

INVESTOR PRESENTATION

Q1 2025 UPDATE

NYSE : OPAD

Disclaimer

Forward-Looking Statements

Certain statements in this presentation may be considered forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements generally relate to future events or Offerpad's future financial or operating performance. For example, statements regarding Offerpad's financial outlook, including homes sold, revenue and Adjusted EBITDA, for the first quarter of 2025, and expectations regarding market conditions, strategic imperatives and long-term sustainability and growth are forward-looking statements. In some cases, you can identify forward-looking statements by terminology such as "pro forma," "may," "should," "could," "might," "plan," "possible," "project," "strive," "budget," "forecast," "expect," "intend," "will," "estimate," "anticipate," "believe," "predict," "potential" or "continue," or the negatives of these terms or variations of them or similar terminology. Such forward-looking statements are subject to risks, uncertainties, and other important factors that could cause actual results to differ materially from those expressed or implied by such forward-looking statements. Factors that may impact such forward-looking statements include, but are not limited to, Offerpad's ability to respond to general economic conditions; the health of the U.S. residential real estate industry; Offerpad's ability to grow market share in its existing markets or any new markets it may enter; Offerpad's ability to grow effectively; Offerpad's ability to accurately value and manage real estate inventory, maintain an adequate and desirable supply of real estate inventory, and manage renovations; Offerpad's ability to successfully launch new product and service offerings, and to manage, develop and refine its technology platform; Offerpad's ability to maintain and enhance its products and brand, and to attract customers; Offerpad's ability to achieve and maintain profitability in the future; and the success of strategic relationships with third parties; Offerpad's ability to regain compliance with New York Stock Exchange ("NYSE") Rule 802.01B, or failure to comply with other NYSE continued listing rules. These and other important factors discussed under the caption "Risk Factors" in Offerpad's Annual Report on Form 10-K for the year ended December 31, 2024 filed with the Securities and Exchange Commission on February 25, 2025, and Offerpad's other reports filed with the Securities and Exchange Commission could cause actual results to differ materially from those indicated by the forward-looking statements made in this presentation. These forward-looking statements are based upon estimates and assumptions that, while considered reasonable by Offerpad and its management, are inherently uncertain. Nothing in this presentation should be regarded as a representation by any person that the forward-looking statements set forth herein will be achieved or that any of the contemplated results of such forward-looking statements will be achieved. You should not place undue reliance on forward-looking statements, which speak only as of the date they are made. Offerpad undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required under applicable securities laws.

Financial Information; Non-GAAP Financial Measures

This Presentation also includes certain financial measures not presented in accordance with generally accepted accounting principles ("GAAP") including, but not limited to, Contribution Margin, Adjusted EBITDA, Adjusted Net (Loss) Income, Adjusted Gross (Loss) Profit and certain ratios and other metrics derived therefrom. Contribution Margin means net sale proceeds less holding and selling costs, plus other services. Adjusted EBITDA includes adjustments for amortization of share based compensation and other non-cash expense. The Company calculates Adjusted Net Income (Loss) as GAAP Net Income (Loss) adjusted for the change in fair value of warrant liabilities. The Company calculates Adjusted Gross Profit as gross profit under GAAP adjusted for (1) net inventory valuation adjustment plus (2) interest expense associated with homes sold in the presented period and recorded in cost of revenue. Net inventory valuation adjustment is calculated by adding back the inventory valuation adjustment charges recorded during the period on homes that remain in inventory at period end and subtracting the inventory valuation adjustment charges recorded in prior periods on homes sold in the current period. These non-GAAP financial measures are not measures of financial performance in accordance with GAAP and may exclude items that are significant in understanding and assessing the Company's financial results. Therefore, these measures should not be considered in isolation or as an alternative to net income, cash flows from operations or other measures of profitability, liquidity or performance under GAAP. You should be aware that the Company's presentation of these measures may not be comparable to similarly-titled measures used by other companies. The Company believes these non-GAAP measures of financial results provide useful information to management and investors regarding certain financial and business trends relating to the Company's financial condition and results of operations. The Company believes that the use of these non-GAAP financial measures provides an additional tool for investors to use in evaluating ongoing operating results and trends in and in comparing the Company's financial measures with other similar companies, many of which present similar non-GAAP financial measures to investors. These non-GAAP financial measures are subject to inherent limitations as they reflect the exercise of judgments by management about which expense and income are excluded or included in determining these non-GAAP financial measures.

This Presentation also includes certain projections of non-GAAP financial measures. The Company has not provided a quantitative reconciliation of forecasted Adjusted EBITDA to forecasted net income (loss) within this presentation because the Company is unable to calculate certain reconciling items without making unreasonable efforts. These items, which include, but are not limited to, stock-based compensation with respect to future grants and forfeitures, could materially affect the computation of forward-looking net income (loss), are inherently uncertain and depend on various factors, some of which are outside of the Company's control.

Industry and Market Data

In this Presentation, the Company relies on and refers to certain information and statistics obtained from third-party sources which the Company believes to be reliable. The Company has not independently verified the accuracy or completeness of any such third-party information.

Offerpad

OUR MISSION

Provide your best way to buy and sell a home. Period.

Software-enabled real estate platform

Cash Offer

For those who want to sell on their own schedule with more convenience, certainty and control.

