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Monthly Operating Review

July 2020

Agenda

Agenda

- Executive Overview
- Financial Overview
- Sales & Marketing
- Vertical Strategy
- M&A Update



Executive Summary

Executive Summary

Good News / Positives to Business and Plan:

- ARR increased 20% over July 2019 resulting in a 5% favorable variance vs 2020 AOP and a 6% favorable variance vs Scenario B
- Continue to outperform YTD AOP in both revenue and EBITDA
- Achieved 270% of July new business bookings goal
- Strong renewals with minimal customer churn
- New business acquisition:
 - New logos: RXP (ARR-\$69K), Pelitas (ARR-\$55K)
 - Upsells: Conduent (ARR-\$104K)
- New business pipeline activity supports Q3 reforecast goal
- Targeting mid-Oct for complete Web Authoring lifecycle functionality available in Trials
- Resource management
 - Director of Alliances started July 20th
 - VP of Services recruiter actively screening candidates; starting 2nd round of candidate interviews
 - Actively recruiting for Content Marketing Manager; strong initial response to position posting

Top Challenges

- Ensure InRule company vision and product are well positioned for upcoming Forrester Digital Decisioning Wave Report
- Overall solid funnel progression and coverage for Q3, despite slow-down of marketing leads and sales qualified leads (SQLs)
- Larger portion of revenue coming from upsells vs new logos
- Renewals requiring roughly 2x more touchpoints than pre-COVID

2020 Key Initiatives

Pillar	Project	Current Status and Next Steps	Timing
Decision Platform	Obtain SOC II Certification (Alan Young)	 Official virtual audit period scheduled for Oct 21-22. Barr will be requesting evidence data starting early Sep Information security policies and business-processes posted on BambooHR. Employess signature next Next milestone: completion of audit period Oct 31. SOC2 cert issuance by mid-December. 	Nov 15
Decision Platform	Deliver Web Authoring MVP (Dan Reynolds)	 Completed: Storage foundation testing and error handling infrastructure. In-progress: Storage API design for check-out/check-in Mid-Sept: 1. Storage API implementation complete. 2. Decision table basic functionality complete. 3. Centralized Authentication implemented into Trials. Mid-Oct: Web authoring work into Trials supporting the MVP experience. Prospects can create Decisions that leverage BL and Decision Tables. Mid-Sept: API work to support end point overrides in Bupa's CI/CD pipeline deal commitment Complete: irVerify for Dynamics and Salesforce End-Aug: irVerify integration to enable decision testing by Salesforce/Dynamics users 	Oct 15
Market Expansion	Deliver FY 2020 Digital content (Renee Wagner)	 Events and content completed: Money 2020 virtual event, first draft of Insurance e-book, PWC case study Submitted Forrester Wave Report questionnaire including customer references, product overview Next Steps: Deliver demo company strategy to Forrester on Digital Decisioning Wave Report; planning virtual IUCM; explainer videos for vertical solutions 	July 31
Decision Platform	Acquire Strategic Technology thru M&A (Rik Chomko)	 Identified six targets in AutoML space and inquired about interest in M&A two interested Requested and received initial information package from two AutoML companies Tested two AutoML products for initial fit and to understand strengths/weaknesses Reviewed DD materials from Project Overture Next Steps: Review information request materials from AutoML companies. Make go, no go decision Complete Just started On Track At Risk Be 	Dec 15



2020 Key Initiatives

Pillar	Project	Current Status and Next Steps	Timing
Decision Platform	Extend integrations with Dynamics and Salesforce and expand partnership (Mark Lonsway)	 SalesForce review process is undermanned and unprepared causing delays in AppExchange review process After three weeks of scheduling delays, received feedback that there are two apparent technical issues blocking approval Next Steps: Address tech issues and resubmit for approval 	Sep 30
Operational Excellence	Implement new ERP system (Beth Worthem)	 Integration between NetSuite and Dynamics CRM in process Setup of Professional Services module and training for employee time tracking underway UAT testing complete Next Steps: Historical balance and open transaction import, training. NS & QB in parallel for September 	Sep 1
Customer Experience	Increase Services Utilization (Rik Chomko)	 CEO interviewed 4 candidates from pipeline. 3 candidates moved to 2nd round interviews. 2nd round interviews scheduled week of 8/17 and 8/24. Investigating comp requirements for one candidate. Next steps: CEO to interview two candidates for 1st round. Complete 2nd round for 2 candidates. Get comp requirements for one candidate. 	Sep 30
Market Expansion	Obtain GSA Schedule (Mike Bonner)	 Signed agreement with Centre Law Next steps: Provide documentation and work with Centre to build MAS proposal 	Oct 31







