

INVESTOR PRESENTATION

Q2 2023 UPDATE

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 Solutions Inc.'s (the "Company") plans, strategies, business prospects, market opportunity and future financial or operating performance. Statements using words such as "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, are also forward-looking. Such forward-looking statements are subject to numerous risks, uncertainties, and other factors that could cause actual results to differ materially from those expressed or implied by such forward-looking statements, including but not limited to: the outcome of any legal proceedings that may be instituted against the Company; changes in applicable laws or regulations; the ability to respond to general economic conditions; the health of the U.S. residential real estate industry; the ability to grow market share in existing markets or any new markets; the ability to manage growth effectively; the ability to accurately value and manage inventory, and to maintain an adequate and desirable supply of inventory; the ability to successfully launch new product and service offerings, and to manage, develop and refine the technology platform; and other risks and uncertainties set forth in the sections entitled "Risk Factors" and "Cautionary Note Regarding Forward-Looking Statements" in the Company's Annual Report on Form 10-K filed on February 28, 2023 and other documents filed by the Company from time to time with the Securities and Exchange Commission (SEC). You should not place undue reliance on forward-looking statements, which speak only as of the date they are made. The Company does not undertake any duty to update these forward-looking statements.

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, impairments 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.

01 REAL ESTATE IS CHANGING

02 OFFERPAD'S MARKET APPROACH

03 OFFERPAD'S GROWTH DRIVERS

04 BUSINESS MODEL POSITIONED TO PERFORM

05 APPENDIX

Offerpad



01 REAL ESTATE IS CHANGING



Offerpad



Massive and evolving market presents substantial opportunity

$2.3T [1]

Real Estate opportunity today
99% analog
~1% Digital penetration [2]

MARKET OPPORTUNITY

$1.3T [3]
"BUY BOX" TODAY

$4.0B
2022 REVENUE

[1] 2022: US Census & National Association of Realtors
[2] Company Estimates
[3] 2022: Houses in the US in the price range of $0 - $750K

Offerpad is transforming the industry by simplifying the transaction

Closing can take 6+ months



TRADITIONAL

As long as 6 months or more to buy or sell a home.

30+ Days	30+ days & $1000's of list ready repairs	10+ showings 30+ days on market	30-45 days in escrow
Broker search	Prepare listing & marketing	Showing & open house	Closing

VS.

Close in as little as 3 days

OFFERPAD

24 hrs to receive cash offer	**Zero** list ready repairs	**Zero showings** or open houses under contract in **24 hrs**	Close in as little as **3 days**

24 hrs for sellers to receive certainty and move on their schedule

Offerpad's industry impact is growing



- Nearly **74,000** real estate transactions since inception[1]
- **>10,000** homes sold in 2022
- **>300,000+** visits to offerpad.com[2]

[1] As of Q2 2023
[2] Average/month based on internal data

02 OFFERPAD'S MARKET APPROACH



Offerpad

Strong customer value proposition supports growth potential

CONVENIENCE | CERTAINTY | CONTROL

CASH OFFER

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

Strong Cash Offer

Sell Without Listing

No Showings

Pick Your Closing Day

Free Local Move

3-Day Extended Stay

LISTING SERVICE

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

Back-up Cash Offer on Qualifying Properties

Dedicated Local Experts

Market Power

Home Improvement Advance

FREE Show-Ready Services

ANCILLARY SERVICES

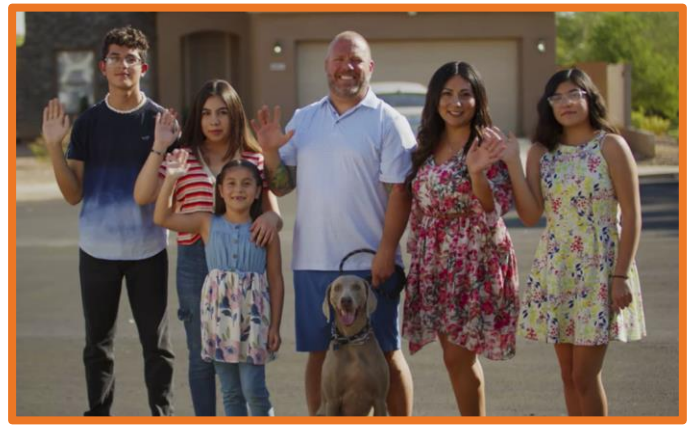
Offering personalized solutions to meet each individual customers needs.

Bundle Rewards

Mortgage Offerings

Title Services

Custom Renovations



We are results oriented & quality focused so our customers can move freely.

Our customers are our best reference

+64

NET PROMOTER SCORE*

9 OUT OF 10

WOULD RECOMMEND TO A FRIEND*



Sharon in Florida



Jose and Tonya in Florida

“The entire process was stress free”

Victoria and Charles in Georgia

92%

CUSTOMER SATISFACTION*

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* Based on survey of approximately 380 customers who sold their home to Offerpad in 2023.

