

## Corporate Investor Deck



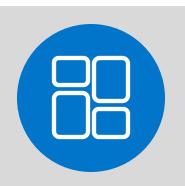


## Forward Looking Statements

This presentation contains forward looking statements within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended, and Section 27A of the Securities Act of 1933, as amended, relating to our business and financial outlook, which are based on our current beliefs, assumptions, expectations, estimates, forecasts and projections. In some cases, you can identify forward looking statements by terminology such as "may," "will," "should," "expects," "plans," "anticipates," "believes," "estimates," "projects," "intends," "predicts," "potential," or "continue" or other comparable terminology. Such forward looking statements include, but are not limited, to, statements relating to: expectations regarding future financial performance in the short- and long-term, including, without limitation, revenue (and the source thereof), expenses (including anticipated spend and savings/synergies), adjusted gross margin, adjusted EBITDA loss, free cash flow burn, compound annual growth rate, liquidity runway, and the Company's ability to generate favorable sales mix of higher gross margin products; expectations regarding investment in inventory and spinal implant sets and regarding product launches and line extensions; availability under the Company's credit facility; the benefits of initiatives, including investments in a direct sales strategy and in product development and enhancements to existing products; planned discontinuation of products; the Company's growth and taking of market share; the Company's ability to lower its manufacturing costs; and the Company's ability to reduce organization complexity and the benefits thereof. These forward looking statements are not guarantees of our future performance and involve risks, uncertainties, estimates and assumptions that are difficult to predict, including the risks described under the heading "Risk Factors" in our Form 10-K for the fiscal year ended December 31, 2022 and subsequent Form 10-Qs filed with the Securities and Exchange Commission (the "SEC"). Factors that could cause or contribute to such differences may include, but are not limited to: risks related to the integration of the legacy Orthofix and SeaSpine businesses and the ability of the combined company to realize the expected long term financial and other benefits of their merger; surgeons' and hospitals' willingness to adopt our newly launched products; the ability of newly launched products to meet the needs of surgeons and patients, including as a result of the lack of clinical validation of products in limited commercial (or "alpha") launch; continued pricing pressure, whether as a result of consolidation in hospital systems, competitors or others, as well as exclusion from major healthcare systems; the risk of supply shortages and associated disruption to product sales, including as a result of our dependence on a limited number of third-party suppliers for components and raw materials, as a result of the pandemic, or otherwise, and our ability to adequately manage inventory; global economic instability and potential supply chain disruption, including as a result of Russia's invasion of Ukraine and resulting sanctions; our ability to recruit and retain management and key personnel; our ability to continue to invest in medical education and training, product development, and/or sales and marketing initiatives at levels sufficient to drive future revenue growth; general economic and business conditions in the markets in which we do business, both in the U.S. and abroad; and the other risks and uncertainties more fully described in our periodic filings with the SEC. This list of risks, uncertainties, and other factors is not complete. We discuss some of these matters more fully, as well as certain risk factors that could affect our business, financial condition, results of operations, and prospects, in reports we file from time to time with the SEC, which are available to read at www.sec.gov. Any or all forward looking statements that we make may turn out to be inaccurate (due to inaccurate assumptions that we make or otherwise), and our actual outcomes and results may differ materially from those expressed in these forward looking statements. You should not place undue reliance on any of these forward looking statements. Further, any forward looking statement speaks only as of the date hereof, unless it is specifically otherwise stated to be made as of a different date. We undertake no obligation to update, and expressly disclaim any duty to update, our forward looking statements, whether as a result of circumstances or events that arise after the date hereof, new information, or otherwise.







Extensive Portfolio Solutions with Complementary Technologies



Improved Clinical Outcomes & Economic Value



Large Addressable Markets with High Growth Opportunities

# Investment Highlights



Expanded Distribution Channels & Global Commercial Reach



\$150M Credit Facility
Provides Liquidity to
Fund Growth and Scale



Visionary Leadership Team with Deep Sector Experience Building a Leading Global Spine & Orthopedics Company





## Senior Leadership Team

#### Experienced leadership with 250+ years in spine/orthopedics



Catherine Burzik
Chair of the Board &
Interim Chief Executive Officer



Suzanne Armstrong
Chief Human Resources Officer



Geoffrey Gillespie
Vice President, Corporate
Controller and Interim Chief
Financial Officer



