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Investor Presentation

August 2021

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Important Infor ation About the Business Combination and Where to Find II

Importent Information Advoid the Subsistes Combination and Ware to Find II II inconnection with TMC's advices a proxy statement of TMC in connection with TMC's advices a proxy statement of TMC in connection with TMC's advices a proxy statement of TMC in connection with TMC's advices a proxy statement of TMC in connection with TMC's advices and the properties advices advice by its stochodolers with respect to the proposed business combination busines combined business combination busines combined business and the properties advices advice by its stochodolers with respect to the proposed business combined business and the matters as may be described in the registration statement on FOrm F-4 was declared effective on August 6, 2021 Celebrite and TMC also plan to file other documents with the Securities and Echange Commission (the "SEC") regarding the proposed transaction and a proxy statement / prospectus is also being mailed to TMC's adviced by its stochodolers. Boker making any investment or voltag decision, stochodolers and other registration statement and a proxy statement / prospectus argustration grant adviced by any amendments or supplements to these documents, including any amendments adviced by any amendments or supplements in the adviced by any amendment or proposed framework documents, including any amendments or supplements in the adviced by any amendment or prospecting statement / prospectus argustrating be proposed framework adviced by any amendments or supplements to these documents, including any amendments adviced by adviced by any amendments or supplements are drived by adviced by any amendment or prospecting statement or any adviced by any amendments or supplements and adviced by a statement or prospecting statement or adviced by any amendment or prospecting statement or adviced by any amendment or prospecting statement or adviced by any adviced by any amendment or propering statement or adviced by any adviced by any adviced by any adviced by any adviced by adviced by any adviced by adviced by a

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ion regarding the persons who may, under SEC rules, be deemed participants in the solic. ation of proxies to TWC's s with the proposed transaction may be obtained by reading the proxy ste nt / prospectus for the proposed transaction. Additional information regarding the interests of participants in the solicitation of proxies in connection with the proposed transaction may be obtained by reading the proxy statement / prospectus for the proposed transaction

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Industry and Market Data

This Presentation includes information and statistics regarding market participants in the sectors in which Celiabrite competes and other industry data which was obtained from third-party sources, including reports by market research tirms and company tilings

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Use of Non-GAAP Financial Measures

In addition to financial information presented in accordance with U.S. generally accepted accounting principles ("GAAP"), this Presentation includes non-GAAP financial measures, non-GAAP genraling income and Adjusted EBITDA. These non-GAAP measures have limitations as analytical tools, and they should not be considered in isolation from, or as an alternative to, financial measures determined in accordance with GAAP. Other companies may calculate these non-GAAP financial measures differently, and therefore such financial measures are may not be directly companies may tacking the financial measures determined in accordance with GAAP. Other companies may not be included the sense of GAAP financial measures differently in any proxy statement or registration statement to be filed by Celebrite or TWC with the SEC. A reconclusion of certain of these non-GAAP financial measures to their meas to comparable GAAP measure is set birth in a table included at the end of this press mease.

Projections

This Presentation contains projected financial information, with respect to Celebrite. Such projected financial information constitutes forward-boking information, is for Illustrative purposes only and should not be relied upon as necessarily indicative of future results. The assumptions and adminate underlying such projected financial information and subject to a wide variety of significant business, economic, competitive and other risks and uncertainties that could cause actual results to differ materially from those contained in the projected financial information. See "Forward Looking Statements" paragraph below. Actual results and gifter materially from the results contemplated by the projected financial information contained in this Presentation, and the incision of such information in this Presentation should not be registered as a representation by any person that the exists effected in such projected completed. Financial informations of the projected financial information or the independent autoxinos of the independent autoxinos of the independent autoxinos of the independent autoxinos of actual results necessarily necessarily necessarily necessarily indicative of their reserved, complete performed any procedures with respect to the projections for the purpose of their inclusion in this Presentation, and, accordingly, neither of them expressed an opinion or provided any other form of assurance with respect thereto for the purpose of their Presentation.