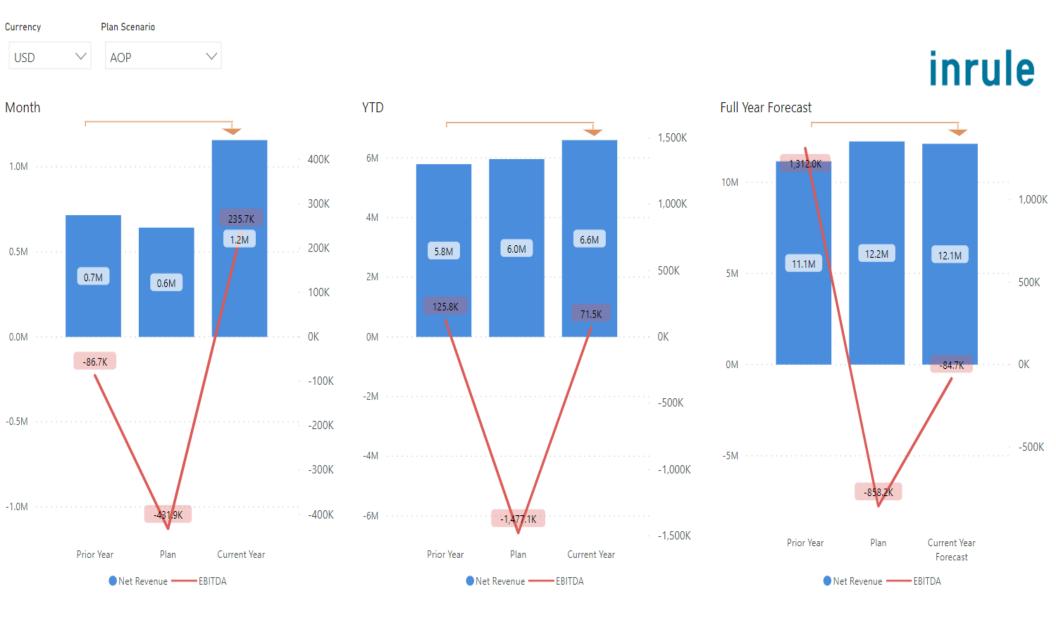






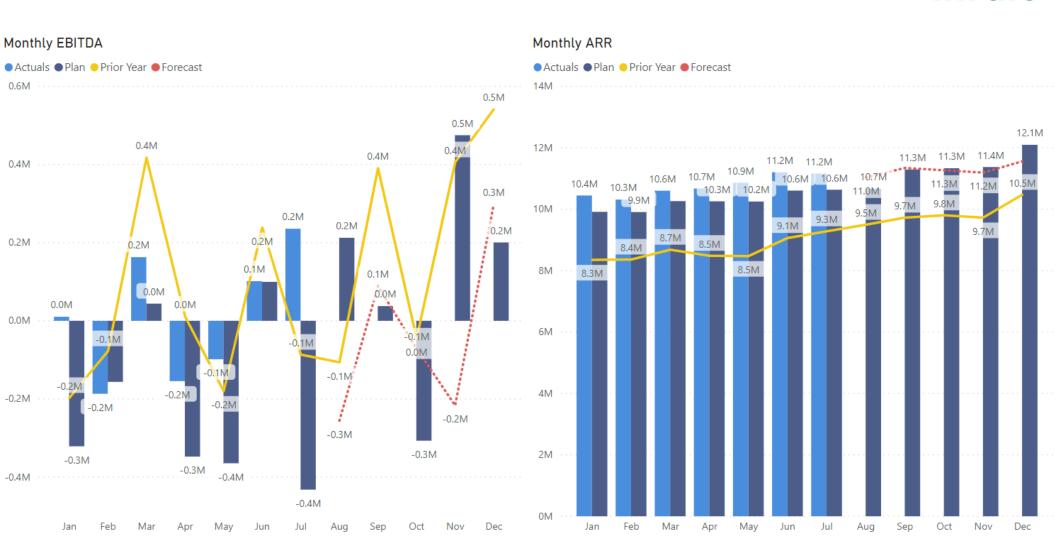


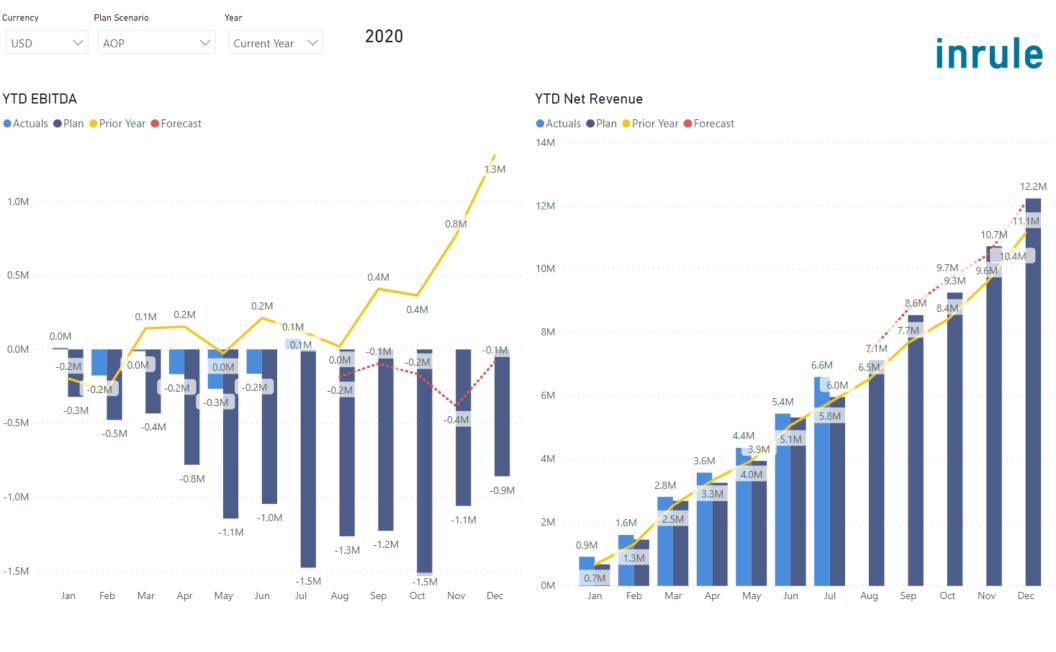
Financial Overview





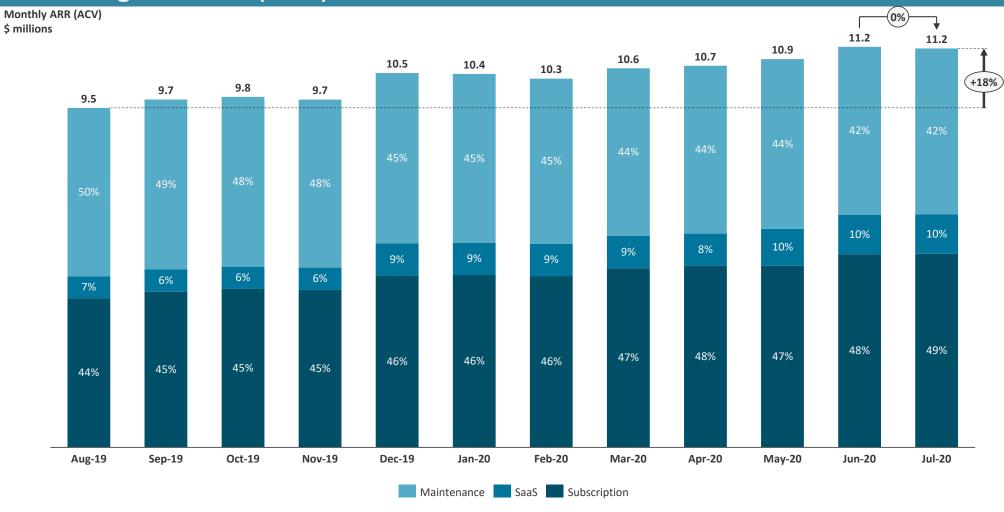
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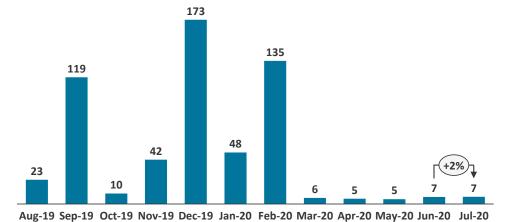