Roberto Donadello
Senior Vice President
Global Operations



**Kim Elting**President
Global Orthopedics



Ehab Esmail
Senior Vice President, Global Quality,
Regulatory & Clinical Affairs



**Kevin Kenny**President
Global Spine



**Puja Leekha** SVP, Chief Ethics & Compliance Officer, Interim Chief Legal Officer



Tyler Lipschultz
President
Global Biologics



**Beau Standish, PhD, PEng**President
Global Enabling Technologies



Frank Vizesi, PhD
Chief Scientific Officer





## Complementary High Growth Portfolio

**\$7B** of Focused High-Growth Market Segments\* | 6.1% CAGR



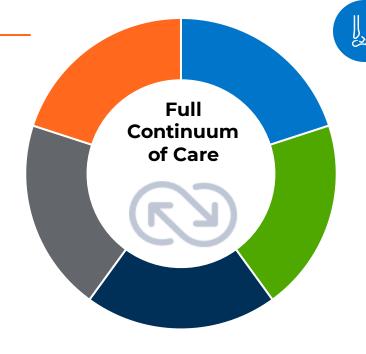
#### **Spinal Implants**

Motion Preservation
Spinal Fixation





Cellular Allograft
Demineralized Bone Matrices
Synthetic Bone Grafts



#### **Orthopedics**

Limb Reconstruction
Deformity Correction



#### **Bone Growth Therapies**

Bone Growth Stimulation Non-Surgical Alternative Regenerative Technology



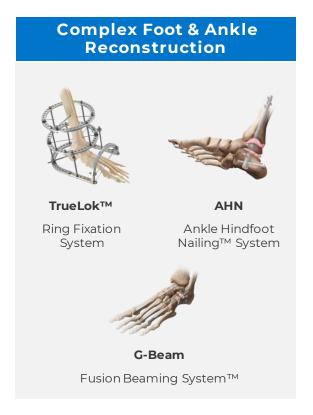
Machine-vision 7D FLASH™ Navigation

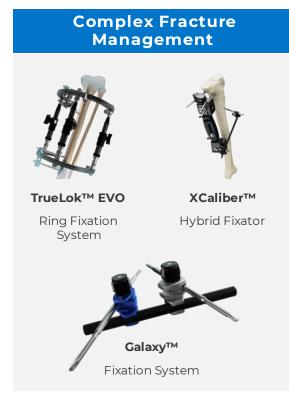


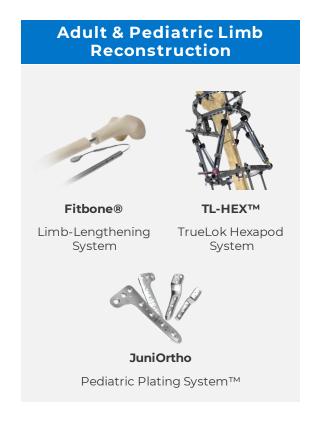


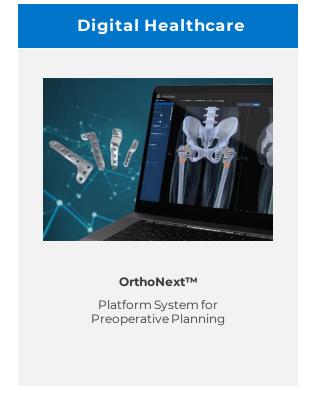
## Orthopedics

Specialized portfolio of **limb reconstruction and deformity correction** products that address the most challenging orthopedic conditions













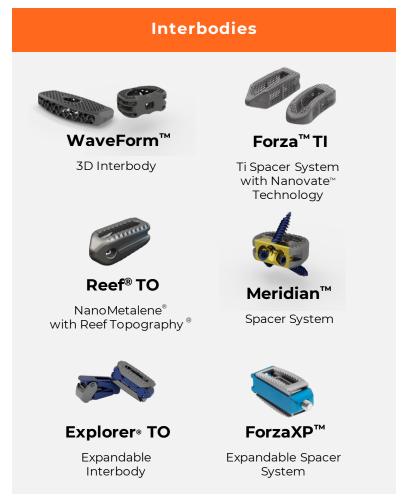
## Spinal Implants

Comprehensive best-in-class spinal implants offering driving rapid market adoption

#### Cervical M6-C™ NorthStar® Posterior Cervical Artificial Cervical Disc Fixation System Shoreline® **Construx**<sup>™</sup> Mini Anterior Cervical PTC Spacer System Standalone System WaveForm™ C Admiral™ Anterior Cervical 3D Interbody

Plating System









## Biologics

#### Full spectrum of biologic solutions

to enhance the fusion process and promote bone repair and growth

# Cellular Allograft Trinity Elite™

















## Bone Growth Therapies

#### Safe and effective treatment and non-surgical alternative

to overcome bone healing challenges



#1 Prescribed bone growth stimulator



We are proud to be the first to offer a free recycling program so patients can properly dispose of their devices after use.