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This Presentation also contains forward-boking statements, which may be identified by such words as 'may', 'should', 'would', 'plan', 'intend', 'expect', 'believa', 'anticipate', 'restimate', 'predict', 'potentiat', 'seem', 'seek', 'continue', ''tutre', 'will', 'outlook', or other similar expressions, words or phranese, or by their context. These statements include statements regarding the industry in which the combined companies will operate, future events, the proposed transactions between TWC and Cellebrite, the estimated or anticipated future results and benefits of the combined company following the transaction, including the likelihood and ability of the parties to successfully consummate the proposed transaction, future opportunities for the combined company, and other statements intait are not historical facts. These statements are made on the basis of current knowledge and current expectations of TWC and Cellebrite management and, by their nature, involve numerous assumptions and uncertainties and are not predictions of actual performance. Nothing set forth herein should be regarded as a representation, waranty, or prediction that TWC or Celebrite will achieve on any likely to achieve any particular future result.

In addition to the factors previously disclosed in Cellebrite's reports filed with the SEC and those identified elsewhere in this Presentation, the following factors, among others, could cause results to differ materially from the forward-looking statements in this release or historical performance: (1) risks and uncertainties related to the inability of the parties to successfully or timely consummate the Business combination, including the risk that any required regulatory approvals or stockholders; (3) the ability to and toptanes or successfully or timely consummate the Business combination, including the risk that any required regulatory approvals or stockholders; (3) the ability to meet Nasadar's sisting standards of any other securities and he public entry are sisted) following the consummation of the Business combination, the inability to monghete the private placement of ordinary shares of Cellebrite succhange on which securities and apportations of callebrite as a result of the announce ensummation of the Business combination is the usiness combination of the transactions described herein; (6) the ability to recognize the anticipated benefits of the proposed functions, the ability of meconize unrent plans and operations of Cellebrite as a result of the announcement and consummation of the transactions described herein; (6) the ability to recognize the anticipated benefits of the proposed functions. The output of any other requestion, the ubility of Cellebrite to any regular proceeding state any by be instituted against Celebrite, TWC, or any of their respective directors; ordinary, regarding the proposed functions (7) of the ability of Cellebrite to combined company to grow and manage growth indifiably, maintain relationshaps with customers and suppliers and retain its management and key employees at anticipated stockholder redomined company to grow and manage growth indifiably. TWC, or optimic respective officers, regarding the proposed functions (7) of the ability of Cellebrite to the combined compan

Team and presenters



Investment highlights



Cellebrite is the clear market leader with 99% win rate within digital intelligence

Massive \$12B+ market opportunity for digital intelligence ("DI") solutions with major secular tailwinds supporting continued growth

Unique mission critical end-to-end digital intelligence platform that serves the world's leading government agencies and enterprises at each stage of the investigative lifecycle

Rapidly growing Enterprise opportunity with segment revenue projected to double by 2023

Fragmented landscape of point solutions with numerous actionable targets and significant resources to support execution of highly strategic M&A thesis

World class, mission driven management team with deep industry expertise

Compelling financial profile with 46% ARR growth and 142% ARR net retention in LTM June 2021; attractive valuation of 6.4x 2022E revenue represents a 40%+ discount to median of public comparables

😳 Cellebrite

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Our mission is to protect and save lives, accelerate justice and preserve privacy in global communities



World's leading provider of DI for investigations

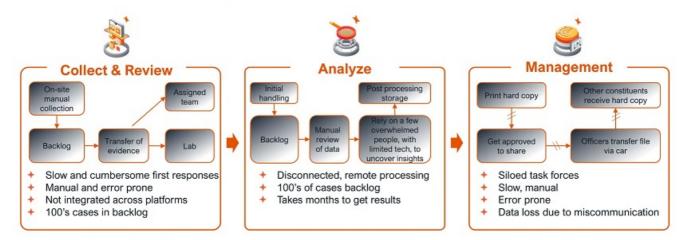
Highlights		Cellebrite by the numbers	
	Undisputed leader in investigative Digital Intelligence ("DI")	· · · ·	2B+ (2023)
	Technology makes data accessible, digestible and actionable	~\$200	45%+
ß	Top research team built from elite Israeli intelligence units	ARR (2021E)	140%+
	6,700 customers across federal, state, local and enterprise	Win Rate ¹	ARR Net Dollar Retention ³
•	High visibility recurring revenue business model with best-in-class growth and margin profile	~80% Gross Margin ³	~20% Adjusted EBITDA Margin ³