Recurring Revenue (ACV)





Nonrecurring License Revenue

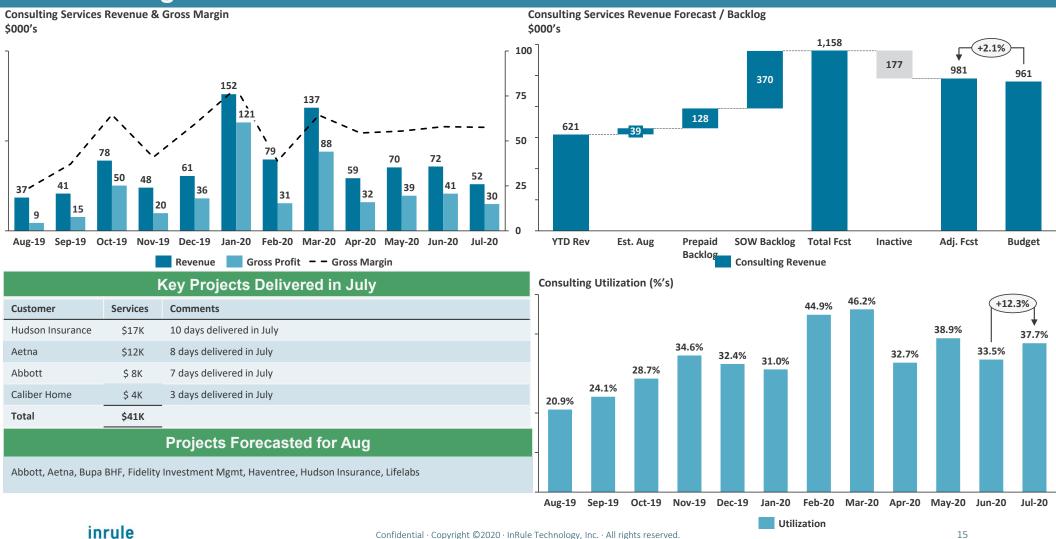
Monthly Perpetual \$000's



Key Wins					
Customer	Comments				
	No activity in July				

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Nonrecurring Services Revenue