PEMF technology approved Since 1986



Prescribed devices

#### **Bone Healing Therapy**



PhysioStim™ Bone Growth Therapy



AccelStim<sup>™</sup>
Bone Healing Therapy

#### **Spine Fusion Therapy**



**CervicalStim™**Spinal Fusion Therapy



**SpinalStim™**Spinal Fusion Therapy





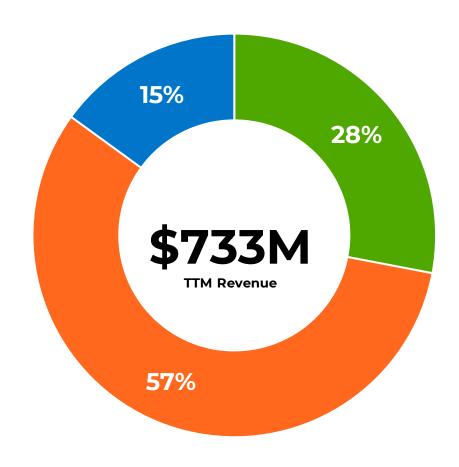


## Enabling Technologies

**Servicing the full continuum**of surgical care







- Bone Growth Therapies
- Spinal Implants, Biologics, and Enabling Techologies
- Orthopedics

# Diversified & Complementary Business with Broad Commercial Reach

**~83%** U.S. | **~17%** OUS

Products distributed in **68** countries





## Commercial Strategy Framework

#### **Geographic Footprint**

Double digit growth in global commercial reach



#### **Clinical Relevance**

Proven track record of procedural excellence, backed by compelling clinical evidence, spanning multiple markets

#### **Focused Distributors**

Expanded market penetration with increased dedicated distribution

#### **Diverse Sales Strategy**

Cross selling opportunities across direct and distributionbased sales channels

## Training and Education Programs

Complementary training and education programs to deliver value to surgeons and distributors

#### **Continuum of Care**

Comprehensive product portfolio from pre-operative planning through post surgical





## Key Growth Drivers



#### **Spinal Fixation**

Industry leading product and procedure launches per year & continued penetration into emerging markets



#### **Spinal Implants** & Biologics

Continue share taking at >5x market growth, from 50+ product launches since 2018



#### **BGT Fracture**

DD growth driven by the recent AccelStim™ launch, future product launches & increasing channel investments



#### **Distributor Partners**

Onboard additional transformative & more focused distributor partners



#### **Orthopedics**

HSD growth driven by channel expansion and further products launches expanding our leading TrueLok™ and Fitbone™ franchises



#### **Product Utilization**

Higher product utilization per procedure from more complete portfolio



#### **Higher Revenue Per Case**

Increased participation in higher revenue complex and deformity procedures from recent full commercialization of Mariner® Adult Deformity Platform



#### **Enabling Technologies**

Growth from recent full commercial launch of MIS module and higher conversion of revenue earnout arrangements





## \$184M

O3 2023 Revenue 59.9% Growth YoY at Constant Currency(1) 0.3% Proforma Growth YoY at Constant Currency<sup>(2)(4)</sup>

\$53.4M

Q3 2023 BGT Revenue 14.7% Growth YoY

### Orthofix

#### Q3 2023 Highlights

- (1) Constant Currency is calculated by applying foreign currency rates applicable to the comparable, prior-year period to present the current period net sales at comparable rates. Constant currency can be presented for numerous GAAP measures, but is commonly used by management to analyze net sales excluding the impact of changes in foreign currency rates.
- (2) The reasons for and nature of non-GAAP disclosures by the Company, descriptions of the adjustments used to calculate those non-GAAP financial measures, and reconciliations of those non-GAAP financial measures to the most comparable GAAP financial measure, are provided in the Company's press release issued and Current Report on Form 8-K filed on November 8, 2023.
- (3) See Appendix A for calculation of proforma Adjusted EBITDA and proforma Adjusted Gross Margin for each quarterly period of 2022.
- (4) Proforma net sales for 2022 include the impact of final Spinal Implant stocking orders to European distributors prior to SeaSpine's exit from that market. Excluding the impact of these transactions, net sales growth was +7.4% on a pro forma constant currency basis for Total Orthofix and +5.8% for Spinal Implants, Biologics, and Enabling Technologies.

