VERTEX®

NASDAQ: VERX

The Decision to Defense Global Indirect Tax and Compliance Company.

August-September 2026

Safe Harbor

Forward Looking Statements

Any statements made in this presentation that are not statements of historical fact, including statements about our beliefs and expectations, are forward-looking statements and should be evaluated as such. Forward-looking statements include information concerning possible or assumed future results of operations, including descriptions of our business plan and strategies. Forward-looking statements are based on Vertex management's beliefs, as well as assumptions made by, and information currently available to, them. Because such statements are based on expectations as to future financial and operating results and are not statements of fact, actual results may differ materially from those projected. Factors which may cause actual results to differ materially from current expectations include, but are not limited to: our ability to attract new customers on a cost-effective basis and the extent to which existing customers renew and upgrade their subscriptions; our ability to sustain and expand revenues, maintain profitability, and to effectively manage our anticipated growth; our ability to maintain and expand our strategic relationships with third parties; and the other factors described under the heading "Risk Factors" in the Company's Annual Report on Form 10-K for the year ended December 31, 2024 as filed with the Securities Exchange Commission ("SEC") and the Company's subsequent filings with the SEC. Copies of each filing may be obtained from the Company or the SEC. All forward-looking statements reflect our beliefs and assumptions only as of the date of this presentation. We undertake no obligation to update forward-looking statements to reflect future events or circumstances.

Definitions of Certain Key Business Metrics

Annual Recurring Revenue ("ARR") – We derive the vast majority of our revenues from recurring software subscriptions. We believe ARR provides us with visibility to our projected software subscription revenues in order to evaluate the health of our business. Because we recognize subscription revenues ratably, we believe investors can use ARR to measure our expansion of existing customer revenues, new customer activity, and as an indicator of future software subscription revenues. ARR is based on monthly recurring revenues ("MRR") from software subscriptions for the most recent month at period end, multiplied by twelve. MRR is calculated by dividing the software subscription price, inclusive of discounts, by the number of subscription covered months. MRR only includes customers with MRR at the end of the last month of the measurement period.

Net Revenue Retention Rate ("NRR") – We believe that our NRR provides insight into our ability to retain and grow revenues from our customers, as well as their potential long-term value to us. We also believe it demonstrates to investors our ability to expand existing customer revenues, which is one of our key growth strategies. Our NRR refers to the ARR expansion during the 12 months of a reporting period for all customers who were part of our customer base at the beginning of the reporting period. Our NRR calculation takes into account any revenues lost from departing customers or customers who have downgraded or reduced usage, as well as any revenue expansion from migrations, new licenses for additional products or contractual and usage-based price changes.

Use and Reconciliation of Non-GAAP Financial Measures

In addition to our results determined in accordance with accounting principles generally accepted in the U.S. ("GAAP"), we have calculated non-GAAP cost of revenues, non-GAAP gross profit, non-GAAP gross margin, non-GAAP research and development expense, non-GAAP selling and marketing expense, non-GAAP general and administrative expense, non-GAAP operating income, non-GAAP net income, non-GAAP diluted EPS, Adjusted EBITDA, Adjusted EBITDA margin, free cash flow and free cash flow margin, which are each non-GAAP financial measures. We have provided tabular reconciliations of each of these non-GAAP financial measures used in this presentation to its most directly comparable GAAP financial measure.

Management uses these non-GAAP financial measures to understand and compare operating results across accounting periods, for internal budgeting and forecasting purposes, and to evaluate financial performance and liquidity. Our non-GAAP financial measures are presented as supplemental disclosure as we believe they provide useful information to investors and others in understanding and evaluating our results, prospects, and liquidity period-over-period without the impact of certain items that do not directly correlate to our operating performance and that may vary significantly from period to period for reasons unrelated to our operating performance, as well as comparing our financial results to those of other companies. Our definitions of these non-GAAP financial measures may differ from similarly titled measures presented by other companies and therefore comparability may be limited. In addition, other companies may not publish these or similar metrics. Thus, our non-GAAP financial measures should be considered in addition to, not as a substitute for, or in isolation from, the financial information prepared in accordance with GAAP financial measures, and should be read in conjunction with the consolidated financial statements included in our Annual Report on Form 10-K for the year ended December 31, 2025 and in our other reports periodically filed with the SEC.

Market & Industry Data

Market data and industry information used throughout this presentation are based on management's knowledge of the industry and the good faith estimates of management. The Company also relied, to the extent available, upon management's review of independent industry surveys and publications and other publicly available information prepared by a number of third-party sources. All of the market data and industry information used in this presentation involves a number of assumptions and limitations, and you are cautioned not to give undue weight to such assumptions and resulting estimates. Although the Company believes that these sources are reliable, the Company cannot guarantee the accuracy or completeness of this information, and the Company has not independently verified this information. While the Company believes the estimated market position, market opportunity and market size information included in this presentation are generally reliable, such information, which is derived in part from management's estimates and beliefs, is inherently uncertain and imprecise. No representations or warranties are made by the Company, any of its affiliates or underwriters as to the accuracy of any such statements or projections. Projections, assumptions and estimates of the Company's future performance and the future performance of the industry in which the Company operates are necessarily subject to a high degree of uncertainty and risk due to a variety of factors, including those described above. These and other factors could cause results to differ materially from those expressed in the Company's estimates and beliefs and in the estimates prepared by independent parties.

Intelligent Compliance Solutions for Global Commerce

The leading enterprise platform for automating and governing transaction-based compliance obligations — intelligently

- ✓ The only end-to-end intelligent compliance platform built for global enterprise complexity
- ✓ 45+ years of institutional tax knowledge — encoded, continuously updated, and AI-amplified
- ✓ Mission-critical infrastructure embedded in the core financial workflows of the world's most complex enterprises
- ✓ Proven, durable growth at scale — through recessions, technology shifts, and regulatory change
- ✓ Expanding ecosystem of ERP, e-commerce, and marketplace integrations that extend our reach and deepen our moat
- ✓ AI transforming both our product and our operations — expanding competitive advantage on both dimensions

$748M
Total Revenue (FY2025)

$703.4M
ARR (Q2 2026)

95%
Gross Retention Rate

>60%
of the Fortune 500

85%
Subscription Revenue

20 Yrs
Avg. Tenure — Top 50 Customers by ARR

Mission Critical Partner to Highly Attractive Customer Base

Best-in-class intelligent compliance solutions to highly complex needs drive embedded customer relationships

