

# UpHealth Reshaping Healthcare

May 2021

Current SPAC Ticker: **GIX**  
Future NYSE Ticker: **UPH**



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If any of these risks materialize or our assumptions prove incorrect, actual results could differ materially from the results implied by these forward-looking statements. There may be additional risks that none of GigCapital2, UpHealth or Cloudbreak presently know or that GigCapital2, UpHealth or Cloudbreak currently believe are immaterial that could also cause actual results to differ from those contained in the forward-looking statements. In addition, forward-looking statements reflect GigCapital2's, UpHealth's and Cloudbreak's expectations, plans or forecasts of future events and views as of the date of this Presentation. GigCapital2, UpHealth and Cloudbreak anticipate that subsequent events and developments will cause GigCapital2's, UpHealth's and Cloudbreak's assessments to change. 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UpHealth, Cloudbreak and GigCapital2 believe their estimates to be accurate as of the date of this Presentation. However, this information may prove to be inaccurate because of the method by which UpHealth, Cloudbreak or GigCapital2 obtained some of the data for its estimates or because this information cannot always be verified due to the limits on the availability and reliability of raw data, the voluntary nature of the data gathering process.

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# Disclaimer

## Important Information And Where To Find It

In connection with the Proposed Business Combination, GigCapital2 filed a registration statement on Form S-4, on February 8, 2021 including a proxy statement/prospectus (the "Registration Statement"), with the Securities and Exchange Commission (the "SEC"), which includes a preliminary proxy statement to be distributed to holders of GigCapital2's common stock in connection with GigCapital2's solicitation of proxies for the vote by GigCapital2's stockholders with respect to the Proposed Business Combination and other matters as described in the Registration Statement, and a prospectus relating to the offer of the securities to be issued to each of UpHealth's and Cloudbreak's stockholders in connection with the Proposed Business Combination. After the Registration Statement has been declared effective, GigCapital2 will mail a definitive proxy statement/prospectus, when available, to its stockholders and UpHealth's and Cloudbreak's stockholders. Investors and security holders and other interested parties are urged to read the proxy statement/prospectus, and any amendments thereto and any other documents filed with the SEC as they become available, carefully and in their entirety because they contain important information about GigCapital2, UpHealth, Cloudbreak and the Proposed Business Combination. Investors and security holders may obtain free copies of the preliminary proxy statement/prospectus and definitive proxy statement/prospectus (when available) and other documents filed with the SEC by GigCapital2 through the website maintained by the SEC at <http://www.sec.gov>, or by directing a request to: GigCapital2, Inc., 1731 Embarcadero Road, Suite 200, Palo Alto, CA 94303.

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## Participants In The Solicitation

GigCapital2, UpHealth and Cloudbreak and their respective directors and certain of their respective executive officers and other members of management and employees may be considered participants in the solicitation of proxies with respect to the Proposed Business Combination. Information about the directors and executive officers of GigCapital2 in its Annual Report on Form 10-K, filed with the SEC on March 30, 2020. Additional information regarding the participants in the proxy solicitation and a description of their direct interests, by security holdings or otherwise, will be set forth in the Registration Statement and other relevant materials to be filed with the SEC regarding the Proposed Business Combination. Stockholders, potential investors and other interested persons should read the Registration Statement carefully before making any voting or investment decisions. These documents, when available, can be obtained free of charge from the sources indicated above.

## Financial Information; Non-GAAP Financial Measures

The financial information and data contained in this Presentation are unaudited and do not conform to Regulation S-X. Accordingly, such information and data may not be included in, may be adjusted in or may be presented differently in, the Registration Statement or any other document to be filed by GigCapital2 with the SEC. Some of the financial information and data contained in this Presentation, such as earnings before income taxes, depreciation and amortization ("EBITDA"), have not been prepared in accordance with United States generally accepted accounting principles ("GAAP"). GigCapital2, UpHealth and Cloudbreak believe these non-GAAP measures of financial results provide useful information to management and investors regarding certain financial and business trends relating to UpHealth's and Cloudbreak's financial condition and results of operations, respectively. Each of UpHealth's and Cloudbreak's management uses these non-GAAP measures for trend analyses and for budgeting and planning purposes. GigCapital2, UpHealth and Cloudbreak believe that the use of these non-GAAP financial measures provides an additional tool for investors to use in evaluating projected operating results and trends in and in comparing each of UpHealth's and Cloudbreak's financial measures with other similar companies, many of which present similar non-GAAP financial measures to investors. Each of UpHealth and Cloudbreak is not able to forecast net income on a forward-looking basis without unreasonable efforts due to the high variability and difficulty in predicting certain items that affect GAAP, and therefore has not provided a reconciliation for forward-looking EBITDA. Management does not consider these non-GAAP measures in isolation or as an alternative to financial measures determined in accordance with GAAP. The principal limitation of these non-GAAP financial measures is that they exclude significant expenses and income that are required by GAAP to be recorded in UpHealth's and Cloudbreak's financial statements, respectively. In addition, they 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. In order to compensate for these limitations, management presents non-GAAP financial measures in connection with GAAP results. You should review each of UpHealth's and Cloudbreak's audited financial statements, which will be included in the Registration Statement.

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# UpHealth's SPAC Sponsor is a Proven Innovator with A Unique Approach

**GigCapital2, Inc. (NYSE: GIX)** is a \$174M publicly traded Special Purpose Acquisition Company ("SPAC") / Private-to-Public-Equity ("PPE")

**GigCapital2's IPO** was completed in June 2019

**Led by a proven management team** of experienced entrepreneurs and executives

- Extensive public company management and board experience
- Complementary and overlapping networks
- Deep understanding and proven experience of M&A, strategy and technology

## Track Record of Successful SPAC / PIPE Transactions



**Dr. Avi Katz**  
Executive Chairman

Executive Chairman and Founding Managing Partner of GigCapital Global and all its entities, including GigCapital2

Founder, COB, CEO GigOptix / GigPeak (NYSE: GIG)

Serial entrepreneur and angel investor with 30+ years of experience in the technology sector



**Dr. Raluca Dinu**  
CEO, President & BOD Member

Board of Directors Member and Founding Managing Partner of GigCapital Global, CEO, President of GigCapital2

Previously General Manager / Vice President at Integrated Device Technology (IDT), which was acquired by Renesas Electronics Corp.

COO of GigPeak, led the transfer and integration of the team from GigPeak into IDT post the acquisition of GigPeak by IDT in 2017



**Neil Miotto**  
BOD Member

Board of Directors Member

Previously Partner at KPMG, where he spent 27 years before retiring in 2006

SEC reviewing partner while at KPMG

Served on the Board of Directors of Micrel from 2007 to 2015 and GigPeak from 2008 until its sale in 2017

## GigCapital Team Experience



# Presenters



**Ramesh Balakrishnan**  
Co-Chief Executive Officer



**Jamey Edwards**  
Chief Executive Officer of  
Cloudbreak<sup>(1)</sup>



**Martin Beck**  
Chief Financial Officer

**Notes:** (1) Jamey Edwards will be the Chief Operating Officer of UpHealth upon transaction close.





UpHealth Is Combining to  
Form One of the Only  
**Profitable, Global, Digital Health**  
Companies Serving the  
Enterprise Healthcare Marketplace



# Investment Highlights

UpHealth provides a unique investment opportunity in a rapidly growing sector with significant scale, business visibility, profitability and experienced management



**Integrated Global Health Platform** Addressing Massive Markets with Critical Unmet Needs



**Proven Solutions** with Significant Contracted Growth Globally



**Bookings Provide Exceptional Visibility** into Accelerating Topline Growth & Profitability



**Opportunities to Drive Significant Additional Growth** Both Organically & Via M&A

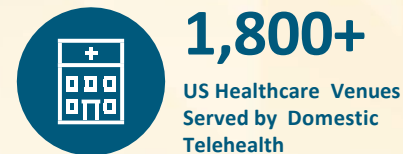
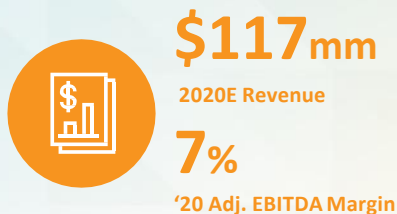


**Executive Team with a Proven Track Record** of Building Industry Leaders in Competitive Segments



# UpHealth at a Glance

UpHealth's solutions simplify some of healthcare's most complex issues through providing easy to use digital health infrastructure powering digital transformation across the care continuum



Empowering providers, health systems, health plans and government payors to improve outcomes, quality, access and cost of healthcare



Health Systems /  
Medical Groups



Health  
Plans



Government  
Agencies



Employer  
Health



Education

**Notes:** The UpHealth financial information presented is unaudited, includes non-GAAP financial measures and reflects the pro-forma combination of the individual business entities

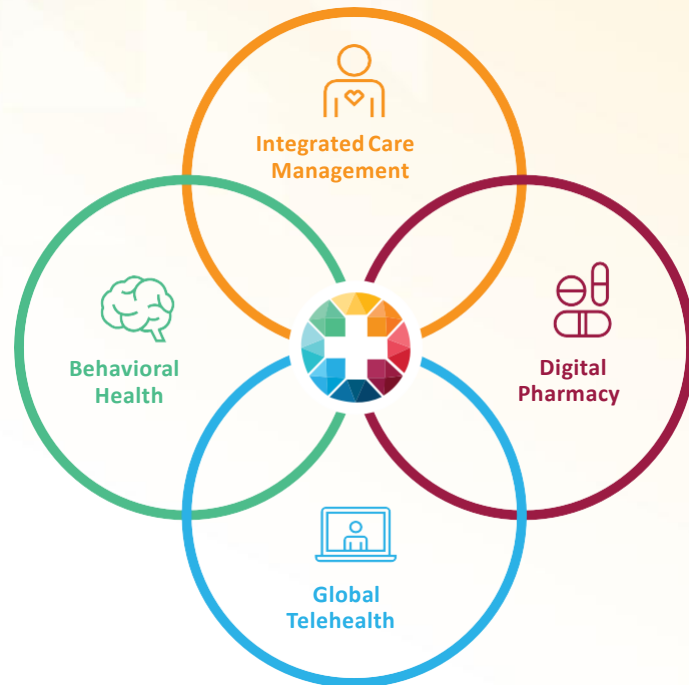













# UpHealth is Combining Industry Leaders from 4 of Healthcare's Most Rapidly Growing Sectors...

**UpHealth** has been purposely constructed to support local healthcare in addressing their most pressing challenges:

- **Care Coordination**
- **Addressing Health Disparities**  
(care access & affordability)
- **The Movement to Value Based Care**
- **Mental Health**



# ...Delivering OneUPHealth to Power Digital Health's Transformation Across the Continuum...

 Integrated Care Management	 Global Telehealth	 Digital Pharmacy	 Behavioral Health	
			 	
