



Building Next Generation Infrastructure

THIRD QUARTER 2023 FINANCIAL RESULTS

November 8, 2023

NASDAQ: CRGE

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Presenters



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Safe Harbor

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Any forward-looking statement in this presentation reflects our current view with respect to future events and is subject to these and other risks, uncertainties and assumptions relating to our business, results of operations, industry, and future growth. Given these uncertainties, you should not place undue reliance on these forward-looking statements. No forward-looking statement is a guarantee of future performance. You should read this presentation and the documents that we reference herein with the understanding that our actual future results may be materially different from any future results expressed or implied by these forward-looking statements. Except as required by law, we assume no obligation to update or revise these forward-looking statements for any reason, even if new information becomes available in the future.

In addition, statements that “we believe” and similar statements reflect our beliefs and opinions on the relevant subject. These statements are based upon information available to us as of the date of this presentation, and while we believe such information forms a reasonable basis for such statements, such information may be limited or incomplete, and our statements should not be read to indicate that we have conducted an exhaustive inquiry into, or review of, all potentially available relevant information. These statements are inherently uncertain, and investors are cautioned not to unduly rely upon these statements as predictions of future results. Our actual future results may be materially different from what we expect. We qualify all of our forward-looking statements by these cautionary statements.

Throughout this presentation the terms “Charge,” “we,” “our” or “us,” refer to Charge Enterprises, Inc. and its subsidiaries on a consolidated basis, unless stated or the context implies otherwise. The use of the term “partner” or “partnering” in this presentation does not mean or imply a formal legal partnership, and is not meant in any way to alter the terms of Charge’s relationship with any third parties.