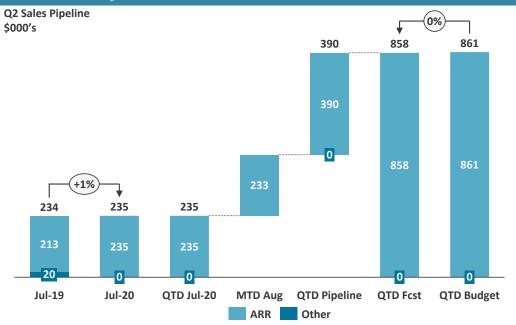
Income Statement

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					√ E3 ··· Blan Sannaria			IIII ule
Currency Month					Plan Scenario			
USD ✓ Latest Mor	nth ∨	Jul 202	20	Month QTD YTD	TTM	~		
Income Statement								
	Current Year	Prior Year	Plan	ΔPrior Ye	'ear (%)		ΔPlan (%)	
= Bookings	889K	534K	594K	·	+67		+50	
= ARR	11,156K	9,281K			+20		9 +5	
= Total Recurring Revenue	1,099K	646K	560K		+70			+96
= Recurring Product	1,099K	646K	560K		+70			+96
Cloud/saas	93K	26K	69K	-		+255 ->	+34	
TBL	625K	222K	155K	-		+ 181		+304
Maintenance & Support	381K	398K	336K	(4)			+13	
Recurring Services	0K	0K	0K					
= Total Non Recurring Revenue	52K		83K				(37)	
Non Recurring Product	0K			(100)		(100)	• • • • • • • • • • • • • • • • • • • •	
Professional Services	52K	47K	77K		→ +11		(32)	
Training	0K	0K	0K					
Other Revenue	7K	3K	0K		3 +122			
= Net Revenue	1,158K	716K	643K		+62			● +80
- Material	0K	0K	0K					
- Labor	46K	46K	47K	(0)	1		(1) 🏚	
- Hosting	7K	4K	7K	-	+87		+10	
- Professional Services COGS	22K	28K	22K	(22)			(2)	
- Other COGS	0K	0K	22K			(100)	•	
= Total COGS	76K	79K	98K	(4) €			(22)	
= Gross Margin	1,082K	637K	545K		+70			+98
= Total Product	1,052K	619K	491K		+70			+114
= Total Services	30K	19K	54K		+61		(45)	
- R&D	343K	296K	382K	-	→ +16		(10)	
- Sales	149K	137K	232K	-	◆ +8		(36)	
- Marketing	90K	38K	94K	-	+ 134	4	(5)	
- Administrative	165K	143K	173K	-	→ +16		(5)	
- pre-Sales OPEX	34K	24K	49K	-	+42		(31)	
- Services Labor	44K		61K				(27)	
- Other	0K	0K	0K					
= Total OPEX (excl D&A)	865K	725K	1,023K		+19		(15)	
= Reported EBITDA	217K	(88K)	(478K)			 +348⋅ >		+145
= Adjusted EBITDA	236K	(87K)	(432K)			 +372⋅ >		+155
= Adjusted Cash EBITDA	(33K)	(269K)	(101K)		+88			+68
= Bank EBITDA	236K	(87K)	(432K)			- +372∙ >		+155

Sales & Marketing

Sales Pipeline - Quarter 3

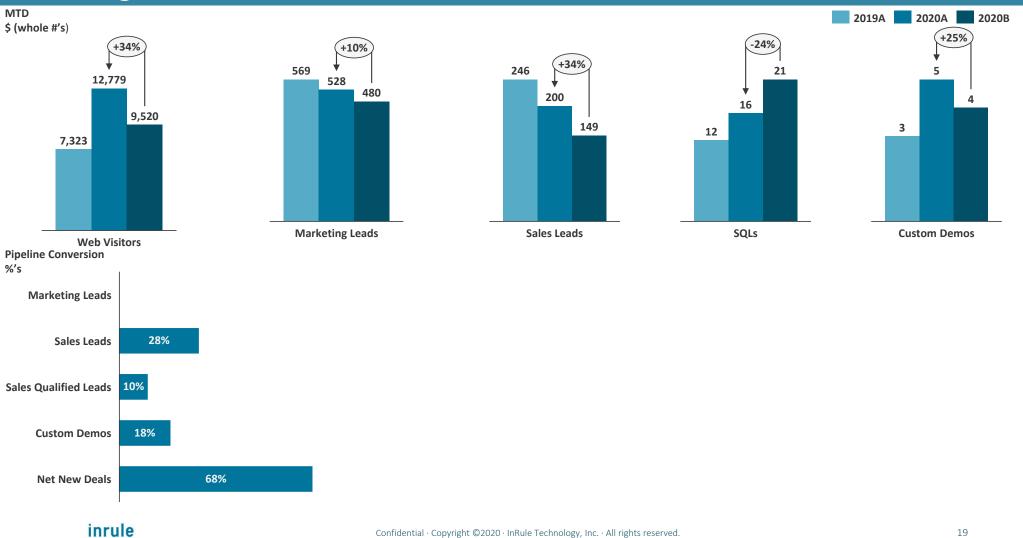


Q3 Likely/Commit Pipeline							
Customer Subscription Perpetual Comments							
NN Group	\$66K						
Deloitte OPM/GSA	\$110K		Deloitte Pension Automation to OPM				
BUPA Global	\$214K		Bupa Claims SaaS; ILOG conversion				
Total	\$390K	\$0К					

Pipeline Commentary

- Solid coverage to achieve Q3 AOP
- Additional Q3 upside possible

Marketing Metrics



Initial Research 2019

Vertical Research

Objective: Evaluate the market opportunity for creation of a vertical offering to serve one of the following markets:

- Life Insurance
- Specialty Insurance
- Loan Origination

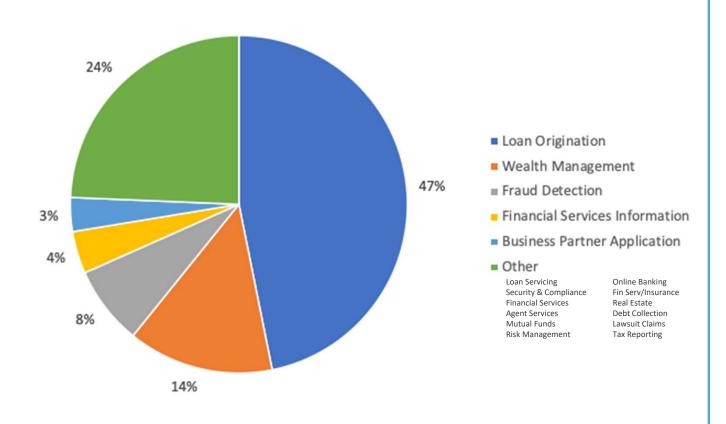
Goals

- Understand our existing customer base within the offering candidates and the revenue generated – and costs associated with supporting – each;
- Research the Total Available Market (TAM) and Serviceable Available Market (SAM) opportunity for each of the offering candidates (US and Europe at this time);
- Prepare an analysis report detailing the above;
- Present a recommendation for which vertical offering to pursue.