<b>BUSINESS DESCRIPTION:</b> <b>Population Health &amp; Chronic Care Management</b>	<b>BUSINESS DESCRIPTION:</b> <b>Resolving Health Disparities via Unified Telemedicine</b>	<b>BUSINESS DESCRIPTION:</b> <b>Digital Primary &amp; Specialty Care in International Markets</b>	<b>BUSINESS DESCRIPTION:</b> <b>Full Service Digital Pharmacy for Compounded &amp; Manufactured Rx's</b>	<b>BUSINESS DESCRIPTION:</b> <b>Integrated Behavioral &amp; Substance Abuse Solutions</b>
<b>BUSINESS MODEL:</b> <b>Per Member Per Month w/ Multi-Year Contracts</b>	<b>BUSINESS MODEL:</b> <b>Multi-Year Recurring Revenue Contracts w/ Auto Renewals</b>	<b>BUSINESS MODEL:</b> <b>Multi-Year Large Scale Contracts</b>	<b>BUSINESS MODEL:</b> <b>Cash Pay</b>	<b>BUSINESS MODEL:</b> <b>Fee for Service</b>
<b>END USERS:</b> <b>Payors / Government / Healthcare Providers</b>	<b>END USERS:</b> <b>Health Systems / Clinics / Schools / Employers</b>	<b>END USERS:</b> <b>Government Agencies</b>	<b>END USERS:</b> <b>Physician Offices</b>	<b>END USERS:</b> <b>Commercial Insurers (In and Out of Network), Government Payors</b>
<b>REPRESENTATIVE CLIENTS:</b> <b>6mm Patients Lives Covered</b>	<b>REPRESENTATIVE CLIENTS:</b> <b>1,800 Healthcare Venues Across the U.S.</b>	<b>REPRESENTATIVE CLIENTS:</b> <b>10+Nations &amp; Provinces</b>	<b>REPRESENTATIVE CLIENTS:</b> <b>13,000 Physician Prescribers Across the U.S.</b>	<b>REPRESENTATIVE CLIENTS:</b> <b>BCBS, TriCare, United Healthcare, Medicare</b>



## ...Operating Across Key Major Verticals with Main Roles in Healthcare Delivery...



Health Systems /  
Medical Groups



Health  
Plans



Government  
Agencies



Employer  
Health

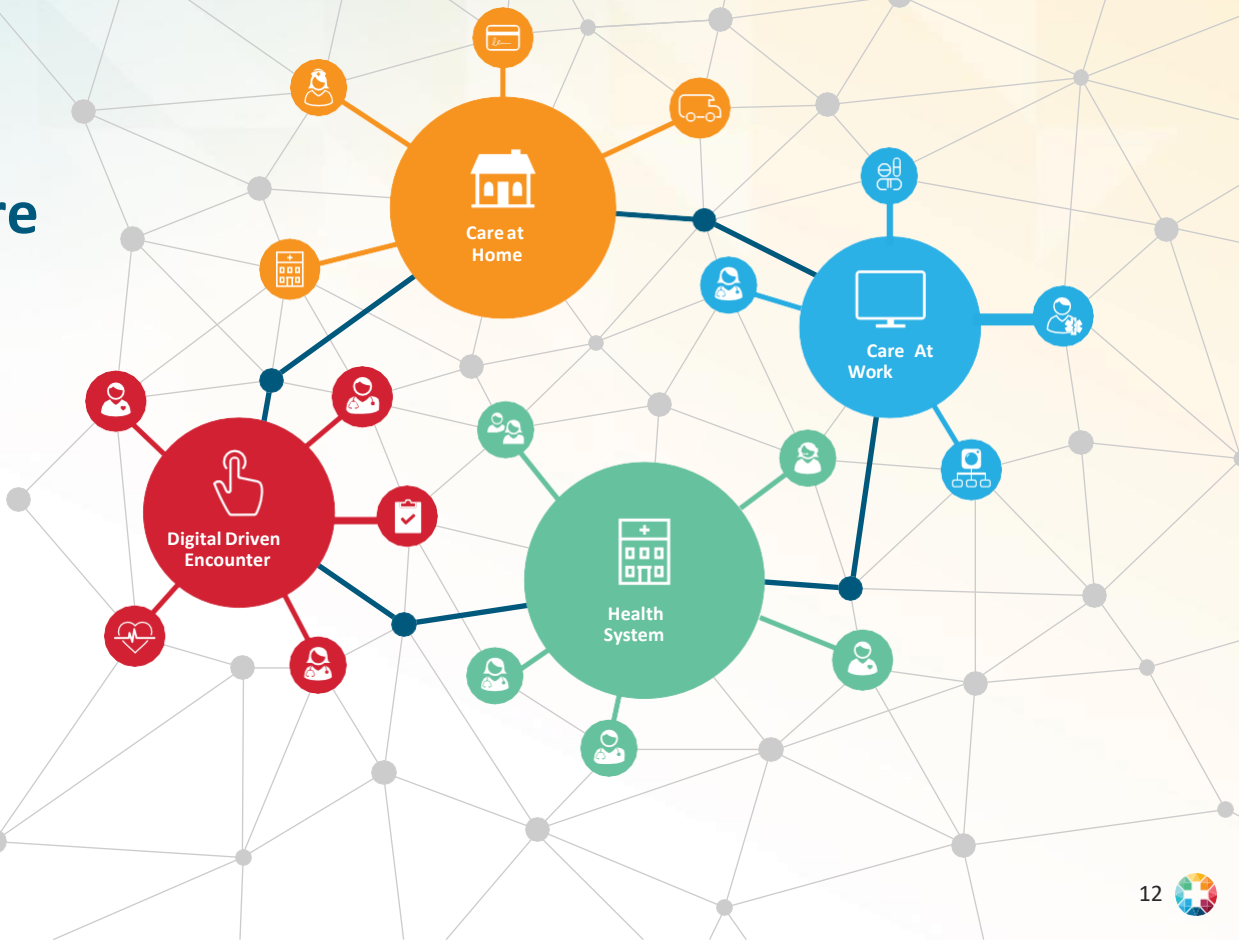


Education

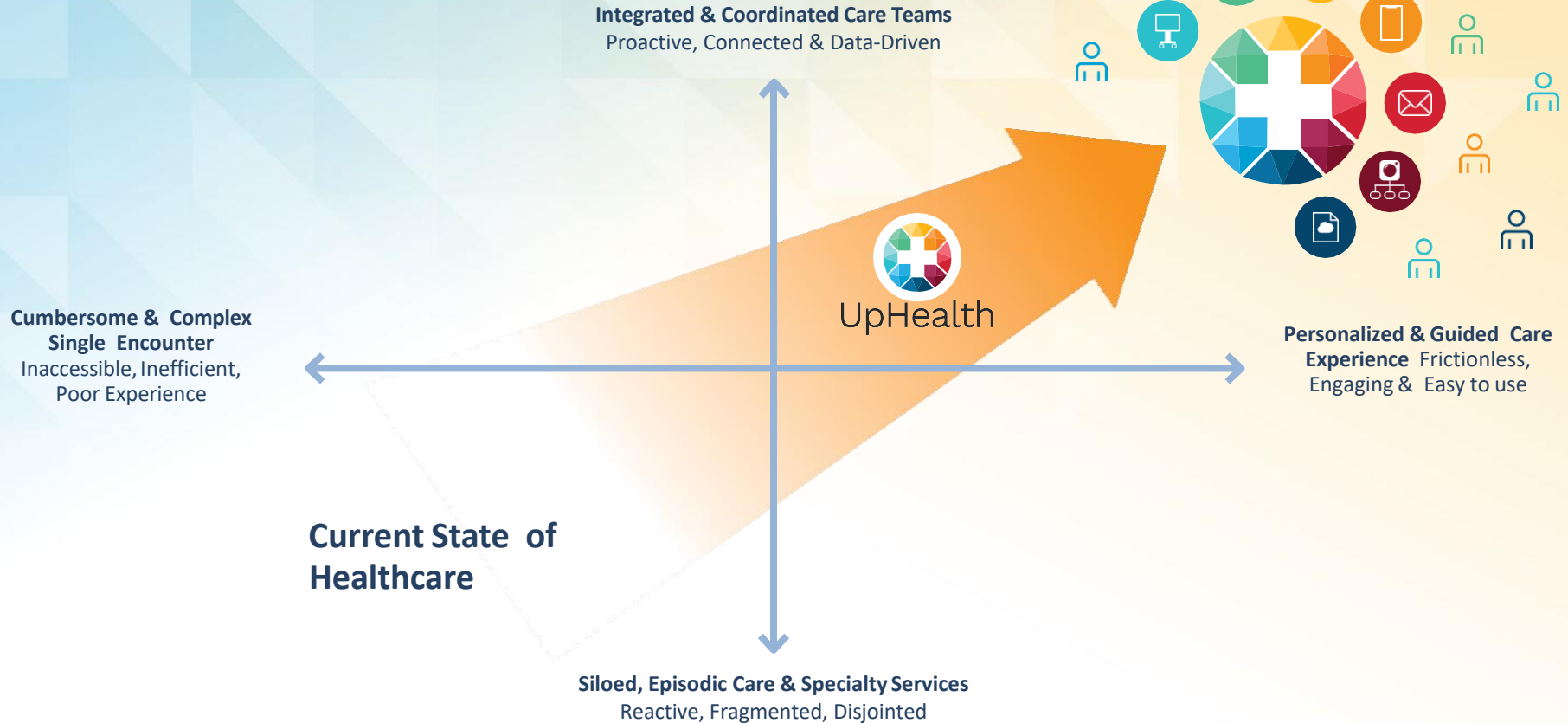


# ...Connecting the Dots to Create Digitally Enabled Care Communities...

UpHealth's care communities surround a patient with the resources they need when they need it, combining disparate data sources, unifying communication and aligning unique points on the care continuum into digitally enabled collaborative care team.



# ...To Create Healthcare the Way it is Supposed to Be



A photograph of a woman wearing a black hijab looking down at a young child. To the left, the profile of another woman is visible. The image has a blue and yellow geometric overlay. The text "The Opportunity" is written in white on the left side.