9
of the Top 10
Business Services

7
of the Top 10
Communications & Transport

8
of the Top 10
Financial Services

8
of the Top 10
Manufacturing

5
of the Top 10
AI Industry Leaders (4)

6
of the Top 10
Retail

6
of the Top 10
Wholesale Trade

4,895 (1) Direct Customers

>60% (2) Of the Fortune 500

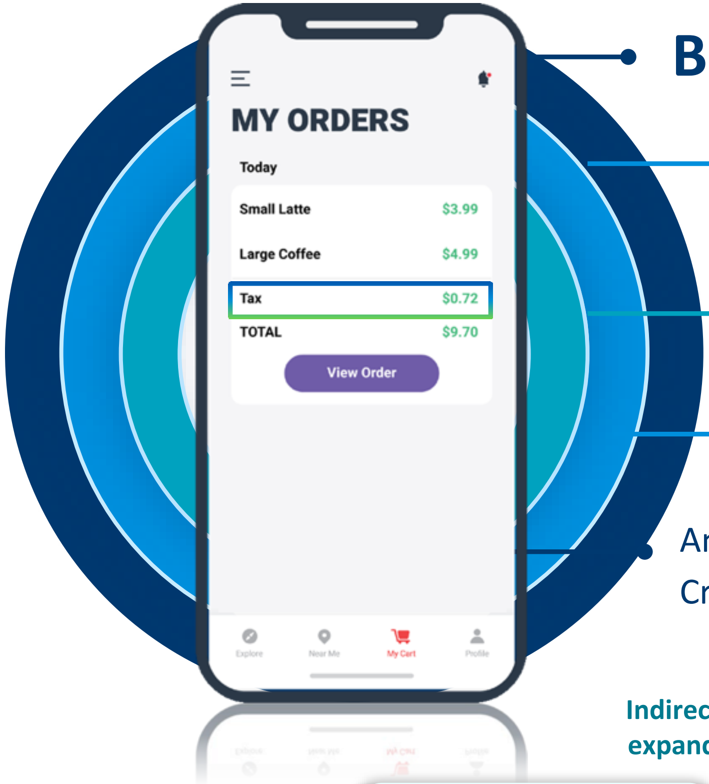
95% (3) GRR (Q1 2026)

Top 50 Customers by ARR Have Average Tenure of 20 Years

(1) Vertex direct customers are based on the Vertex active customer list as of March 31, 2026
(2) Top companies within the Fortune 500 by industry are based on annual revenue as of December 31, 2024
(3) Based on information as of March 31, 2026
(4) Based on CIO Magazine Most Powerful AI Companies ranking, March 2026

The Problem is Getting Harder

The Scale of Global Transaction Compliance



BILLIONS of transactions – Processed in real time, every day

THOUSANDS of taxing jurisdictions –
Each with its own rates, rules, and filing requirements

THOUSANDS of products and services –
Classified at the lowest level of granularity

In **REAL-TIME** – spanning **OMNICHANNEL** platforms

And **ACROSS THE GLOBAL SUPPLY CHAIN**
Cross-border, multi-entity, multi-jurisdiction

Indirect tax compliance is not standing still. Governments worldwide are actively expanding the scope, frequency, and real-time nature of compliance obligations:

70+
Countries with e-invoicing mandates implemented or announced — spanning Europe, Latin America, Asia, and the Middle East

EU ViDA
Value in the Digital Age—Digital Reporting Requirements across all27 EU member states, phasing in 2028–2035.Estimated EU VAT gap:€61B+ annually

CTC Live Now
Continuous Transaction Controls already operational in Brazil, Italy, Mexico, India, and Saudi Arabia — with Germany, France, and Poland following by2027

Real-Time Shift
Tax authorities moving from periodic self-assessment to transaction-level validation — requiring compliance to be proven at the moment of invoice, not at filing time

$5.5T Global Indirect Tax Revenue[1]

3X Greater Than

Corporate Income Tax Revenue

The largest single category of transaction-based compliance obligations — and the one where Vertex has the deepest expertise.

$7B e-invoicing TAM

Mandates accelerating through 2035

VERTEX®

Complexity Is Accelerating — Across Three Dimensions Simultaneously

The market Vertex serves benefits from a constant and compounding state of change

Business Complexity

The enterprise itself keeps growing in scope

- Globalization
- M&A and new legal entities
- Product and service expansion
- Omnichannel commerce
- Marketplace models
- Supply chain evolution

As businesses grow, their transaction footprint grows —and so does their compliance exposure.

Regulatory Change

Governments are modernizing enforcement — fast

- E-invoicing mandates expanding globally
- Germany B2B: January 2027
- EU ViDA: 2028–2035
- Real-time reporting requirements
- Continuous Transaction Controls
- Digital services taxation
- Intensifying audit activity

Regulation is no longer periodic. Governments want compliance proven in real time, at the transaction level.

Digital Transformation

Technology changes how commerce happens — and where obligations arise

- Cloud and SaaS adoption
- ERP modernization cycles
- New payment platforms
- IoT and connected commerce
- AI-driven business models

Every technology shift creates new compliance questions — and new demand for Vertex.

These forces are compounding and accelerating.

The Vertex Platform

End-to-End Intelligent Compliance — One Platform

Capabilities on the Vertex Intelligent Compliance Platform

Business ERP | e-Commerce | Marketplaces | Procurement | Point of Sale

Integration

Access | Read | Configure

Determination
- Determine
- Calculate

Compliance
- Report
- E-invoice
- Pay
- File

Audit & Planning
- Retain
- Defend
- Plan

AI

Integrated Data Platform
powered by Proprietary Tax Content

Tax Authorities CTC/E-invoicing | Real-Time Reporting & Remittance | Notices & Audit

Proprietary Tax Content: The Foundation of Every Solution

45 years of institutional knowledge — encoded, AI-amplified, and continuously updated across every pillar of the platform

1 Billion+
Tax Rates and Rules Continually Updated

20,000+
Global Jurisdictions

AI-Amplified
Human expertise strengthened by AI

195
Countries Supported

100s
Tax Experts Worldwide

SSAE 18
Certified Research Process

Industry-Specific Content (examples)
Retail
Manufacturing
Communications Services
Medical/Healthcare
Lodging
Leasing
Construction
Banking
Services

This is not web-scraped content. It is 45 years of proprietary institutional knowledge — the research, interpretation, reconciliation, and jurisdictional precision that makes AI outputs in tax auditable and defensible. It is what powers Vertex AI. And it is what no competitor can replicate from scratch.