- **Competitive Offer**
- **Certainty & Control**
- **No Showings**
- **Flexible Closing**
- **Free Local Move**
- **3-Day Extended Stay**

Listing Services

For those who want to buy or list with guidance from real estate experts.

- **Price Exploration**
- **Trusted Agent Guidance**
- **Market Exposure**
- **Free Local Move**
- **The Support of Offerpad**

Ancillary Services

Offering personalized solutions to meet each individual customers needs.

- **Mortgage Offerings**
- **Title Services**

Renovations

Offering renovation services to partners looking for quality and speed.

- **Institutional Portfolio Remodels**
- **Rental Turns**
- **Efficient Execution**

$11.7b+
Lifetime Revenue

83k+
Lifetime real estate transactions

38k+
Lifetime homes renovated & sold

$650m+
Invested into property improvement renovations

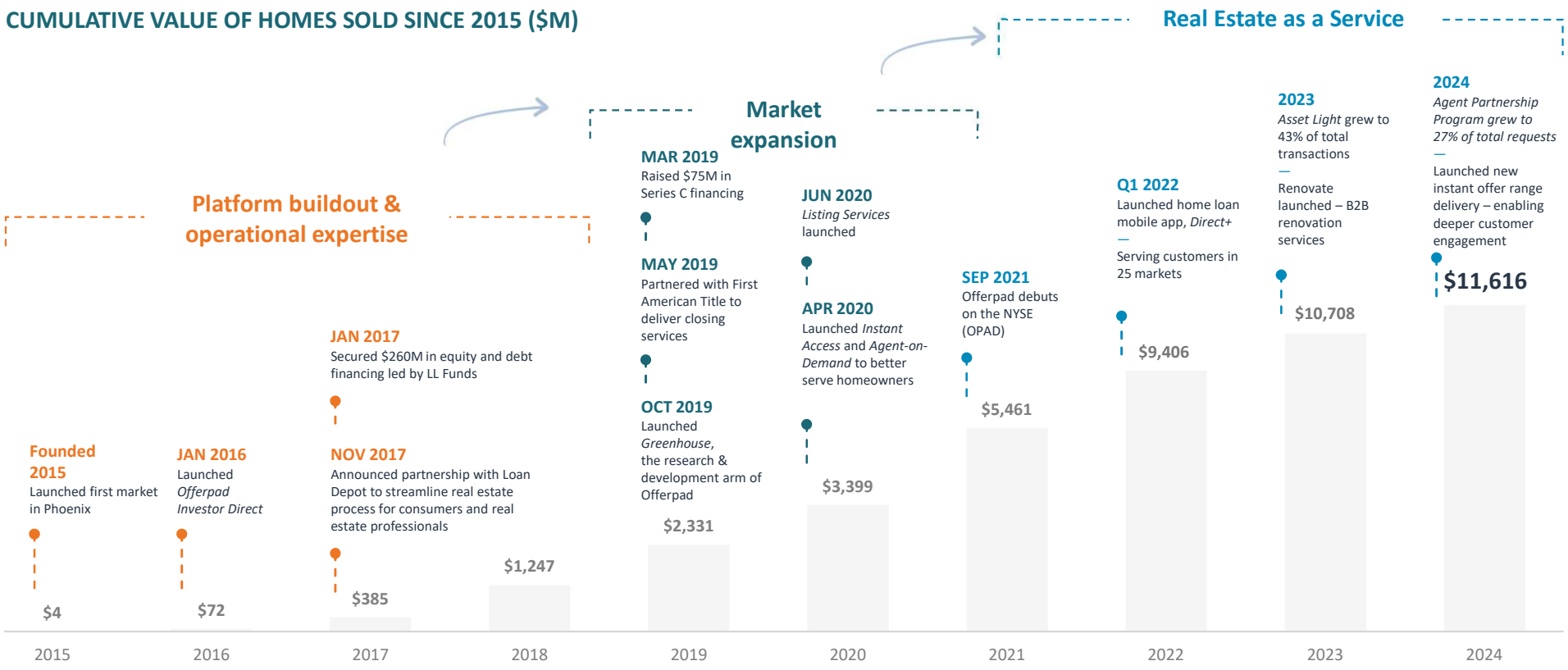
67
Net Promoter Score[1]

91%
Customer Satisfaction Rate[1]

1. Based on survey of over 660 customers who sold their home to Offerpad in 2024.

Years of platform investment positions us for future growth as the residential market rebounds

CUMULATIVE VALUE OF HOMES SOLD SINCE 2015 ($M)





Massive and evolving market presents substantial opportunity

REAL ESTATE OPPORTUNITY TODAY

$1.9t [1]

99% non-digital / ~1% digital penetration [2]

MARKET OPPORTUNITY

$1.1t [3]

"Buy Box" today

$450m [4]