# The Opportunity

# Healthcare, One of the Largest Economic Markets in the World, Is Broken...



Rife with Health Disparities



**\$4 Trillion in Costs<sup>(1)</sup>**  
(17.7% of GDP)



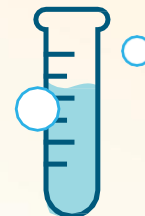
**#1 Cause of Personal Bankruptcy**



Sick

VS

Preventive



Care



Nearly Half of U.S. Physicians



**42%**

report burnout, costing an estimated \$4.6bn in annual losses<sup>(2)</sup>



Sources:

(1) Centers for Medicare and Medicaid Services, Office of the Actuary, 2020

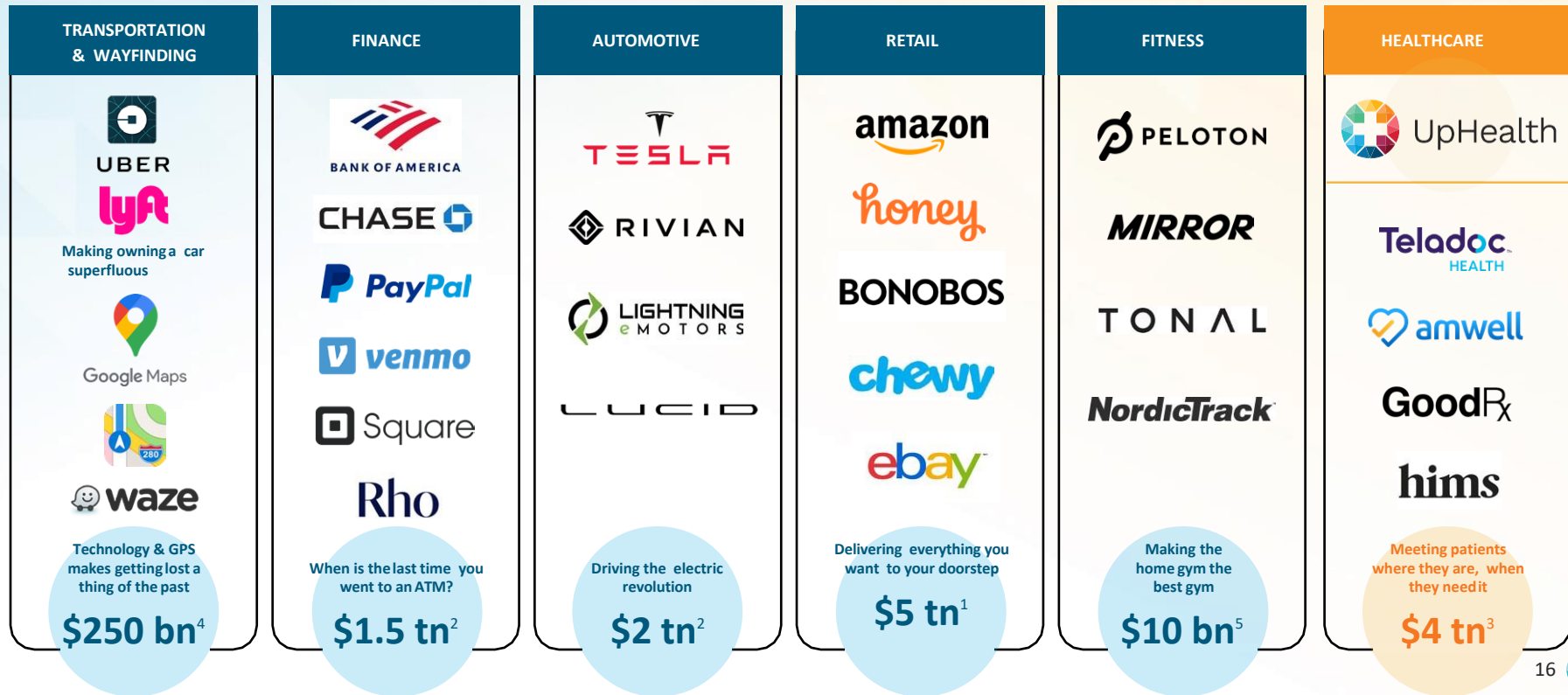
(2) Medscape National Physician Burnout & Suicide Report, 2020





# ...and Is One of the Last Major Verticals to Go Through Digital Transformation...

Sources: (1) Ibisworld, 2019; (2) selectUSA;  
(3) CMS NHE Fact Sheet, March 2020  
(4) Markets and Markets Report, Dec 2018  
(5) BusinessWire, Jan 2021



# ...With UpHealth Sitting at the Nexus of Multiple Massive & Rapidly Growing Markets at the Beginning of the Adoption Curve...



# ...and the Digital Stars Are Aligning to Create the Perfect Conditions for Digital Health Adoption...



**81%**

of the US population has  
a smartphone<sup>(1)</sup>



Decreasing  
technology  
costs



Covid as a  
catalyst



**84%**

of the US population has  
broadband<sup>(2)</sup>



Population becoming  
digitally savvy

Sources: (1) Pew Research Center, 2019

(2) US Telecom, The Broadband Association, 2020



## ...With Care Being Pushed Out Into the Community Away From Traditional Brick and Mortar Settings...

The “gold standard” in healthcare is no longer the in-person visit, it is the Digitally Driven Encounter.

In today's world, that might be email, audio, video, chat or in-person and could happen on-demand or scheduled, either real-time (synchronously) or time shifted (asynchronously).



## ...Supported by a Strong Movement to Value Based Care Focused on Quality and Outcomes

There is a movement away from Fee For Service (FFS) healthcare where clinicians get paid based on what they do to somebody to value based care where they get paid for how healthy they can keep them in the first place.

Whole person care demands better tools & technology, more collaboration, reshaping care across traditional boundaries and partners like UpHealth to support enterprise change management.



**UpHealth** will leverage its large installed base, technology, expertise & care communities to reshape healthcare by making the complex **simple**, the costly **cost effective** and the inhumane **human**.

For UpHealth, healthcare just got personal.



# Business Overview



# A Proven Leadership Team

Proven track record of success in creating industry leaders in Healthcare, Technology, Services & Finance



**Dr. Chirinjeev Kathuria**  
Co-Chairman & Co-Founder



**Dr. Avi Katz**  
Co-Chairman



**Al Gatmaitan, DSc, FACHE**  
Co-Chief Executive Officer



**Dr. Ramesh Balakrishnan**  
Co-Chief Executive Officer



**Jamey Edwards**  
Chief Operating Officer



**Martin Beck**  
Chief Financial Officer



**Mariya Pylypiv, Ph.D.**  
Co-Founder &  
Chief Strategy Officer



**Jeffery Bray**  
Chief of Legislative &  
Regulatory Affairs



**Nashina Asaria**  
Chief Product &  
Marketing Officer



**Syed Sabahat Azim, MD**  
Chief Executive Officer,  
International

**Notes:** UpHealth Executive Leadership Team upon transaction close.



# ...Recognized for Expertise in Building Innovative Industry Leaders...



Becker's Hospital  
Review 260+  
telehealth  
Companies to Know



Social Entrepreneur of  
the Year  
2020



Patrick Soon-Shiong  
Innovation Award



Digital Health  
Global 100  
Journal of mHealth



Entrepreneur360 Top  
Entrepreneurial  
Company (3x)  
2019, 2018 & 2017



Healthcare Supplier of  
the Year LA Business  
Journal



HIMSS  
Changemaker  
2020



Top 40 Healthcare  
Transformer



E&Y Entrepreneur of  
the Year  
Finalist



UCSF Digital Health  
Awards Best  
Telemedicine  
Company - Finalist



Medika Life  
#30 on Top 50 Voices in  
Healthcare in 2021



MedTech  
2020: Best Overall  
MedTech Company  
2019: Best Overall  
MedTech Software  
2018: Best Video  
Conferencing Solution



Columbus Smart 50  
2019



Indian Telemedicine  
Customer Value  
Leadership Award 2020



Public Appreciation Award  
2020



Top 10 Influential People  
In digital pharma  
2020



# ...With an Extensive Reach Across Major Health Systems & Payors Globally...

## Academic



Indiana University Health



## Specialty



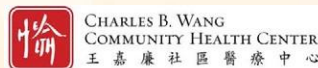
Memorial Sloan Kettering Cancer Center



## Community







## Payor / Gov't / Other



## ...Delivering Value to the 4P's of Healthcare

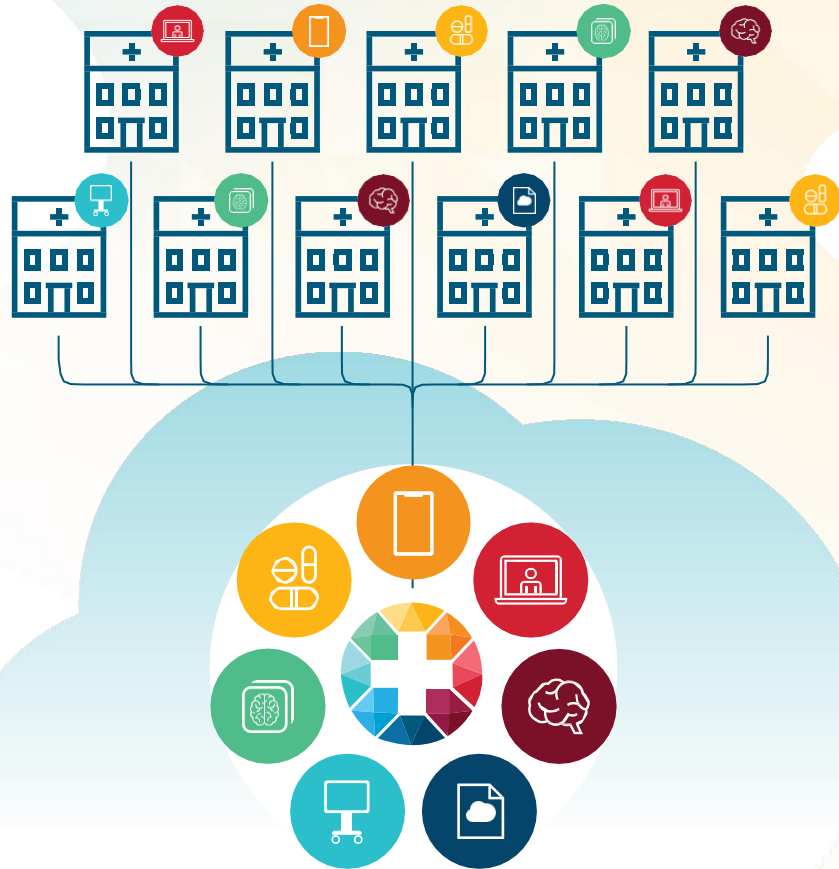
UpHealth will serve as a single source for services and technologies essential to the delivery of affordable and effective care to all healthcare stakeholders

Platform Offerings		Value Delivered
 <b>Patients</b>	A full suite of <b>digital health tools</b> connecting patients to their local continuum of care	A personalized, convenient, connected <b>whole person healthcare experience</b> meeting them where they are, when they need it
 <b>Providers</b>	A <b>non-competitive digital health partner</b> with industry leading solutions customized to their exact strategy	An <b>entire care eco-system</b> at clinical team's fingertips, following patients throughout their care journey
 <b>Payors</b>	Comprehensive <b>technology backbone</b> tying together disparate information sources with workflow	Delivering visibility, insights & the <b>ability to manage care</b> for complex and chronic healthcare populations
 <b>Pharma</b>	Full digital pharmacy delivering Rx <b>manufacturing and compounding to all 50 states</b>	Easy to use <b>digital pharmacy</b> enabling personalized medication regimens, and full pharmacist team support to physicians