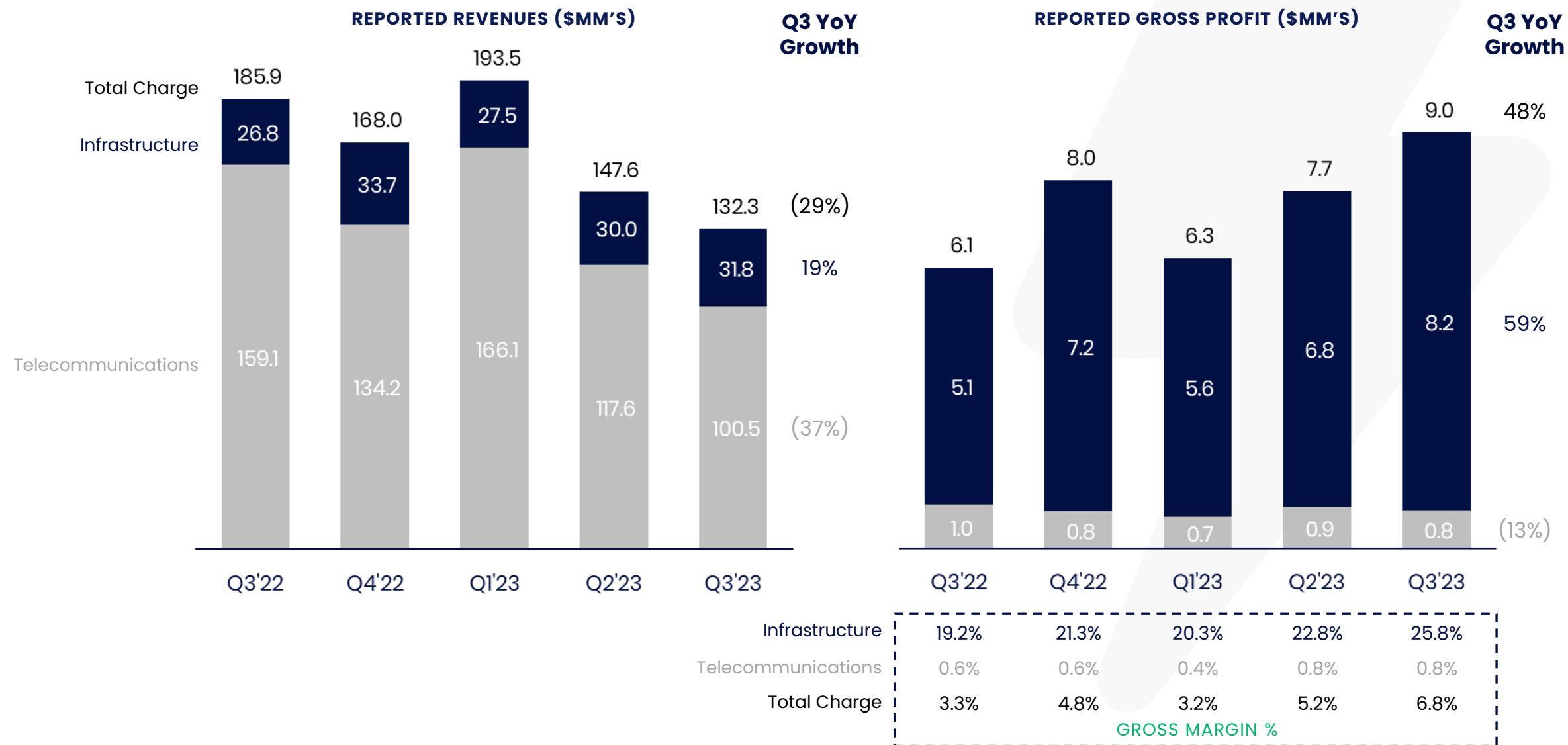
Key Messages

- ⚡ Reported revenues of \$132.3 million; Infrastructure segment revenues +19% year-over-year
- ⚡ Gross Profit increased by 48% to \$9.0 million year-over-year, driven by growth in the Infrastructure segment
- ⚡ On track to deliver positive Adjusted EBITDA in the first quarter of 2024 and full-year 2024
- ⚡ Strong momentum in EV charging infrastructure business, including the Greenspeed acquisition
- ⚡ Progressing against the three fundamental objectives outlined on August 29, 2023:
 1. Undergoing a comprehensive strategic plan to thoroughly assess all aspects of the business, including alignment of organic growth and M&A strategy, capital allocation, governance, and more
 2. Advanced the commitment towards instituting a robust communications framework to bolster public communications and branding efforts through the recently announced partnership with Gateway Group
 3. Deploying initiatives that are geared towards integrating all products and services across the Infrastructure segment operating subsidiaries while driving cost synergies across the organization



