

A high-speed photograph of a water droplet hitting a surface, creating a crown-shaped splash and concentric ripples. The water is a deep blue color, and the background is a solid, lighter blue. The word 'Gaia' is superimposed on the upper right portion of the image.

Gaia

Forward-Looking Statements

This presentation contains forward-looking statements within the meaning of the federal securities laws. All statements other than statements of historical fact are forward looking statements that involve risks and uncertainties. When used in this presentation, we intend the words “anticipate,” “believe,” “contemplate,” “continue,” “could,” “estimate,” “expect,” “future,” “hope,” “intend,” “may,” “might,” “objective,” “ongoing,” “plan,” “potential,” “predict,” “project,” “should,” “strive,” “target,” “will,” “would” and similar expressions as they relate to us to identify such forward-looking statements. Our actual results could differ materially from the results anticipated in these forward-looking statements as a result of certain factors set forth under “Risk Factors” and elsewhere in the Forms 10-Q and 10-K that we file, from time to time, with the U.S. Securities and Exchange Commission (the “SEC”). Risks and uncertainties that could cause actual results to differ include, without limitation: our ability to attract new members and retain existing members; our ability to compete effectively, including for customer engagement with different modes of entertainment; maintenance and expansion of device platforms for streaming; fluctuation in customer usage of our service; fluctuations in quarterly operating results; service disruptions; production risks; general economic conditions; future losses; loss of key personnel; price changes; brand reputation; acquisitions; new initiatives we undertake; security and information systems; legal liability for website content; failure of third parties to provide adequate service; future internet-related taxes; our founder’s control of us; litigation; consumer trends; the effect of government regulation and programs; the impact of public health threats, including the coronavirus (COVID-19) pandemic and our response to it; and other risks and uncertainties included in our filings with the SEC. We caution you that no forward-looking statement is a guarantee of future performance, and you should not place undue reliance on these forward-looking statements which reflect our views only as of the date of this presentation. We undertake no obligation to update any forward-looking information.

What is Gaia

- **Global** video subscription service (SVOD) @ \$11.99/month or \$99/year (Ad Free)
- **\$299 Events+** premium annual membership (including live broadcasts)
- **Network of niche channels** for an underserved subscriber base with **10,000+** original programs and curated videos
- **85+%** of content is **exclusive** to Gaia **98%** includes worldwide rights