# UpHealth's Unified Platform and Ability to Deliver Across the Continuum of Care is What Local Healthcare Wants

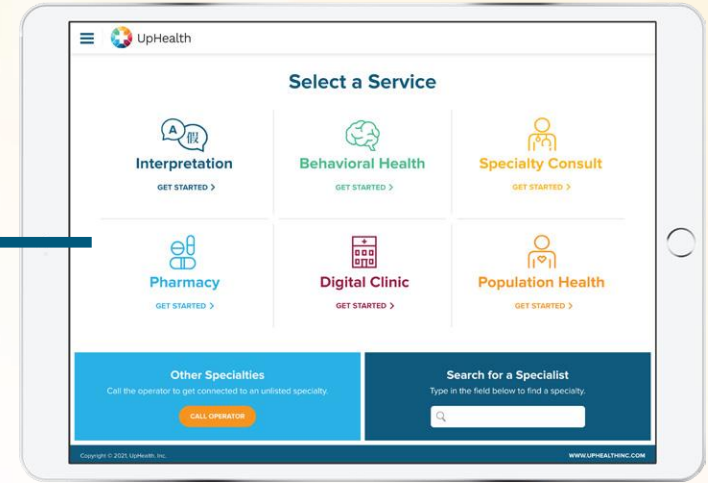
Our **B2B** and **B2B2C** business model that provides game changing technologies and tech enabled services fully integrated with major end users' workflows and systems



# ...Building a Defensible Moat Against Point Solutions in Market for Healthcare's Platform Driven Future...



**Point Solutions** One-off experiences that address specific needs



**Platform Solution** Holistic and integrated end-to-end patient experience





## ...Via Delivering a “One Stop Shop” (OneUPHealth) for Digital Health Enablement at the Point of Care...

- **Simplifying:** Replacing disparate point solutions with an easy to use platform putting critical resources at clinical teams fingertips
- **Scaling:** Rapidly growing & purely complementary solutions serving local healthcare across the care continuum
- **Connecting:** Building person centric care communities increasing access & resolving disparities





## ...Delivered on a Global Scale

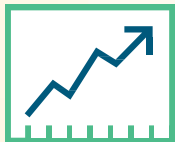
UpHealth's platform will be comprised of a global network of patients, providers and payors, addressing complex care challenges in developed and developing markets



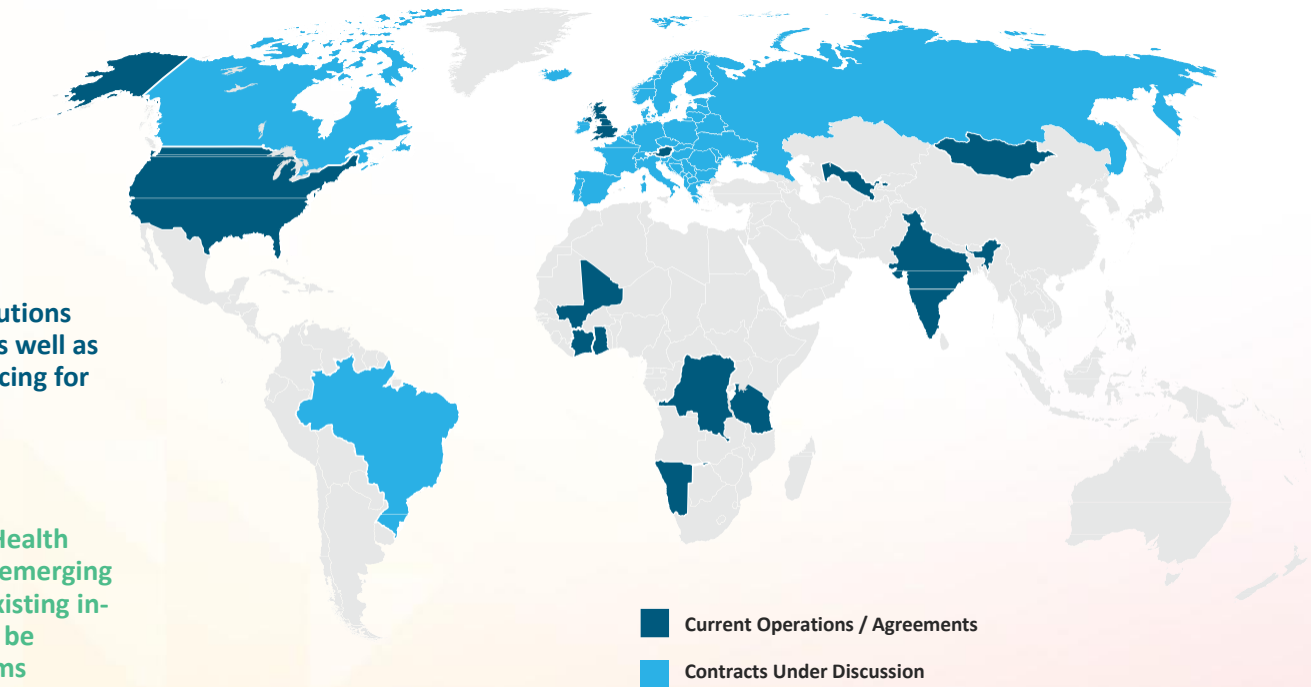
**Global  
operations in  
10+ nations**



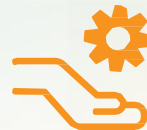
Ability to help US institutions with global strategies as well as provide lower cost sourcing for clinical teams



Int'l footprint gives UpHealth lead in rapidly growing emerging markets leapfrogging existing in-person infrastructure to be digital first health systems



# UpHealth is Focused on 3 Levels of Integration Post Combination



**Go-to-Market:** Sales operations & enablement coordinating company offerings and allowing us to offer OneUphealth at the point of care.



**Product Integration:** Integrating technology via API's & Open Platforms to offer integrated solutions and make it easy to add additional services to existing endpoints in the field. Also creating centers of excellence that all verticals can use in AI / Machine Learning, Unified Communications, Data Analytics & Visualizations & Interoperability.



**Corporate Services:** Moving core services like accounting, finance, IT, HR and other functions to corporate level to best coordinate back office activities across the enterprise.



# The UpHealth Platform



# UpHealth is Combining to Deliver “OneUPHealth” at the Point of Care



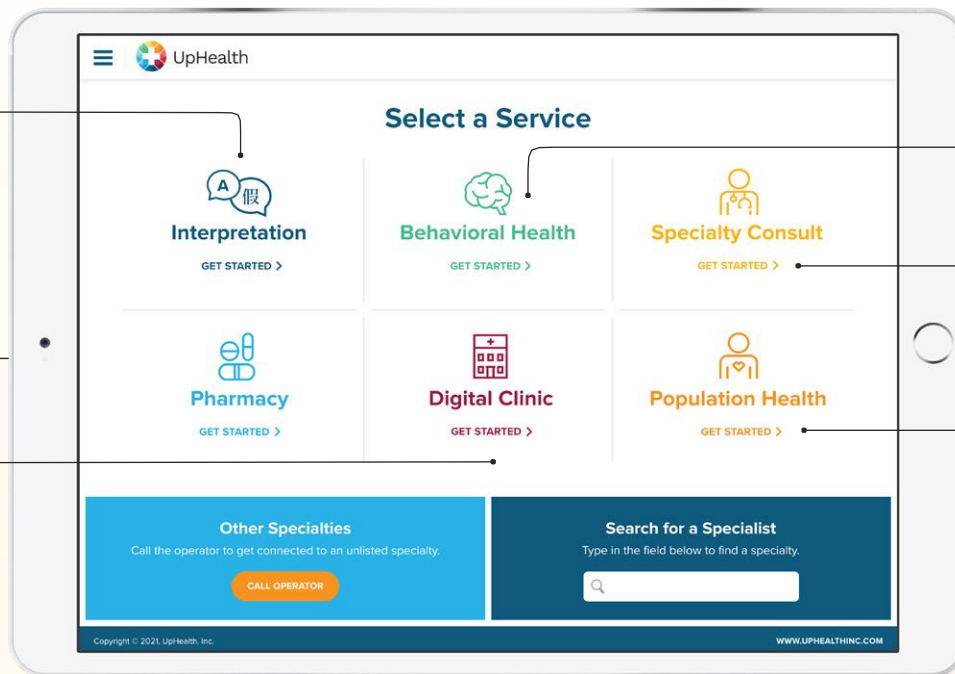
**Tele-Interpretation Services**  
Powered by Cloudbreak



**Integrated Full Service  
ePharmacy Capabilities**  
Powered by MedQuest



**Digitally Driven  
Primary Care**  
Powered by Glocal



**Tele-Psychiatry Capabilities**  
Powered by BHS &  
Transformations



**Specialty Consults**  
Powered by Cloudbreak

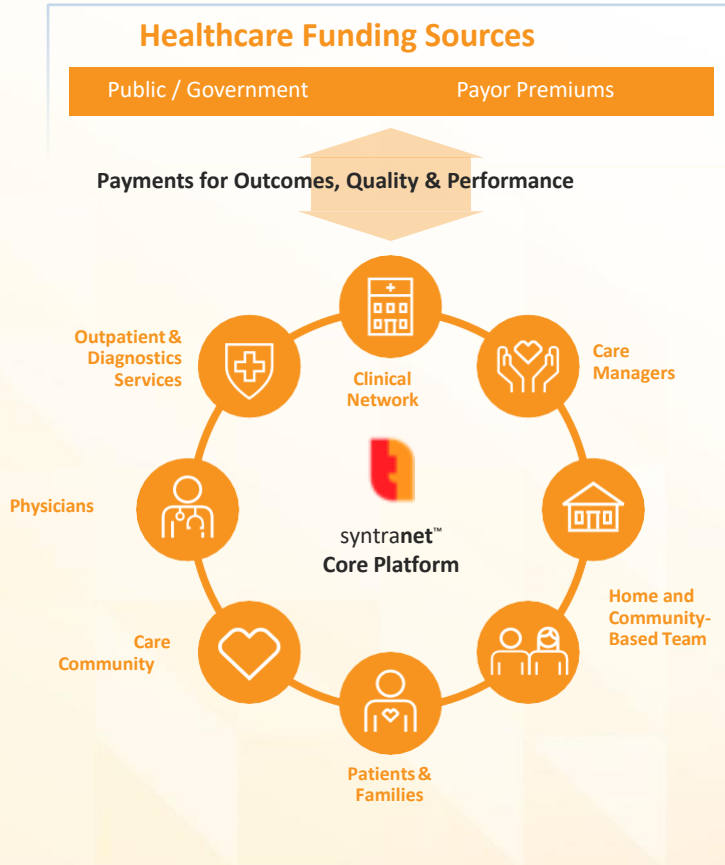


**Integrated Care Management  
Intelligence** Powered by Thrasys





# Starting with Population Health and Care Coordination...



Thrasys organizes the healthcare continuum by linking together disparate systems across industry verticals into a cohesive system aggregating data, coordinating care plans and creating communities of care to support chronic care and population health.