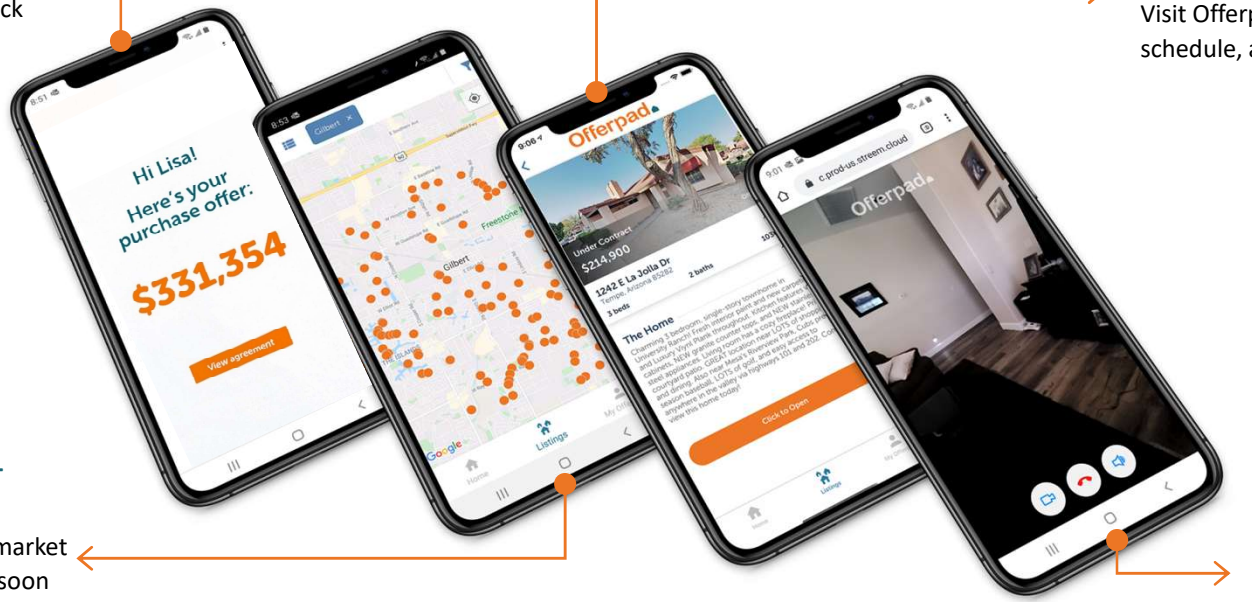
2024E renovation market

1. 2024: US Census & National Association of Realtors
2. Company Estimates
3. 2024: Houses in the US in the price range of $0 - $750K
4. 2024 Estimate from Joint Center of Housing Studies of Harvard University

A simple, tech-enabled solution for our customers

Request a cash offer
Instant estimated offer range within minutes with our quick 3-minute request form

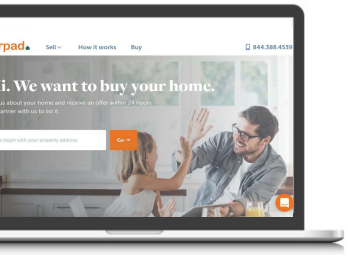
Access vacant Offerpad homes via mobile app
Visit Offerpad homes on your own schedule, at a time that works best for you

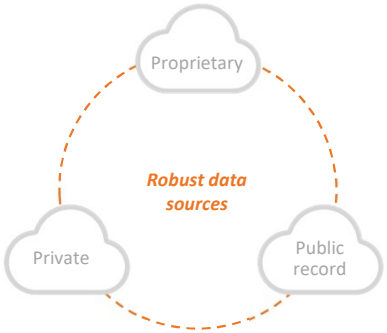


Search Offerpad & non-Offerpad homes online
Research all homes on the market as well as Offerpad coming soon homes

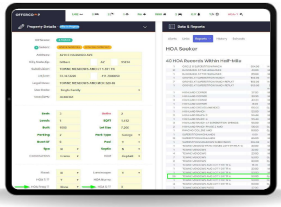
Complete inspection, virtual closings
Utilize virtual tools to complete closing process if desired

Local expertise supercharges our proprietary technology, driving enhanced unit economics



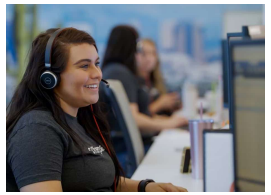


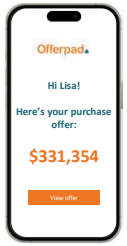
Advantaged combination of machine evaluation & human review



OFFERCOMP

Offerpad LIMELIGHT





Offer request → **Data collection** → **Automated verification, valuation & renovation modeling** → **Real estate expert review & communications CRM** → **Offer delivered**

500+
data points per home

8 years
of proprietary data insights and machine learning

100k+
offers sent per year [1]

1. Approximate annual average 2019-2024

Our expanding product ecosystem provides integrated opportunities across multiple solutions

Offerpad CASH OFFER

→ **Driving Volume & Opportunity**

- Consumer brand awareness
- Solution for Partner+ engagement
- Creates Direct+ opportunity
- Enterprise partnerships

Offerpad RENOVATE

→ **Diversifies Revenue**

- Utilizes foundational resources (boots on the ground)
- Builds partner pipeline for Direct+
- Optimizes operation leverage



Offerpad DIRECT+

→ **High Margin Service Fee Business**

- Optimize conversion—allows for potential of higher offers and expanded buy-box
- Solution for Partner+ agents with top offers
- Builds partner pipeline for Renovate

Offerpad PARTNER+

→ **Lead Opportunities & Monetization**

- Listing option for sellers by Offerpad Max partner agents
- Lead generation by Offerpad Pro & Max partner agents
- Enterprise partnerships

Leveraging renovation excellence

CORE BUSINESS MODEL SINCE 2015

- Buy, renovate, and sell homes
- Deliver efficient, high-quality renovations that contribute significantly to the performance of our portfolio
- Use in-house talent & vetted external specialists to increase quality and control