¹ Denoted as won opportunities/actual mobile collect & review opportunities where actual opportunities equal total opportunities less opportunities canceled due to customer loss of budget.
² As of June 30, 2021
³ LTM ended June 30, 2021.
⁸ Figures presented are non-GAAP financial measures. Please reference audited financials for historical GAAP financials.
⁸

Cellebrite empowers the world's leading government agencies and enterprises



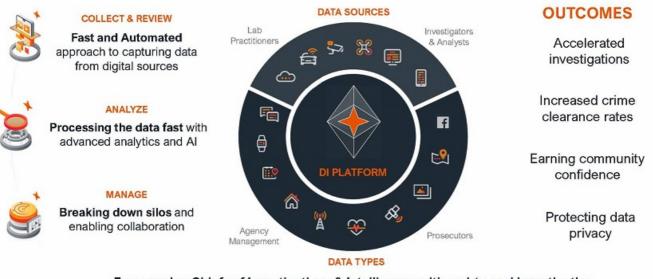
Investigations today are manual, slow, and siloed



Loss of critical evidence, slow time-to-insight and inefficient cross department collaboration

Criminal cases are solved inefficiently or not solved at all

Cellebrite delivers a comprehensive DI software platform



Empowering Chiefs of Investigations & Intelligence with end-to-end investigative platform

Collect & Review solution overview

Value Proposition: Capture critical investigative data from digital sources

Analyze

Cellebrite's DI Platform

Key Functions

Extract, decode and review data from the most digital sources

- + Unlock / bypass security
- Apps, locations, media, messaging
- + Remote computer collection and analysis
- Enterprise-grade advanced collection (New Functionality)

Key Benefits

- + Deep & thorough extraction of evidentiary data
- + Broadest range of device & profile support
- Unsurpassed decoding

Collect & Review

Powerful review

Growth Vectors Cross-sell / upsell new and expanded offerings: Premium, Remote Collection

Target users Examiner, Investigator

Example Digital Sources

Smartphones, Laptops, Memory sticks, GPS devices, Cloud & Social Media, Vehicles, Drones

Manage

Analyze solution overview

Value Proposition: Automates and accelerates analysis of investigative da

Key Functions

- Al-based investigative analytics solutions help investigative teams fuse and enrich data:
 - + Enables seamless automation of analysis
 - + Accelerates data management and delivery of insights
 - Provides visualization of suspect journey
- + Recent introductions to Analyze portfolio:
- Enterprise-grade functionality updates, enhanced UX/AI

Key Benefits

- + Expedites time-to-evidence in investigations
- Automatically surfaces formatives leads and
- actionable insights
 Accelerates time-to-evidence by up to 30x
- Cross-case connections and agency collaboration
- capabilities (New Functionality)

Collect & Review

Cellebrite's DI Platform

Target users

Growth Vectors

Upsell existing offering

Extension of Investigative

Early Case Assessment)

new buying centers

(Pathfinder) to customer base /

Analytics offerings (SaaS, Crypto,

Examiner, Investigator, Analyst

Manage

Manage solution overview

Value Proposition: Provides orchestration of investigative workflows

Key Functions

- + Manage deployment & utilization of solutions
- Define and enforce permissions & access control
- Store and share investigative data
- + Oversight dashboards

Key Benefits

- + Saves time and cuts operational costs
- Provides operational visibility & control

Growth Vectors Expand within existing customer base of leading public safety agencies

Target users Investigation administrator, Agency management

Collect & Review	Analyze	Manage		
Cellebrite's DI Platform				

Services overview



A platform for delivering social good

Cellebrite is a powerful platform...

...making sure it's used appropriately is of paramount importance to our mission

Corporate policies & governance

- Monitoring and policy administration conducted by inhouse compliance and outside counsel
- Board-level oversight by ethics committee
- Prioritize a human-rights based approach

Regulatory adherence

- Strict adherence to all relevant Israeli, US and E.U. regulations and controls
- Information systems proactively restrict engagement with sanctioned companies and banned countries

Built-in technology controls

- Platform designed to protect privacy and prevent misuse of IP
- Products provide for termination of license and/or blocking software updates in case of misuse

Contractual conditions

- · Contracts address ethics, privacy and human rights
- Legally-sanctioned investigations only, geographically limited
- Customers are strictly prohibited from reselling to unidentified end customers

