



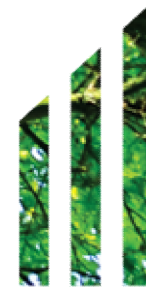
September 21, 2023

Fiscal Fourth Quarter and Year
Ended June 30, 2023
NASDAQ: GEG



In Fiscal Year 2023, GEG Completed its Transformation to a Focused Alternative Asset Manager

- GEG enters Fiscal 2024 with a strong foundation to grow and scale
- Actions taken over the past year to transition the business include additions to leadership and Board of Directors, non-core business divestitures providing for a clean, liquid balance sheet, growing its private REIT, and successfully repositioning its public BDC
 - For the first time in its history, GEG collected incentive fees from GECC
- GEG is a publicly traded alternative asset manager growing a scalable and diversified portfolio of long-duration and permanent capital vehicles, anchored by two fee-paying vehicles positioned for growth:
 - Great Elm Capital Corp (“GECC”)
 - Monomoy Properties REIT (“Monomoy”)
- GEG continues to explore platform expansion opportunities across credit, real estate, specialty finance and other alternative strategies



Our Goals

GEG Leadership is focused on three simple goals

Improve Profitability



- GECC had a milestone quarter ended June 30, 2023
 - For the first time in its history, GEG collected incentive fees for GECC, totaling \$1 million for quarter ended June 2023
- GEG remains well positioned to continue to earn cash incentive fees in the year ahead

Expand Platform



- Hired key executives, bringing years of asset management and construction experience to Monomoy and GEG teams
- Developed actionable plans to launch complementary funds in new fiscal year
- Expanding upon Specialty Finance platform to drive growth in GECC assets

Grow AUM



- GEG grew Fee-Paying AUM and AUM by 10% and 5%, respectively, in fiscal 2023
- Leveraging liquid balance sheet to support growth at core businesses and to support additional fund launches
- Positioned to expand the platform to create future AUM growth

Positioned to Achieve Strategic Goals



About GEG

Great Elm Group, Inc. (GEG) is a publicly-traded, alternative asset manager focused on:

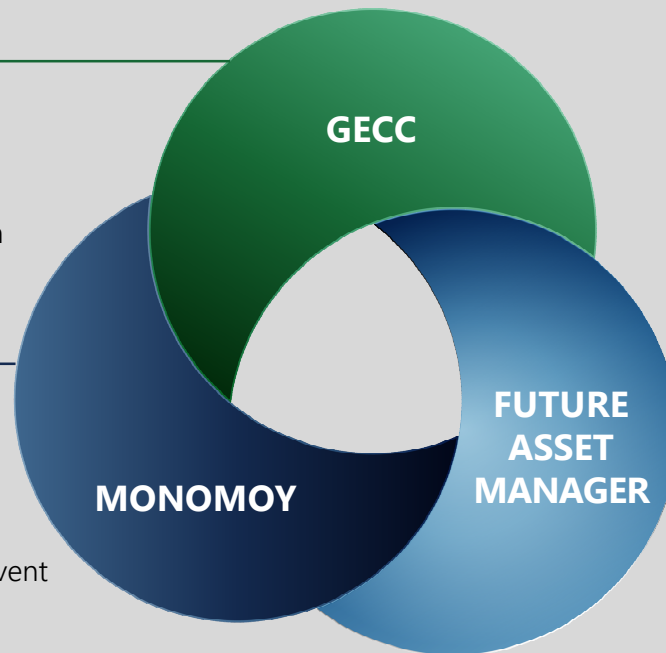
- Growing a scalable and diversified portfolio of long-duration and permanent capital vehicles
- Investing in credit, real estate, specialty finance and other alternative strategies

GECC

- Public BDC with ~\$250 million AUM
- 20% of common stock held by GEG
- Base management fee of 1.5% on gross assets
- Income incentive fee of 20% after 7% hurdle on net assets

Monomoy

- Private Industrial REIT with \$380+ million AUM
- ~8% direct investment held by GEG
- Base management fee of 1% on net assets
- Property management fee of 4% on rents
- 20% performance fee charged upon liquidity event after 8% hurdle



Future Asset Manager

- Active process underway to identify new strategic business
- Focus on long duration “sticky” capital
- Alignment through GEG investment in funds
- Durable fee structure
- Operational leverage supported by existing GEG infrastructure

Note: Approximate amounts as of 6/30/2023

Summary Financial Position

GEG June 30, 2023 condensed balance sheet



\$ Million	
Cash & Marketable Securities ¹	\$ 84.8
Investments	32.6
Other Current and LT Assets	18.5
Total Assets	\$ 135.9

6/30/2023	
Current Liabilities	\$ 7.4
Long-Term Debt	25.8
Convertible Notes	37.1
Other Liabilities	1.7
Total Liabilities	\$ 72.1
Total Equity	\$ 63.8
Total Liabilities & Equity	\$ 135.9
Book Value per Share	~ \$2.16

¹ At 6/30/2023, marketable securities are comprised of 6-month treasuries maturing on or before November 30, 2023.