Sophisticated renovation operation expands market opportunities



AVERAGE COST

$25,000

Renovations completed in Q2 2023

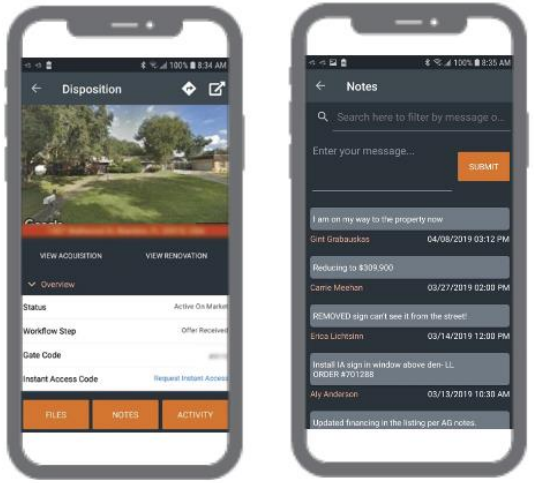


AVERAGE DAYS

21

Number of days per project in Q2 2023

PROPRIETARY FIELD AUTOMATION



Helix GO Field Automation

UTILIZE IN-HOUSE TALENT AND VETTED EXTERNAL SPECIALISTS TO INCREASE QUALITY AND CONTROL

31,000+
home renovations completed since inception

03 OFFERPAD'S GROWTH DRIVERS



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 business to business services

- Direct Plus: connecting institutional buyers with sellers
- Renovation as a service

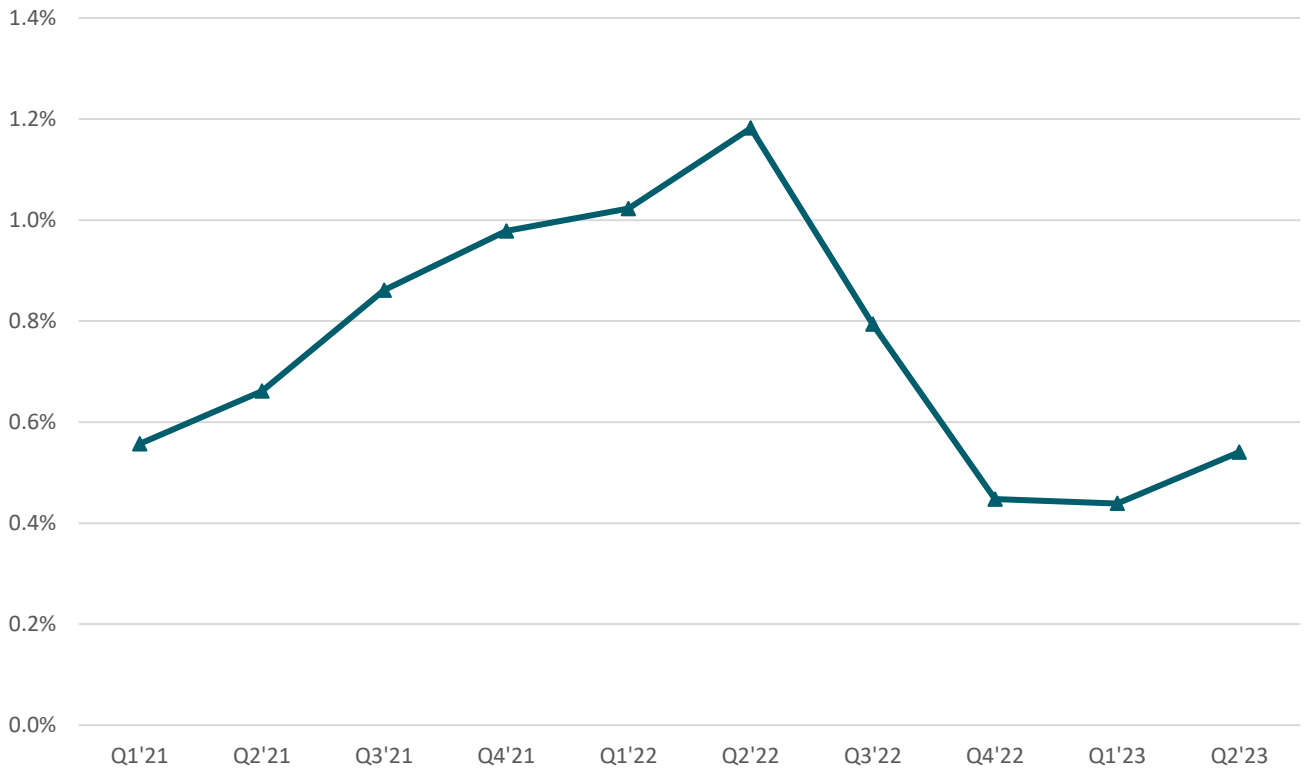
Innovative ancillary services

- Bundle Rewards, Mortgage, Title, Contribution margin uplift opportunities



Large growth opportunity within existing markets

Offerpad Market Share in Existing Markets



- Market share impacted by slowdown in the broader real estate market in late 2022
- Lifetime Aggregate Revenue of over $10B

Source: Based on internal transaction data and market level information from third party aggregator sources