STAND-ALONE RENOVATION SERVICES SINCE 2023

- Built a sophisticated renovation operation in response to client demand that leverages existing teams and technology to provide renovations at scale
- Expanding marketing opportunities
- Building on the momentum established in our flagship year

OFFERPAD-OWNED PORTFOLIO RENOVATION IMPACT
SINCE INCEPTION

~38k Renovations completed

+$650m Invested into improving properties

Q1 2025

$22k Avg. cost of renovations completed

26 days Avg. time for renovation completion

OFFERPAD RENOVATE™—THIRD PARTY RENOVATION SERVICES
Q1 2025 HIGHLIGHTS

209 Total projects completed

$5.3m Total revenue

$25k Avg. revenue per project

20 Markets with projects completed

1.7 Avg. days in renovation per $1k spent

Offerpad RENOVATE

Growth plan includes multiple profit expansion touch points

Market penetration in existing markets

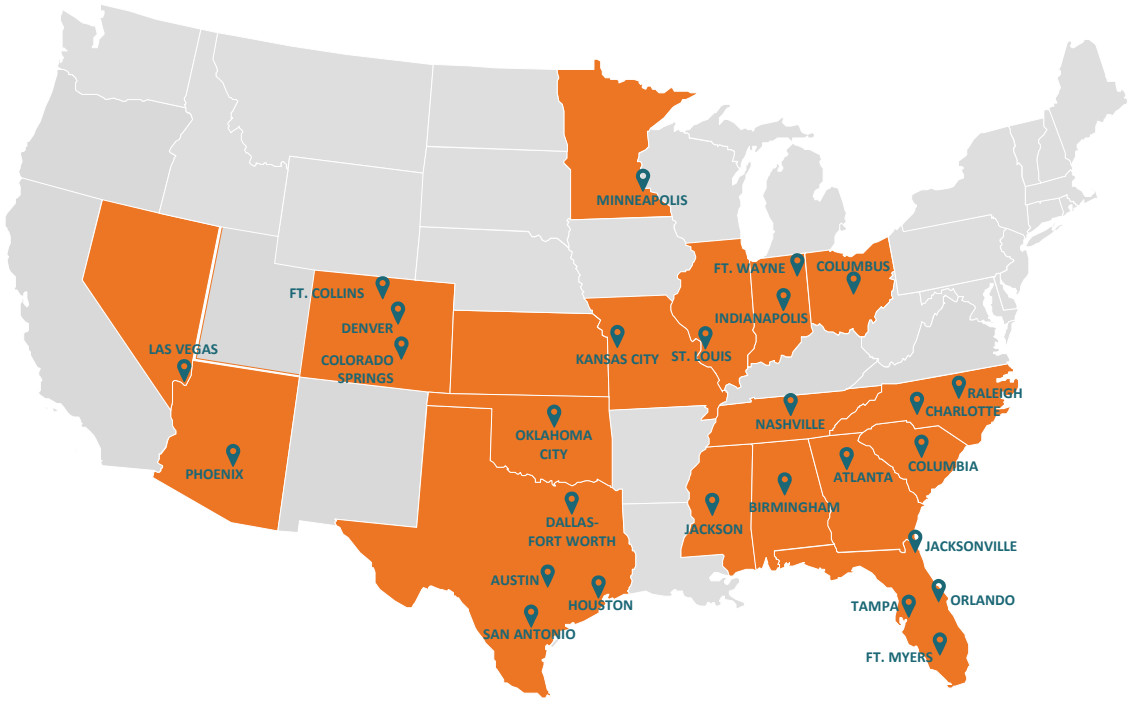
- Long-term goal to drive total market share to 3-4%, from current less than 1%

Expanding B2B services

- **Direct+** → Connecting institutional buyers with sellers
- **Renovate** → Renovation as a service for institutional clients
- **Offerpad Max** → Agent access to Offerpad Sellers and Listings

Grow partner ecosystem

- Agent Partnership Program
- Homebuilder Services
- Agent Referral Network



27 markets

1,900+ cities & towns nationwide

* Offerpad Renovate only in Minneapolis, Jackson, and Oklahoma City

Long-term vision → Real Estate as a Service

1.0

Provide maximum certainty when selling a home

Cash Offer
—
Underwriting platform
—
Direct marketing acquisition channels

Financing
—
National brand
—
Renovation logistics

VALIDATE CASH OFFER MODEL

- Repeatable operational performance
- Market expansion playbook
- Marketing reach and frequency effectiveness

2.0

Provide a solution for every unique customer

Offerpad Max listing services
—
Direct +
—
Renovate

Mortgage
—
Buyer Services
—
Partnership ecosystem

INTEGRATE PARTNER SOLUTIONS

- Optimize lead utility
- Suite of products and services to address every need
- Efficient tools for buy and sell-side customers

