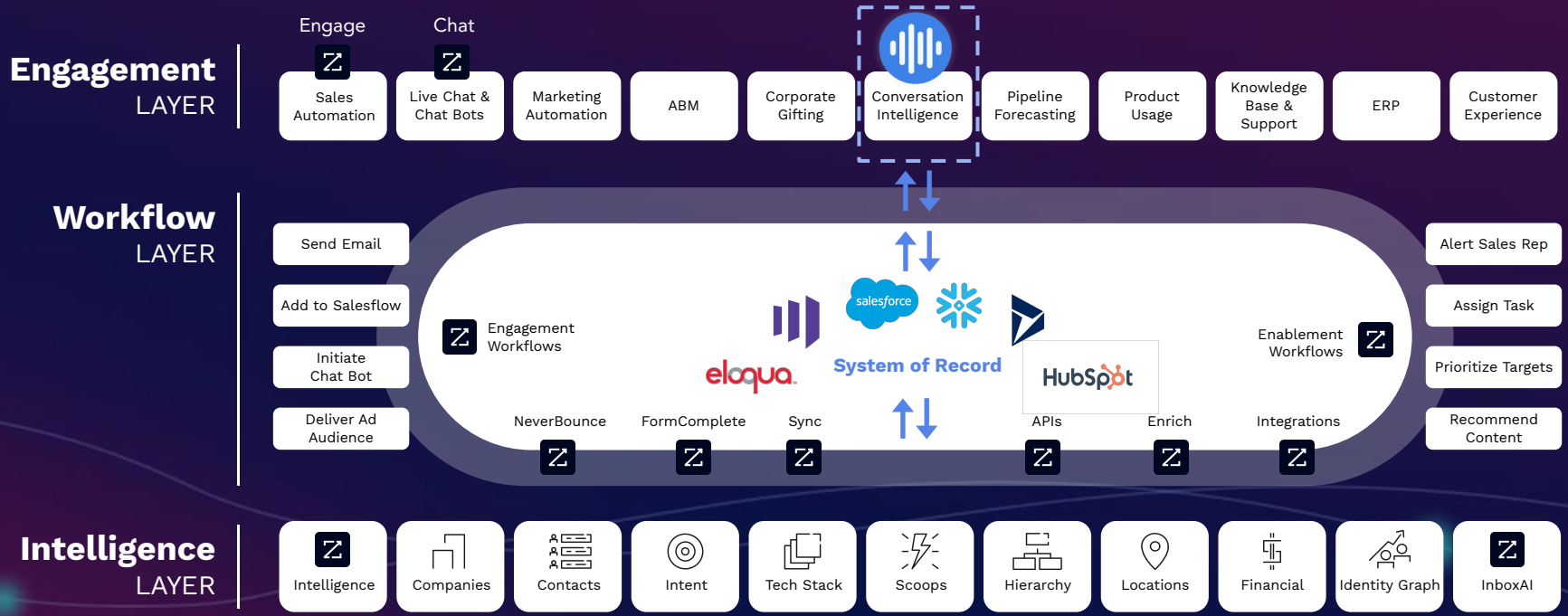
Chorus.ai and Video Calls Enriched by ZoomInfo Intelligence



Whether you're on a live video call or in the Chorus app, you'll find meeting participant profiles and buying committee member records enriched with deep company and contact intelligence from ZoomInfo.

With Chorus.ai, ZoomInfo Furthers Its Vision as the Modern GTM Platform

Vision for the Future: Data-Driven GTM Platform



Chorus.ai Profile

+110%
Revenue Growth[1]

125%
Net Retention Rate[2]

14
Patents[3]

+500
Customers

170
Employees

Same Buyer, Similar Sales Cycle, Quick Time-to-Value

1. Q1 2021 revenue compared to Q1 2020 revenue, Q1 quarter end April 30.
2. Annual net revenue retention is defined as the total ACV generated by Chorus.ai customers that had been customers for at least one year at the end of the TTM period ending at 6/30/21 divided by the ACV generated by the same group of Chorus.ai customers at 6/30/20
3. Chorus.ai has the largest patent portfolio in Conversation Intelligence, with patents around voice ID, transcription, pattern recognition, sentiment analysis, and more

Selected Chorus.ai Customers

Conversation Intelligence Market Leader

Conversation Intelligence is one of the highest impact / satisfaction categories of GTM technology stack

#1 in Conversation Intelligence
2020 / 2021 Most Loved products

#3 for Top 100 Best Software Products

#3 in Conversation Intelligence

#2 for Top 100 Highest Satisfaction Products

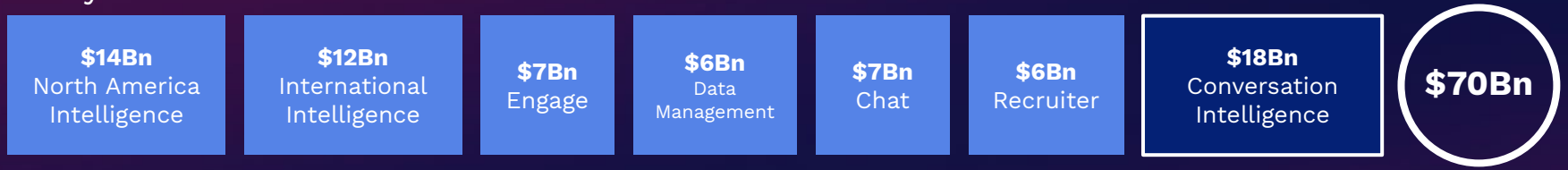
Chorus.ai has the largest conversation intelligence patent portfolio in the industry, with 14 granted patents to date (600% more than the closest competitor)