Transition to Focused Alternative Asset Manager



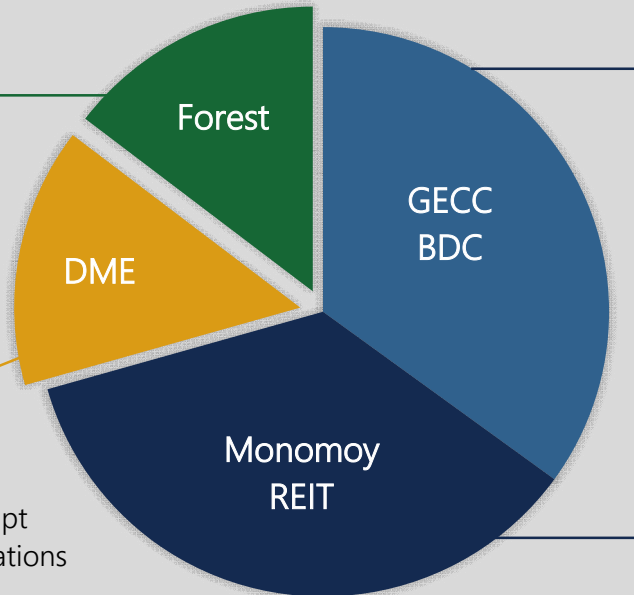
Fiscal Year 2023 Transactions Recap

Sale of Majority Interest in Forest for \$45 Million

- \$27 million from the right to put the remaining 19% ownership interest in Forest in January 2023
- \$18 million from sale of 61% of the common equity of Forest in December 2022

Sale of DME Business for \$80 Million

- \$26 million of cash and 346k shares of Quipt stock net to GEG after repayment of obligations



GEG is Focused on Scaling Alternative Asset Management

- Great Elm Capital Corp (NASDAQ: GECC): Public BDC
- Monomoy Properties: Private Industrial REIT focusing on single-tenant properties

Fiscal 2023 Fourth Quarter and Full Year Highlights



Fiscal 4Q23 Financial Highlights



Revenue

- Fiscal 4Q23 revenue up 96% to \$3.0 million vs. Fiscal 4Q22 of \$1.5 million
- Fiscal 4Q23 revenue up 59% sequentially

Net Income

- Net loss from continuing operations of (\$5.3) million for Fiscal 4Q23 was comparable to the prior-year period

Adjusted EBITDA¹

- Fiscal 4Q23 Adjusted EBITDA of \$0.4 million, compared to \$0.3 million in Fiscal 4Q22

¹ Please refer to the disclaimers on slide 18 and the Adjusted EBITDA reconciliation table on page 14

Fiscal 2023 Financial Highlights



Revenue

- Fiscal 2023 revenue up 92% to \$8.7 million vs Fiscal 2022 revenue of \$4.5 million

Net Income

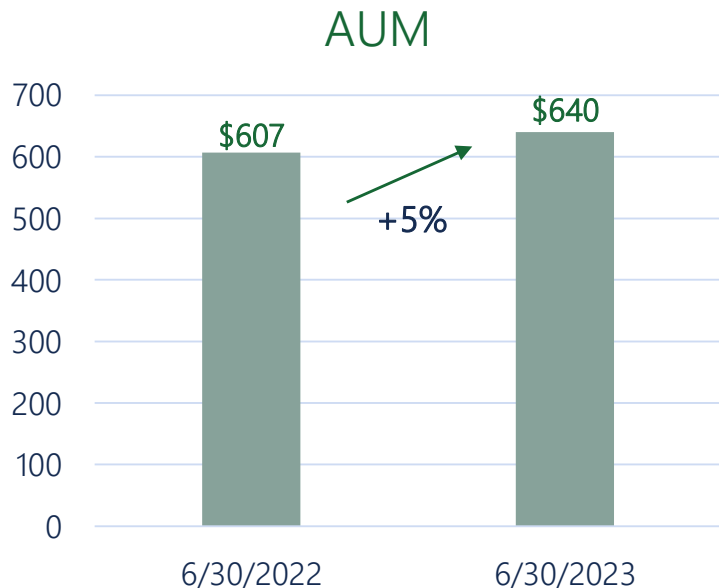
- Net income from continuing operations of \$14.5 million for Fiscal 2023, compared to net loss from continuing operations of (\$19.3) million in Fiscal 2022