Responsible market expansion mitigates risk through geographic diversification

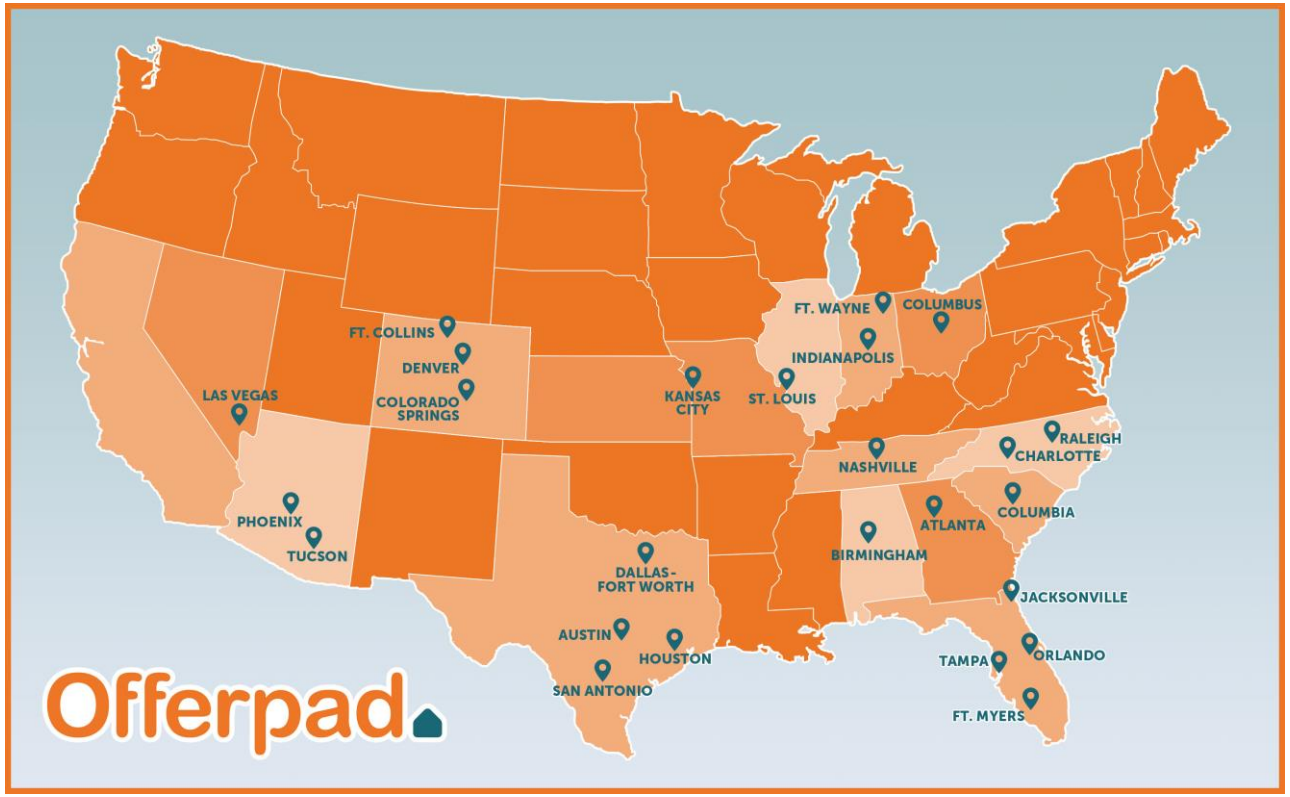
Market Strategy

- Geographical diversity
- Historical transactions (quantity & composition)
- Housing affordability
- Housing supply and demand
- Population and employment growth

Expansion Strategy

- Prudent market expansion throughout history, limiting concentration risk and diversifying portfolio

25 markets/1,700+ cities & towns nationwide



2023 product priorities moves towards providing solutions for all customers

Product expansion changes the capital intensity of our model

Offerpad EXPRESS

Company's core product segment, providing customers the ability to sell for a cash offer, on their own schedule with more convenience, certainty, and control

Offerpad DIRECT+

Matches institutional buyers with sellers – customer receives the same Offerpad experience and benefits from getting the best cash offer available

Capital Light



Offerpad FLEX

Allows customers ability to buy and list with confidence and access expert guidance from Offerpad real estate experts

Capital Light

Offerpad Renovate

Leverages Offerpad's national renovation strength, experience, technology, and logistics to upgrade, repair, and turn homes for business partners, real estate agents, and individual consumers

Capital Light

Numerous product innovation opportunities

Product Expansion Roadmap

CURRENT PRODUCT OFFERINGS

Express Cash Offer, Flex Listing Service, Mortgage, Title, Renovations, Direct +, Bundle Rewards