Vertical Offering Market Research

CUSTOMER ANALYSIS

Financial Services – Percentage of Revenue by Sub Industry



Customers:



JPMORGAN CHASE & CO.

Quicken Loans loan pepot

Other:

Barclays

Caliber Home Loans

Data Action

Fidelity International

First American

Haventree Bank

InComm

Jersey Financial Services

Commission

Loan Depot

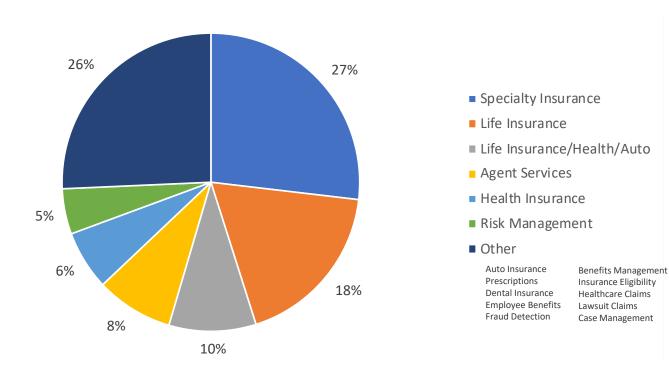
MCAP

Nationwide Building Society

Payoneer

Wells Fargo Advisors

Insurance – Percentage of Revenue by Sub Industry



Customers:

Specialty





AA
Beazley
Distinguished Programs
Gainsco
GeoVera

Horace Mann

Hudson

Insurance Technology SA

La Positiva

Markel

NN Group

OneBeacon

RI

Safety National

Shipowners

SE2

The Standard

Tower Insurance

Voogd & Voogd

West Bend Mutual

Life





Fortegra Illinois Mutual Life London Life Manulife Western & Southern Vertical Offering Market Research

MARKET RESEARCH

TAM & SAM

- TAM Total Available Market for all products in business applications market
- SAM Serviceable Available Market for which InRule product fills a need, shown as 10% of TAM



Business Applications TAM

- Analytics & Business Intelligence Platforms
- Application Development Services
- Application Platform Services
- BPM Suites
- BRMS/Decision Management
- CRM
- ERP
- Event Stream Processing
- Master Data Management
- Content Management Systems
- Enterprise Asset Management

Financial Services and Insurance Spending 2020

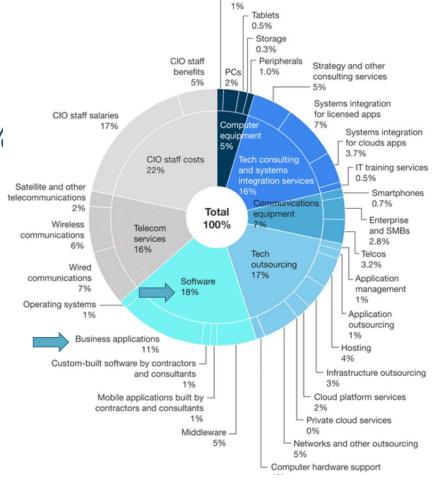
2019 US industry tech budget spending by category — Forrester industry groups (US\$ billions)



Financial Services and Insurance Spending 2018

Break out of spending

- Software accounted for 18%
- Business Applications accounted for 11%



Financial Services Industry

Establishments

Data series	Back data	1st quarter 2018	2nd quarter 2018	3rd quarter 2018	4th quarter 2018
Number of establishments					
Private industry	W	(<u>P</u>) 488,577	(<u>P</u>) 490,541	(<u>P</u>) 493,126	(<u>P</u>) 495,328
<u>Local government</u>	W	(<u>P</u>) 172	(<u>P</u>) 173	(<u>P</u>) 174	(<u>P</u>) 174
State government	W	(<u>P</u>) 85			
Federal government	W	(<u>P</u>) 792	(<u>P</u>) 787	(<u>P</u>) 785	(<u>P</u>) 793

Footnotes

(P)_Preliminary

(Source: Quarterly Census of Employment and Wages)

Credit Intermediation and Related Activities Subsector

Establishments

Data series	Back data	1st quarter 2018	2nd quarter 2018	3rd quarter 2018	4th quarter 2018
Number of establishments					
Private industry	W.	(<u>P</u>) 180,207	(<u>P</u>) 180,229	(<u>P</u>) 180,172	(<u>P</u>) 180,553
<u>Local government</u>	W	(<u>P</u>) 36	(<u>P</u>) 35	(<u>P</u>) 35	(<u>P</u>) 35
State government	W.	(<u>P</u>) 21			
Federal government	w	(<u>P</u>) 653	(<u>P</u>) 648	(<u>P</u>) 646	(<u>P</u>) 654

Footnotes

(P)_Preliminary

(Source: Quarterly Census of Employment and Wages)