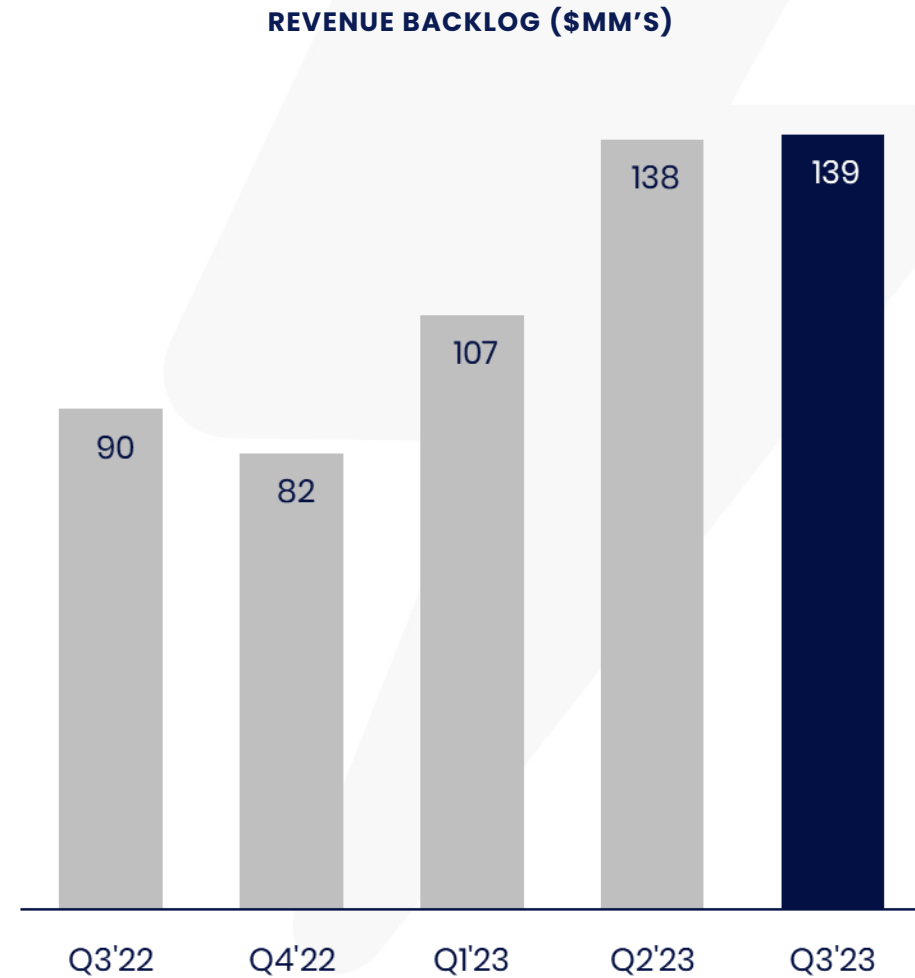
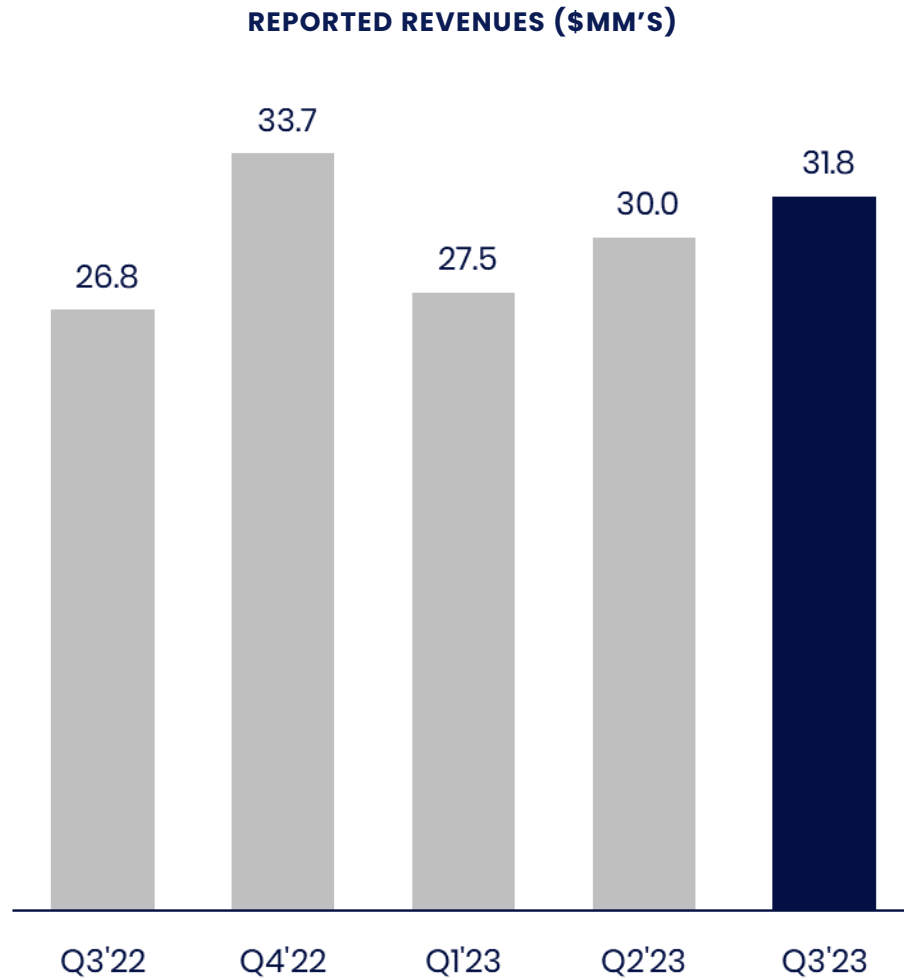
Financial Results