Chorus.ai is the only option with reliable in-room, multi-speaker separation
(important functionality as companies return to offices / move to hybrid meeting formats)

Addressing a Large and Growing Opportunity

ZoomInfo's Global TAM

Today (2)(3)(4)



At IPO (1)

1. We calculated our TAM at IPO by estimating the total number of companies by employee size for companies with 1,000 or more employees (enterprise), companies with 100 to 999 employees (mid-market), and companies with 10 to 99 employees (SMBs) and applying the ACV to each respective company using internally generated data of actual customer spend by company size. The aggregate calculated value represents our estimated TAM. Data for numbers of companies by employee count is from our ZoomInfo platform that we have identified as relevant prospects for our platform. The ACV applied to the specifically identified number of companies by employee size is calculated by leveraging internal company data on current customer spend, which is concentrated on sales and marketing use cases today. For our companies with 1,000 or more employees, we have applied the average ACV of our top quartile of customers with 1,000 or more employees, who we believe have achieved broader implementation of our platform across their organizations. For companies with 100 to 999 employees and companies with 10 to 99 employees, we have applied an average ACV based on current spend for our customers in these bands.
2. We calculated our TAM today with the same methodology as per footnote 1 above with the following changes: 1) SMBs sized based on companies 25 to 99 employees, 2) ACV excludes Engage, Everstring and Recruiter as those TAMs are being calculated separately and 3) applying North America and International ACV to applicable company counts by assuming 45% of North America ACV for International enterprise and 75% of North America ACV for mid-market and SMBs
3. Conversation Intelligence assumes 40% of ACV as per footnote 2 for enterprise, and 100% of ACV as per footnote 2 for mid-market and SMBs; Engage assumes 25% of ACV as per footnote 2 for enterprise, mid-market and SMBs; Data Management assumes 33% of ACV as per footnote 2 for enterprise and mid-market only; Recruiter assumes $100K ACV for enterprise (50 reps x $2,000 / rep), $8K ACV for mid-market (4 reps x $2,000 / rep), $2K ACV for SMBs (2 reps x $2,000 / rep); Chat assumes 25% of ACV as per footnote 2 for enterprise, mid-market and SMBs
4. Company counts based on ZoomInfo platform as of 5/13/2021; ACV values as of 3/31/2021

Chorus.ai Transaction Overview

Consideration	• ~$575mm in an all cash transaction, which includes a cash tax benefit related to the asset purchase of over $100mm • Cash from balance sheet and ~$500 million in additional financing
Expected Financial Impact	• Accretive to revenue growth (Chorus.ai +110% Q1 revenue growth) • Accretive to Adjusted Operating Income and cash flow by the second half of FY 2022 • Updated outlook to be provided on Q2 2021 financial results conference call (August 2, 2021)

Balance Sheet Highlights and Leverage

($ in Millions, except Net Leverage Ratio)	As of March 31, 2021	Acquisition	Additional Financing	Pro forma
Cash, cash equivalents, and short-term investments	$353.7	($575.0)	$487.0	$265.7
Total contractual maturity of outstanding indebtedness	$750.0		$500.0	$1,250
Credit Agreement EBITDA[1]	$335.7			$335.7
Net Leverage ratio (Credit Agreement EBITDA)[3]	1.2x			2.9x
Trailing Twelve Months (TTM) Adjusted EBITDA[1]	$252.6			$252.6
Net Leverage ratio[2]	1.6x			3.9x

1. GAAP to non-GAAP reconciliations available in the appendix of this presentation
2. Defined as total contractual maturity of outstanding indebtedness less cash and cash equivalents, and short-term investments divided by TTM Adjusted EBITDA, expressed as a ratio
3. Defined as total contractual maturity of outstanding indebtedness less cash and cash equivalents, and short-term investments divided by TTM Credit Agreement, EBITDA expressed as a ratio

Appendix

Reconciliation from GAAP Net Income (Loss) to Credit Agreement EBITDA

($ in Millions)	Trailing Twelve Months as of March 31, 2021
Net income (loss)	**$(64.4)**
Income tax expense (benefit)	54.8
Interest expense, net	51.2
Loss on debt extinguishment	18.6
Depreciation	10.9
Amortization of acquired technology	24.4
Amortization of other acquired intangibles	18.9
EBITDA	114.5
Other (income) expense, net	(15.5)
Impact of fair value adjustments to acquired unearned revenue	1.9
Equity-based compensation expense	128.4
Restructuring and transaction related expenses	14.0
Integration costs and acquisition-related expenses	9.4
Adjusted EBITDA	252.6
Unearned revenue adjustment	83.3
Pro forma cost savings	—
Cash rent adjustment	1.0
Other lender adjustments	(1.1)
Credit Agreement EBITDA	**335.7**