3.0

Offerpad: A lifelong partner in homeownership

Smart home
—
Vendor services portal
—
External AVMs

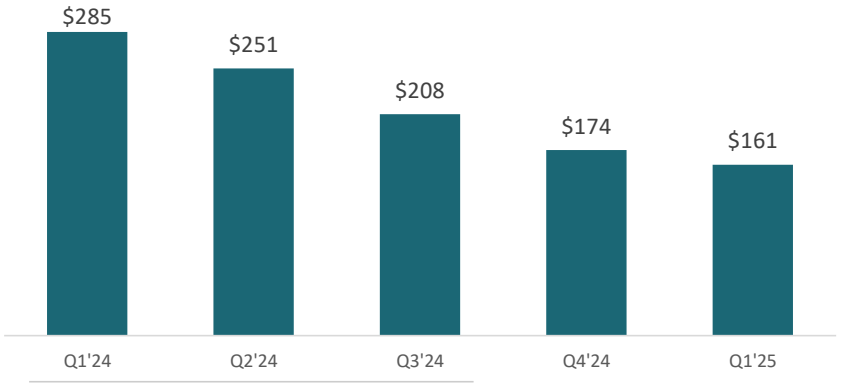
Home services
—
Wholesale & commercial
—
B2C Renovations

DEVELOP RECURRING REVENUE STREAMS

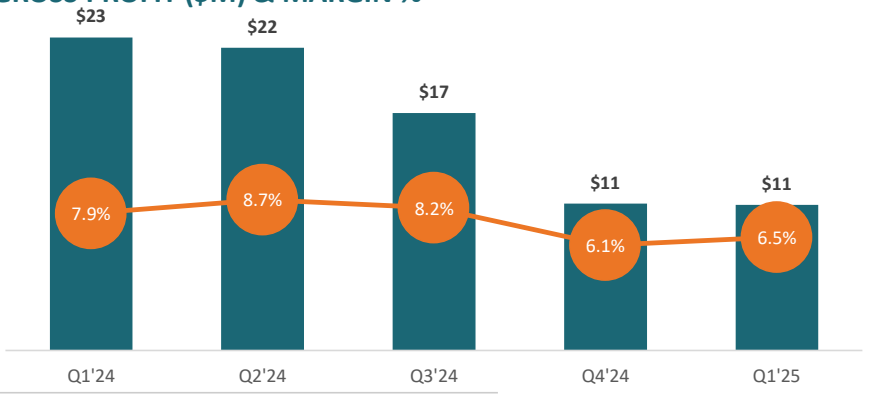
- Create platform to develop a sticky ecosystem for partners
- Expand into adjacent RE industries for recurring revenues
- Offerpad.com a destination website

Improving profitability after abrupt market shift in 2022

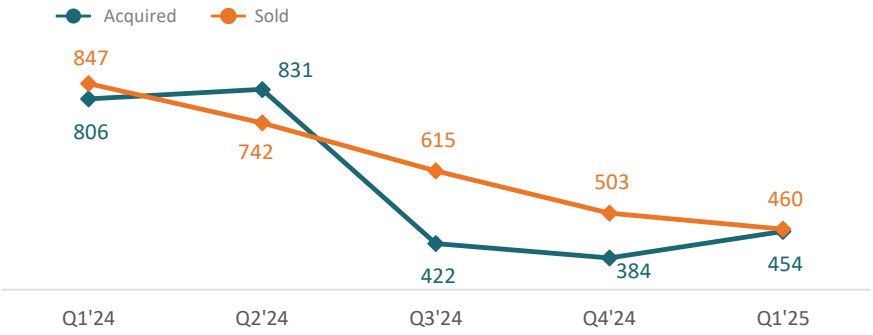
REVENUE ($M)



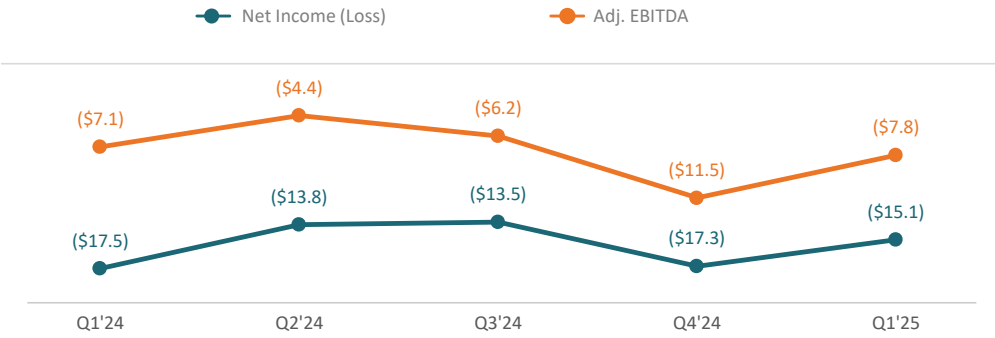
GROSS PROFIT ($M) & MARGIN %



HOMES ACQUIRED & HOMES SOLD



NET INCOME (LOSS) & ADJ. EBITDA ($M)



See Appendix for a reconciliation to the most directly comparable GAAP measure and additional information.



Q1 2025 Results

REVENUE	$160.7m	(8%) QoQ
HOMES ACQUIRED	454	18% QoQ
HOMES SOLD	460	(9%) QoQ
NET INCOME (LOSS)	($15.1m)	13% QoQ
ADJ. EBITDA	($7.8m)	32% QoQ
GROSS PROFIT PER HOME SOLD	$22.8k	8% QoQ
CONTRIBUTION PROFIT (LOSS) AFTER INTEREST PER HOME SOLD	$0.5k	(91%) QoQ

Note: QoQ represents a comparison against the comparable period in the prior quarter (1Q 25 vs. 4Q 24).