TARGET DEMOGRAPHIC

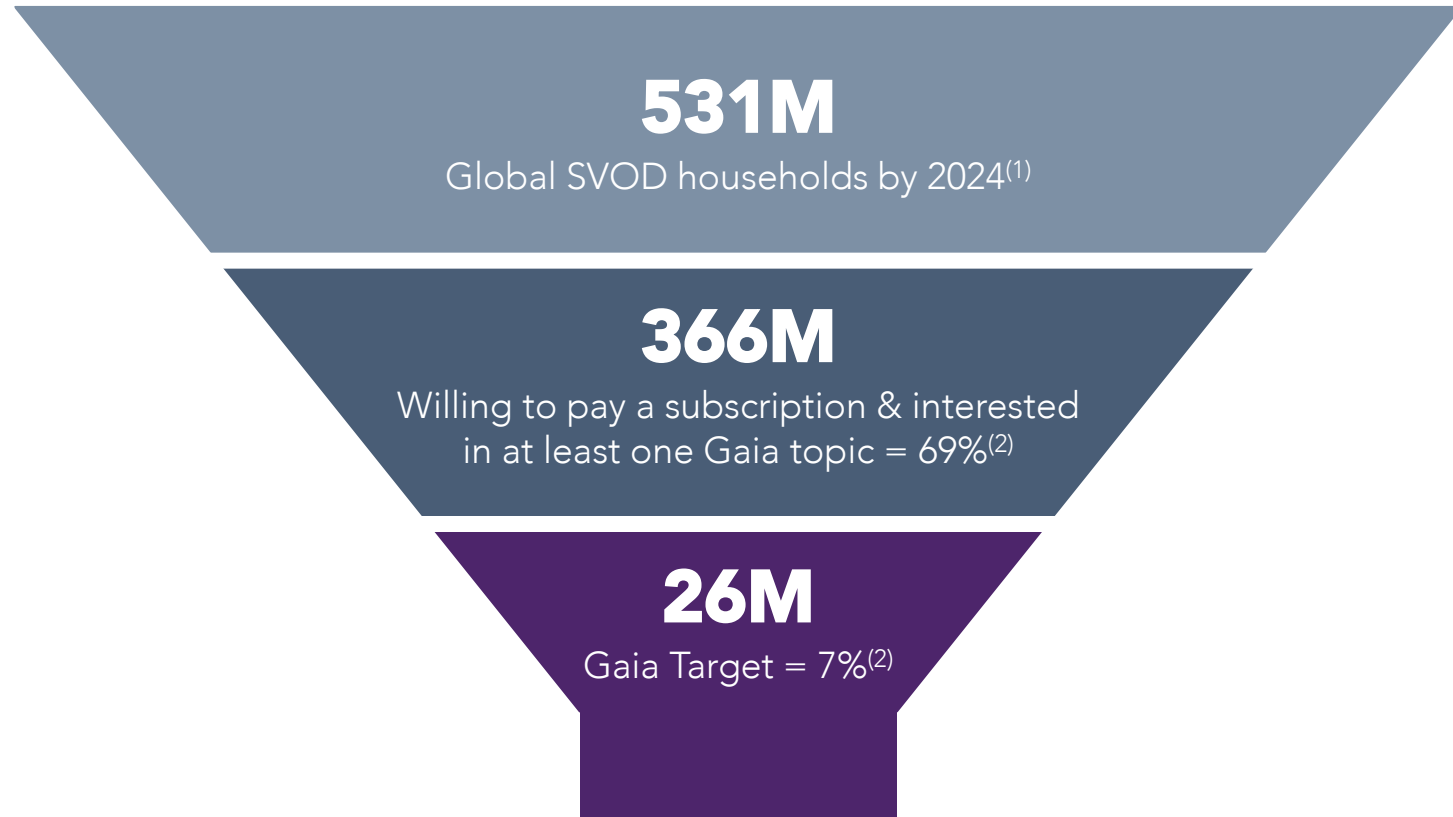
Consumption across channels

35-70 years old

65% Female / 35% Male

\$75k+ HH income

Our Addressable Market is Tremendous



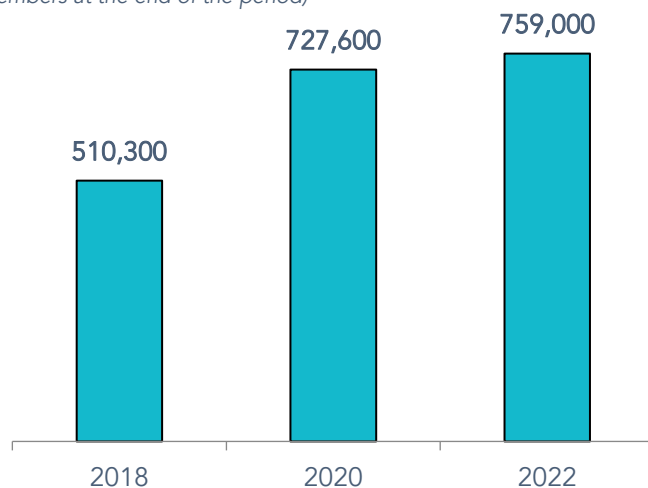
(1) Digital TV Research June 2019

(2) Gaia Segmentation and Market Size study 2018

Members and Revenue

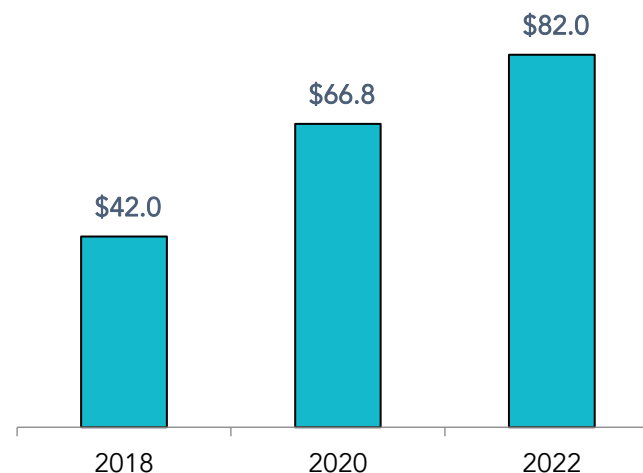
MEMBERS⁽¹⁾

(# of members at the end of the period)