## \$101M

Q3 2023 Global Spinal Implants, Biologics and **Enabling Technologies Revenue** -6.1% Proforma Decline YoY at Constant Currency<sup>(2)(4)</sup>

\$29.7M

Q3 2023 Global Orthopedics Revenue 0.7% Growth YoY at Constant Currency (2)

\$33.7M

Cash & Cash Equivalents, 9/30/2023 \$70M of outstanding credit facility borrowings \$13.5M

Adjusted EBITDA 17.1% Proforma Growth YoY(2)(3)

**71%** 

Adjusted Gross Margin<sup>(2)</sup>





2023

Full Year Guidance



\$739 - 744M Revenue \$42 - 46M Adjusted EBITDA

Revenue ranges above represent 5.4% to 6.2% proforma growth rates over prior year

Guidance information is as of November 8, 2023, based on guidance provided by Orthofix leadership on that date. Inclusion of this information in this presentation is not a confirmation or an update of, and should not be construed or otherwise assumed to reflect ay confirmation or update of, that guidance by Orthofix leadership as of any date other than November 8, 2023.





## Merger Highlights



# Meaningful Revenue & Cost Synergies

- ✓ Est. Revenue Synergies: >\$25M\*
- ✓ Est. Cost Synergies: ~\$50M\*\*
- ✓ Revenue Risk to Manage: ≈\$20M\*\*\*
- ✓ Working Capital & Capex Synergies



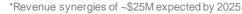
## Complementary Portfolios

- ✓ #1 Prescribed bone growth stimulator portfolio in the U.S.
- ✓ Broadest advanced DBM portfolio, market leading cellular allograft, and comprehensive line of synthetics
- Next generation differentiated artificial cervical disc



#### Broader Commercial Reach

- ✓ Accelerated adoption of differentiated technologies
- ✓ Sustainable growth & value creation
- ✓ Strengthened U.S. and international sales channels
- ✓ Rapid product innovation driving market-share taking









Extensive Portfolio Solutions with Complementary Technologies



Improved Clinical Outcomes & Economic Value



Large Addressable Markets with High Growth Opportunities

# Investment Highlights



Expanded Distribution Channels & Global Commercial Reach



\$150M Credit Facility Provides Liquidity to Fund Growth and Scale



Visionary Leadership Team with Deep Sector Experience Building a Leading Global Spine & Orthopedics Company







## THANK YOU





## APPENDIX A



### Proforma Non-GAAP Financial Measures

Adjusted EBITDA	Q3 22 (Proforma)								N	NewCo			
(\$ in millions)	OFIX		SPNE	NewCo			Q3 23		(	Q3 22	C	hange	
Loss before income taxes	\$ (9.372)	\$	(15.111)	\$	(24.483)		\$	(28.385)	\$ (	24.483)	\$	(3.902)	
Non-GAAP adjustments													
Interest expense, net	\$ 0.277	\$	0.149	\$	0.426		\$	1.576	\$	0.426	\$	1.150	
Depreciation and intangible asset amortization expense	7.570		4.341		11.911			13.097		11.911		1.186	
Share-based compensation expense	4.728		3.652		8.380			6.274		8.380		(2.106)	
Foreign exchange impact and other non-operating expense/(gain)	3.253		0.270		3.523			1.909		3.523		(1.614)	
SeaSpine merger-related expenses	2.937		1.412		4.349			5.416		4.349		1.067	
Strategic investments	0.455		0.016		0.471			0.913		0.471		0.442	
Acquisition-related fair value adjustments	0.419		-		0.419			7.122		0.419		6.703	
Loss on investment securities	(0.001)		-		(0.001)			-		(0.001)		0.001	
Legal judgments/settlements	0.125		0.544		0.669			3.851		0.669		3.182	
Medical device regulation	2.582		-		2.582			1.840		2.582		(0.742)	
Business interruption - COVID-19	1.216		-		1.216			-		1.216		(1.216)	
Succession and transition charges	0.068		-		0.068			(0.092)		0.068		(0.160)	
Spinal set instrument replacement expense	-		1.866		1.866			-		1.866		(1.866)	
European sales and marketing organization restructuring	-		0.152		0.152			-		0.152		(0.152)	
Total Non-GAAP adjustments	\$ 23.629	\$	12.402	\$	36.031		\$	41.906	\$	36.031	\$	5.875	
Adjusted EBITDA loss	\$ 14.257	\$	(2.709)	\$	11.548		\$	13.521	\$	11.548	\$	1.973	