## Core Features

Integrate and organize information across provider, plan, county and other data sources

Advanced analytics with predictive models to gain insight into population and individual health

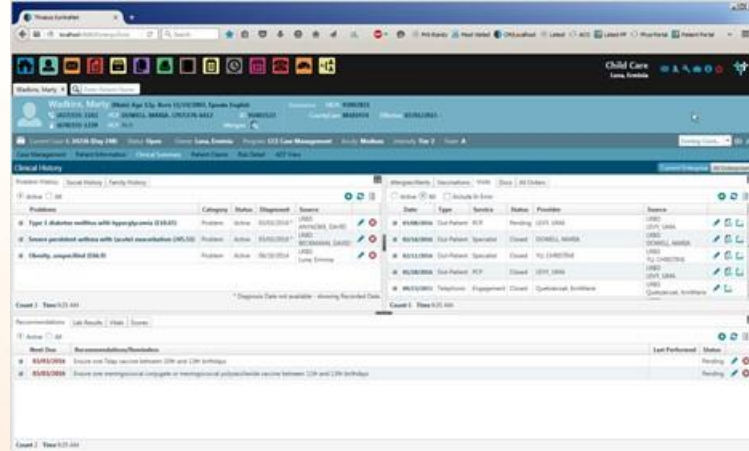
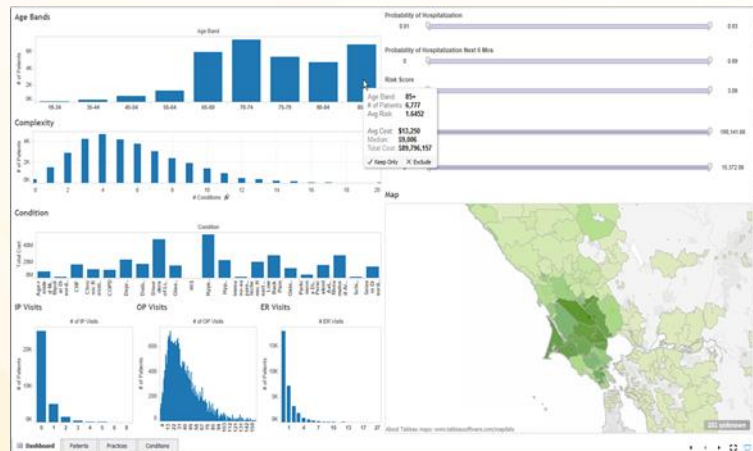
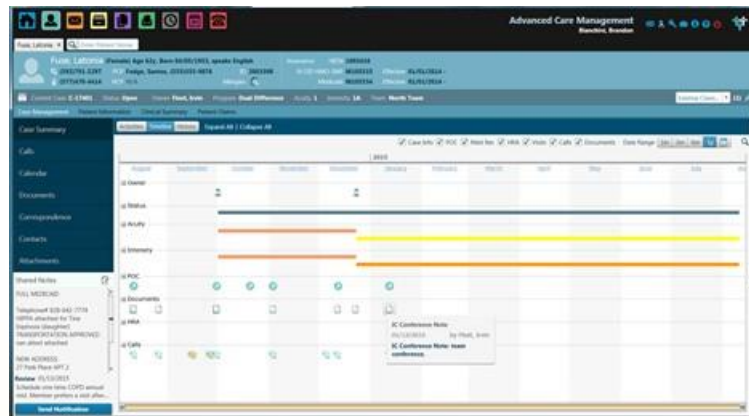
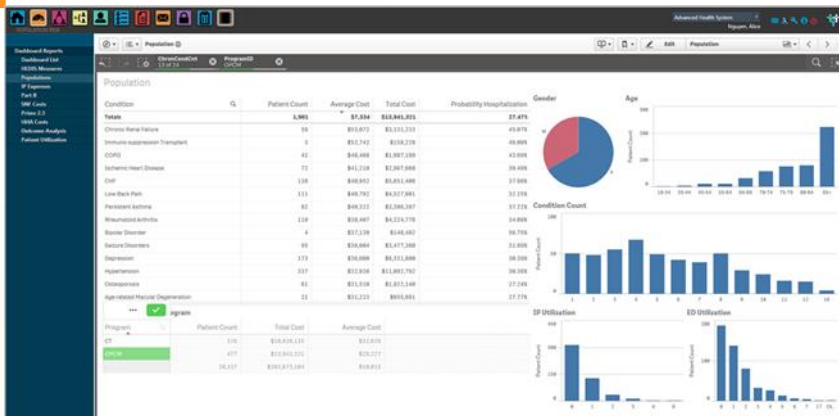
Workflow applications coordinate program care teams across in/out-patient, home & community-based settings

State of the art architecture with expert system based rules, configurable workflows and scalable microservices





# Product Screenshots







# ...Adding One of the Largest Telemedicine Installed Bases in the Nation...



## A Leading Network of US Hospital Systems



## By The Numbers (in 2020)

**1.5M+**

Monthly Minutes of Usage

**100,000+**

Encounters per Month

**14,000+**

Video Endpoints

**1,800+**

U.S. Based Healthcare Venues

**250+**

Languages Covered

## Unified Telemedicine Across the Care Continuum



Surrounds patients with their clinical care team on a single multi-party call



Any Device, Any Language, Anywhere



Interoperable with leading EMR's and Telemedicine solutions



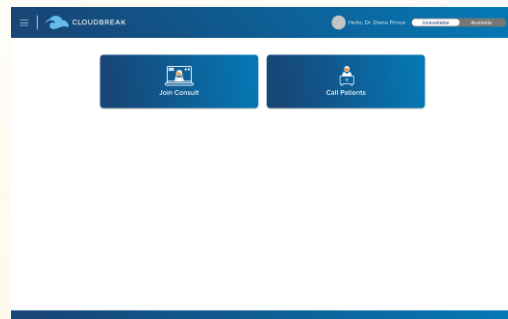
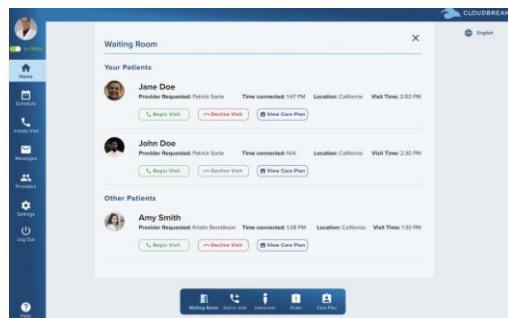
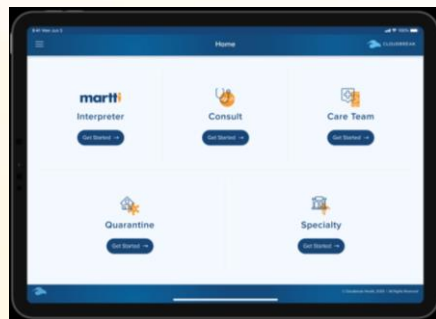
Robust call routing capabilities providing ability to pull together precision care teams across a hospital, health system or nation globally







## Product Screenshots





# ...an Innovative and Scalable Primary Care Telehealth Solution in International Markets...



## Redefining the Digital Health Encounter



## The helloLyf & Litmus Suite of Solutions

Digitally driven primary & specialty care encounter combining the best of technology with in-person healthcare

Focused on emerging markets leapfrogging traditional care models to create digital first healthcare systems

Includes full suite of technology solutions including clinical decision support tools, EMR documentation, point of care testing, remote examination & diagnostics, and an automated medicine dispenser with core formulary

## By The Numbers (in 2020)

10+

Nations

12

Hospitals

241

Digital Clinics

346,750

Avg. Annual Online Consultations

+9mm

Projected Annual Encounters in Madhya Pradesh Province of India





# ...Integrating Digital Pharmacy with Licenses in All 50 States...

**MEDQUEST**  
PHARMACY

## Digital Pharmacy At a Glance

A full-service manufacturing & compounding pharmacy

Full pharmacist support throughout patient care journey Robust

medical education platform

Operates a 40,000 square foot facility with the ability to expand another 40,000 square feet at the same location

eMedplus system certified by the DEA as EPCS Certified Directly

integrated with



Testing services with



and



Quest Diagnostics™

## By The Numbers (in 2020)

**13,000**

Number of Prescribers

**50**

State Licenses

**>95%**

Orders Shipped within 24 Hours



## Product Lines

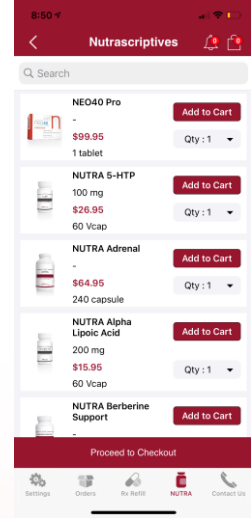
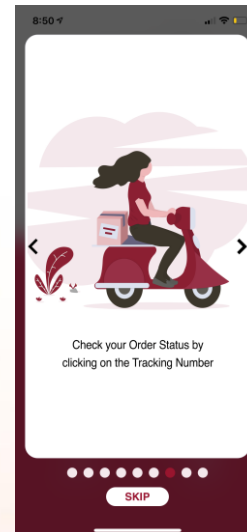
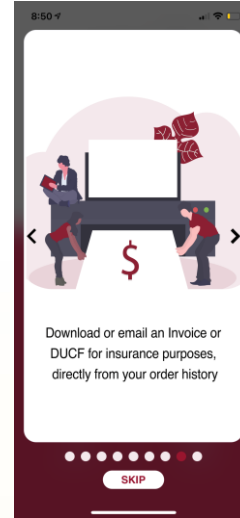
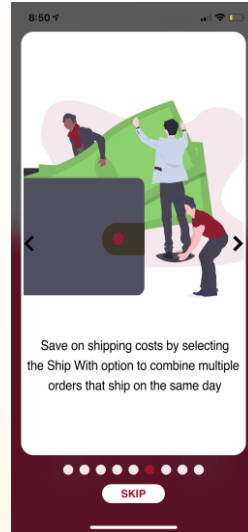
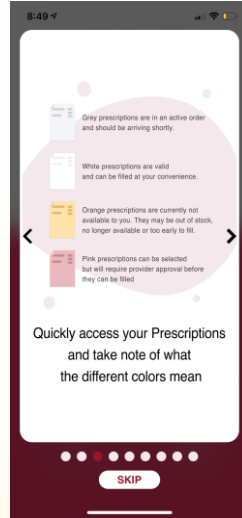
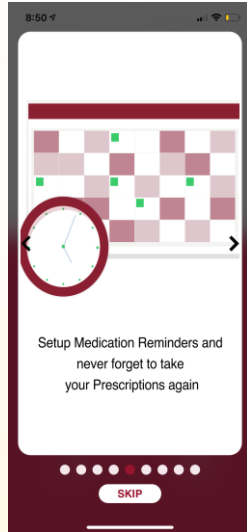
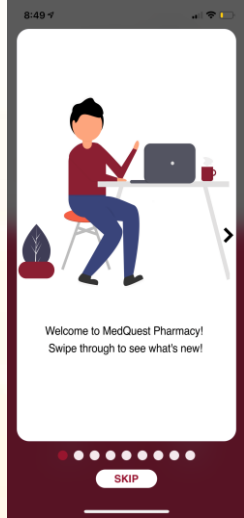
- Manufacturing & Compounding RX's
- Contract Manufacturing
- Cosmeceuticals
- Lab Services
- Nutritional Supplements
- Testing





## Product Screenshots

*MEDQUEST*  
PHARMACY





# Product Screenshots

**MEDQUEST**  
PHARMACY

**MEDQUEST**  
PHARMACY

## HORMONE MARKETING & EDUCATION KIT

DESIGNED FOR BHRT PROVIDERS

### 20 Healthy Aging Brochures:

An easy-to-understand and comprehensive reference about the aging process and hormone replacement therapy (HRT). Find helpful information about the most commonly prescribed hormones, discover answers to frequently asked questions and learn the basic science behind the use of HRT to achieve healthy aging.