Cellebrite

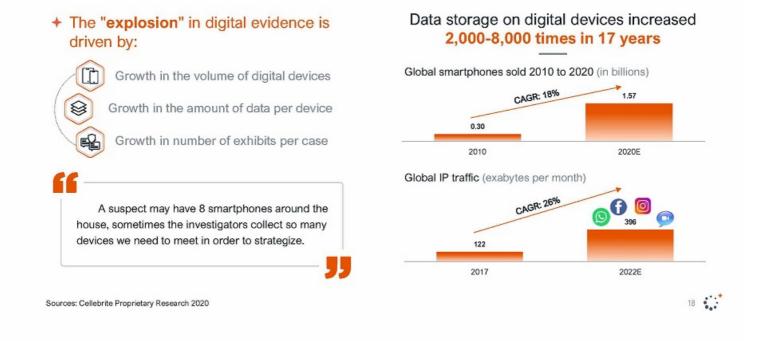
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Digital evidence is rapidly proliferating



Explosion in digital evidence is transforming public safety



Digital evidence plays a critical role in the judicial system

Digital transformation in public safety is complex and leads to resources / capabilities being pushed to the field

Transformation starts at large agencies and gradually expands towards medium and small agencies

59%

Investigative cases containing Digital evidence

We use UFED in 100% of our homicide cases. – Head of Homicide Dept. (major Federal agency).

60-70%

Medium and large agencies¹ have acquired some type of investigative analytics system

5%

Analytical potential utilized by medium and large agencies¹

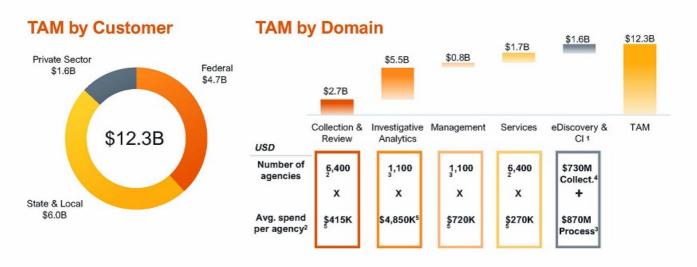
Sources: Cellebrite Proprietary Research 2020 ¹Medium (Tier 2) and large (Tier 1) agencies refer to the top ~1,100 public safety agencies out of ~6,400 relevant public agencies

Public safety's digital transformation will drive meaningful growth across our suite of solutions



needs

Massive digital intelligence market - \$12B+ TAM in 2023



Sources: Cellebrite proprietary research 2020.

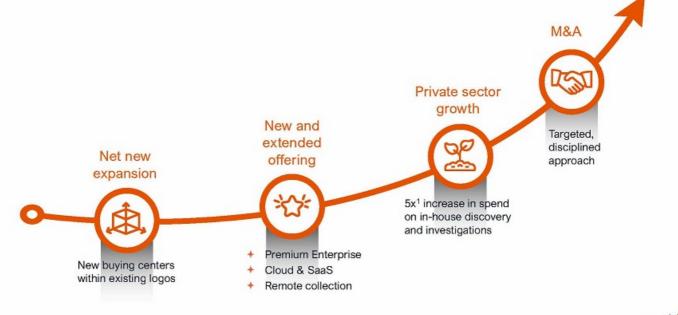
Sources: Ceneorite propretary research 2020. ¹ Corporate investigations. ² 250 Tier 1 agencies, 850 Tier 2 agencies and 5,300 Tier 3 agencies. ³ Assumes Tier 3 agencies do not purchase analytics tools. ⁴ Refers to software solutions only. ⁵ Blended spend per agency (the higher the agency Tier the larger the spend per agency).

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Significant near-term growth opportunity



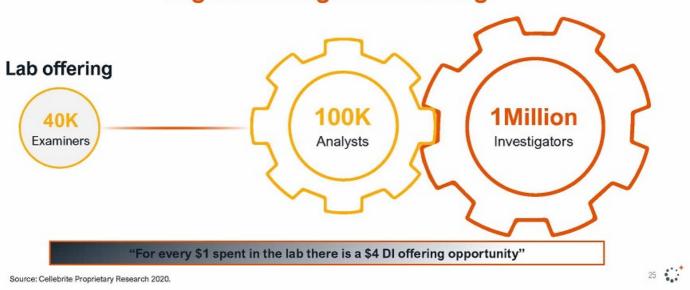
¹ Source: The State of E Discovery Guide 2020 by Exterro and ACEDS.