Insurance Industry

- According to the National Association of Insurance
 - 5,954 insurance companies in 2017 in the U.S.
 - Life/Annuities establishments 852
 - Specialty insurance establishments 259

Loan Origination – Market Sizing

Fin Serv	
Software Spend	\$ 70,000,000,000
% of Software Spend on Business Apps 2018	11%
Business Application Spend 2018	\$ 7,700,000,000
Fin Serv Establishments	487845
Loan Establishments	180553
Loan Establishments as % of Industry	37%
Loan Establishment Spend on Bus Apps TAM	\$ 2,849,794,709
Loan Origination/Servicing Solution SAM	\$ 284,979,471
InRule Market ARR	\$ 1,300,000

10% of TAM

InRule ARR % of SAM: 0.46%

Life Insurance – Market Sizing

Insurance		
Software Spend	\$ 36,000,000,000	
% of Software Spend on Business Apps 2018	11%	
Business Application Spend 2018	\$ 3,960,000,000	
Insurance Establishments	5954	***
Life Insurance Establishments	852	
Life Insurance Establishments as % of Industry	14%	
Life Insurance Establishments Spend on Bus Apps TAM	\$ 566,664,427	
Life Insurance Solution SAM	\$ 56,666,443	10% of TA
InRule Market ARR	\$ 300,000	

AM

InRule ARR % of SAM: 0.54%

Specialty Insurance - Market Sizing

Insurance	
Software Spend	\$ 36,000,000,000
% of Software Spend on Business Apps 2018	11%
Business Application Spend 2018	\$ 3,960,000,000
Insurance Establishments	5954
Specialty Insurance Establishments	259 Need to revisit this #
Specialty Insurance Establishments as % of Industry	4%
Specialty Insurance Establishments Spend on Bus Apps TAM	\$ 172,260,665
Specialty Insurance Solution SAM	\$ 17,226,067 10% of TAM
InRule Market ARR	\$ 927,000

InRule ARR % of SAM: 5.38%

Conceptual Approach/Playbook

Phase One: Foundation

- Hire industry analyst to support the effort
- Join industry organizations and standards bodies
- Cultivate vertical partners
- Thick descriptions of the problem (journey map, operations);
- Conceptual content

Phase Two: Message

- Showcase key customers in the industry and highlight on inrule.com
- Produce reasonably mature content as a starting point for specific use cases
- White paper/webinar series at industry events
- Enable vertical partners

Phase Three: Market

- Package a specific use case + services that solves an industry problem
- Showcase successes with key customers and partners
- Cultivate internal/external vertical talent
- Cadence of releases with new capability



M&A Update

M&A Update

Low-Code

- Project Overture
 - Positives: Financial services-focused; install base and customer opportunity overlap
 - Questions: Uncertainty around ARR; customer concentration; market-place aspirations; financial oddities (employee advances)
 - Next Steps: Discussion with management team to be scheduled, week of August 31

AutoML

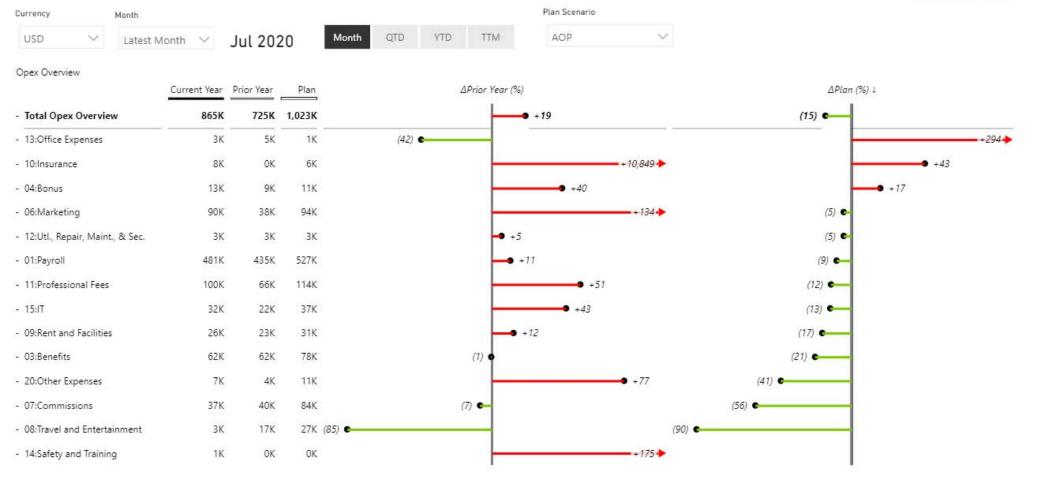
- Lityx
 - Positives: Technology and culture fit, strong product capability (machine learning and optimization), well organized company (functions, org chart, etc.), defensible ARR number and minimal customer concentration
 - Questions: Services revenue: 50% (internal initiative to address)
 - Next Steps: Valuation conversation with OGC and Lityx
- Ople.Al
 - Positives: Modern, cloud-native product, focused on model creation (rather than data engineering, deployment, etc.)
 - Questions: Significant funding relative to revenue (~\$13m: ~\$400k ARR), 1 year of burn based on current funding; lack of focus on product market fit
 - Next Steps: Valuation conversation with OGC and Ople



Appendix

Opex Overview

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Total Opex

0.0M

Feb

Mar

Apr

May

Jun

Jan

Aug

Sep

Oct

Nov

Jul



Jan

Apr

May

Jun

Aug

Sep

Oct

Nov

Jul

Gross Margin





Gross Margin and Total COGS as % of Revenue

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EBITDA Bridge - Actuals vs. Plan