### 20 MedQuest Pharmacy Contact Cards:

All of the important information you and your patients need for ordering customized HRT preparations. Easily locate our phone number, website, hours of operation and shipping details on these handy MedQuest Pharmacy contact cards.



### Nutrascriptives Supplements at Wholesale Pricing:

Enjoy special introductory pricing on a one-time order of any bottle(s) of our critical grade supplements at wholesale savings. No minimum order required for this offer.



### Hormone Education Video Presentation for Office Use:

A continuous video animated and full of valuable and captivating educational HRT content to display in your office or share with patients. Delivered as a PowerPoint presentation. Final slide can be edited with providers information.



### 1 Free Copy of How to Achieve Healthy Aging, by Neal Rouzier:

Get even more information and fascinating insights about Hormones and HRT from Dr. Rouzier in his popular book, How to Achieve Healthy Aging.



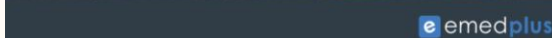
To claim offer watch for a one-time email immediately following this conference or visit the online exhibitors portal on [www.worldlinkmedical.com](http://www.worldlinkmedical.com). Offer valid only to Worldlink Part I attendees.

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PHARMACY

669 West 900 North, North Salt Lake, UT 84054  
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medications



eemedplus

eemedplus

Specifically designed for e-prescribing  
compounded medications



**Fast**  
Get trained, completely EPCS certified and start prescribing in 1 day or less. Complete prescription renewals in 60 seconds or less.



**Easy**  
Instant access to up-to-date formulary & real-time product pricing. E-prescribing for controlled compounded prescriptions.



**Convenient**  
Cloud-based prescription management. Any device, any time 24/7, anywhere.



**Efficient**  
Streamlined process which eliminates errors for both provider and pharmacy staff. Results in a quicker turnaround time.



**Affordable**  
\$0/year for a compound specific EPCS service.



Visit a MQRX staff at our booth, Connect,  
[info@mqrx.com](mailto:info@mqrx.com) or [www.mqrx.com](http://www.mqrx.com).

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PHARMACY

## Delivery Device Instructions



### Tube with Measuring Stick and Tube Winder

1. Tap the tube upside down a few times to ensure all the cream is near the opening.
2. Attach the measuring stick to the tube.
3. Squeeze the tube to dispense the cream.

**Tip:** The plunger of the measuring stick will extend to show how much of the cream is dispensed. Continue squeezing until the correct dosage shows.

4. Detach the measuring stick from the tube and replace cap.
5. Press the plunger down to dispense the cream from the measuring stick.
6. Apply cream **only** on the area of the skin directed by your prescriber.
7. Clean the measuring stick with warm water after each use.
8. Attach tube winder as needed to completely use all cream in tube.



### Topi-Click™

1. Remove the cap by placing thumb under extended lip on the cap and pushing upward.
2. Tap on hard surface to settle cream before dispensing.
3. Turn the base counterclockwise to dispense 1/4 ml per click.

**Tip: Repeat step 3 as needed if the dosage prescribed by your physician is more than the dosage dispensed in one click.**

**more than the dosage dispensed in one click.**

4. Apply cream by rubbing applicator pad only on the area of skin specified by your prescriber.
5. Replace cap.
6. Store upright.



### Topi-Click® Peril™

1. Remove the cap by placing thumb under extended lip on the cap and pushing upward. The cap will remain attached to the device.
2. Tap on hard surface to settle cream before dispensing.
3. Snap the applicator device on to the extended port in the center of the shell.
4. Turn the base counterclockwise to dispense 1/4 ml per click.

**Tip: Repeat step 3 as needed if the dosage prescribed by your physician is more than the dosage dispensed in one click.**

**Lean the applicator on an angle to remove from the extended port in the center of the shell.**

**Tip: If there is a small amount of cream remaining on top of the device, this is part of the dose.**

6. Apply cream only on the area of the skin directed by your prescriber.
7. Replace cap and reuse applicator device.
8. Store upright.

### How Much Cream Should You Use?

1/2 gm or ml    1/4 gm or ml



Please refer to this image according to the dosage your prescriber has indicated on your medication. If you have any questions, you can contact our customer service representatives at 888-222-2956.

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## ...and Tech Enabled Behavioral Health...



### A Comprehensive Mental Health Offering



**Evidence based medical and clinical care**



**Holistic treatment & comprehensive suite of services**



**Strong veteran & first responder relationships**



**Specialized programming for individualized patient needs**

### By The Numbers (in 2020)

**29**

Psych MDs

**170**

Midlevel & Allied Health Professionals

### Services

Mental Health, rehabilitation & substance use disorder services across the full continuum of care

- Residential, partial hospitalization, intensive outpatient & outpatient

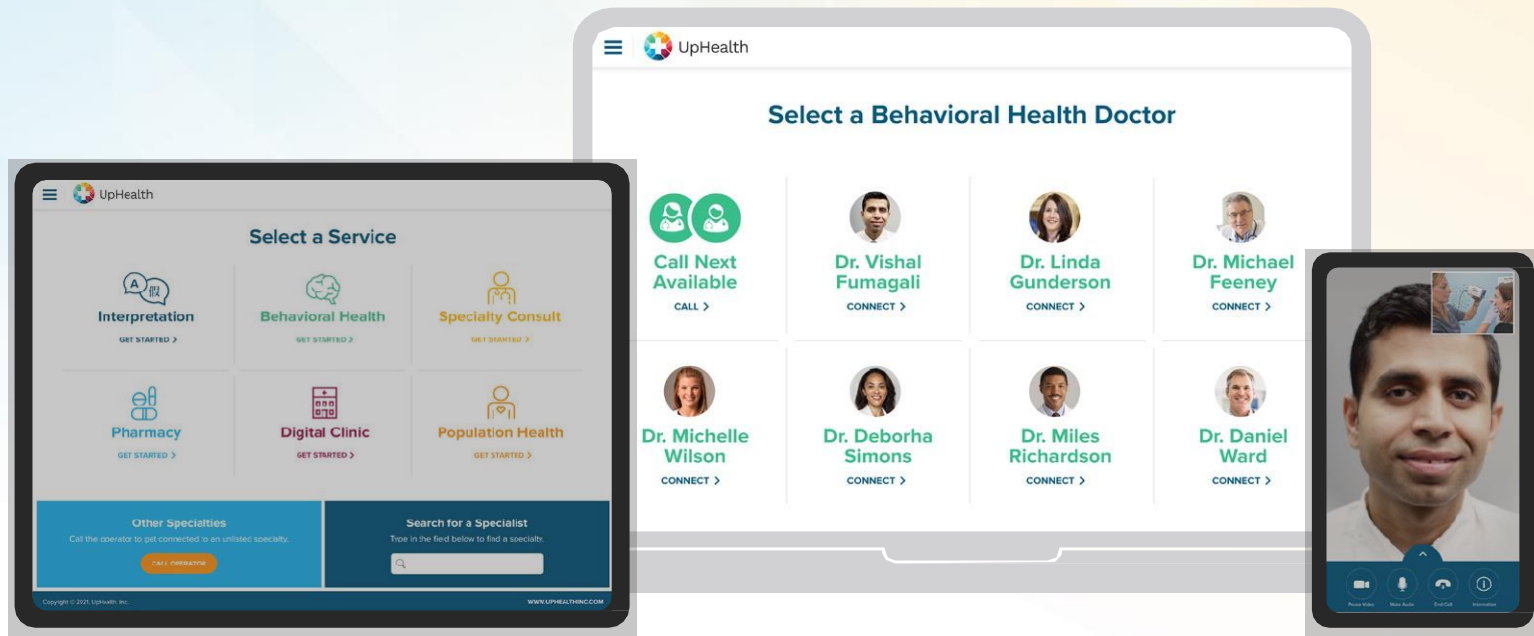
Acute and chronic / specialized behavioral health services from low to high acuity

Dramatically expanded use of telehealth for medical and clinical services, leveraging the UpHealth platform to increase volumes across its service lines

Integrating telehealth and Medication Assisted Treatment (MAT) in intensive outpatient and outpatient services offerings



# ...to Deliver a Unified, Interoperable Digital Health Platform of Market Leading Solutions Activated with the Simple Push of a Button





# Financial Profile



# UpHealth is a Unique Group of Assets...

Strategically Selected Digital Health Capabilities Addressing a Global Market Need. A Unified Platform Streamlining the Delivery of Effective, Affordable Care.