Intelligent Determination

Pillar 1

Intelligent Determination: Real-Time Tax Calculation at Enterprise Scale

The most established autonomous compliance system in the industry — and getting smarter

The Problem

A single transaction can touch thousands of variables—all resolved in milliseconds.

In the U.S. alone: **20,000+** unique taxing jurisdictions. Multiply across **195 countries**

Supply chains, omnichannel commerce, digital products, and increasing e-invoicing mandates require determination to be right the first time.

Getting determination wrong is not an accounting problem. It is an audit exposure problem.

The Vertex Answer

Already autonomous at scale
The Vertex tax engine determines the correct tax on billions of transactions without human review —running continuously, under policy-governed rules, trusted by the majority of the Fortune 500.

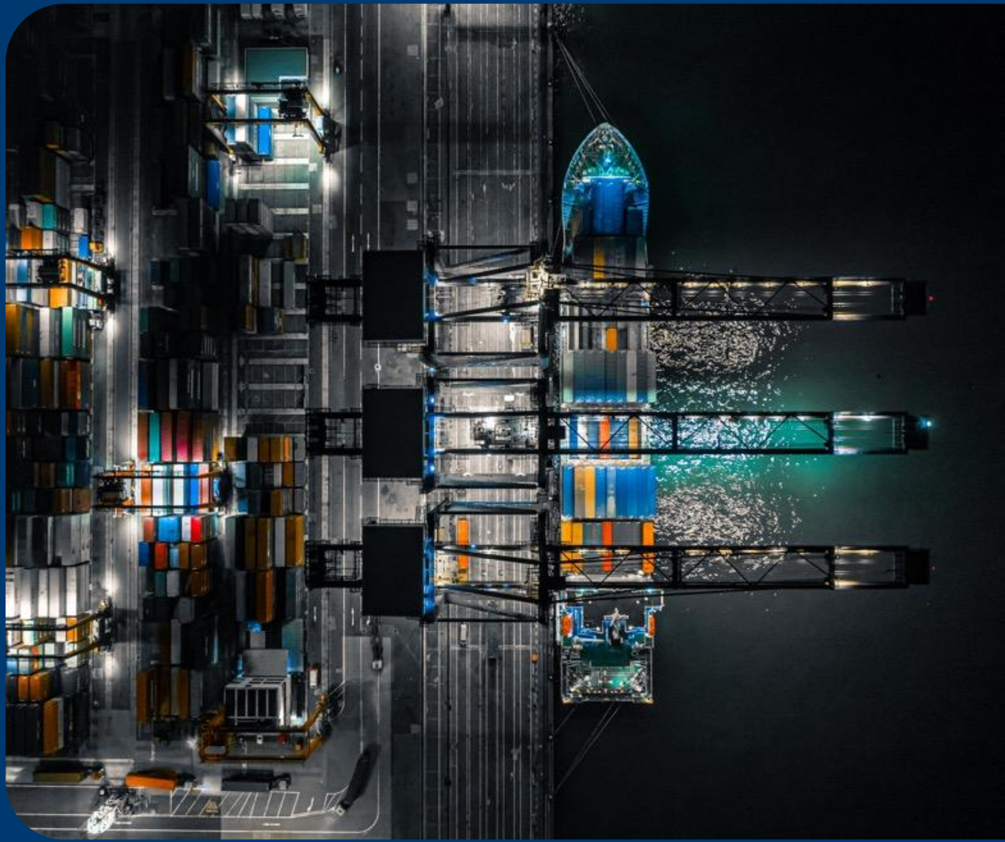
AI-amplified and expanding

- **Proactive content intelligence** — AI monitoring rule changes across jurisdictions and identifying downstream impact before errors propagate
- **Confidence-scored classification** — AI flagging edge cases for human review; expert attention concentrates where it adds most value
- **Configuration monitoring** — continuous detection of business changes requiring determination settings to be updated

The AI proof point for this strategy — Smart Categorization — is live, commercial, and covered in the AI section.

Intelligent Compliance

Pillar 2



Intelligent Compliance: Fulfilling the Obligation Across Every Jurisdiction

Once the tax is determined, it still has to be reported, filed, paid, and proven — everywhere, all the time

What Compliance Covers

Returns & Filing

Automated, signature-ready returns across sales tax, VAT, and GST — with unified reconciliation across every jurisdiction.

Managed Services

Indirect tax return preparation, filing, payment, and notice management — outsourced to Vertex for U.S. and Canada operations.

E-Invoicing

The fastest-growing component of compliance — and the one where regulatory urgency is highest. Governments are no longer waiting for periodic filings. They want compliance proven at the transaction level, in real time.

Why This Is Getting Harder

The compliance operating model is shifting. From periodic filings to **continuous transaction controls** — requiring structured, digitally validated invoices to be cleared by tax authorities before they are legally valid. Once submitted, they cannot be corrected.

The volume and velocity of obligations is growing faster than the teams managing them. Manual processes that worked five years ago are straining today.

This creates both urgency for our customers and a significant opportunity for Vertex.

Integrated by Design — Not Stitched Together

The only platform where tax determination, e-invoicing, and VAT compliance share a single data model

Vertex Intelligent Compliance Platform

Tax Determination	CTC Continuous Transaction Controls	PTC Periodic Transaction Controls
Vertex O Series	Vertex e-Invoicing	Vertex VAT Compliance

One Data Model. One Audit Trail. One Platform.

No reconciliation gap

Determination and e-invoicing share the same underlying tax data. The invoice reflects what the engine calculated. No manual reconciliation between systems.

No mandate blind spots

As new e-invoicing requirements go live, they are added to the same platform that handles determination and periodic compliance — not managed through a separate vendor relationship.

No accountability split

One vendor owns the integration outcome. When authorities question an invoice, the answer lives in one system — not across three vendor support queues.