ANNUAL REVENUES

(\$ in millions)



- Sold legacy Gaia Branded Products group in 2016 to accelerate member and revenue growth to solidify dominant position in our content verticals (until 2018).
- In 2019, we transitioned to focusing on sustainable growth and generating positive EBITDA and cash.

(1) Reflects eliminating \$0.99 trial members from reported member count for 2018 and prior.

Sustainable Growth Transition

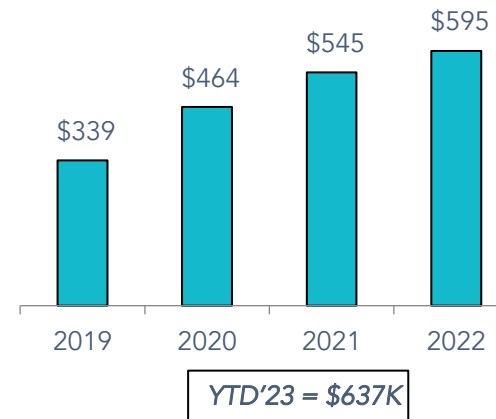
AVERAGE REVENUE PER MEMBER

(Quarterly average for the period)



GROSS PROFIT PER EMPLOYEE

(Average for the period, \$ in thousands)



Primary drivers to support this transition have been focusing on increasing average monthly revenue per member and significantly increasing gross profit per employee.

Content Investment With a High ROI

HISTORICAL COST BASIS OF CONTENT LIBRARY

(\$ in millions at end of each year)



* Third party valuation as of Dec '17:

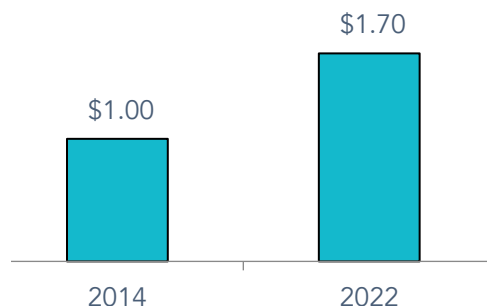
\$55 million

Estimated replacement cost as of Dec '22:

\$150 million

CONTENT FIRST PUBLISHED IN 2013

(Gross profit in millions for these titles for indicated period)



Cost to produce:

\$2.2 million

Lifetime gross profit:

\$19.6 million

We Are Poised for International Expansion

- International rights for 98% of content viewed
- Expand by adding languages without need for foreign operations
- Live in Spanish, German and French, including native language titles
- Gaia international members: now 35% ⁽¹⁾ / 2y 45% / 5y 55%
- Members in 185 countries today

(1) As of June 30, 2023.

Original Content

- 80+% of viewership on Gaia is from original content
- Full in-house production capabilities
- No dependence on outside studios
- Cost per hour: Gaia \$35K (Netflix \$10+M)



Cross-Platform Partnerships

ROKU



Apple tv



YouTube

amazon

Strategic partnerships that drive brand awareness and reach:

fios✓
by verizon

xfinity

COMCAST

Frontier
COMMUNICATIONS

Charter
Spectrum

windstream.