Cellebrite is the clear market leader



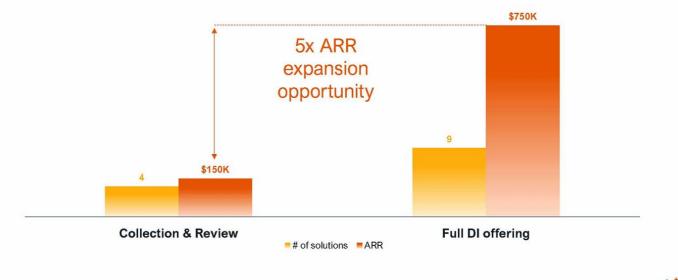
Source: Cellebrite proprietary research 2020. ¹ Denoted as won opportunities/actual mobile collect & review opportunities where actual opportunities equal total opportunities less opportunities canceled due to customer loss of budget. ² LTM June 30, 2021

DI addresses larger budgets within existing accounts



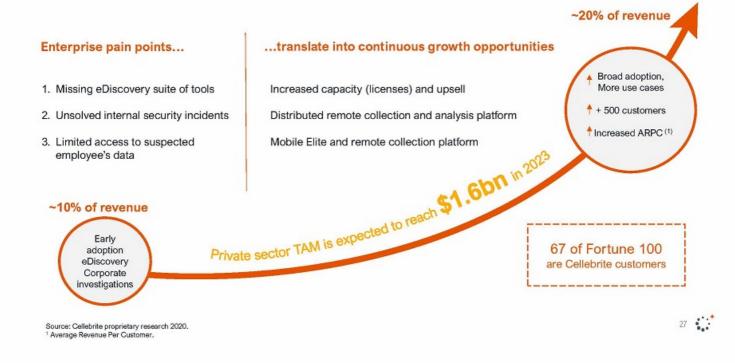
Digital Intelligence offering

Example of ARR expansion outside of core Collection & Review offering



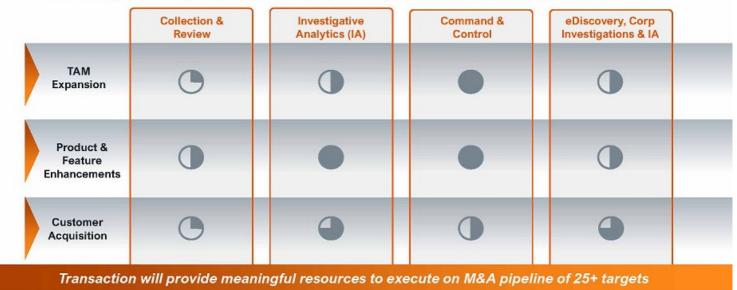
Note: Represents illustrative mid-sized customer. Figures are rounded.

Significant private sector growth opportunity



Multiple vectors for near-term inorganic growth

M&A strategy defined by target segment's projected impact on value creation objectives



Q2 21 customer successes

Customer Traction

- + Increasing number of large multi-solution deals
 - + 1 customer >\$5M
 - 9 customers >\$1M

Large Deal Example 1

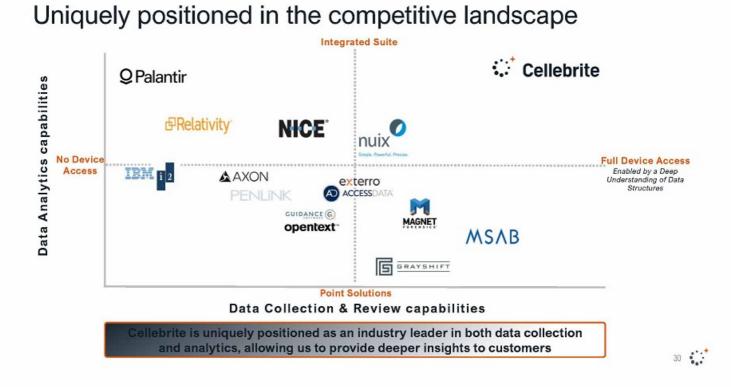
- + Scandinavian long-term customer
- Need: improve efficiency and reduce backlogs
- + Pre-booking of Premium Enterprise
 - + >100 UFEDs