Intelligent Audit & Planning

Pillar 3

Intelligent Audit & Planning: Staying Defensible in a World of Continuous Enforcement

Closing the loop from transaction to audit resolution

Tax Data Management — Retain

- Unified transaction data from multiple ERPs and financial systems into a single governed data store
- Detailed transaction-level visibility across the full compliance lifecycle
- Anomaly and error detection before they reach an auditor
- Adjustment logging and audit trails for every change
- The data foundation that makes agentic AI operation possible

Certificate Management — Defend

Vertex Certificate Center automates the full lifecycle of exemption certificates — the leading driver of U.S. sales tax audit exposure — at enterprise scale.

- Intelligent collection and validation across tens of thousands of documents
- Proactive renewal tracking before certificates lapse and create liability
- Audit-ready retrieval — any certificate, any transaction, on demand
- AI-assisted review flagging invalid or expired certificates before they propagate errors

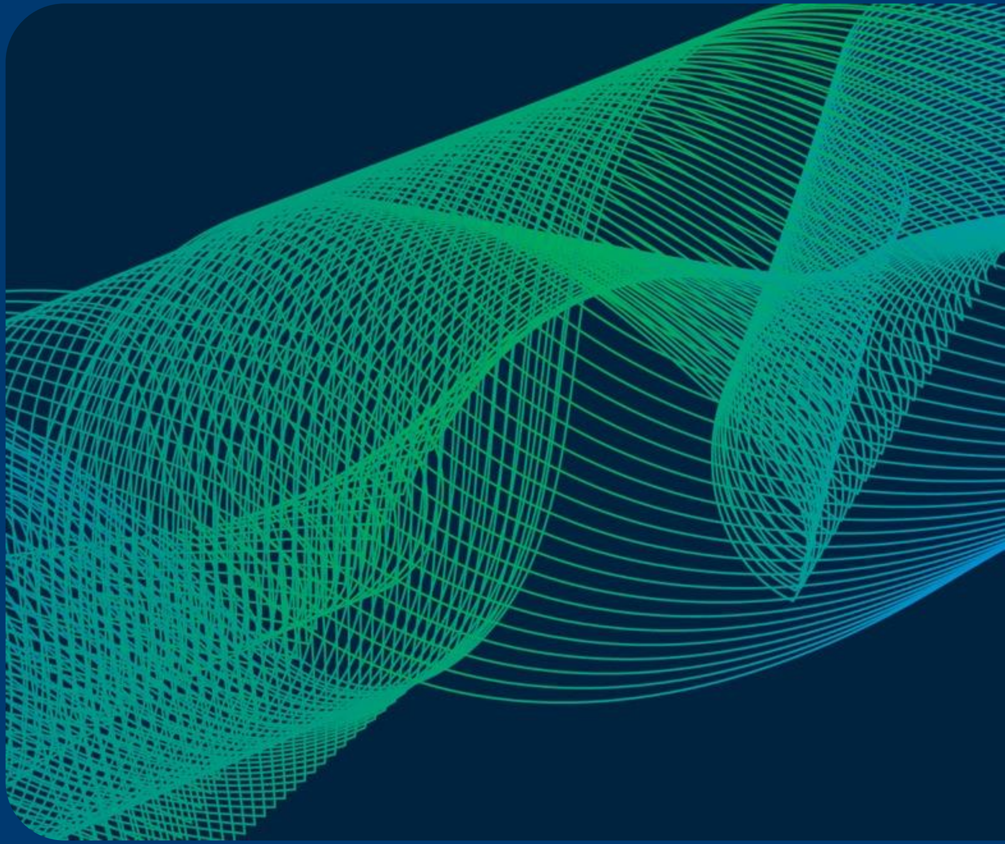
Analytics & Planning — Plan

- Data quality monitoring and anomaly detection across the transaction lifecycle
- Variance analysis against prior periods and filing norms
- Audit risk scoring by jurisdiction and entity
- Compliance posture visibility for CFO and CIO reporting

Because Determination, Compliance, and Audit & Planning share a single data platform, AI can reason across the full lifecycle — not just within individual features. That is what continuous, proactive compliance looks like.

AI: The Horizontal Advantage

The layer that amplifies everything — across all three pillars



AI Product Strategy: Intelligent Compliance Across Every Workflow

Pragmatic, targeted application of AI — connected to each pillar of the platform

DETERMINATION

Co-Pilots & Agents

AI enhancing and automating determination workflows — reducing configuration burden, accelerating setup, and improving accuracy at the core engine level.

- ***MDU Agent*** *— automating managed services determination workflows*
- ***Text to Tax Assist*** *— natural language guidance through tax configuration and rule interpretation*
- ***Vertex AI*** *— AI assistance embedded in determination workflows*

AUDIT & PLANNING

Certificate Management AI

AI automating the full exemption certificate lifecycle — the leading driver of U.S. sales tax audit exposure — at enterprise scale.

Vertex Certificate Center*—AI-powered collection, validation, renewal tracking, and audit-ready packaging of exemption certificates across tens of thousands of documents*

ECOSYSTEM / INTEGRATION LAYER

Smart Categorization

AI connecting business product catalogs to the Vertex tax engine —automating the classification layer that sits between source systems and determination.

Smart Categorization*—LLM-powered product-to-taxability-category mapping, with confidence scoring and Human-in-the-Loop governance. Multiple six-figure enterprise deals since GA 2025.*

Smart Categorization: This Is What Our AI Strategy Looks Like in Practice

Live. Commercial. Scaling. — The proof that enterprise-grade AI compliance is not a roadmap item

The Problem It Solves

*Before an enterprise can use the Vertex tax engine at full effectiveness, every product and service must be mapped to the correct taxability category — across thousands of SKUs and 20,000+ jurisdictions. A large retailer might have **100,000+ SKUs**.*

Historically, this mapping required:

- **Weeks to months** of professional services at implementation
- **Continuous manual reclassification** as catalogs, regulations, and business structures change
- **Silent error risk** — miscategorized products taxed incorrectly on every transaction until an auditor finds them

This is exactly the kind of high-volume, high-stakes, judgment-intensive work that AI is built to transform.

The Vertex Answer

Smart Categorization uses generative AI to automate product-to-taxability-category mapping —the foundational step that makes accurate determination possible at scale.

- **LLM-powered classification —** interprets product descriptions and attributes, assigns the correct tax category automatically
- **Tax Smart AI Models** with Human-in-the-Loop governance — AI handles volume, experts handle edge cases
- **Confidence scoring on every classification—**high-confidence items process automatically; low-confidence flagged for human review
- **Customer data never enters the LLM —** strict data isolation, always

The result: Implementation timelines compress from months toward days. Catalog changes handled continuously. Classification accuracy improves. Audit exposure decreases.