POTENTIAL NEAR-TERM PRODUCT OFFERINGS

Home Warranty, Insurance

POTENTIAL LONG-TERM PRODUCT OFFERINGS

Smart Home, Energy Efficiency

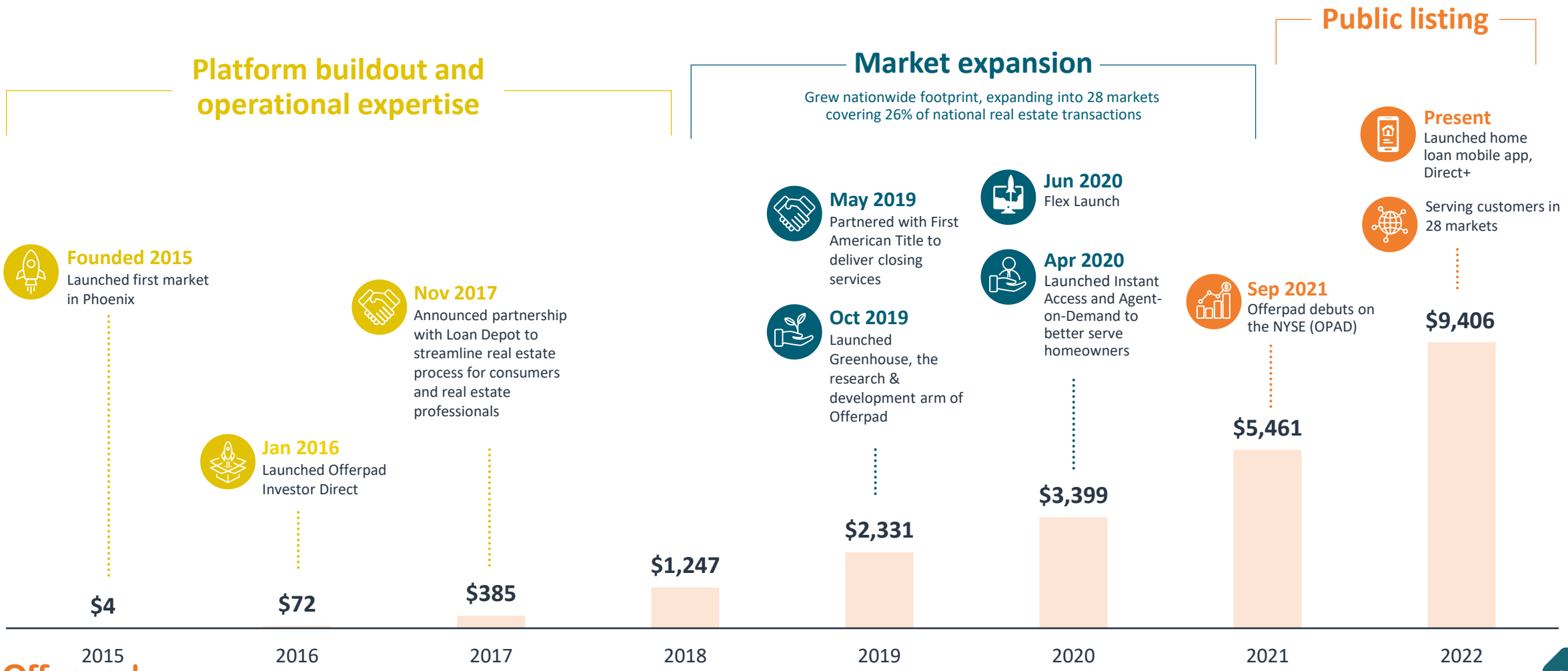


04 BUSINESS MODEL POSITIONED TO PERFORM



Years of platform investment positions us for future growth

Cumulative Value of Homes Sold Since 2015 ($M)