Large Deal Example 2 -

- N. American District Attorney
- Need: new legislation requiring faster evidence submitting
- + Premium Collect & Review, Analytics

Large Deal Example 3

- Private sector digital forensics and analytics service provider
- + Need: geographic expansion
- Collect & Review, Management
- + Largest private sector deal ever



What differentiates Cellebrite from other players

Strong, global brand with 10+ years of developing an end-to-end digital intelligence platform to fuse and enrich investigative data
 Deeply entrenched installed base of 5,000 public safety and 1,700 Enterprise customers
 Intrinsic knowledge of the industry and undisputed market leader in mobile and computer access
 Solid Sales platform in 140 countries
 Top research team from elite intelligence units (e.g. 8200) generating unmatched capabilities

Cellebrite

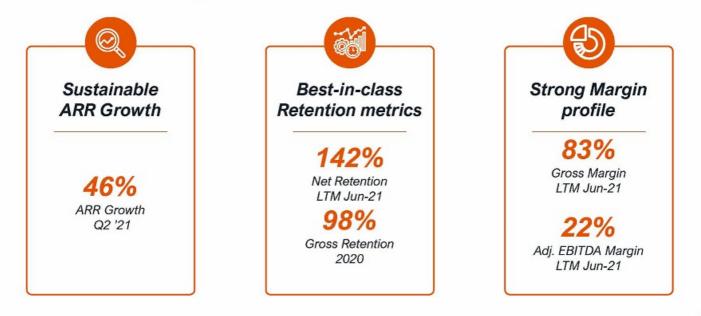
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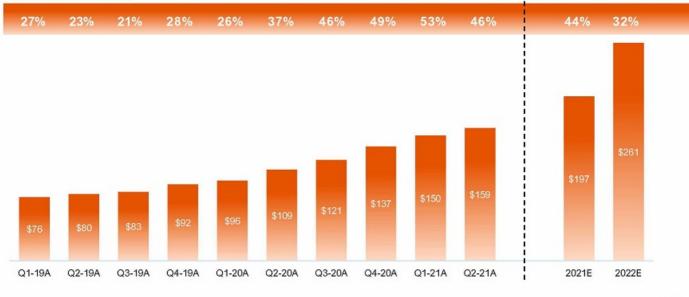
Financial highlights



Note: non-GAAP metrics and key performance indicators defined in the appendix.

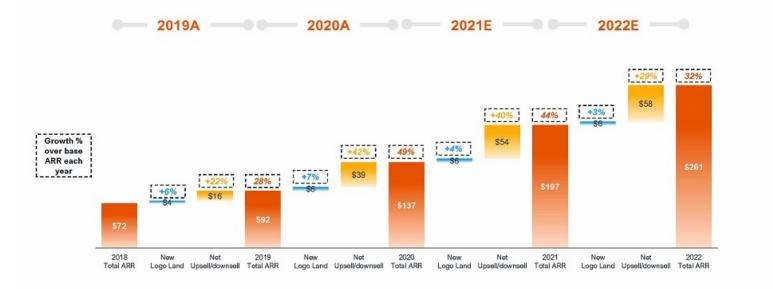
Sustainable ARR growth

% Total ARR Growth (YoY)1



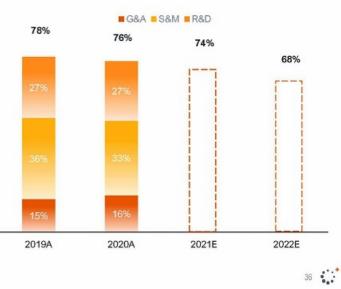
¹ Growth rates compare to ARR from the same quarter end in the prior year.

Consistent ARR growth driven by expansion



Operating leverage from disciplined investment

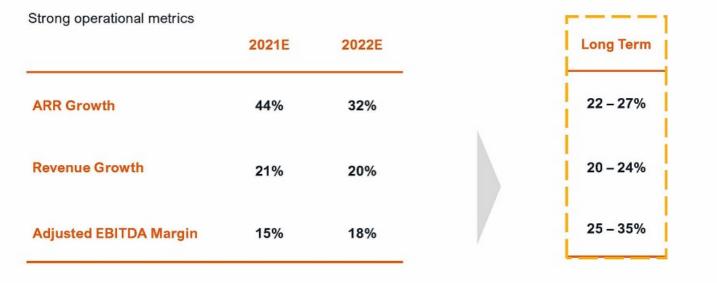




Operating Expenses¹ as % of Revenue

¹ Excluding public company expenses.