EBITDA Bridge - Actuals vs. Prior Year





Balance Sheet

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Currency	Month	Plan Scenario				
USD ~	Latest Month 🗸	Jul 2020	AOP	\vee		

Balance Sheet

Cash and cash equivalents		Current Year	Prior Year	Plan	ΔPrior	Year (%)	ΔPlan (%)
Accounts receivable, reserves (20K)	Cash and cash equivalents	3,972K	1,867K	2,401K		+113	+65
Accounts receivable, net 2,139K 2,072K 2,021K 34K 74K 120K 348 34K 4,541K 348 4,541K 348	Accounts receivable, gross	2,159K	2,072K	2,021K		9 +4	● +7
Preparty Asset	Accounts receivable, reserves	(20K)	0K	0K			
Fortical Current Assets Froperty, plant & equipment, gross 205K 472K 205K 205K (57)	= Accounts receivable, net	2,139K	2,072K	2,021K		+3	9 +6
Property plant & equipment, gross 205K 472K 205K (57) (46K) -	Prepaid expenses and other current assets	134K	74K	120K		3 +82	-• +12
Accumulated depreciation (46K) (237K) (46K)	= Total Current Assets	6,246K	4,013K	4,541K		→ +56	9 +38
Property, plant & equipment, net Identifiable intangible assets, gross	Property, plant & equipment, gross	205K	472K	205K	(57)	-	(0)
Property, plant & equipment, net Identifiable intangible assets, gross 159K 235K 159K (32) Accumulated amoritzation 0K 0K 0K 28,005K (2,966K) (100) +100 Identifiable intangible assets, gross 0K	Accumulated depreciation	(46K)	(237K)	(46K)		+81	(0) 🖟
Accumulated amortization	= Property, plant & equipment, net	159K	235K	159K	(32)		
Eldentifiable intangible assets, net Deferred tax asset OK 469K OK (100) Other non-current assets OK 125K OK OK OK OK OK Other non-current liabilities Other non-curre	Identifiable intangible assets, gross	0K	0K	28,005K			(100)
Deferred tax asset	Accumulated amortization	0K	0K	(2,966K)			+100
Other non-current assets	= Identifiable intangible assets, net	25,039K	0K	25,039K			♦ +0
Total Non-Current Assets 25,197K 828K 25,198K 29,739K 4549 4549 46 46 46 46 46 47,735 47,831K 48,41K 29,739K 45,624 46 47,735 47,831K 47,735 47,831K 47,735 47,831K 47,735 47,831K 47,	Deferred tax asset	0K	469K	0K	(100)	4	
■ Total Assets 31,443K 4,841K 29,739K +549+ +6 Accrued liabilities 259K 180K 208K +44 +151 (38) Accrued compensation 108K 147K 0K (27) +11 (10) (10) Short-term unearned revenue 4,278K 3,863K 4,738K +11 (10) (10) +588+ Other current liabilities 5,046K 4,310K 5,382K +17 (6) +588+ Long-term debt less current maturities 8,500K 0K 8,500K +17 (6) +15 Other non-current liabilities 2,088K 253K 18,90K +725+ +10 +15 Total Long-term liabilities 12,956K 253K 12,449K +5,021+ +4 +4 Total Liabilities 18,00ZK 4,563K 17,831K +295+ +1 +4 Common stock (0K) 0K 0K 0K 0K 0K 0K 0K +69+ Retained earnings (3,076K) (2,141K) (4,659K) 0K +100 +	Other non-current assets	0K	125K	0K	(100)	4	
- Accounts payable	= Total Non-Current Assets	25,197K	828K	25,198K		+2,942	(0)
- Accrued liabilities 259K 103K 414K 0 K (27)	= Total Assets	31,443K	4,841K	29,739K		+549	9 +6
- Accrued compensation	- Accounts payable	259K	180K	208K		+44	+24
- Short-term unearmed revenue	- Accrued liabilities	259K	103K	414K		+151	(38)
- Other current liabilities	- Accrued compensation	108K	147K	0K	(27)	-	
= Total Current Liabilities	- Short-term unearned revenue	4,278K	3,863K	4,738K		→ +11	(10) •
- Long-term debt less current maturities	- Other current liabilities	143K	18K	21K		+715	+588 →
- Deferred income taxes	= Total Current Liabilities	5,046K	4,310K	5,382K		+17	(6)
- Other non-current liabilities	- Long-term debt less current maturities	8,500K	0K	8,500K			•
= Total Long-term liabilities	- Deferred income taxes	2,368K	0K	2,059K			→ +15
= Total Liabilities	- Other non-current liabilities	2,088K	253K	1,890K		+725	→ +10
Common stock (0K) 1K 16,567K (100) (100) Preferred stock 0K 0K 0K (100) (100) Capital in excess of stated value 16,517K 2,468K 0K +569 → Retained earnings (3,076K) (2,141K) (4,659K) (44) +4735 → +34 Other equity transactions 0K (50K) 0K +4,735 → +4,735 → +13	= Total Long-term liabilities						
Preferred stock 0K 0K 0K 0K (100) 0K 0K (100) 0K	= Total Liabilities	18,002K	4,563K	17,831K		+295	+1
Capital in excess of stated value 16,517K 2,468K 0K +569 → Retained earnings (3,076K) (2,141K) (4,659K) (44) ◆ +34 Other equity transactions 0K (50K) 0K +100 = Total Shareholders' Equity 13,441K 278K 11,908K +4,735 → +13	Common stock	(0K)	1K	16,567K	(100)	4	(100)
Retained earnings (3,076K) (2,141K) (4,659K) (44) ● → +34 Other equity transactions 0K (50K) 0K → +100 = Total Shareholders' Equity 13,441K 278K 11,908K → +4,735 → → +13	Preferred stock	0K	0K	0K	(100)	4	
Other equity transactions 0K (50K) 0K 0K = Total Shareholders' Equity 13,441K 278K 11,908K +4,735→ +4,735→	Capital in excess of stated value	16,517K	2,468K	0K		+569	•
= Total Shareholders' Equity 13,441K 278K 11,908K +4,735 +	Retained earnings	(3,076K)	(2,141K)	(4,659K)	(44)	4	→ +34
	Other equity transactions	0K	(50K)	0K		+ 100	
= Total Liabilities and Shareholders' Equ 31,443K 4,841K 29,739K +549 +6	= Total Shareholders' Equity	13,441K	278K	11,908K		+4,735	→ +13
	= Total Liabilities and Shareholders' Equ	31,443K	4,841K	29,739K		+549	● +6