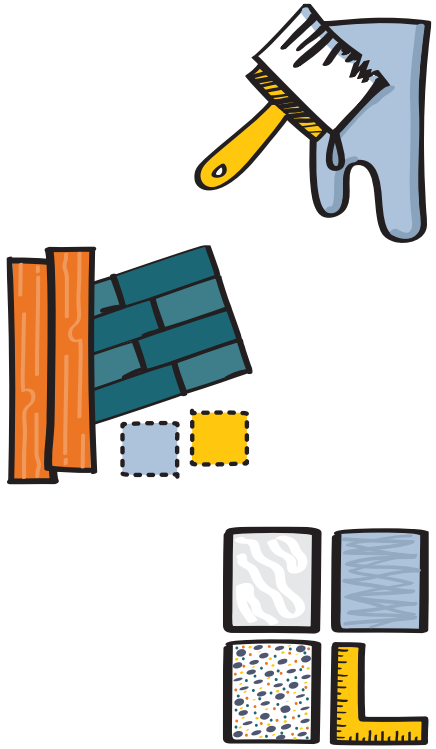


Model increases value creation potential

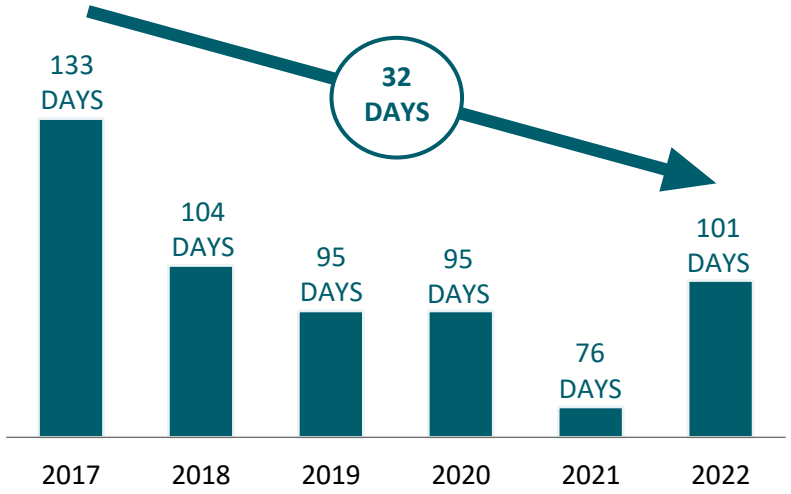
LEVERAGING TECHNOLOGY



RENOVATING TO ADD VALUE



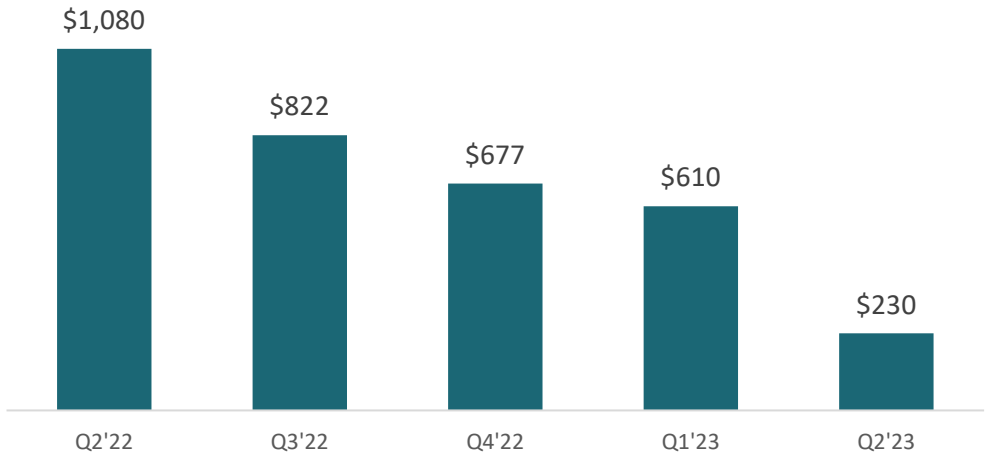
EXPEDITING TIME TO CASH*



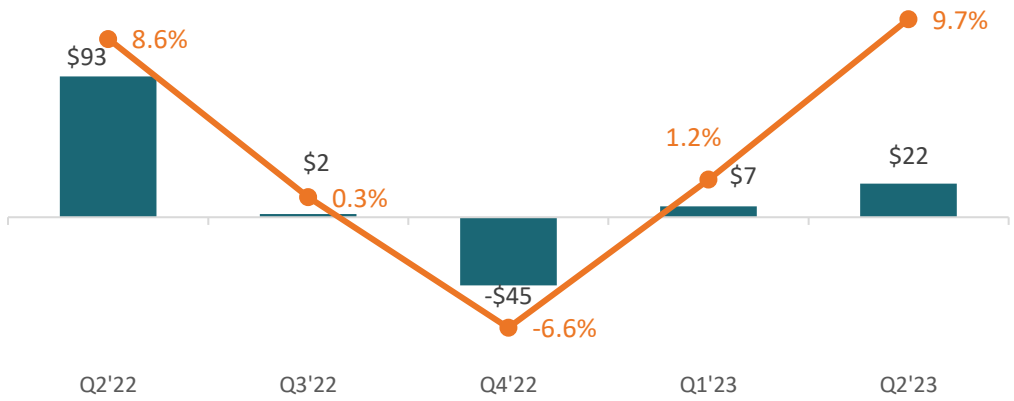
*Time to cash measures the time from when a home is acquired to sold

KPI results show improvement after abrupt market shift in 2022

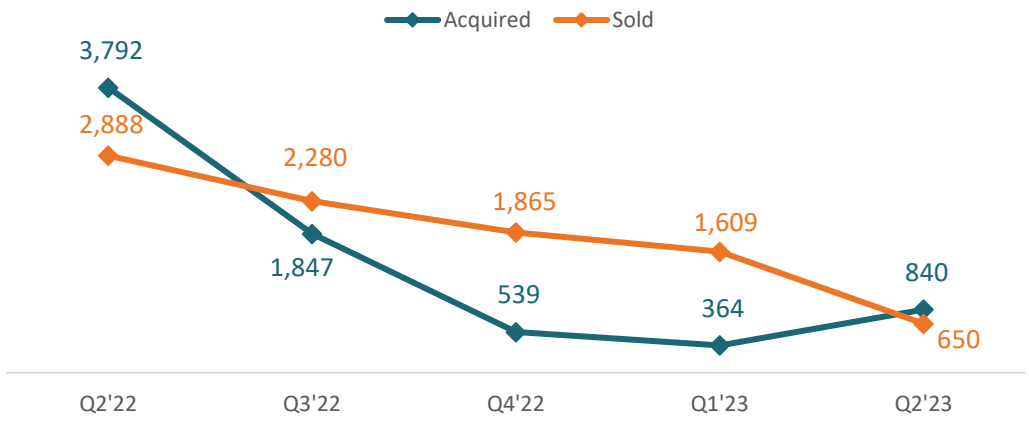
Revenue ($M)



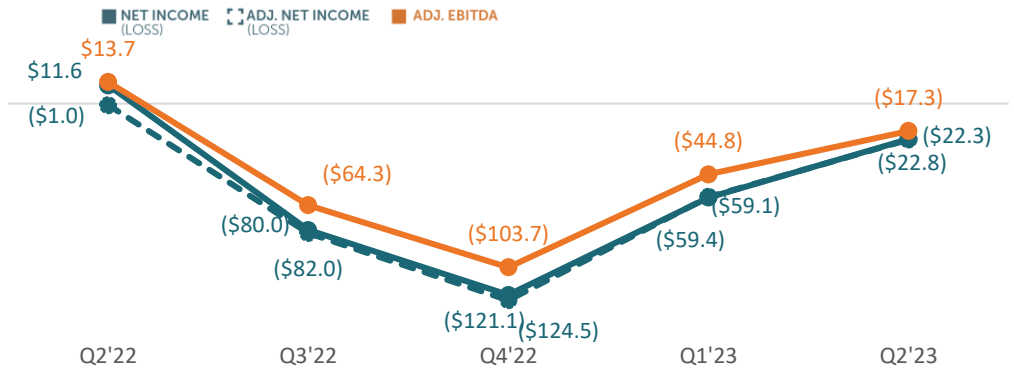
Gross Profit ($M) & Margin



Homes Acquired & Homes Sold



Net Income (Loss), Adj. Net Income (Loss) & Adj. EBITDA ($M)