Q2 2025 Guidance

HOMES SOLD

500 to 550

REVENUE

$160m to $190m

ADJ. EBITDA[1]

Sequential Improvement



1. See Non-GAAP financial measures on slide 2 for an explanation of why a reconciliation of this guidance cannot be provided.

APPENDIX



Condensed Consolidated Statement of Operations

(in thousands, except per share data) (Unaudited)	Three Months Ended March 31, 2025	2024
Revenue	$ 160,698	$ 285,358
Cost of revenue	150,191	262,763
Gross profit	10,507	22,595
Operating expenses:		
Sales, marketing and operating	13,828	22,452
General and administrative	7,196	11,955
Technology and development	1,020	1,773
Total operating expenses	22,044	36,180
Loss from operations	(11,537)	(13,585)
Other income (expense):		
Change in fair value of warrant liabilities	(257)	344
Interest expense	(3,522)	(4,905)
Other income, net	296	754
Total other expense	(3,483)	(3,807)
Loss before income taxes	(15,020)	(17,392)
Income tax expense	(37)	(123)
Net loss	$ (15,057)	$ (17,515)
Net loss per share, basic	$ (0.55)	$ (0.64)
Net loss per share, diluted	$ (0.55)	$ (0.64)
Weighted average common shares outstanding, basic	27,564	27,339
Weighted average common shares outstanding, diluted	27,564	27,339

Condensed Consolidated Balance Sheets

(in thousands, except par value per share) (Unaudited)	As of March 31, 2025	As of December 31, 2024
ASSETS		
Current assets:		
Cash and cash equivalents	$ 30,826	$ 43,018
Restricted cash	4,857	30,608
Accounts receivable	6,294	3,848
Real estate inventory	210,847	214,174
Prepaid expenses and other current assets	2,656	2,564
Total current assets	255,480	294,212
Property and equipment, net	9,840	9,127
Other non-current assets	9,158	9,714
TOTAL ASSETS	$ 274,478	$ 313,053
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	$ 2,151	$ 1,922
Accrued and other current liabilities	12,712	11,804
Secured credit facilities and other debt, net	155,285	195,378
Secured credit facilities and other debt - related party	55,682	41,861
Total current liabilities	225,830	250,965
Warrant liabilities	488	231
Other long-term liabilities	13,942	14,204
Total liabilities	240,260	265,400
Commitments and contingencies		
Stockholders' equity:		
Class A common stock, $0.0001 par value; 2,000,000 shares authorized; 27,543 and 27,379 shares issued and outstanding as of March 31, 2025 and December 31, 2024, respectively	3	3
Additional paid in capital	509,318	507,696
Accumulated deficit	(475,103)	(460,046)
Total stockholders' equity	34,218	47,653
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 274,478	$ 313,053

Condensed Consolidated Statement of Cash Flows

($ in thousands) (Unaudited)	Three Months Ended March 31, 2025	2024
Cash flows from operating activities:		
Net loss	$ (15,057)	$ (17,515)
Adjustments to reconcile net loss to net cash provided by operating activities:		
Depreciation	206	166
Amortization of debt financing costs	341	818
Real estate inventory valuation adjustment	1,743	624
Stock-based compensation	1,782	3,867
Change in fair value of warrant liabilities	257	(344)
Loss (gain) on disposal of property and equipment	75	(5)
Changes in operating assets and liabilities:		
Accounts receivable	(2,446)	5,588
Real estate inventory	1,584	9,769
Prepaid expenses and other assets	465	670
Accounts payable	229	(568)
Accrued and other liabilities	645	(684)
Net cash (used in) provided by operating activities	(10,176)	2,386
Cash flows from investing activities:		
Purchases of property and equipment	(994)	(353)
Proceeds from sale of property and equipment	—	30
Net cash used in investing activities	(994)	(323)
Cash flows from financing activities:		
Borrowings from credit facilities and other debt	162,795	242,142
Repayments of credit facilities and other debt	(189,408)	(245,579)
Proceeds from exercise of stock options	—	16
Payments for taxes related to stock-based awards	(160)	(43)
Net cash used in financing activities	(26,773)	(3,464)
Net change in cash, cash equivalents and restricted cash	(37,943)	(1,401)
Cash, cash equivalents and restricted cash, beginning of period	73,626	79,934
Cash, cash equivalents and restricted cash, end of period	$ 35,683	78,533
Reconciliation of cash, cash equivalents and restricted cash to the condensed consolidated balance sheet:		
Cash and cash equivalents	$ 30,826	68,550
Restricted cash	4,857	9,983
Total cash, cash equivalents and restricted cash	$ 35,683	78,533
Supplemental disclosure of cash flow information:		
Cash payments for interest	$ 8,401	6,427

Non-GAAP Financial Measures

In addition to Offerpad's results of operations above, Offerpad reports certain financial measures that are not required by, or presented in accordance with, U.S. generally accepted accounting principles ("GAAP"). These measures have limitations as analytical tools when assessing Offerpad's operating performance and should not be considered in isolation or as a substitute for GAAP measures, including gross profit and net income.

Offerpad may calculate or present its non-GAAP financial measures differently than other companies who report measures with similar titles and, as a result, the non-GAAP financial measures Offerpad reports may not be comparable with those of companies in Offerpad's industry or in other industries. Offerpad has not provided a quantitative reconciliation of forecasted Adjusted EBITDA to forecasted net income (loss) within this press release because Offerpad is unable to calculate certain reconciling items without making unreasonable efforts. These items, which include, but are not limited to, stock-based compensation with respect to future grants and forfeitures, could materially affect the computation of forward-looking net income (loss), are inherently uncertain and depend on various factors,
some of which are outside of Offerpad's control.