Financial outlook



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True Wind overview





- Successful public company experience: GoDaddy, Avago/Broadcom, NXP, Jazz Pharma, Zix, Open Lending, Safeway, Owens Illinois, Reltec, Amphenol
- Hardware
- IT Services
- Internet / Digital Media

Transaction overview

Key Proposed Transaction Terms

- Fully Diluted Enterprise Value of ~\$1.8B (6.4x 2022E Revenue)
- Current owners will retain ~65% ownership in public Cellebrite
- Transaction will result in \$430M of cash added to the balance sheet to fund accretive M&A and other strategic initiatives
- Management to rollover 85%+ of their existing equity
- Sponsor to defer 7.5M founder shares: 3.0M at \$12.50, 3.0M at \$15.00, 1.5M at \$30.00
- Seller earnout of 15M shares: 5M at \$12.50, 5M at \$15.00, 5M at \$17.50

Illustrative Post-Transaction Ownership



Illustrative Pro Forma Capitalization

Share Price at Close		\$10.00
Fully Diluted Shares Outstanding		239
Fully Diluted Equity Value		2,391
- Estimated Company Cash		150
- Cash to Balance Sheet		430
Total Enterprise Value		1,811
2022 ARR	\$261	6.9
2022 Revenue	\$283	6.4
2022 EBITDA	\$51	35.5
Sources and Uses (\$M)		
Sources		
SPAC Cash in Trust		480
PIPE		300
Total Sources		780
Uses		
Cash to Balance Sheet		430
Cash to Existing Holders		300
Transaction Fees & Expenses		50
Total Uses		780

Note: Shares and Dollars are in millions unless otherwise noted. ¹ Reflects dilutive impact calculated using the treasure stock method of estimated employee unvested equity awards at close; ² Includes Unvested Employee Equity Awards.

Transaction timing and certainty

Business combination expected to close in Q3 2021 with significant deal certainty given that minimum cash requirement has predominately been fulfilled through the \$300M of PIPE agreements already in place



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Financial summary – Q2

(\$K)	June 20A	June 21A	
ARR	109,153	158,895	
YOY Grawth - %	36%	46%	
Subscriptions	31,168	41,458	
Perpetual License & Others	10,506	10,382	
Professional Services	4,096	7,328	
Total Revenue	45,770	59,168	
YOY Growth - % ²	22%	29%	
Gross Profit	37,551	49,100	
Gross Profit - %	82.0%	83.0%	
Adjusted EBITDA	8,443	13,379	
Non-GAAP EBITDA - %	18.4%	22.6%	

Financial summary - annual

2019A	2020A	2021E	2022E
91,910	137,050	197,274	260,826
28.4%	49.1%	43.9%	32.2%
86,647	129,745	180,876	228,500
59,175	42,136	26,538	20,484
26,032	23,032	28,223	33,816
171,854	194,913	235,637	282,800
14.8%	13.4%	20.9%	20.0%
136,031	157,034	190,827	228,293
79.2%	80.6%	81.0%	80.7%
19,352	31,117	36,463	50,653
11.3%	16.0%	15.5%	17.9%
	28.4% 86,647 59,175 26,032 171,854 14.8% 136,031 79.2% 19,352	28.4% 49.1% 86,647 129,745 59,175 42,136 26,032 23,032 171,854 194,913 14.8% 13.4% 136,031 157,034 79.2% 80.6% 19,352 31,117	28.4% 49.1% 43.9% 86,647 129,745 180,876 59,175 42,136 26,538 26,032 23,032 28,223 171,854 194,913 235,637 14.8% 13.4% 20.9% 79.2% 80.6% 81.0% 19,352 31,117 36,463

Adjusted EBITDA reconciliation – Q2

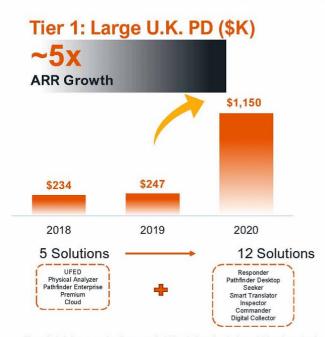
(\$K)	June 20A	June 21A
Net Income in Financial Statements	1,963	7,796
Financial Income	(1,015)	(496)
Tax Expenses	717	921
Depreciation & Amortization	1,506	1,699
One-time Expense (Former co-founder compensation)	1,519	-
Share Based Compensation Expenses	2,127	2,363
Acquisition Related Costs	1,626	1,096
Adjusted EBITDA	8,443	13,379
Adj EBITDA - %	18.4%	22.6%