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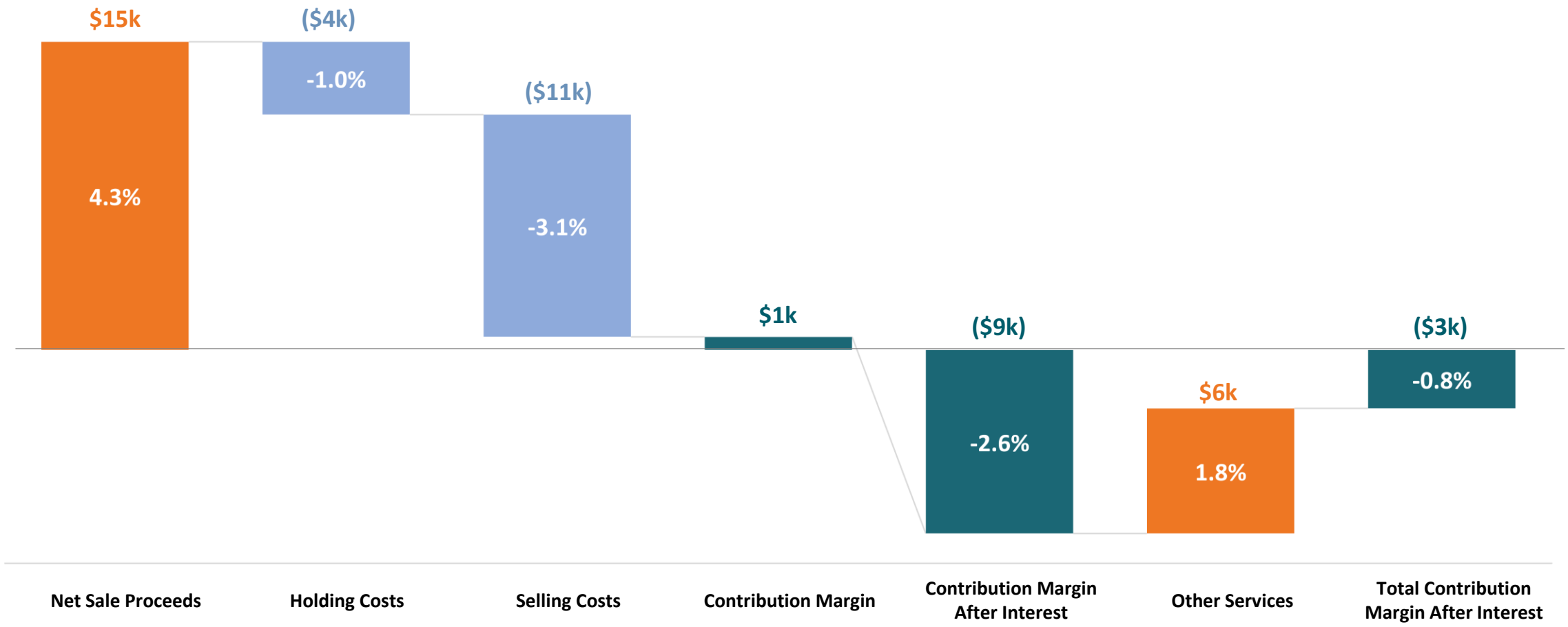
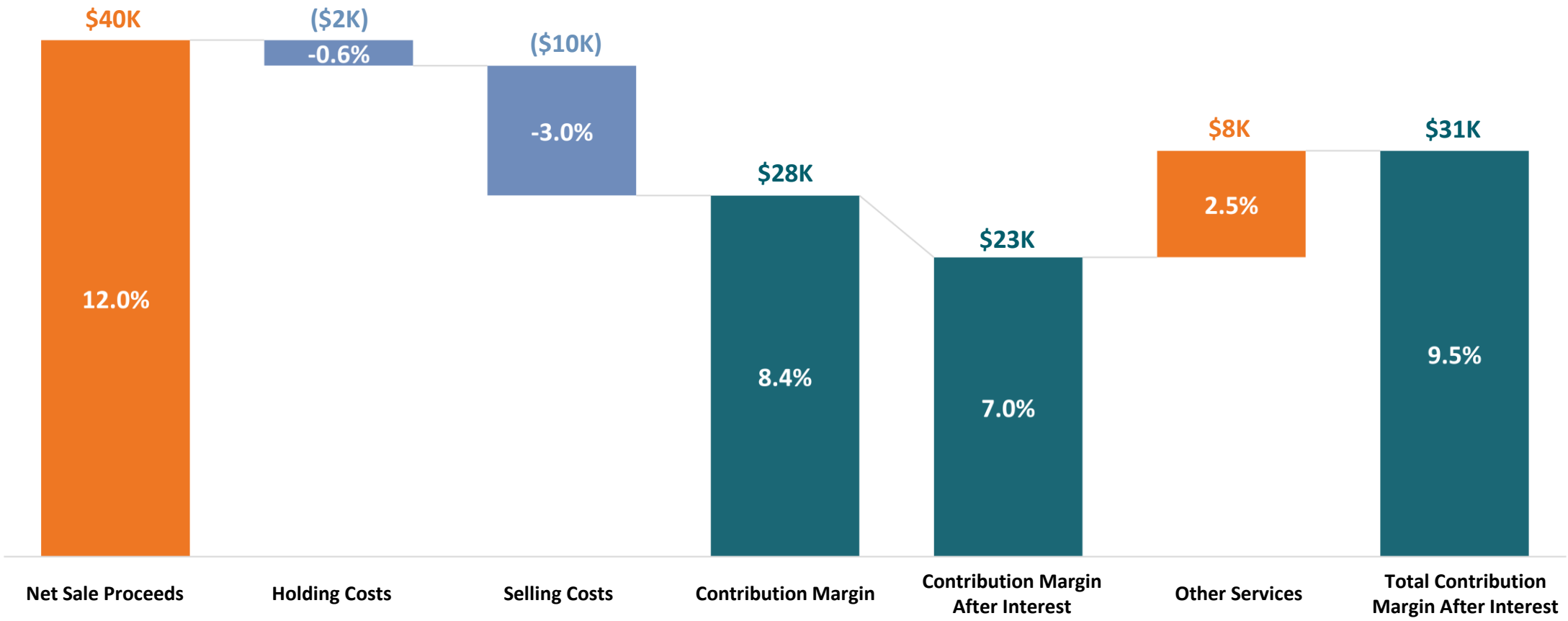
See Slides 29 - 30 for a reconciliation to the most directly comparable GAAP measure and additional information.