Why AI Makes Vertex's Moat Wider — Not Narrower

Deterministic Core with Auditable Outcomes	Proprietary Knowledge That Cannot Be Scraped	Structural Position in the Transaction Flow	Complexity is an Economic Moat	AI as an Offensive Weapon
Enterprise compliance must be 100% correct, explainable, and repeatable —every single time. A structural constraint, not a timing constraint.	45 years of institutional knowledge — not publicly available content. The data that makes AI outputs defensible.	Vertex sits between customers and tax authorities —at the moment of determination and the moment of compliance proof. Integrations span ERP, e-invoicing, compliance, and audit.	Vertex is optimized for multi-entity, multi-jurisdiction, frequently-audited enterprises. Complexity increases switching costs— and pricing power.	AI expands workflow ownership beyond tax determination —into configuration, exemptions, filing, audit response, and continuous monitoring. AI improves productivity across Vertex's own operations.
AI-native tax startups can be plausible. Ours must be auditable.	*A competitor can stand up an AI model. They cannot replicate the knowledge base it reasons from.*	*Switching costs include the risk of audit exposure during transition.*	*The enterprises that need us most are the ones hardest to displace.*	*AI increases stickiness, pricing power, and margin —simultaneously.*

Vertex is the System of Record for Enterprise Transaction Compliance — and AI expands that position across every pillar, every workflow, and every customer relationship.

AI Transforming How Vertex Operates — Not Just What We Deliver

Internal efficiency gains fund growth investment and expand our margin profile

Managed Services	Sales	Tax Research	Customer Success & Support	Engineering
MARGIN EXPANSION	PRODUCTIVITY	SPEED & COVERAGE	PROACTIVE CARE	DELIVERY VELOCITY
AI reducing manual effort in tax return preparation, filing, and notice management — enabling scale without proportional head count growth.	Precision targeting and seller effectiveness through AI-powered opportunity health scoring, account insights, and real-time coaching.	Accelerating regulatory analysis and expanding jurisdictional coverage —encoding rule changes faster than manual processes allow.	AI routing, virtual assistants, telemetry, and an expanding knowledge base— shifting from reactive ticket resolution to proactive, predictive customer care.	AI-assisted development workflows streamlining design, testing, and deployment— increasing delivery quality and accelerating time to market.

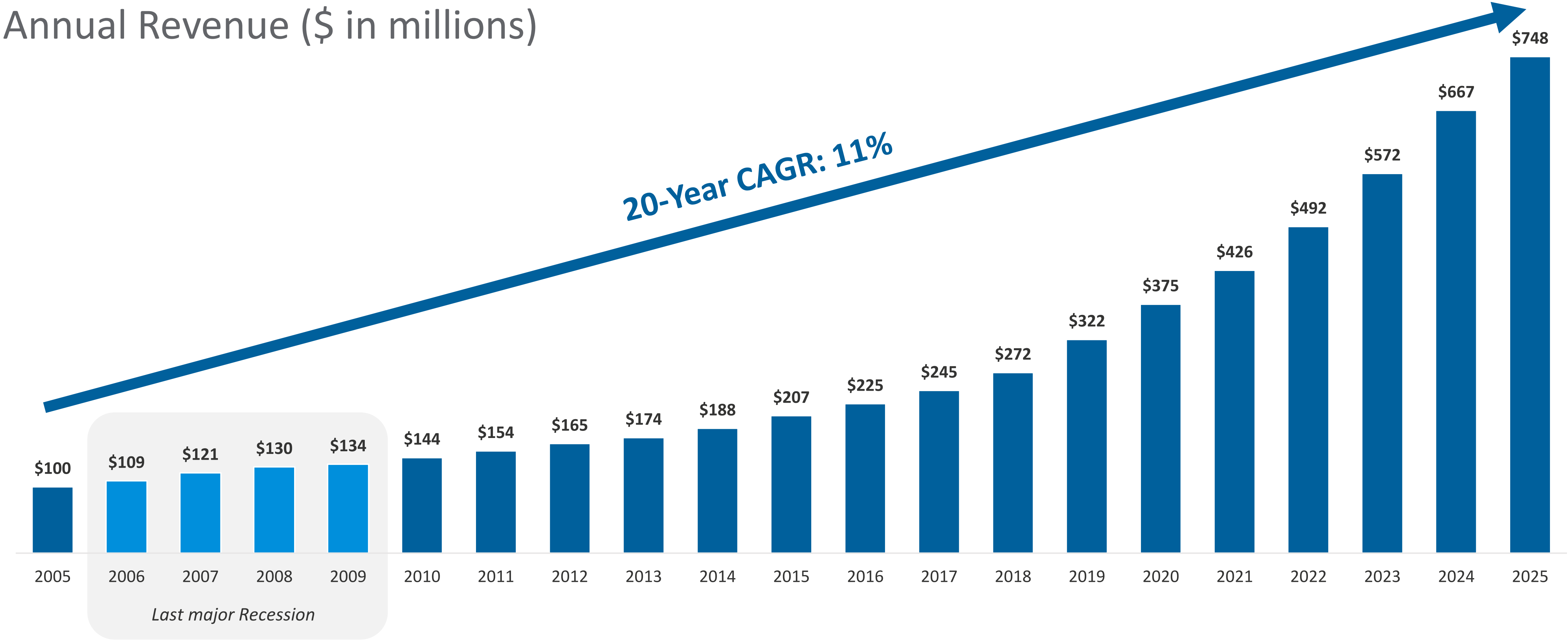
The same AI transformation we're delivering for our customers is underway inside Vertex.
The result: amore efficient, more scalable business — with savings reinvested into the platform capabilities that drive long-term growth. This is the engine behind our 2026 Value Creation Plan.

Financial Overview & Outlook

Well-Positioned for Durable Growth

Durable Revenue Growth Over the Long Haul

Annual Revenue ($ in millions)



Notes:
1.2005 through 2017 from unaudited financial statements. Revenue starting in 2018 reflects application of ASC 606

Financial Highlights

Growth at Scale

- Consistent double-digit revenue growth, with high teens cloud revenue growth.
- Proven land-and-expand sales motion: ~70% of new revenue coming from existing customers every year.