Charge Revenues and Gross Profit Quarterly Trend

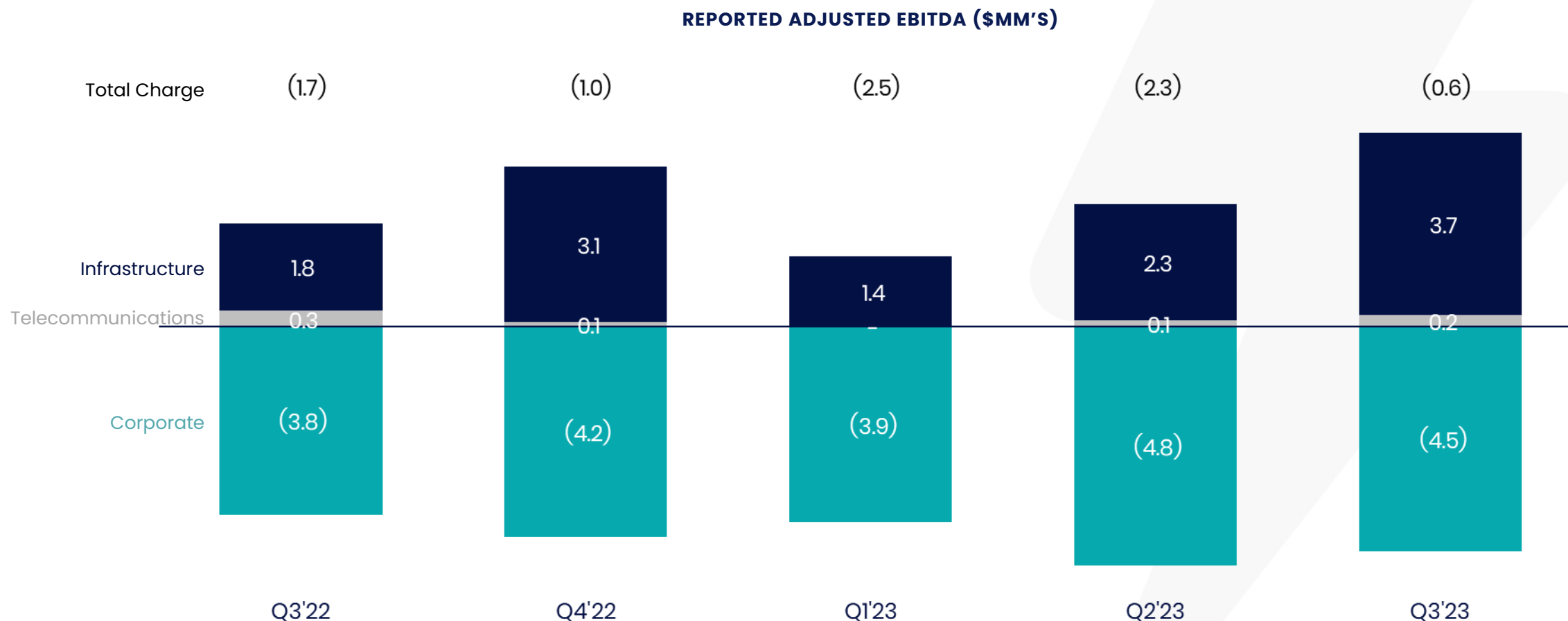


*Totals may not sum due to rounding

Infrastructure **Revenues & Backlog** Quarterly Trend



Charge **Adjusted EBITDA** Quarterly Trend



*See Appendix for Non-GAAP Reconciliation for Adjusted EBITDA

*Totals may not sum due to rounding

*2022 results as adjusted

Q3 2023 & 2022 Reported Financials

(\$ in 000s) except EPS	Q3'23	Q3'22	YOY INC/(DEC)	
			\$	%
Revenues	132,277	185,857	(53,580)	(29%)
Gross Profit	9,022	6,097	2,925	48%
General and Administrative	4,315	5,141	(826)	(16%)
Salaries and Related Benefits	8,890	7,850	1,040	13%
Professional Fees	1,006	666	340	51%
Depreciation and Amortization Expense	1,172	433	739	#
Income (Loss) from Operations	(6,361)	(7,993)	1,632	20%
Other Income (Expense), net	151	24,166	(24,015)	(99%)
Income Tax (Expense) Benefit	(741)	8	(749)	#
Net Income (Loss)	(6,951)	16,181	(23,132)	#
EPS (Diluted)	(\$0.05)	\$0.06	(\$0.11)	#
Adjusted EBITDA	(606)	(1,693)	1,087	64%

*See Appendix for Non-GAAP Reconciliation for Adjusted EBITDA

*# denotes a variance of 100% or more

*2022 results As Adjusted - As Adjusted represents the Company's change in accounting principle for recognizing stock-based compensation expense from a graded vesting attribution method to a straight-line attribution method. The effects of the change have been retrospectively applied to all periods effective from January 1, 2023, as presented in the Management's Discussion and Analysis of Financial Condition and Results of Operations in the Company's 10-Q filed with the SEC on November 8, 2023.