Q2’23 Total Contribution Margin After Interest Per Home Sold



Q2’23 Total Contribution Margin After Interest Per Home Sold Excluding Inventory Acquired August’22 & Earlier



2Q 2023 Results

Revenue	**$230.1M**	**(62%)** QoQ
Homes Acquired	**840**	**+131%** QoQ
Homes Sold	**650**	**(60%)** QoQ
Net Income (loss)	**($22.3M)**	**($121.1M)** Q4 2022
Adj. EBITDA	**($17.3M)**	**($103.7M)** Q4 2022
Gross profit (loss) per home sold	**$34.2K**	**($24.1K)** Q4 2022
Contribution Profit (loss) after Interest per Home Sold	**($2.9K)**	**($32.8K)** Q4 2022

Q2 2023 HIGHLIGHTS

- Managed through remaining legacy inventory acquired Aug'22 & earlier
- More than doubled Acquisition volume QoQ
- Contribution profit after interest per Home Sold excluding Legacy Inventory of $31k

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Note: QoQ represents a comparison against the comparable period in the prior quarter (2Q 23 vs. 1Q 23). Legacy Inventory defined as homes acquired in August'22 and earlier

Third Quarter 2023 outlook

- **HOMES SOLD**
  600 – 700

- **REVENUE**
  $200M – $240M

- **ADJUSTED EBITDA[1]**
  ($17)M – ($9)M



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

Offerpad investment highlights

LARGE ADDRESSABLE MARKET

Offerpad operates in the residential real estate industry with a Total Addressable Market of $2.3T.

FOCUSED BUSINESS MODEL

Offerpad is focused on responsible, long-term growth powered by our real estate expertise and advanced, proprietary algorithms that help optimize each transaction.

COMPETITIVE DIFFERENTIATION

Offerpad's suite of real estate services provides customizable options to meet each customer's needs.

ATTRACTIVE GROWTH PROFILE

Offerpad's growth is fueled by increasing our existing market penetration and the rollout of additional ancillary services that create diversified revenue streams and increase the value proposition for our shareholders.