Adjusted Gross Profit, Contribution Profit, and Contribution Profit After Interest (and related margins)

To provide investors with additional information regarding Offerpad's margins, Offerpad has included Adjusted Gross Profit, Contribution Profit, and Contribution Profit After Interest (and related margins), which are non-GAAP financial measures. Offerpad believes that Adjusted Gross Profit, Contribution Profit, and Contribution Profit After Interest are useful financial measures for investors as they are used by management in evaluating unit level economics and operating performance across Offerpad's markets. Each of these measures is intended to present the economics related to homes sold during a given period. Offerpad does so by including revenue generated from homes sold (and ancillary services) in the period and only the expenses that are directly attributable to such home sales, even if such expenses were recognized in prior periods, and excluding expenses related to homes that remain in real estate inventory as of the end of the period presented. Contribution Profit provides investors a measure to assess Offerpad's ability to generate returns on homes sold during a reporting period after considering home acquisition costs, renovation and repair costs, and adjusting for holding costs and selling costs. Contribution Profit After Interest further impacts gross profit by including interest costs (including senior and mezzanine secured credit facilities) attributable to homes sold during a reporting period. Offerpad believes these measures facilitate meaningful period over period comparisons and illustrate Offerpad's ability to generate returns on assets sold after considering the costs directly related to the assets sold in a presented period.

Adjusted Gross Profit, Contribution Profit and Contribution Profit After Interest (and related margins) are supplemental measures of Offerpad's operating performance and have limitations as analytical tools. For example, these measures include costs that were recorded in prior periods under GAAP and exclude, in connection with homes held in real estate inventory at the end of the period, costs required to be recorded under GAAP in the same period.

Accordingly, these measures should not be considered in isolation or as a substitute for analysis of Offerpad's results
as reported under GAAP. Offerpad includes a reconciliation of these measures to the most directly comparable GAAP financial measure, which is gross profit.

Adjusted Gross Profit / Margin

Offerpad calculates Adjusted Gross Profit as gross profit under GAAP adjusted for (1) net real estate inventory valuation adjustment plus (2) interest expense associated with homes sold in the presented period and recorded in cost of revenue. Net real estate inventory valuation adjustment is calculated by adding back the real estate inventory valuation adjustment charges recorded during the period on homes that remain in real estate inventory at period end and subtracting the real estate inventory valuation adjustment charges recorded in prior periods on homes sold in the current period. Offerpad defines Adjusted Gross Margin as Adjusted Gross Profit as a percentage of revenue.

Offerpad views this metric as an important measure of business performance, as it captures gross margin performance isolated to homes sold in a given period and provides comparability across reporting periods. Adjusted Gross Profit helps management assess performance across the key phases of processing a home (acquisitions, renovations, and resale) for a specific resale cohort.

Contribution Profit / Margin

Offerpad calculates Contribution Profit as Adjusted Gross Profit, minus (1) direct selling costs incurred on homes sold during the presented period, minus (2) holding costs incurred in the current period on homes sold during the period recorded in sales, marketing, and operating, minus (3) holding costs incurred in prior periods on homes sold in the current period recorded in sales, marketing, and operating, plus (4) other income, net which is primarily comprised of interest income earned on our cash and cash equivalents and fair value adjustments of derivative financial instruments. The composition of Offerpad's holding costs is described in the footnotes to the reconciliation table below. Offerpad defines Contribution Margin as Contribution Profit as a percentage of revenue.

Offerpad views this metric as an important measure of business performance as it captures the unit level performance isolated to homes sold in a given period and provides comparability across reporting periods. Contribution Profit helps management assess inflows and outflow directly associated with a specific resale cohort.

Contribution Profit / Margin After Interest

Offerpad defines Contribution Profit After Interest as Contribution Profit, minus (1) interest expense associated with homes sold in the presented period and recorded in cost of revenue, minus (2) interest expense associated with homes sold in the presented period, recorded in costs of sales, and previously excluded from Adjusted Gross Profit, and minus (3) interest expense under Offerpad's senior and mezzanine secured credit facilities and other senior secured debt incurred on homes sold during the period. This includes interest expense recorded in prior periods in which the sale occurred. Offerpad's senior and mezzanine secured credit facilities and other senior secured debt are secured by their homes in real estate inventory and drawdowns are made on a per-home basis at the time of purchase and are required to be repaid at the time the homes are sold. Offerpad defines Contribution Margin After Interest as Contribution Profit After Interest as a percentage of revenue.

Offerpad views this metric as an important measure of business performance. Contribution Profit After Interest helps management assess Contribution Margin performance, per above, when fully burdened with costs of financing.