Q&A



Appendix

Non-GAAP Reconciliations

Reconciliations of **Non-GAAP Financial Measures**

In this presentation, the Company has supplemented the presentation of its financial results calculated in accordance with U.S. generally accepted accounting principles (“GAAP”) with the following financial measures that are not calculated in accordance with GAAP: EBITDA and Adjusted EBITDA. Management uses both GAAP and non-GAAP measures to assist in making business decisions and assessing overall performance. The Company’s measurement of these non-GAAP financial measures may be different from similarly titled financial measures used by others and therefore may not be comparable. These non-GAAP financial measures should not be considered superior to the GAAP measures in the tables included within this material.

Certain information presented in this presentation reflects adjustments to GAAP measures such as EBITDA and Adjusted EBITDA as an additional way of assessing certain aspects of the Company’s operations that, when viewed with the GAAP financial measures, provide a more complete understanding of its on-going business. EBITDA is defined as income (loss) before interest, income taxes, depreciation and amortization, and amortization of debt discount and debt issue costs. Adjusted EBITDA represents EBITDA adjusted for stock-based compensation, income (loss) from investments, net, other (income) expense, net, and foreign exchange gain (loss).

As it related to future projections for the Company’s Adjusted EBITDA described above, the Company has not provided guidance for comparable GAAP measure or a quantitative reconciliation of forward-looking non-GAAP financial measures because it is unable to determine with reasonable certainty the ultimate outcome of certain significant items necessary to calculate such measures without unreasonable effort. These items include but are not limited to, income or loss from investments, change in fair value of derivative liabilities and foreign exchange gain (loss).

Reconciliations of Non-GAAP Financial Measures

CONSOLIDATED CHARGE ENTERPRISES

(\$ in 000s)	As Adjusted Q3 2022	As Adjusted Q4 2022	Reported Q1 2023	Reported Q2 2023	Reported Q3 2023
Adjusted EBITDA:					
Net income (loss)	\$ 16,181	\$ (9,296)	\$ (9,212)	\$ (8,846)	\$ (6,951)
Income tax expense (benefit)	(8)	513	110	242	741
Interest expense	1,015	1,966	1,538	1,488	1,489
Depreciation & Amortization	433	4,632	1,210	1,192	1,172
EBITDA	17,621	(2,185)	(6,354)	(5,924)	(3,549)
Adjustments:					
Stock based compensation	5,867	5,985	5,902	4,964	4,583
Loss on impairment	-	797	-	58	56
(Income) loss from investments, net	201	(221)	(296)	(666)	(675)
Change in fair value of derivative liabilities	(28,669)	(5,252)	(1,376)	(280)	(57)
Other (income) expense, net	3,288	(73)	(391)	(637)	(848)
Foreign exchange adjustments	(1)	(51)	7	162	(116)
Adjusted EBITDA	\$ (1,693)	\$ (1,000)	\$ (2,508)	\$ (2,323)	\$ (606)

* 2022 results As Adjusted - As Adjusted represents the Company's change in accounting principle for recognizing stock-based compensation expense from a graded vesting attribution method to a straight-line attribution method. The effects of the change have been retrospectively applied to all periods effective from January 1, 2023, as presented in the Management's Discussion and Analysis of Financial Condition and Results of Operations in the Company's 10-Q filed with the SEC on November 8, 2023.

Reconciliations of Non-GAAP Financial Measures

INFRASTRUCTURE

(\$ in 000s)	As Adjusted Q3 2022	As Adjusted Q4 2022	Reported Q1 2023	Reported Q2 2023	Reported Q3 2023
Adjusted EBITDA:					
Net income (loss)	\$ (1,335)	\$ (1,018)	\$ (2,151)	\$ (891)	\$ (229)
Income tax expense (benefit)	91	(3,823)	110	242	741
Interest expense	36	73	63	14	14
Depreciation & Amortization	391	4,590	1,190	1,183	1,166
EBITDA	(817)	(178)	(788)	548	1,692
Adjustments:					
Stock based compensation	2,515	2,501	2,410	1,823	1,836
Loss on impairment	-	797	-	58	56
(Income) loss from investments, net	81	15	(209)	(86)	90
Change in fair value of derivative liabilities	-	-	-	-	-
Other (income) expense, net	1	(4)	-	(15)	(14)
Foreign exchange adjustments	(26)	-	-	-	-
Adjusted EBITDA	\$ 1,754	\$ 3,131	\$ 1,413	\$ 2,328	\$ 3,660