Adjusted EBITDA¹

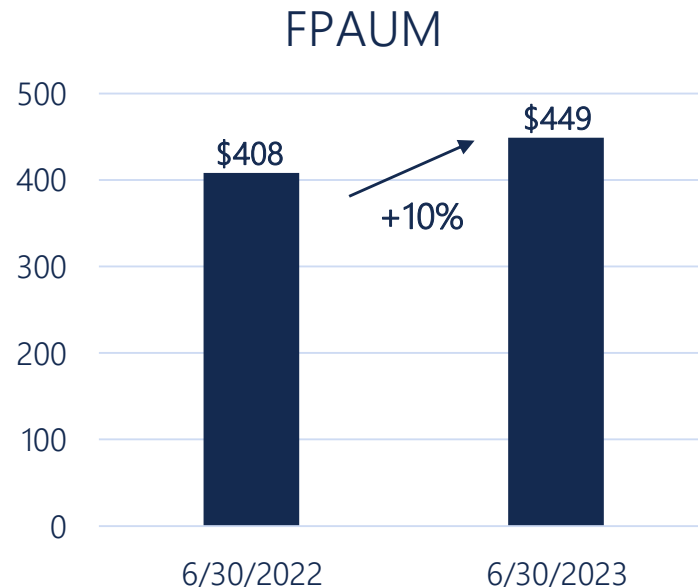
- Fiscal 2023 Adjusted EBITDA of \$1.0 million, compared to an adjusted EBITDA loss of (\$1.3) million in Fiscal 2022

¹ Please refer to the disclaimers on slide 18 and the Adjusted EBITDA reconciliation table on page 14

Assets Under Management



\$640 million of Assets Under Management ("AUM"), up 5% since June 30, 2022



\$449 million of Fee-Paying AUM ("FPAUM"), up 10% since June 30, 2022

Results By Quarter



(in thousands)

	Three Months Ended				
	June 30, 2023	March 31, 2023	December 31, 2022	September 30, 2022	June 30, 2022
NON-GAAP RECONCILIATION					
Net income (loss) from continuing operations - GAAP	\$ (5,256)	\$ (455)	\$ 29,693	\$ (9,503)	\$ (5,299)
Interest expense	1,050	1,095	1,955	1,974	1,674
Income tax expense (benefit)	198	-	(231)	233	166
Depreciation and amortization	282	281	295	294	217
Non-cash compensation	702	660	645	941	639
(Gain) loss on investments, excluding investment in Forest	2,187	(1,964)	2,131	6,813	2,762
Gains related to sale of Forest	-	(25)	(34,897)	-	-
Transaction and integration related costs	634	-	425	46	188
Change in contingent consideration	603	120	130	(70)	-
Adj. EBITDA¹	\$ 400	\$ (288)	\$ 146	\$ 728	\$ 347
CASH FLOW					
Adj. EBITDA¹	\$ 400	\$ (288)	\$ 146	\$ 728	\$ 347
Capital expenditures	(16)	(7)	(19)	(11)	-
Transaction costs and integration costs paid	-	-	-	-	(188)
Unleveraged free cash flow	\$ 384	\$ (295)	\$ 127	\$ 717	\$ 159
Interest expense paid	(483)	(597)	(1,406)	(1,345)	(891)
Leveraged free cash flow¹	\$ (99)	\$ (892)	\$ (1,279)	\$ (628)	\$ (732)

¹ Adjusted EBITDA for prior periods has been adjusted to include dividend income earned during such periods consistent with the methodology for June 30, 2023. Please refer to the disclaimers on slide 18.

Results Year-Over-Year



(in thousands)

	Three months ended June 30,		Twelve months ended June 30,	
	2023	2022	2023	2022
NON-GAAP RECONCILIATION				
Net income (loss) from continuing operations - GAAP	\$ (5,256)	\$ (5,299)	\$ 14,479	\$ (19,305)
Interest expense	1,050	1,674	6,074	5,546
Income tax expense	198	166	200	83
Depreciation and amortization	282	217	1,152	524
Non-cash compensation	702	639	2,948	3,211
Loss on investments, excluding investment in Forest	2,187	2,762	9,167	8,096
Gains related to sale of Forest	-	-	(34,922)	-
Transaction and integration related costs	634	188	1,105	499
Change in contingent consideration	603	-	783	-
Adj. EBITDA¹	\$ 400	\$ 347	\$ 986	\$ (1,346)
CASH FLOW				
Adj. EBITDA¹	\$ 400	\$ 347	\$ 986	\$ (1,346)
Capital expenditures	(16)	-	(53)	(3)
Transaction costs and integration costs paid	-	(188)	-	(499)
Unleveraged free cash flow	\$ 384	\$ 159	\$ 933	\$ (1,848)
Interest expense paid	(483)	(891)	(3,831)	(3,512)
Leveraged free cash flow¹	\$ (99)	\$ (732)	\$ (2,898)	\$ (5,360)

¹ Adjusted EBITDA for prior periods has been adjusted to include dividend income earned during such periods consistent with the methodology for June 30, 2023. Please refer to the disclaimers on slide 18.