COX

Gaia

Income Statement Trend

\$ in millions	2018	2020	2022
Revenues, net	\$42.0	\$66.8	\$82.0
Gross Margin (% of Revenue)	87.3%	87.1%	86.7%
Customer Acquisition Expenses (% of Revenue)	110%	47%	37%
Other Operating Expenses (% of Revenue)	64%	47%	42%
EBITDA ^{(1) (2)}	\$(29.5)	\$7.4	\$13.3
EBITDA Margin ⁽²⁾ (% of Revenue)	(70)%	11%	16%

(1) Earnings before interest, taxes, depreciation and amortization

(2) Please see definitions of non-GAAP financial measures and reconciliations of non-GAAP financial measures to the closest GAAP-based financial measures appearing in the appendices to this presentation

Member Count Benchmark Scenarios – Pro Forma

Member Count as of 9/30/2023: 790,500

(in 000's, except member count)

Members (annual average)	800,000	900,000	1,000,000
Revenues, net	88,000	99,000	112,000
Gross Profit	75,200	84,500	95,600
Gross Margin	85%	85%	85%
Cash Contribution Margin %	93%	93%	93%
Marketing Expenses	34,000	37,300	39,400
Operating Expenses	37,000	39,000	41,500
Pre-tax Income	400	4,100	10,100
Depreciation, Amortization, & Stock Compensation	18,800	19,700	20,200
Adjusted EBITDA ^{(1) (2)}	19,600	24,000	30,500
Content & Product Investment (Capex)	14,100	15,100	16,700
Free Cash Flow ⁽²⁾	\$ 7,600	\$ 14,000	\$ 21,000

(1) Earnings before interest, taxes, depreciation, amortization, acquisition costs, share-based compensation expense and the results of discontinued operations

(2) Please see definitions of non-GAAP financial measures and reconciliations of non-GAAP financial measures to the closest GAAP-based financial measures appearing in the appendices to this presentation

Balance Sheet

(in 000's)

	SEPT 30, 2023	ESTIMATED VALUE
Cash	\$ 11,229	
Website and other assets	7,961	
Media Library, net^	50,481	150,000
Member Base – 790,500 members*	-	276,675
Net Operating Losses (Full VA)+	-	18,100
Right-of-use lease asset, net	6,492	
Investment, real estate and other	30,296	
Goodwill	<u>31,943</u>	
Total Assets	<u>\$138,402</u>	
Accounts payable and accrued liabilities	\$ 14,051	
Short-term debt and lease liability	9,920	
Deferred Revenue	15,334	
Long-term debt, net	5,842	
Long-term lease liability	5,911	
Deferred taxes	499	
Equity	<u>86,845</u>	
Total Liabilities and Equity	<u>\$138,402</u>	
Shares Outstanding	21,154	

^ Estimated fair value based on replacement cost of \$15,000 per hour of content

* Not capitalized on Gaia's balance sheet, value estimated using current lifetime value of \$350 per member

+Gross NOL's of \$80 million federal and \$26 million state

Contact Information

- IR Website: <https://ir.gaia.com/>
- Ned Preston
Chief Financial Officer
Gaia, Inc. investors@gaia.com
- Cody Slach
Gateway Group
GAIA@gateway-grp.com

Appendix A

Non-GAAP Measures

In addition to disclosing financial results calculated in accordance with United States generally accepted accounting principles (GAAP), the financial information included in this presentation contains non-GAAP financial measures, including EBITDA, EBITDA Margin, Adjusted EBITDA, and Free Cash Flow. These non-GAAP measures should not be considered a substitute for, or superior to, financial measures and results calculated in accordance with GAAP, including net income and operating cash flow, and reconciliations to GAAP financial statements should be carefully evaluated.

EBITDA represents net income before interest expense, provision for income taxes, other income, depreciation and amortization. Adjusted EBITDA is defined as EBITDA further adjusted to remove acquisition costs, share-based compensation expense and the results of discontinued operations. EBITDA Margin is defined as EBITDA divided by revenue. EBITDA, EBITDA Margin, and Adjusted EBITDA do not represent measures of net income, as that term is defined under GAAP, and should not be considered as an alternative to net income or as an indicator of our operating performance.

Additionally, EBITDA, EBITDA Margin, and Adjusted EBITDA are not intended to be measures of free cash flow available for management or discretionary use as such measures do not consider certain cash requirements such as capital expenditures, tax payments and debt service requirements. EBITDA, EBITDA Margin, and Adjusted EBITDA as presented herein are not necessarily comparable to similarly titled measures.