## NEAR-TERM PROJECTIONS

**78%**

2021E Domestic Revenue

**68%**

2020-2022 Revenue CAGR

**71%**

2021E Growth Is Contracted

**\$16- \$20M**

2021E EBITDA

### 1. Diversified Revenue Base and Unique Positioning in the Market

Profitable with pro forma \$117M revenue and \$8M EBITDA in 2020 growing to between \$180-190M and \$16-\$20M, respectively, in 2021

– 91% USA / 9% ROW revenue in 2020

**2. Significant Growth at Scale within Established US & International Footprint** Expanding profitability enables reinvestment into the platform's growth engines, driving expansion across domestic and international markets

### 3. Substantial Visibility into Accelerating Growth

Signed contracts provide visibility into near-term revenue forecast

**4. Expanding Gross Margin** over time as fastest growing segments of UpHealth are higher margin, improving profitability mix relative to current status quo

**5. Significant Inherent Operating Leverage Post 2021** as investments made create scale in '22 and beyond while synergies offer upside to projections



# ...with a Combination of Predictable Growth & Profitability...

Year-over-Year  
Revenue Growth %

58%

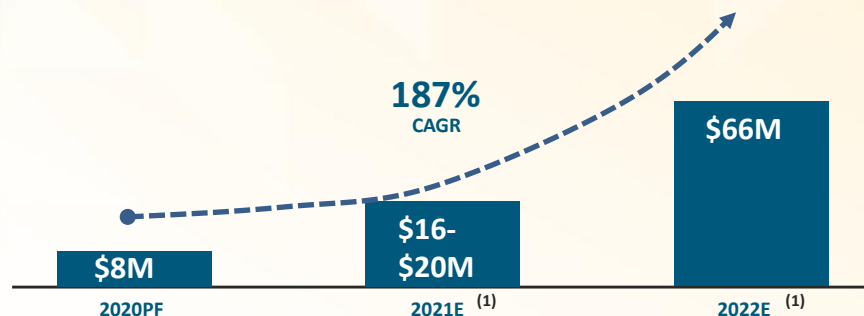
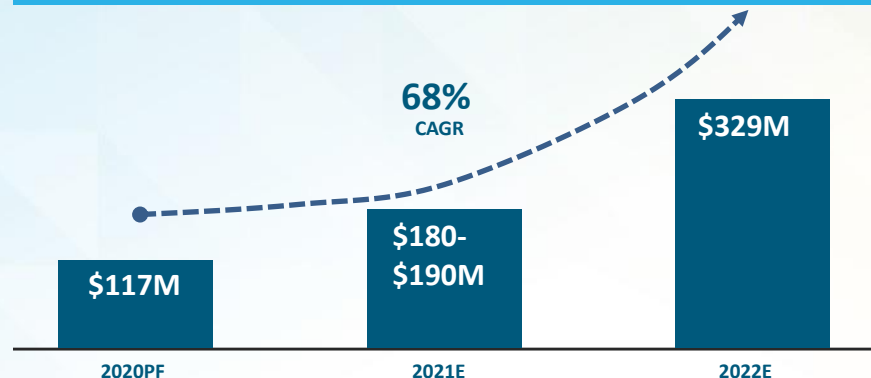
78%

Adj. EBITDA  
Margin %

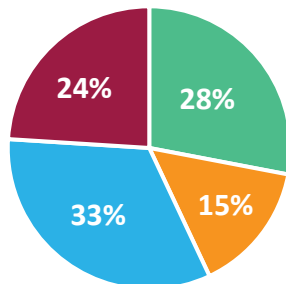
7%

10%

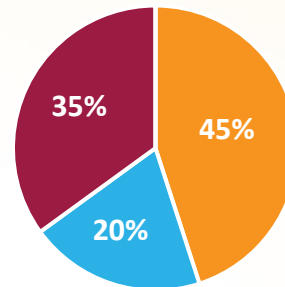
20%



2020PF  
Revenue By  
Business Line



2020PF  
EBITDA By  
Business Line



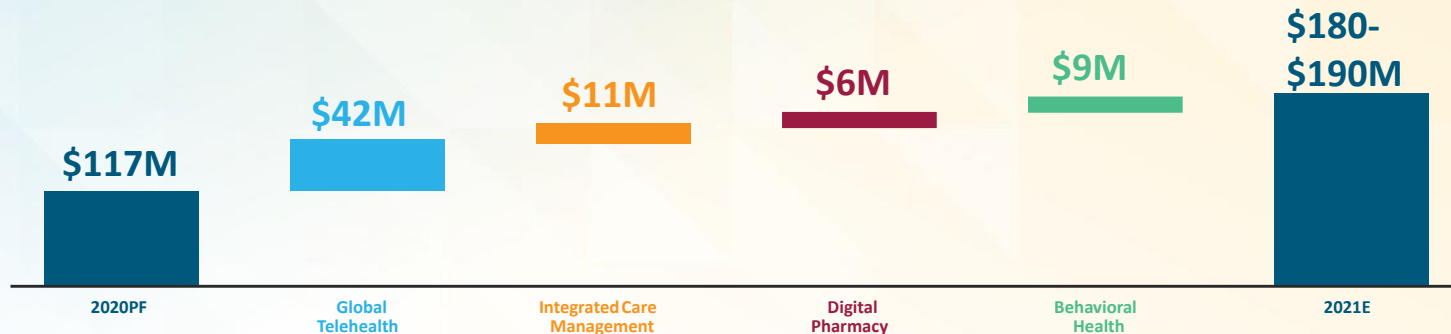
**Notes:** The UpHealth financial information presented is unaudited, includes non-GAAP financial measures and reflects the pro-forma combination of the individual business entities. (PF) Proforma combined amounts. Based on results of individual companies for 2020. All component entities not owned at December 31, 2020.

(1) Subject to adjustments for public company costs.

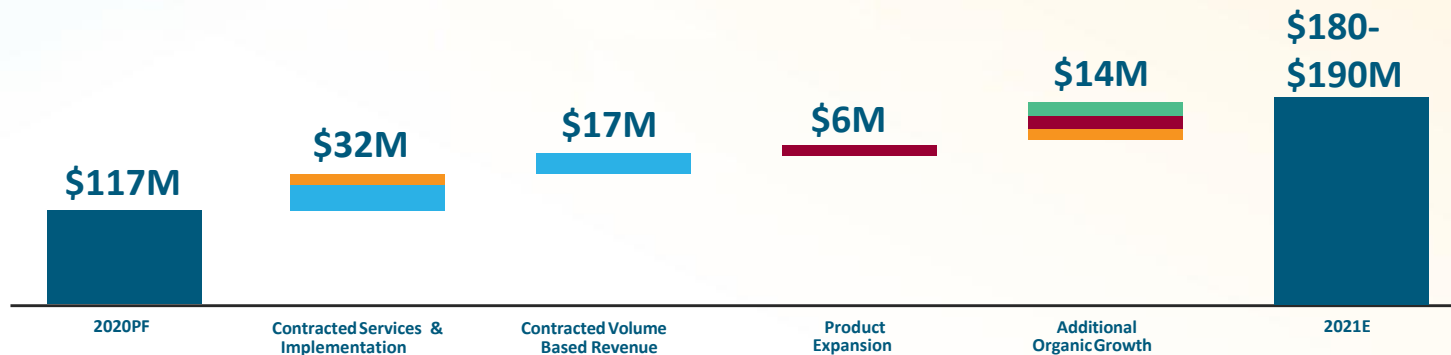


# ...with Diversified Growth Engines...

## By Business Unit



## By Growth Category



 Integrated Care Management

 Global Telehealth

 Digital Pharmacy

 Behavioral Health

**Notes:** The UpHealth financial information presented is unaudited, includes non-GAAP financial measures and reflects the pro-forma combination of the individual business entities.

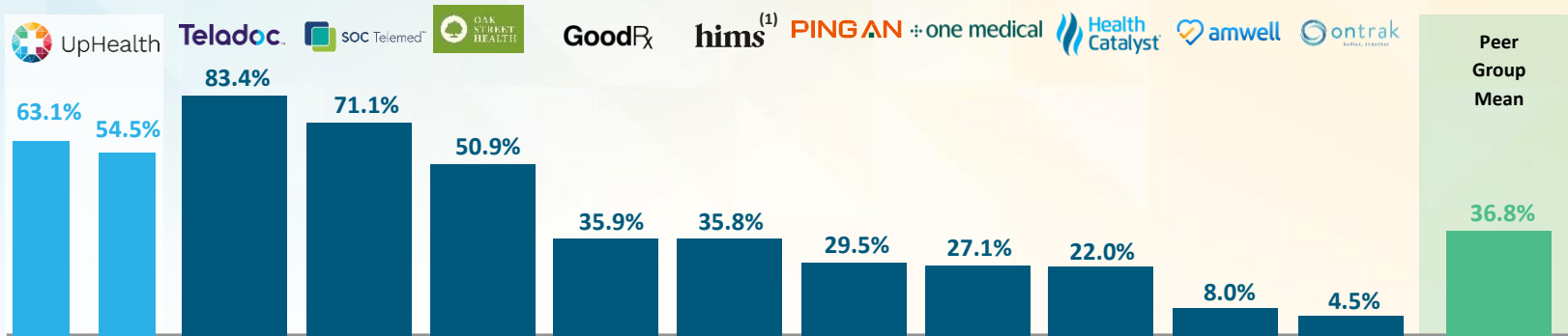


The background is a complex, abstract composition of various geometric shapes, primarily triangles and polygons, in shades of blue, teal, and green. Overlaid on these shapes are faint, semi-transparent images of data visualizations, including a bar chart with several vertical bars of varying heights and a line graph with multiple intersecting lines. The overall effect is a sense of depth and digital complexity.