Earnings Leverage

- 2026 Value Creation Plan driving accelerating earnings leverage while enabling investment in growth initiatives
- $60-$70 million of fully annualized cash savings

Clear Growth Opportunities

- Global transaction compliance — including rapidly expanding E-invoicing mandates — is a significant new growth vector

FY 2025 Results (1)(2)

$748M Total Revenue	**$671M** ARR	**$162M** Adj. EBITDA
12% Revenue Growth	**28%** Cloud Revenue Growth	**22%** Adj. EBITDA Margin

Q2 2026 Results(1)(2)

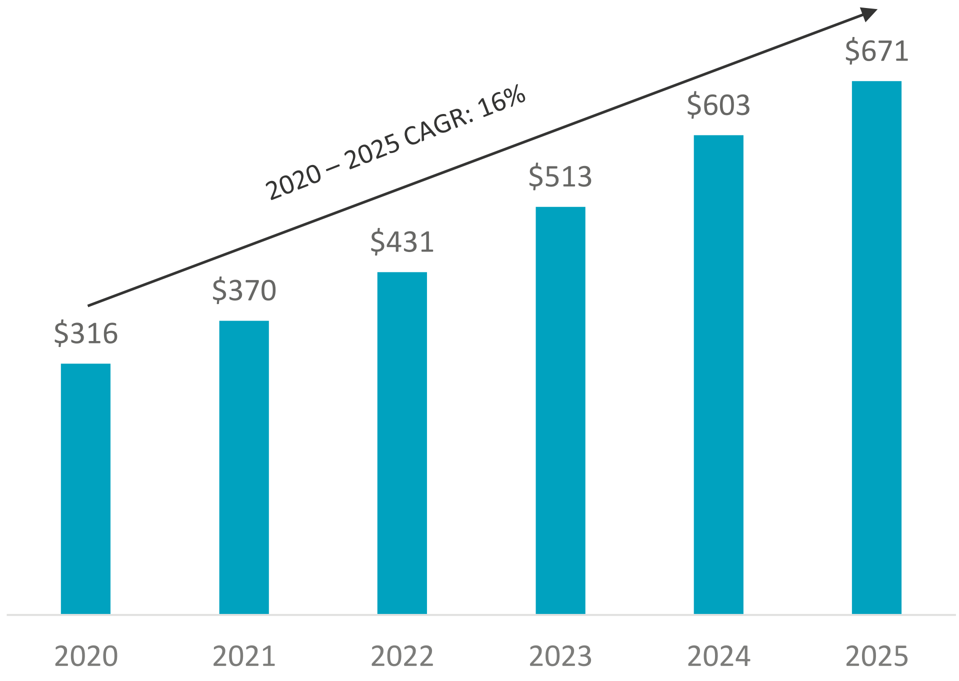
$204M Total Revenue	**$703M** ARR	**$51M** Adj. EBITDA
11% Revenue Growth	**18%** Cloud Revenue Growth	**25%** Adj. EBITDA Margin

Notes:
1. Adjusted EBITDA is a non-GAAP measure. For a reconciliation to the nearest GAAP measure, please see the Appendix.
2. Margins reflect respective financial figures as a percentage of total revenues in each respective period.

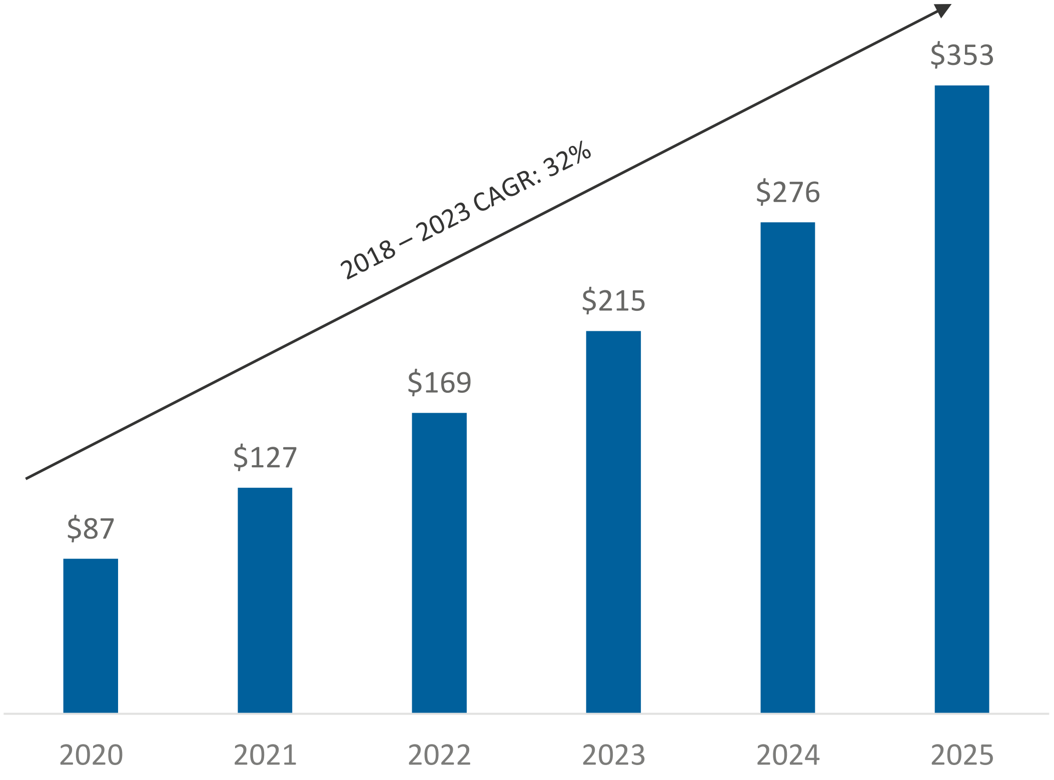
Strong Recurring Top-Line Performance, Highlighted by Rapid Growth in Cloud Revenue

Annual Recurring Revenue (ARR)

($ in Millions)