Cash Flow Statement

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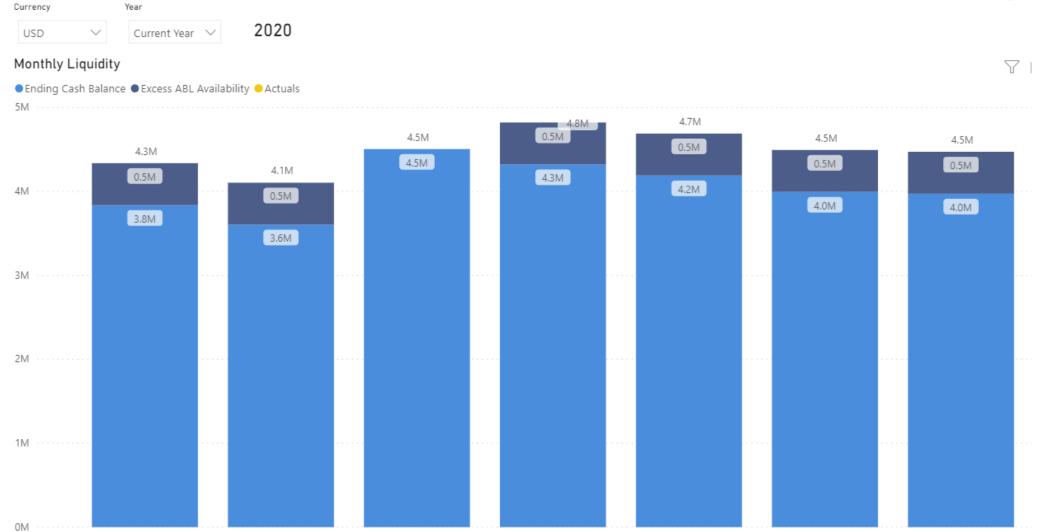
Liquidity

Jan 2020

Feb 2020

Mar 2020





Apr 2020

May 2020

Jun 2020

Jul 2020

Human Capital

\$000's	Payroll Expenses by Dept											
	MT	D	Vai	Var		QTD		Var	YTD		Variance	Var
	Act	Bud	\$	%	Act	Bud	\$	%	Act	Bud	\$	%
COR	\$68	\$62	(\$6)	(9.3%)	\$68	\$62	(\$6)	(9.3%)	\$593	\$440	(\$153)	(25.7%)
R&D	\$258	\$297	\$39	15.1%	\$258	\$297	\$39	15.1%	\$1,843	\$2,063	\$220	11.9%
Sales & Marketing	\$171	\$206	\$35	20.4%	\$171	\$206	\$35	20.4%	\$1,177	\$1,335	\$158	13.4%
G&A	\$83	\$69	(\$13)	(16.3%)	\$83	\$69	(\$13)	(16.3%)	\$590	\$530	(\$60)	(10.2%)
OPEX Services	\$44	\$61	\$17	37.7%	\$44	\$61	\$17	37.7%	\$277	\$444	\$167	60.1%
Total	\$624	\$695	\$71	11.3%	\$624	\$695	\$71	11.3%	\$4,480	\$4,812	\$332	7.4%

Payroll Expenses Commentary

- COR/OPEX Services Overall favorable variance due to lower billing rate of contractor performing internal project work. Allocation of services budget is based on 2019 actuals and may not accurately reflect current activity.
- R&D Backfill and budgeted open positions is causing a favorable MTD and YTD variance
- S&M Favorable MTD, QTD and YTD variance due to unfilled budgeted positions
- G&A Unfavorable MTD, QTD and YTD variance due to allocation of admin time from VP, Services. In addition, the timing of payroll taxes is making an impact, this should start to decrease as individual FICA limits are met (the budget is spread evenly over the year).

Open Positions				Termed Staff (Q3 2020)						
Open Position	Туре	Annual OTE	Status	Position	Exit Reason	Exit Date	Severance			
Director of Alliances	New	\$225K	Filled – July 20 th start	Sr Solution Architect	Voluntary	7/17/2020	N/A			
VP, Services	New	\$250K	Actively Recruiting							
Solution Architect	Backfill	\$175K	Actively Recruiting							
Content Marketing Manager	New	\$125K	Actively Recruiting							



Headcount

Headcount (2019-2020)