Non-GAAP Reconciliations

(in thousands, except percentages and homes sold, unaudited)	Three Months Ended				
	March 31, 2025	December 31, 2024	September 30, 2024	June 30, 2024	March 31, 2024
Gross profit	**$10,507**	**$10,589**	**$17,140**	**$21,871**	**$22,595**
Gross margin	*6.5%*	*6.1%*	*8.2%*	*8.7%*	*7.9%*
Homes sold	*460*	*503*	*615*	*742*	*847*
Gross profit per home sold	***22.8***	***21.1***	***27.9***	***29.5***	***26.7***
Adjustments:					
Inventory valuation adjustment - current period	1,743	2,457	848	544	623
Inventory valuation adjustment - prior period	(2,211)	(592)	(535)	(540)	(645)
Interest expense capitalized	1,422	1,315	1,367	1,420	1,669
Adjusted gross profit	**11,461**	**13,769**	**18,820**	**23,295**	**24,242**
Adjusted gross margin	*7.1%*	*7.9%*	*9.0%*	*9.3%*	*8.5%*
Adjustments:					
Direct selling costs	(4,388)	(5,011)	(5,767)	(6,461)	(6,969)
Holding costs on sales - current period	(535)	(511)	(693)	(622)	(887)
Holding costs on sales - prior period	(690)	(556)	(341)	(443)	(483)
Other income, net	296	476	512	615	754
Contribution profit	**6,144**	**8,167**	**12,531**	**16,384**	**16,657**
Contribution margin	*3.8%*	*4.7%*	*6.0%*	*6.5%*	*5.8%*
Homes sold	*460*	*503*	*615*	*742*	*847*
Contribution profit per home sold	**13.4**	**16.2**	**20.4**	**22.1**	**19.7**
Adjustments:					
Interest expense capitalized	(1,422)	(1,315)	(1,367)	(1,420)	(1,669)
Interest expense on homes sold - current period	(1,617)	(1,481)	(1,865)	(2,103)	(2,521)
Interest expense on homes sold - prior period	(2,883)	(2,629)	(1,687)	(2,133)	(2,426)
Contribution profit after interest	**222**	**2,742**	**7,612**	**10,728**	**10,041**
Contribution margin after interest	*0.1%*	*1.6%*	*3.7%*	*4.3%*	*3.5%*
Homes sold	*460*	*503*	*615*	*742*	*847*
Contribution profit after interest per home sold	**0.5**	**5.5**	**12.4**	**14.5**	**11.9**

Note: Current period represents adjustments for costs incurred on homes sold in the period presented and prior periods represents adjustments for costs incurred in prior periods on homes sold in the period presented. Numbers may not total due to rounding.

Adjusted Net (Loss) Income and Adjusted EBITDA

Offerpad also presents Adjusted Net Income (Loss) and Adjusted EBITDA, which are non-GAAP financial measures, which the management team uses to assess Offerpad's underlying financial performance. Offerpad believes these measures provide insight into period over period performance, adjusted for non-recurring or non-cash items.

Offerpad calculates Adjusted Net Income (Loss) as GAAP Net Income (Loss) adjusted for the change in fair value of warrant liabilities. Offerpad defines Adjusted Net Income (Loss) Margin as Adjusted Net Income (Loss) as a percentage of revenue.

Offerpad calculates Adjusted EBITDA as Adjusted Net Income (Loss) adjusted for interest expense, amortization of capitalized interest, taxes, depreciation and amortization and stock-based compensation expense. Offerpad defines Adjusted EBITDA Margin as Adjusted EBITDA as a percentage of revenue.

Adjusted Net Income (Loss) and Adjusted EBITDA are supplemental to Offerpad's operating performance measures calculated in accordance with GAAP and have important limitations. For example, Adjusted Net Income (Loss) and Adjusted EBITDA exclude the impact of certain costs required to be recorded under GAAP and could differ substantially from similarly titled measures presented by other companies in Offerpad's industry or companies in other industries. Accordingly, these measures should not be considered in isolation or as a substitute for analysis of Offerpad's results as reported under GAAP.

The following table presents a reconciliation of Offerpad's Adjusted Net Income (Loss) and Adjusted EBITDA to their GAAP Net Income (Loss), which is the most directly comparable GAAP measure, for the periods indicated:

Non-GAAP Reconciliations *(cont.)*

(in thousands, except percentages, unaudited)	Three Months Ended March 31, 2025	December 31, 2024	September 30, 2024	June 30, 2024	March 31, 2024
Net loss (GAAP)	**$(15,057)**	**$(17,325)**	**$(13,537)**	**$(13,782)**	**$(17,515)**
Change in fair value of warrant liabilities	257	109	(14)	9	(344)
Adjusted net loss	**$(14,800)**	**$(17,216)**	**$(13,551)**	**$(13,773)**	**$(17,859)**
Adjusted net loss margin	*(9.2%)*	*(9.9%)*	*(6.5%)*	*(5.5%)*	*(6.3%)*
Adjustments:					
Interest expense	3,522	4,084	5,114	4,581	4,905
Amortization of capitalized interest [1]	1,422	1,315	1,367	1,420	1,669
Income tax (benefit) expense	37	(62)	24	(54)	123
Depreciation and amortization	206	147	150	148	166
Amortization of stock-based compensation	1,782	249	715	3,249	3,867
Adjusted EBITDA	**(7,831)**	**(11,483)**	**(6,181)**	**(4,429)**	**(7,129)**
Adjusted EBITDA margin	*(4.9%)*	*(6.6%)*	*(3.0%)*	*(1.8%)*	*(2.5%)*

1. Amortization of capitalized interest represents all interest related costs, including senior and mezzanine interest related costs, incurred on homes sold in the period presented that were capitalized and expensed in cost of sales at the time of sale.

Note: Numbers may not total due to rounding.

Offerpad.

investor.offerpad.com