



Q1 2023 FINANCIAL RESULTS

January 27, 2023

(all amounts are expressed in U.S. dollars, excluding per share amounts and unless otherwise stated)

Cautionary Note Regarding Forward-Looking Information

This presentation contains “forward-looking information” within the meaning of applicable Canadian securities laws. Words such as “aim”, “could”, “forecast”, “target”, “may”, “might”, “will”, “would”, “expect”, “anticipate”, “estimate”, “intend”, “plan”, “seek”, “believe”, “likely” and “predict”, and variations of such words and similar expressions, are intended to identify such forward-looking information, although not all forward-looking information contains these identifying words.

The forward-looking information in this presentation includes statements which reflect the current expectations of management with respect to our business and the industry in which we operate and is based on management’s experience and perception of historical trends, current conditions and expected future developments, as well as other factors that management believes appropriate and reasonable in the circumstances. The forward-looking information reflects management’s beliefs based on information currently available to management, including information obtained from third-party sources, and should not be read as a guarantee of the occurrence or timing of any future events, performance or results.

The forward-looking information in this presentation is subject to risks, uncertainties and other factors that are difficult to predict and that could cause actual results to differ materially from historical results or results anticipated by the forward-looking information. A comprehensive discussion of the factors which could cause results or events to differ from current expectations can be found in the “Risk Factors” section of our Annual Information Form for the year ended September 30, 2022, which is available on SEDAR at www.sedar.com.

Readers are cautioned not to place undue reliance on the forward-looking information, which reflect our expectations only as of the date of this presentation. Except as required by law, we do not undertake to update or revise any forward-looking information, whether as a result of new information, future events or otherwise.

Non-GAAP Measures

The non-GAAP measures used in this presentation, including Net Revenue, Net Revenue Margins, Adjusted EBITDA and Adjusted EBITDA Margins do not have a standardized meaning prescribed by International Financial Reporting Standards and are therefore unlikely to be comparable to similar measures presented by other issuers. These non-GAAP measures are more fully defined and discussed in the Company’s MD&A for the three months ended December 31, 2022, under the heading “Non-GAAP measures”, which is incorporated by reference in this presentation and available on SEDAR at www.sedar.com. Please refer to Appendix A for a reconciliation of these non-GAAP measures to their most directly comparable financial measure included in the unaudited condensed consolidated financial statements for the three months ended December 31, 2022.

Full reports for Real Matters financial results for the three months ended December 31, 2022, are outlined in the unaudited condensed consolidated financial statements and the related MD&A of the Company, which are available on SEDAR at www.sedar.com. In addition, supplemental information is available on our website at ww.realmatters.com.

Q1 2023 Highlights

\$38.2M

Consolidated Revenues

\$9.8M

Consolidated Net Revenue¹

(\$2.9)M

**Consolidated Adjusted
EBITDA¹**

U.S. Appraisal

- Purchase revenues -45% (vs. -48% addressable market), refinance revenues -83% (vs. -83% addressable market)
- Record Net Revenue¹ Margin of 27.0% up 640 basis points from Q1 22 due to network effect
- Adjusted EBITDA¹ of \$2.3 million, Adjusted EBITDA¹ margin of 30.4%
- Launched three new lenders, one new channel, increased market share with five of our largest clients

U.S. Title

- Centralized title revenues -92% (vs. -89% market)
- Net Revenue¹ Margin of 34.7% due to higher home equity volumes and lower proportion of closed order volumes
- Adjusted EBITDA¹ of \$(2.9) million – sequentially flat
- Launched two new lenders

Canada

- Revenues -38% principally due to lower market volumes
- Net Revenue¹ Margin of 17.9% up 440 basis points from Q1 22 due to network effect
- Launched two new lenders, three new channels

Balance Sheet

- Cash and cash equivalents of \$45.1 million at quarter end



Q1 2023 Financial Highlights

<i>millions of U.S. dollars</i>	Q1 2023	Q4 2022	Q3 2022	Q2 2022	Q1 2022	QoQ Change	YoY Change
Revenues							
U.S. Appraisal	\$28.3	\$43.9	\$57.3	\$70.4	\$79.4	-36%	-64%
U.S. Title	2.4	4.0	5.6	10.8	16.2	-40%	-85%
Canada	7.5	10.3	15.8	13.8	12.2	-27%	-38%
Consolidated Revenues	\$38.2	\$58.2	\$78.7	\$95.0	\$107.8	-34%	-65%
Transaction Costs							
U.S. Appraisal	\$20.6	\$32.8	\$44.4	\$55.3	\$63.0	-37%	-67%
U.S. Title	1.6	2.2	2.3	3.5	5.4	-27%	-72%
Canada	6.2	8.8	13.9	12.0	10.6	-30%	-41%
Consolidated Transaction Costs	\$28.4	\$43.8	\$60.6	\$70.8	\$79.0	-35%	-64%
Operating Expenses							
U.S. Appraisal	\$5.3	\$6.6	\$6.8	\$7.2	\$7.8	-20%	-33%
U.S. Title	3.7	4.7	6.7	9.4	10.3	-21%	-64%
Canada	0.5	0.5	0.6	0.6	0.7	0%	-31%
Corporate	3.7	4.0	4.3	5.1	4.3	-8%	-14%
Consolidated Operating Expenses	\$13.2	\$15.8	\$18.4	\$22.3	\$23.1	-16%	-43%
Net (Loss) Income	(\$4.6)	(\$10.0)	(\$1.4)	(\$0.5)	\$2.6	54%	-275%