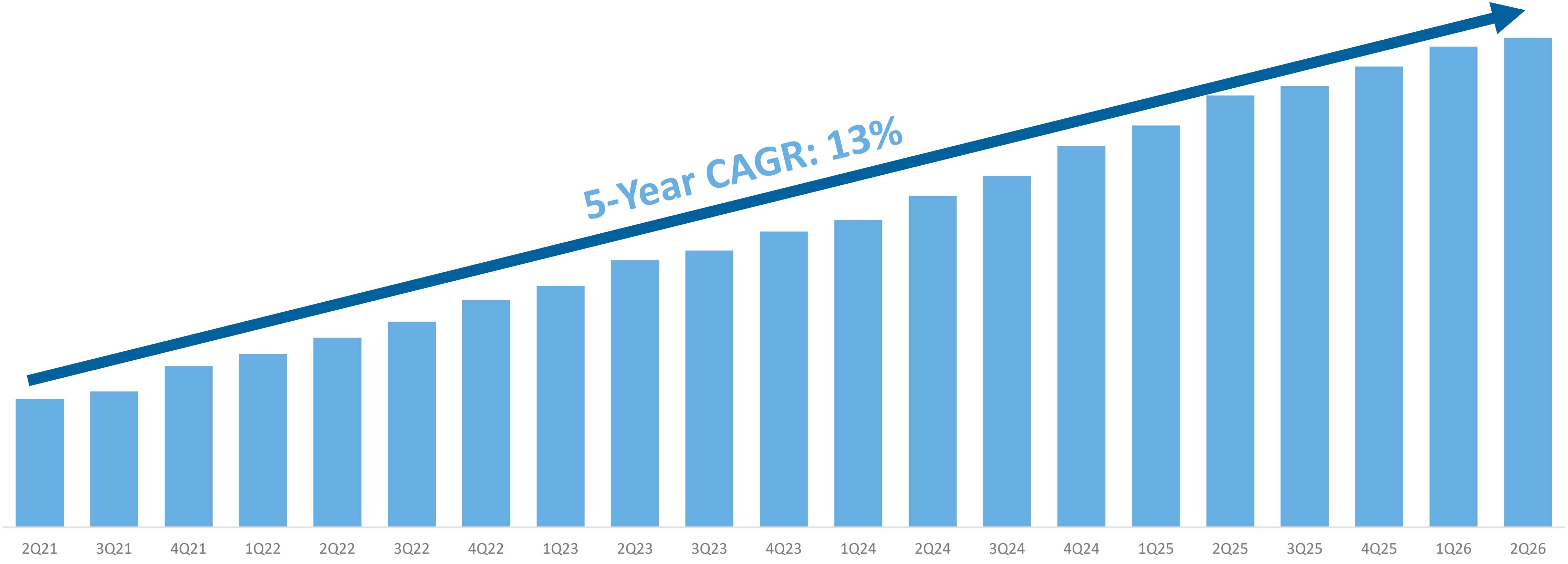
Cloud Subscription Revenue



VERTEX

Scaled Customers Fuel Vertex's Growth

Scaled customer count has nearly doubled since 2020



Notes:
1.Scaled customers defined as customers with annual revenues greater than $100K

April 2026 Cost Actions

Restructuring to accelerate AI investment and intelligent compliance platform development — with $60–$70M in annualized savings funding that reinvestment