Adjusted Gross Margin	Q3	(Proform			NewCo							
(\$ in millions)	OFIX		SPNE	N	lewCo			Q3 23		Q3 22	С	hange
Total revenue, net	\$ 113.996	\$	67.772	\$	181.768		\$	184.006	\$	181.768	\$	2.239
Gross profit	\$ 83.423	\$	38.585	\$	122.008	(1)	\$	119.763	\$	122.008	\$	(2.245)
Add back:												
Share-based compensation expense	0.195		0.103		0.299		\$	0.463	\$	0.299	\$	0.164
SeaSpine merger-related costs	-		-		-			2.161		-		2.161
Strategic investments	0.304		-		0.304			0.055		0.304		(0.249)
Acquisition-related fair value adjustments	-		-		-			7.922		-		7.922
Amortization/depreciation of acquired long-lived assets	-		-		-			0.280		-		0.280
Medical device regulation	-		-		-			0.006		-		0.006
Adjusted gross profit	\$ 83.922	\$	38.688	\$	122.611		\$	130.650	\$	122.611	\$	8.039
Adjusted gross margin (Adjusted gross profit / Total revenue, net)	73.6%		57.1%		67.5%			71.0%		67.5%		3.5%

A reconciliation of proforma Adjusted EBITDA for each quarter of 2022 to the nearest GAAP financial measure for each of SeaSpine and Orthofix is presented on this slide.

For further information on the reasons for and nature of non-GAAP disclosures by Orthofix and descriptions of the adjustments used to calculate non-GAAP financial measures, please see the Company's Current Report on Form 8 K filed on November 8, 2023.





On the Company's Q3 2023 earnings call held on November 8, 2023, Orthofix management presented Proforma Adjusted EBITDA and Adjusted Proforma Gross Margin, both of which are non-GAAP financial measures, for the 3rd quarter of 2022. Those proforma non-GAAP financial measures are intended to report the financial impact of the merger with SeaSpine on Adjusted EBITDA and Adjusted Gross Margin as if the merger had occurred on January 1, 2022, in order to assist investors with comparing those proforma results to those same non-GAAP financial measures as reported for the 3rd quarter of

<sup>(1)</sup> SeaSpine gross profit reflects reclassifications of certain expenses to conform to Orthofix presentation.