05 APPENDIX



The lifecycle of a home with Offerpad

Acquisition	Renovation	Disposition	
		On Market	In Escrow
		45 days	30 days

Seller request received

Verifies data & evaluates home with Offercomp

Offer delivered within 24 hours

Contract signed with Solutions Advisor

Homes marketed and potentially sold via Offerpad Direct

Diligence inspection completed by Home Marketing Consultant

Inspection reviewed by Property Investment Analyst / Final scope created

Home acquired



Project Manager finalizes scope and assigns crew and vendors

Renovation completed

Final walk through completed and quality control assessed

Listing prepared & final list price set

Home listed



Home marketed through Offerpad platform & MLS

Offerpad's Instant Access Technology Buyer leads sent to Flex

Home sold



1 – 10 Weeks	1 – 2 Weeks	4 – 10 Weeks

Total time to cash ~ 90-120 Days

NON-GAAP RECONCILIATIONS

(in thousands, except percentages and homes sold, unaudited)	Three Months Ended				
	June 30, 2023	March 31, 2023	December 31, 2022	September 30, 2022	June 30, 2022
Gross (loss) profit	**$ 22,231**	**$ 7,285**	**$ (44,860)**	**$ 2,159**	**$ 92,981**
Gross margin	*9.7%*	*1.2%*	*-6.6%*	*0.3%*	*8.6%*
Homes sold	*650*	*1,609*	*1,865*	*2,280*	*2,888*
Gross profit (loss) per home sold	***34.2***	***4.5***	***(24.1)***	***0.9***	***32.2***
Adjustments:					
Inventory valuation adjustment - current period	169	7,285	44,075	27,529	20,995
Inventory valuation adjustment - prior period	(13,679)	(51,515)	(25,469)	(8,955)	(287)
Interest expense capitalized	1,358	4,677	3,081	2,508	2,793
Adjusted gross profit (loss)	**10,079**	**(32,268)**	**(23,173)**	**23,241**	**116,482**
Adjusted gross margin	*4.4%*	*-5.3%*	*-3.4%*	*2.8%*	*10.8%*
Adjustments:					
Direct selling costs	(5,743)	(18,061)	(20,584)	(21,419)	(23,524)
Holding costs on sales - current period	(269)	(1,248)	(1,251)	(1,765)	(1,293)
Holding costs on sales - prior period	(567)	(1,886)	(1,209)	(405)	(526)
Other income, net	965	282	861	643	24
Contribution profit (loss)	**4,465**	**(53,181)**	**(45,356)**	**295**	**91,163**
Contribution margin	*1.9%*	*-8.7%*	*-6.7%*	*0.0%*	*8.4%*
Homes sold	*650*	*1,609*	*1,865*	*2,280*	*2,888*
Contribution profit (loss) per home sold	**6.9**	**(33.1)**	**(24.3)**	**0.1**	**31.6**
Adjustments:					
Interest expense capitalized	(1,358)	(4,677)	(3,081)	(2,508)	(2,793)
Interest expense on homes sold - current period	(1,292)	(5,498)	(5,858)	(5,707)	(4,115)
Interest expense on homes sold - prior period	(3,708)	(12,032)	(6,943)	(2,382)	(1,999)
Contribution profit (loss) after interest	**(1,893)**	**(75,388)**	**(61,238)**	**(10,301)**	**82,256**
Contribution margin after interest	*-0.8%*	*-12.4%*	*-9.0%*	*-1.3%*	*7.6%*
Homes sold	*650*	*1,609*	*1,865*	*2,280*	*2,888*
Contribution (loss) profit after interest per home sold	**(2.9)**	**(46.9)**	**(32.8)**	**(4.5)**	**28.5**

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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.

NON-GAAP RECONCILIATIONS CONT.

	Three Months Ended				
(in thousands, except percentages, unaudited)	**June 30, 2023**	**March 31, 2023**	**December 31, 2022**	**September 30, 2022**	**June 30, 2022**
Net (loss) income (GAAP)	**$ (22,344)**	**$ (59,447)**	**$ (121,137)**	**$ (80,022)**	**$ 11,558**
Change in fair value of warrant liabilities	(435)	389	(3,360)	(1,961)	(12,537)
Adjusted net (loss) income	**$ (22,779)**	**$ (59,058)**	**$ (124,497)**	**$ (81,983)**	**$ (979)**
Adjusted net (loss) income margin	*(9.9%)*	*(9.7%)*	*(18.4%)*	*(10.0%)*	*(0.1%)*
Adjustments:					
Interest expense	1,867	7,432	15,135	15,889	7,771
Amortization of capitalized interest [(1)]	1,358	4,677	3,081	2,508	2,793
Income tax expense	43	122	324	(3,474)	1,610
Depreciation and amortization	178	202	258	515	130
Amortization of stock-based compensation	2,055	1,843	2,014	2,265	2,400
Adjusted EBITDA	**(17,278)**	**(44,782)**	**(103,685)**	**(64,280)**	**13,725**
Adjusted EBITDA margin	*(7.5%)*	*(7.3%)*	*(15.3%)*	*(7.8%)*	*1.3%*

[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.

NON-GAAP RECONCILIATIONS CONT.

(in thousands, except percentages and homes sold, unaudited)	Three Months Ended June 30, 2023		
	Acquired Aug'22 & Prior	Acquired Sep'22 & Later Cohort	Total
Gross profit (GAAP)	**$ 329.00**	**$ 21,902.00**	**$ 22,231.00**
Gross margin	*0.5%*	*13.5%*	*9.7%*
Homes sold	*159*	*491*	*650*
Gross profit per home sold	***$ 2.1***	***$ 44.6***	***$ 34.2***
Adjustments:			
Inventory valuation adjustment - current period [1]	105	64	169
Inventory valuation adjustment - prior period [2]	(11,990)	(1,689)	(13,679)
Interest expense capitalized [3]	669	689	1,358
Adjusted (loss) gross profit	**$ (10,887)**	**$ 20,966**	**$ 10,079**
Adjusted gross margin	*-16.0%*	*12.9%*	*4.4%*
Adjustments:			
Direct selling costs [4]	(1,790)	(3,953)	(5,743)
Holding costs on sales - current period [5][6]	(93)	(176)	(269)
Holding costs on sales - prior period [5][7]	(467)	(100)	(567)
Other income, net [8]	-	965	965
Contribution (loss) profit	**$ (13,237)**	**$ 17,702**	**$ 4,465**
Contribution margin	*-19.5%*	*10.9%*	*1.9%*
Homes sold	*159*	*491*	*650*
Contribution (loss) profit per home sold	**$ (83.3)**	**$ 36.1**	**$ 6.9**
Adjustments:			
Interest expense capitalized [3]	(669)	(689)	(1,358)
Interest expense on homes sold - current period [9]	(397)	(895)	(1,292)
Interest expense on homes sold - prior period [10]	(2,962)	(746)	(3,708)
Contribution (loss) profit after interest	**$ (17,265)**	**$ 15,372**	**$ (1,893)**
Contribution margin after interest	*-25.4%*	*9.5%*	*-0.8%*
Homes sold	*159*	*491*	*650*
Contribution (loss) profit after interest per home sold	**$ (108.6)**	**$ 31.3**	**$ (2.9)**

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.


Offerpad
HOME
SWEET HOME