Free Cash Flow represents net cash provided by operating activities less capital expenditures. We believe Free Cash Flow is also useful as one of the bases for comparing the Gaia's performance with its competitors. Although Free Cash Flow and similar measures are frequently used as measures of cash flows generated from operations by other companies, Gaia's calculation of Free Cash Flow is not necessarily comparable to such other similarly titled captions of other companies.

We believe that both management and investors benefit from referring to these non-GAAP financial measures in assessing our performance and when planning, forecasting and analyzing future periods. EBITDA, EBITDA Margin, Adjusted EBITDA, and Free Cash Flow are key performance measures management uses to assess Gaia's operating performance and to facilitate internal comparisons to our historical performance. We believe EBITDA, EBITDA Margin, Adjusted EBITDA, and Free Cash Flow are useful metrics to investors, enabling them to better assess Gaia's operating performance in the context of current period results and provide for better comparability with Gaia's historically disclosed EBITDA, EBITDA Margin, Adjusted EBITDA, and Free Cash Flow, as well as allowing greater transparency with respect to the key metrics used by management in its financial and operational decision-making. Additionally, investors and the analyst community use these non-GAAP financial measures to help them analyze the health of our business.

Appendix B

GAIA, INC.

Statement of Cash Flows

(in thousands)	For the Three Months Ended September 30,	
	2023	2022
Net cash provided by (used in):		
Operating activities - continuing operations	\$ 3,601	\$ 1,686
Operating activities - discontinued operations	—	(7)
Operating activities	3,601	1,679
Investing activities	(3,252)	(4,484)
Financing activities	1	7,451
Net change in cash	\$ 350	\$ 4,646

Reconciliation of Cash Flow from Operating Activities to Free Cash Flow

(in thousands)	For the Three Months Ended September 30,	
	2023	2022
Operating cash flow	\$ 3,601	\$ 1,679
Interest payments	(141)	(71)
Capital expenditures (investing activities)	(3,252)	(4,484)
Penalty payments	583	-
Free cash flow	\$ 791	\$ (2,876)

Reconciliation of Net Income (Loss) to EBITDA and Adjusted EBITDA

(in thousands)	For the Three Months Ended September 30,	
	2023	2022
Net income (loss)	\$ (588)	\$ (2,375)
Interest expense, net	141	65
Depreciation and amortization expense	4,328	4,105
EBITDA	3,881	1,795
Acquisition costs	—	—
Share-based compensation expense	56	338
Discontinued operations	—	7
SEC settlement	—	2,000
Adjusted EBITDA	\$ 3,937	\$ 4,140

Appendix C

GAIA, INC.

Reconciliation of Net Income (Loss) to EBITDA and EBITDA Margin

(in thousands)	For the Twelve Months Ended December 31,		
	2018	2020	2022
Net income (loss)	\$ (34,113)	\$ 519	\$ (3,095)
Interest expense, net	(355)	798	268
Provision for (benefit from) income taxes	(1,944)	180	202
Gain on sale of real estate	—	(6,125)	—
Depreciation and amortization expense	6,989	12,042	15,938
EBITDA	(29,423)	7,414	13,313
Revenues, net	\$ 41,997	\$ 66,827	\$ 82,035
EBITDA	(29,423)	7,414	13,313
EBITDA Margin	(70%)	11%	16%

Reconciliation of Net Income (Loss) to EBITDA, Adjusted EBITDA and Operating Cash Flow to Free Cash Flow

Members (annual average)	Pro Forma for Twelve Months		
	800,000	900,000	1,000,000
Net income (loss)	\$ 400	\$ 4,100	\$ 10,100
Interest expense, net	400	200	200
Depreciation and amortization expense	17,500	17,900	18,200
EBITDA	18,300	22,200	28,500
Share-based compensation expense	1,300	1,800	2,000
Adjusted EBITDA	19,600	24,000	30,500
Operating cash flow	\$ 21,970	\$ 29,370	\$ 37,970
Interest payments	(270)	(270)	(270)
Capital expenditures	(14,100)	(15,100)	(16,700)
Free cash flow	7,600	14,000	21,000