Financial Review: Fiscal 4Q23 Balance Sheet



(in thousands)

	June 30, 2023	June 30, 2022
ASSETS		
Cash and cash equivalents	\$ 60,165	\$ 22,281
Receivables from managed funds	3,308	2,445
Investments in marketable securities	24,595	-
Investments at fair value	32,611	48,042
Investments at fair value, consolidated funds	-	2,543
Prepaid and other current assets	717	665
Identifiable intangible assets, net	12,115	13,250
Real estate under development	1,742	-
Other assets	640	836
Assets held for sale	-	78,025
Total assets	\$ 135,893	\$ 168,087
LIABILITIES		
Accounts payable and accrued expenses	\$ 5,609	\$ 3,853
Related party payables	2,335	1,606
Related party notes payable	-	6,270
Long-term debt	25,808	25,532
Convertible notes	37,129	35,187
Preferred stock - Forest	-	34,099
Other liabilities	1,170	1,732
Liabilities held for sale	-	17,554
Total liabilities	\$ 72,051	\$ 125,833
Stockholders' equity and non-controlling interest	\$ 63,842	\$ 42,254
Total liabilities, non-controlling interest and stockholders' equity	\$ 135,893	\$ 168,087

Financial Review: Fiscal Year 2023 Income Statement



(in thousands)

	Three months ended June 30,		Twelve months ended June 30,	
	2023	2022	2023	2022
Revenues	\$ 3,026	\$ 1,524	\$ 8,663	\$ 4,516
Operating costs and expenses:				
Investment management expenses	3,303	1,868	10,196	6,616
Depreciation and amortization	282	217	1,152	524
Selling, general and administrative	3,039	1,362	8,480	5,982
Expenses of consolidated funds	-	(4)	46	135
Total operating costs and expenses	6,624	3,443	19,874	13,257
Operating loss	(3,598)	(1,919)	(11,211)	(8,741)
Dividends and interest income	1,777	1,222	6,209	3,161
Net realized and unrealized gain (loss) on investments	(2,187)	(2,516)	15,247	(7,571)
Net realized and unrealized loss on investments of consolidated funds	-	(246)	(16)	(525)
Gain on sale of Forest	-	-	10,524	-
Interest expense	(1,050)	(1,674)	(6,074)	(5,546)
Income (loss) before income taxes from continuing operations	(5,058)	(5,133)	14,679	(19,222)
Income tax expense	(198)	(166)	(200)	(83)
Net income (loss) from continuing operations	\$ (5,256)	\$ (5,299)	\$ 14,479	\$ (19,305)
Net income (loss) from discontinued operations	(1)	450	13,201	4,268
Net income (loss)	\$ (5,257)	\$ (4,849)	\$ 27,680	\$ (15,037)

Contact Information

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Disclaimer



Statements in this presentation that are “forward-looking” statements, including statements regarding expected growth, profitability, acquisition opportunities and outlook involve risks and uncertainties that may individually or collectively impact the matters described herein. Investors are cautioned not to place undue reliance on any such forward-looking statements, which speak only as of the date they are made and represent Great Elm’s assumptions and expectations in light of currently available information. These statements involve risks, variables and uncertainties, and Great Elm’s actual performance results may differ from those projected, and any such differences may be material. For information on certain factors that could cause actual events or results to differ materially from Great Elm’s expectations, please see Great Elm’s filings with the Securities and Exchange Commission (“SEC”), including its most recent annual report on Form 10-K and subsequent reports on Forms 10-Q and 8-K. Additional information relating to Great Elm’s financial position and results of operations is also contained in Great Elm’s annual and quarterly reports filed with the SEC and available for download at its website www.greatelmgroup.com or at the SEC website www.sec.gov.

Non-GAAP Financial Measures

The SEC has adopted rules to regulate the use in filings with the SEC, and in public disclosures, of financial measures that are not in accordance with US GAAP, such as adjusted earnings before interest, taxes, depreciation and amortization (“Adjusted EBITDA”) and free cash flow. See slides 13 & 14 for reconciliations of non-GAAP measures to their most directly comparable GAAP measures.

This presentation does not constitute an offer of any securities for sale.