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Reconciliations of Non-GAAP Financial Measures

TELECOMMUNICATIONS

(\$ in 000s)	As Adjusted Q3 2022	As Adjusted Q4 2022	Reported Q1 2023	Reported Q2 2023	Reported Q3 2023
Adjusted EBITDA:					
Net income (loss)	\$ (79)	\$ 11	\$ 141	\$ 347	\$ 916
Income tax expense (benefit)	255	(6)	-	-	-
Interest expense	-	-	-	-	-
Depreciation & Amortization	42	42	20	9	6
EBITDA	218	47	161	356	922
Adjustments:					
Stock based compensation	101	116	120	124	124
Loss on impairment	-	-	-	-	-
(Income) loss from investments, net	-	-	-	-	-
Change in fair value of derivative liabilities	-	-	-	-	-
Other (income) expense, net	(20)	(13)	(288)	(506)	(692)
Foreign exchange adjustments	25	(51)	7	162	(116)
Adjusted EBITDA	\$ 324	\$ 99	\$ -	\$ 136	\$ 238

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Reconciliations of Non-GAAP Financial Measures

NON-OPERATING CORPORATE

(\$ in 000s)	As Adjusted Q3 2022	As Adjusted Q4 2022	Reported Q1 2023	Reported Q2 2023	Reported Q3 2023
Adjusted EBITDA:					
Net income (loss)	\$ 17,595	\$ (8,289)	\$ (7,202)	\$ (8,302)	\$ (7,638)
Income tax expense (benefit)	(354)	4,342	-	-	-
Interest expense	979	1,893	1,475	1,474	1,475
Depreciation & Amortization	-	-	-	-	-
EBITDA	18,220	(2,054)	(5,727)	(6,828)	(6,163)
Adjustments:					
Stock based compensation	3,251	3,368	3,372	3,017	2,623
Loss on impairment	-	-	-	-	-
(Income) loss from investments, net	120	(236)	(87)	(580)	(765)
Change in fair value of derivative liabilities	(28,669)	(5,252)	(1,376)	(280)	(57)
Other (income) expense, net	3,307	(56)	(103)	(116)	(142)
Foreign exchange adjustments	-	-	-	-	-
Adjusted EBITDA	\$ (3,771)	\$ (4,230)	\$ (3,921)	\$ (4,787)	\$ (4,504)

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Stock Compensation Expense Disaggregation

(\$ in 000s)	As Adjusted Q3 2022	As Adjusted Q4 2022	Reported Q1 2023	Reported Q2 2023	Reported Q3 2023
<u>CONSOLIDATED CHARGE ENTERPRISES</u>					
Cost of Sales	\$ 506	\$ 489	\$ 432	\$ 301	\$ 228
General and Administrative	1,775	1,773	1,760	1,350	846
Salaries and Related Benefits	3,586	3,723	3,710	3,313	3,509
Total Stock Compensation Expense	\$ 5,867	\$ 5,985	\$ 5,902	\$ 4,964	\$ 4,583
<u>INFRASTRUCTURE</u>					
Cost of Sales	\$ 506	\$ 489	\$ 432	\$ 301	\$ 228
General and Administrative	51	50	49	51	(19)
Salaries and Related Benefits	1,958	1,962	1,929	1,471	1,627
Total Stock Compensation Expense	\$ 2,515	\$ 2,501	\$ 2,410	\$ 1,823	\$ 1,836
<u>TELECOMMUNICATIONS</u>					
Cost of Sales	\$ -	\$ -	\$ -	\$ -	\$ -
General and Administrative	46	61	70	74	74
Salaries and Related Benefits	55	55	50	50	50
Total Stock Compensation Expense	\$ 101	\$ 116	\$ 120	\$ 124	\$ 124
<u>NON-OPERATING CORPORATE</u>					
Cost of Sales	\$ -	\$ -	\$ -	\$ -	\$ -
General and Administrative	1,678	1,662	1,641	1,225	791
Salaries and Related Benefits	1,573	1,706	1,731	1,792	1,832
Total Stock Compensation Expense	\$ 3,251	\$ 3,368	\$ 3,372	\$ 3,017	\$ 2,623

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