## Historical 2022 Quarterly Proforma Adjusted EBITDA

Proforma Historical Adjusted EBITDA		Q1 22		1	Q2 22		1	Q3 22			Q4 22		FY 2022			
(\$ in millions)	OFIX	SPNE	NewCo	OFIX	SPNE	NewCo	OFIX	SPNE	NewCo	OFIX	SPNE	NewCo	OFIX	SPNE	NewCo	
Loss before income taxes	\$ (4.389)	\$ (16.832)	\$ (21.221)	\$ 3.042	\$ (15.094)	\$ (12.052)	\$ (9.372)	) \$ (15.111)	) \$ (24.483)	\$ (6.987)	7) \$ (20.287)	) \$ (27.274)	\$ (17.706)	\$ (67.324)	\$ (85.030)	
Non-GAAP adjustments															<b>/</b>	
Interest expense, net	\$ 0.375	\$ -	\$ 0.375	\$ 0.407	\$ 0.293	\$ 0.700	\$ 0.277	\$ 0.149	\$ 0.426	\$ 0.229	\$ 0.202	\$ 0.431	\$ 1.288	\$ 0.644	\$ 1.932	
Depreciation and intangible asset amortization expense	7.516	4.202	11.718	6.512	4.295	10.807	7.570	4.341	11.911	7.421	1 4.349	11.770	29.019	17.187	46.206	
Share-based compensation expense	4.332	2.819	7.151	4.460	3.701	8.161	4.728	3.652	8.380	4.923	3.412	8.335	18.443	13.584	32.027	
Foreign exchange impact and other non-operating expense/(gain)	1.242	(0.002)	1.240	2.991	0.266	3.257	3.253	0.270	3.523	(4.195)	5) (0.147)	(4.342)	3.291	0.387	3.678	
SeaSpine merger-related expenses	-	-	-	-	-	-	2.937	1.412	4.349	9.073	3 2.616	11.689	12.010	4.028	16.038	
Strategic investments	0.970	0.372	1.342	1.824	(0.010)	1.814	0.455	0.016	0.471	0.771	1 (0.016)	0.755	4.020	0.362	4.382	
Acquisition-related fair value adjustments	(5.500)	0.125	(5.375)	(10.714)	0.083	(10.631)	0.419	-	0.419	0.200	-	0.200	(15.595)	0.208	(15.387)	
Loss on investment securities	0.065	-	0.065	0.123	-	0.123	(0.001)	) -	(0.001)	0.001	1 -	0.001	0.188	-	0.188	
Legal judgments/settlements	0.193	-	0.193	0.148	-	0.148	0.125	0.544	0.669	0.337	7 1.066	1.403	0.803	1.610	2.413	
Medical device regulation	1.952	-	1.952	2.246	-	2.246	2.582	-	2.582	3.481	1 -	3.481	10.261	-	10.261	
Business interruption - COVID-19	0.343	-	0.343	0.316	-	0.316	1.216	-	1.216	0.512	2 -	0.512	2.387	-	2.387	
Succession and transition charges	0.010	-	0.010	0.068	-	0.068	0.068	-	0.068	-	-	-	0.146	-	0.146	
Spinal set instrument replacement expense	-	1.018	1.018	-	1.665	1.665	-	1.866	1.866	-	2.630	2.630	-	7.179	7.179	
European sales and marketing organization restructuring		0.279	0.279		0.127	0.127		0.152	0.152		0.426	0.426		0.984	0.984	
Total Non-GAAP adjustments	\$ 11.498	\$ 8.813	\$ 20.311	\$ 8.381	\$ 10.420	\$ 18.801	\$ 23.629	\$ 12.402	\$ 36.031	\$ 22.753	\$ 14.538	\$ 37.291	\$ 66.261	\$ 46.173	\$ 112.434	
Adjusted Proforma EBITDA (proforma for SeaSpine merger)	\$ 7.109	\$ (8.019)	\$ (0.910)	\$ 11.423	\$ (4.674)	\$ 6.749	\$ 14.257	\$ (2.709)	) \$ 11.548	\$ 15.766	5 \$ (5.749)	) \$ 10.017	\$ 48.555	\$ (21.151)	\$ 27.404	

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(\$ in millions)	OFIX	SPNE	NewCo	OFIX	SPNE	NewCo	OFIX	SPNE	NewCo	OFIX	SPNE	NewCo	OFIX	SPNE	NewCo	
Total revenue, net	\$ 106.418	\$ 51.263	\$ 157.681	\$ 118.070	\$ 56.942	\$ 175.012	\$ 113.996	\$ 67.772	\$ 181.768	\$ 122.229	\$ 64.144	\$ 186.373	\$460.713	\$ 240.121	\$700.834	
Gross profit <sup>(1)</sup>	\$ 78.100	\$ 28.966	\$ 107.066	\$ 86.470	\$ 35.768	\$ 122.238	\$ 83.423	\$ 38.585	\$122.008	\$ 89.176	\$ 38.515	\$ 127.691	\$ 337.169	\$ 141.834	\$ 479.003	
Add back:																
Share-based compensation expense	0.211	0.078	0.289	0.204	0.082	0.286	0.195	0.103	0.299	0.217	0.102	0.318	0.827	0.365	1.192	
SeaSpine merger-related costs	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Strategic investments	0.025	-	0.025	0.566	-	0.566	0.304	-	0.304	0.439	-	0.439	1.334	-	1.334	
Acquisition-related fair value adjustments	-	0.125	0.125	-	0.083	0.083	-	-	-	-	-	-	-	0.208	0.208	
Amortization/depreciation of acquired long-lived assets	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Medical device regulation	0.006	-	0.006	0.008	-	0.008	-	-	-	0.001	-	0.001	0.015	-	0.015	
Adjusted gross profit	\$ 78.342	\$ 29.169	\$ 107.511	\$ 87.248	\$ 35.933	\$ 123.181	\$ 83.922	\$ 38.688	\$ 122.611	\$ 89.833	\$ 38.617	\$128.450	\$339.345	\$142.407	\$ 481.752	
Adjusted gross margin (Adjusted gross profit / Total revenue, net)	73.6%	56.9%	68.2%	73.9%	63.1%	70.4%	73.6%	<b>57.1</b> %	67.5%	73.5%	60.2%	68.9%	73.7%	59.3%	68.7%	

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