Overview

9%
workforce reduction

Significant reduction in third party spend

FY 2026 Impact

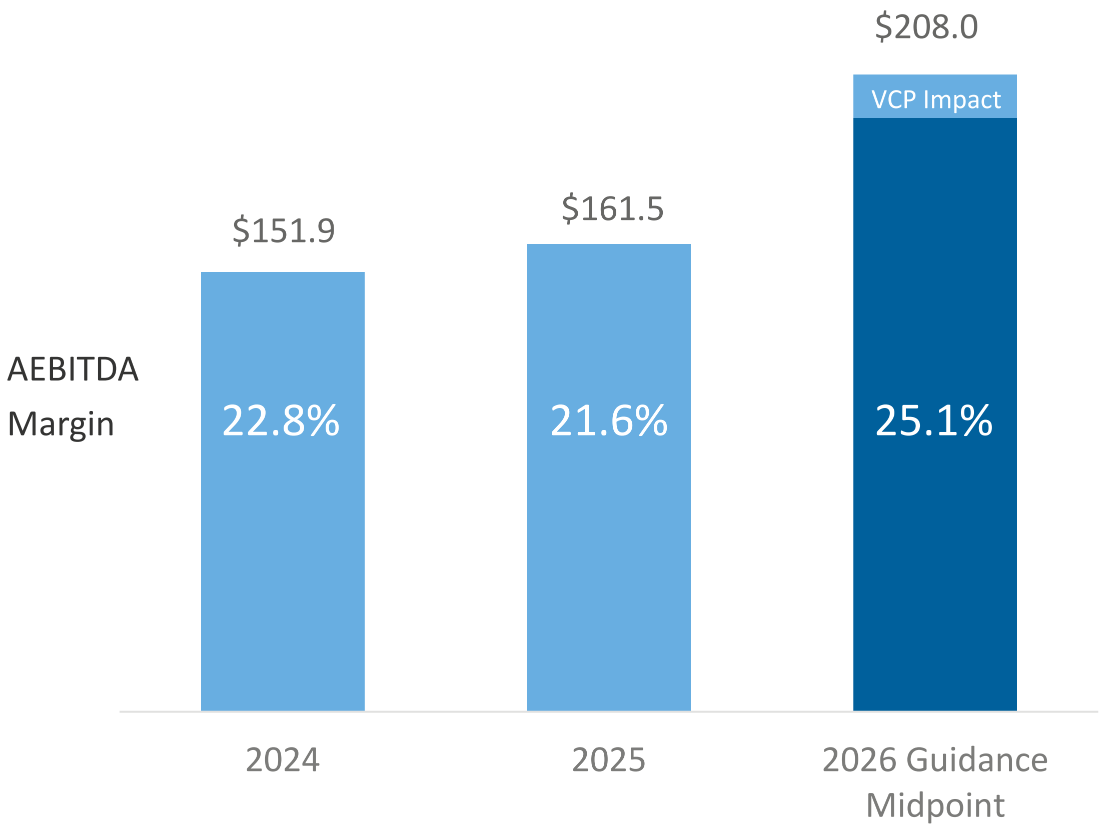
Q1 pretax charge of
$6.2 million

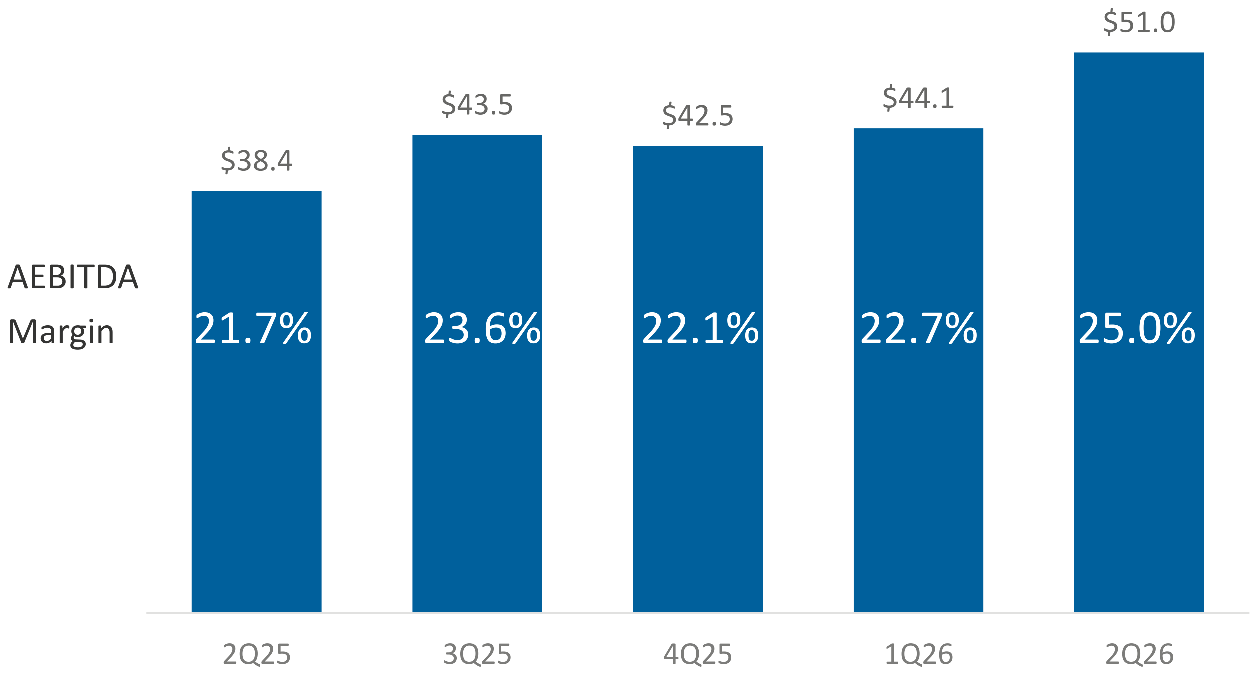
Approximately
$14-$16 million
increase in 2026 AEBITDA

Fully annualized cash savings of approximately
$60 to $70 million
per year beginning in 2027

Value Creation Plan Driving Stronger Profitability

Adjusted EBITDA Margins Inflecting due to 2026 Value Creation Plan





Notes:
1. Adjusted EBITDA is a non-GAAP measure. For a reconciliation to the nearest GAAP measure, please see the Appendix.
2. Margins reflect respective financial figures as a percentage of total revenues in each respective period.

VERTEX®

Q3 and FY 2026 Financial Guidance

Q3 2026

Revenue expected to be

$208 to $211 million

Adjusted EBITDA expected to be

$55 to $57 million

FY 2026

Revenue expected to be

$825 to $830 million

18% Cloud Revenue Growth

Adjusted EBITDA expected to be

$206 to $210 million

Q&A

Appendix

Adjusted EBITDA Reconciliation [1]

($ in Thousands)

Adjusted EBITDA	Q1’23	Q2’23	Q3’23	Q4’23	Q1’24	Q2’24	Q3’24	Q4’24	Q1’25	Q2’25	Q3’25	Q4’25	Q1’26	Q2’26
Net Income (Loss)	**(18,132)**	**(6,896)**	**(3,399)**	**15,334**	**2,684**	**5,164**	**7,221**	**(67,798)**	**11,130**	**(961)**	**4,045**	**(7,003)**	**(2,510)**	**9,043**
Interest expense (income), net	(350)	(105)	597	4,022	286	181	(2,938)	(1,666)	(1,539)	(1,228)	(1,245)	(1,236)	(957)	(344)
Income tax expense (benefit)	9,553	2,929	784	(21,847)	(4,535)	2,200	613	56,360	(5,105)	(1,675)	1,520	5,628	(7,139)	(13,142)
Depreciation and amortization – property and equipment	3,741	3,878	3,782	3,801	5,006	5,212	5,214	5,521	5,880	6,187	6,372	6,373	6,442	6,720
Depreciation and amortization of capitalized software and acquired intangible assets – cost of subscription revenues	12,435	12,686	14,029	14,898	15,347	14,578	14,198	15,179	15,855	16,670	18,143	19,174	20,086	21,882
Amortization of acquired intangible assets - selling and marketing expense	766	684	596	595	595	592	706	585	531	571	588	587	525	522
Amortization of cloud computing implementation costs – general and administrative	-	631	919	1,020	994	995	1,005	1,013	1,006	1,018	871	843	1,037	1,358
Stock-based compensation expense	11,434	7,022	7,772	7,691	16,324	10,001	10,134	10,966	21,044	11,990	13,215	11,514	18,508	13,762
Severance expense	555	905	643	1,473	842	619	927	660	457	317	1,199	4,850	7,408	2,689
Acquisition contingent consideration	200	249	900	200	(800)	(1,575)	100	(300)	-	200	-	-	-	-
Change in fair value of acquisition contingent earn-outs	-	-	-	-	-	-	-	17,500	(14,700)	2,300	(4,000)	(600)	(5,738)	(100)
Acquisition-related retained employee compensation	-	-	-	-	-	-	-	-	-	-	-	-	417	1,250
Transaction costs	-	-	-	4,853	-	548	1,443	41	2,660	2,980	2,785	2,329	5,984	7,375
Adjusted EBITDA ($)	**20,202**	**21,983**	**26,623**	**32,040**	**36,743**	**38,515**	**38,623**	**38,061**	**37,219**	**38,369**	**43,493**	**42,459**	**44,063**	**51,015**

VERTEX®

Notes:
1. Adjusted EBITDA is a non-GAAP financial measure. The above table reconciles this non-GAAP financial measure to the most directly comparable GAAP financial measure. Refer to Form 10Q for the six months ended June 30, 2026 for additional information regarding the Company’s use of this non-GAAP financial measure