Q1 2023 Non-GAAP Measures

millions of U.S. dollars	Q1 2023	Q4 2022	Q3 2022	Q2 2022	Q1 2022	QoQ Change	YoY Change
Net Revenue¹							
U.S. Appraisal	\$7.6	\$11.1	\$12.9	\$15.1	\$16.4	-32%	-53%
Net Revenue ¹ Margin	27.0%	25.4%	22.6%	21.4%	20.6%		
U.S. Title	0.8	1.8	3.3	7.2	10.8	-56%	-92%
Net Revenue ¹ Margin	34.7%	44.1%	59.2%	67.1%	66.4%		
Canada	1.4	1.5	1.9	1.9	1.6	-7%	-18%
Net Revenue ¹ Margin	17.9%	14.3%	12.1%	13.4%	13.5%		
Consolidated Net Revenue¹	\$9.8	\$14.4	\$18.1	\$24.2	\$28.8	-32%	-66%
Net Revenue¹ Margin	25.7%	24.7%	23.1%	25.5%	26.7%		
Adjusted EBITDA¹							
U.S. Appraisal	\$2.3	\$4.5	\$6.1	\$7.9	\$8.6	-49%	-73%
Adjusted EBITDA ¹ Margin	30.4%	41.0%	47.0%	52.1%	51.9%		
U.S. Title	(2.9)	(2.9)	(3.4)	(2.2)	0.4	0%	-756%
Adjusted EBITDA ¹ Margin	-353.4%	-167.5%	-103.1%	-30.1%	4.1%		
Canada	0.9	1.0	1.3	1.3	0.9	-10%	-9%
Adjusted EBITDA ¹ Margin	64.2%	65.0%	69.6%	67.3%	57.7%		
Corporate ²	(3.2)	(3.7)	(3.9)	(4.5)	(4.0)	14%	19%
Consolidated Adjusted EBITDA¹	(\$2.9)	(\$1.1)	\$0.1	\$2.5	\$5.9	-164%	-150%
Adjusted EBITDA¹ Margin	-30.0%	-7.7%	0.4%	10.4%	20.6%		



Appendix A – Non-GAAP Measures



Net Revenue represents the difference between revenues and transaction costs. Net Revenue margin is calculated as Net Revenue divided by Revenues. The reconciling items between net income or loss and Net Revenue for the periods presented below were as follows:

<i>millions of U.S. dollars</i>	Q1 2023	Q4 2022	Q3 2022	Q2 2022	Q1 2022
Net (loss) income	(\$4.6)	(\$10.0)	(\$1.4)	(\$0.5)	\$2.6
Operating expenses	13.2	15.7	18.3	22.3	23.2
Amortization	1.0	1.1	1.1	1.2	1.2
Loss on disposal of property and equipment	-	0.4	-	0.2	-
Other non-operating costs	-	-	-	-	0.1
Restructuring expenses	1.3	1.0	0.6	-	-
Impairment of goodwill	-	17.3	-	-	-
Interest expense	0.1	0.1	0.1	0.1	0.1
Interest income	(0.1)	(0.1)	-	-	-
Net foreign exchange loss (gain)	1.0	(5.0)	(2.6)	1.3	0.5
Loss on fair value of derivatives	-	-	-	-	-
Gain on fair value of warrants	-	-	-	(0.1)	(0.2)
Income tax (recovery) expense	(2.1)	(6.1)	2.0	(0.3)	1.3
Net Revenue	\$9.8	\$14.4	\$18.1	\$24.2	\$28.8

Appendix A – Non-GAAP Measures



Adjusted EBITDA represents net income or loss before stock-based compensation expense, amortization, gain or loss on disposal of property and equipment, other non-operating costs, restructuring expenses, impairment of goodwill, interest expense, interest income, net foreign exchange gain or loss, gain or loss on fair value of derivatives and warrants and income tax expense or recovery. Adjusted EBITDA margin is calculated as Adjusted EBITDA divided by Net Revenue. The reconciling items between net income or loss and Adjusted EBITDA for the periods presented below were as follows:

<i>millions of U.S. dollars</i>	Q1 2023	Q4 2022	Q3 2022	Q2 2022	Q1 2022
Net (loss) income	(\$4.6)	(\$10.0)	(\$1.4)	(\$0.5)	\$2.6
Stock-based compensation expense	0.5	0.2	0.3	0.6	0.3
Amortization	1.0	1.1	1.1	1.2	1.2
Loss on disposal of property and equipment	-	0.4	-	0.2	-
Other non-operating costs	-	-	-	-	0.1
Restructuring expenses	1.3	1.0	0.6	-	-
Impairment of goodwill	-	17.3	-	-	-
Interest expense	0.1	0.1	0.1	0.1	0.1
Interest income	(0.1)	(0.1)	-	-	-
Net foreign exchange loss (gain)	1.0	(5.0)	(2.6)	1.3	0.5
Loss on fair value of derivatives	-	-	-	-	-
Gain on fair value of warrants	-	-	-	(0.1)	(0.2)
Income tax (recovery) expense	(2.1)	(6.1)	2.0	(0.3)	1.3
Adjusted EBITDA	(\$2.9)	(\$1.1)	\$0.1	\$2.5	\$5.9