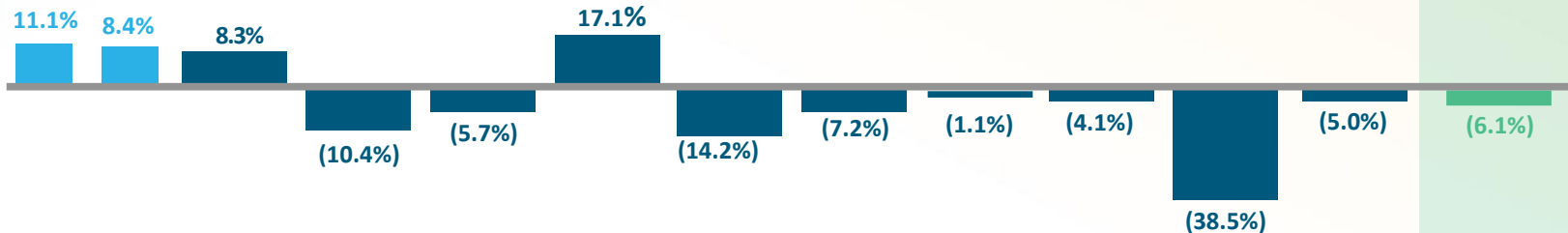
# Valuation

# UpHealth Compares Favorably to Public Peers on Growth and Margins...

## 2021E Revenue Growth<sup>(2)</sup>



## 2021E EBITDA Margin<sup>(2)</sup>



**Notes:** Sources: Company filings, Bloomberg estimates as of market close on May 14, 2021

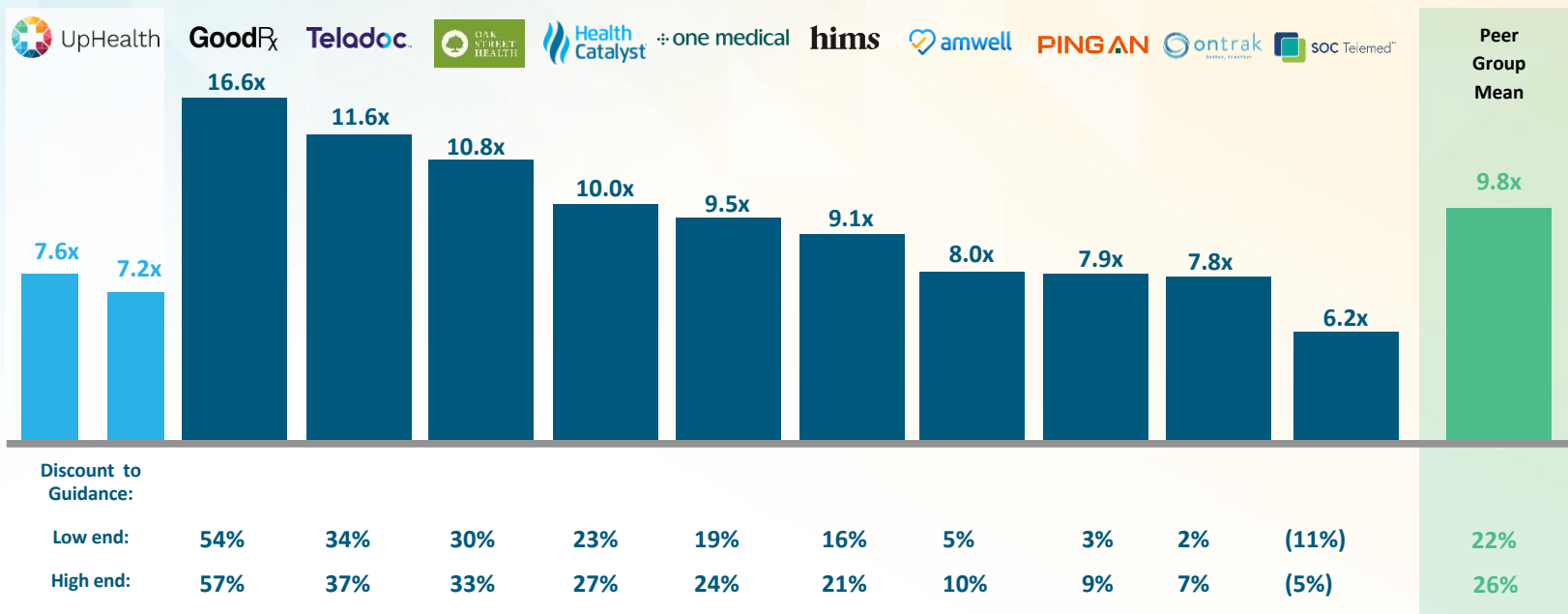
(1) Forecasts based on company estimates in S-4 filings

(2) The UpHealth financial information presented is unaudited, includes non-GAAP financials measures and reflects the pro-forma combination of the individual business entities.



# ...is Being Priced at a Discount Initially...

2021E  
Revenue  
Multiple<sup>(1)</sup>



Notes: Sources: Company filings, Bloomberg estimates and values as of market close on May 14, 2021

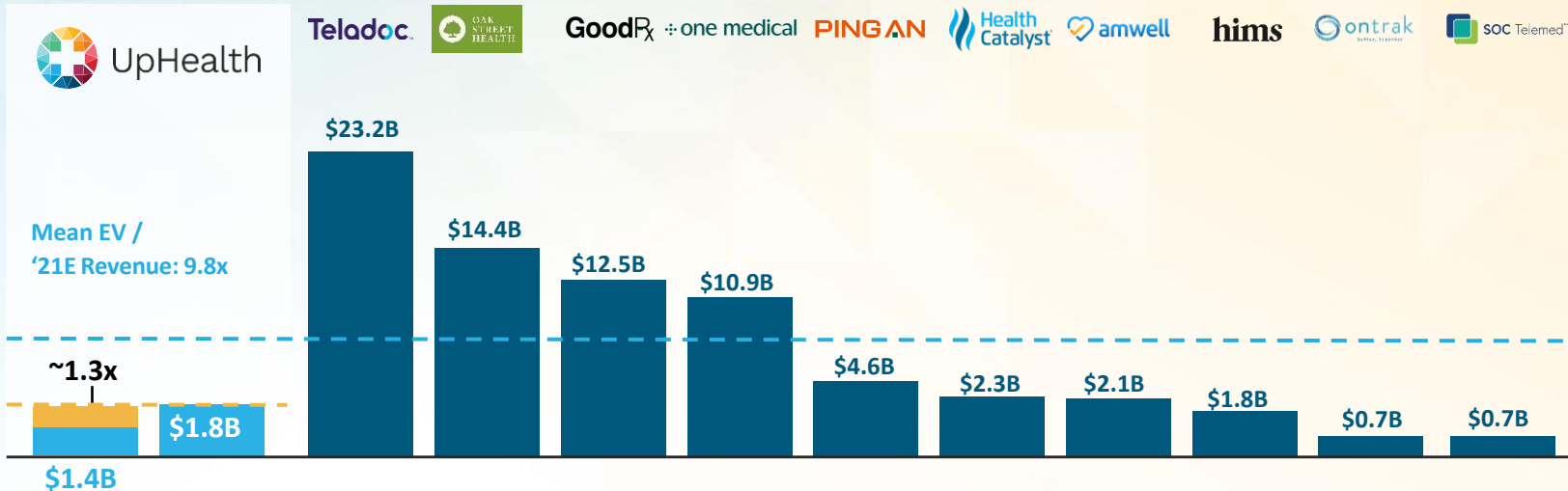
(1) The UpHealth financial information presented is unaudited, includes non-GAAP financials measures and reflects the pro-forma combination of the individual business entities.



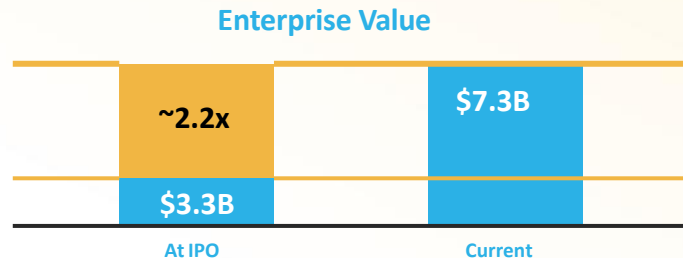
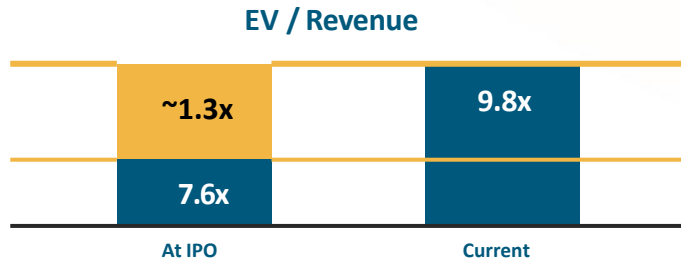


# ...With Enormous Potential to Trade Up in the Near Term

## Enterprise Value



## Peer Group Mean Valuations: Now vs. IPO<sup>(1)</sup>



**Notes:** Sources: Company filings, Bloomberg and FactSet estimates and values as of market close on May 14, 2021

(1) EV / Revenue calculated using forward looking revenue (fiscal year ended after IPO and '21E Revenues)



A photograph of a modern hospital hallway. In the center, a woman in a white lab coat and a man in blue scrubs are looking at a document together. To their right, another woman in blue scrubs is walking. On the far right, an older man in a white lab coat and tie is walking. On the left, a man in a dark suit is walking away from the camera. The hallway has large windows and a polished floor. The image is overlaid with a blue and yellow geometric pattern.

# The Transaction

# UpHealth is a Leading Digital Health Company with a Strong Balance Sheet, Positioned for Significant & Stable Growth

## Estimated Transaction Sources & Uses (\$ in millions)

### SOURCES<sup>(1)</sup>

GigCapital2 Cash in Trust	\$149.6
PIPE Investment Proceeds	\$30.0
Convertible Note	\$255.0
Seller Rollover Equity	\$1,100.0
<b>Total Sources</b>	<b>\$1,534.6</b>

### USES

Cash Consideration to UpHealth Shareholders	\$86.2
Repayment of Debt	\$67.6
Cash to Pro Forma Balance Sheet	\$237.8
Seller Rollover Equity	\$1,100.0
Assumed Transaction Expenses	\$43.0
<b>Total Uses</b>	<b>\$1,534.6</b>

**Notes:** Projections use UpHealth estimates; assumes no redemptions; assumes \$10 per share at closing

(1) The amounts from the various sources of cash may change based on the amount of SPAC public stockholder redemptions prior to Closing.

(2) Net debt is calculated as the difference between estimated cash at the time of closing of \$237.8M and the Convertible Notes balance of \$255M

(3) 5-year unsecured \$255M Convertible Notes bearing a coupon rate of 6.25% and conversion price of \$11.50. GigCapital2 may force conversion of the Notes after 1 year if the last reported sale price of the Common Stock exceeds 130% of the conversion price for at least 20 trading days during the period of 30 consecutive trading days ending on, and including, the last trading day of the immediately preceding calendar quarter, and the 30-day average daily trading volume of the Common Stock ending on, and including, the last trading day of the applicable exercise period is greater than or equal to \$2,000,000.

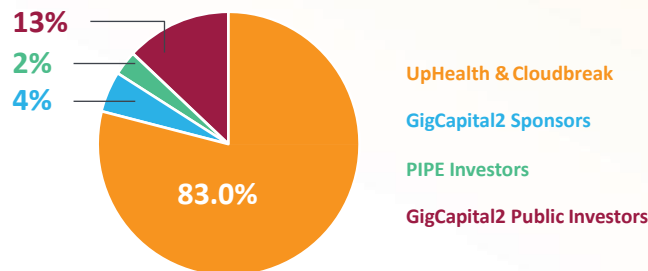
(4) Assumes the mid-point of UpHealth's guidance

## Pro Forma Enterprise Valuation at Close (\$ in millions)

### PF TRANSACTION

<b>Total Equity Value</b>	<b>\$1,356.2</b>
(+) Assumed Pro Forma Net Debt <sup>(2)</sup>	\$17.2
<b>Pro Forma Enterprise Value</b>	<b>\$1,373.4</b>
2021E Revenue <sup>(4)</sup>	\$185.0
2021E EBITDA <sup>(4)</sup>	\$18.0
<b>Pro Forma 2021E EV / Revenue</b>	<b>7.4x</b>
<b>Pro Forma 2021E EV / EBITDA</b>	<b>76.3x</b>

## Illustrative Post-Transaction Ownership Breakdown





UpHealth Is Combining to  
Form One of the Only  
**Profitable, Global, Digital Health**  
Companies Serving the  
Enterprise Healthcare Marketplace

# Thank You

**VISIT OUR WEBSITES:**

**GigCapital2**

[www.gigcapital2.com](http://www.gigcapital2.com)

**UpHealth, Inc.**

[www.uphealthinc.com](http://www.uphealthinc.com)

**FOR GIGCAPITAL2 INFORMATION, CONTACT:**

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**FOR UPHEALTH & CLOUDBREAK INFORMATION, CONTACT:**

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**Media: Phil Denning**

[phil.denning@icrinc.com](mailto:phil.denning@icrinc.com)