Cellebrite delivers the capabilities to solve more cases with less resources, unlocking a massive social benefit to communities dealing with serious and pervasive crimes



¹ Refers only to serious crimes in which DI tools are absolutely relevant and necessary, such as homicides, drug trafficking, kidnapping, etc. Cellebrite tools are also utilized in many other cases.
² Based on customer feedback.

Proven land-and-expand upsell motion

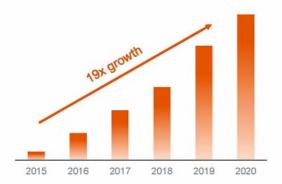




Note: Cellebrite currently offers a total of 13 solutions (excluding additional services).

Deep cache of active zero-day exploits allows differentiated access across device ecosystem

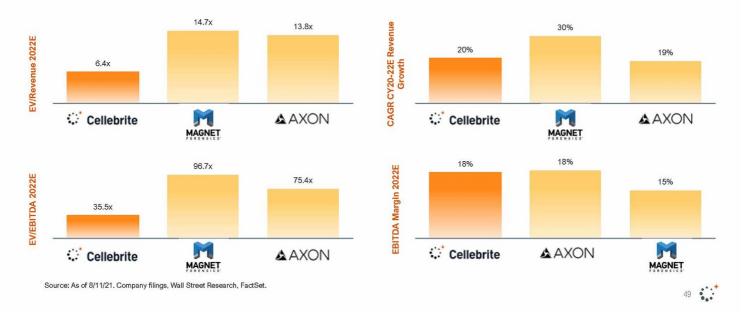
Cumulative Zero-Day Assets



- Proven, consistent track record of enabling access to encrypted devices over the past 10 years
- Systematized ability to generate useful research assets or "zero-day exploits" to enable device access
- 5x increase in research assets generated annually over the past 6 years
- Clear path forward to continue generating access methods with visibility for the next 3-5 years
- Cellebrite's unique systematized research approach specializes in generating durable assets as compared to other methods
- · World class talent from elite intelligence units (8200)

Public safety peer benchmarking

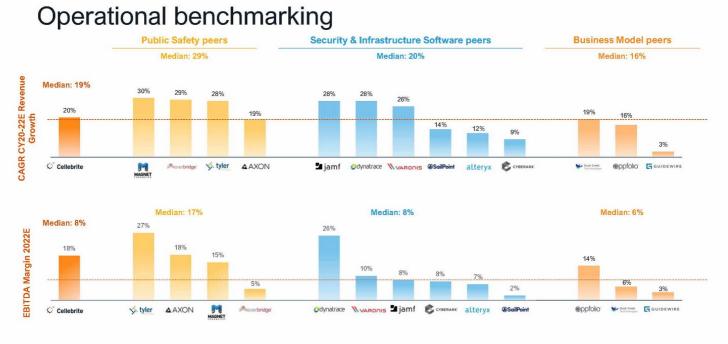
Attractive valuation represents 40%+ discount to the most relevant public safety peers



Publicly traded comparable companies overview

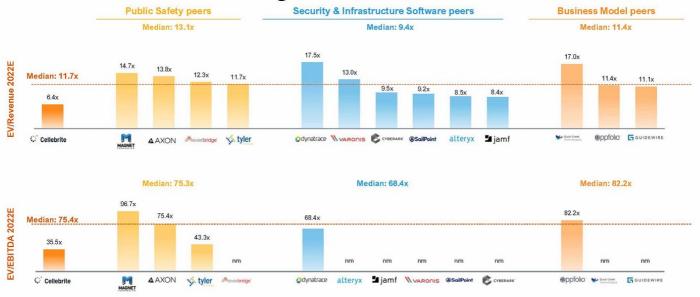
	Public Safety peers	Security & Infrastructure Software peers	Business Model peers	
selected peers	AXON	 Ødynatrace Xvaronis ØsailPoint alteryx jamf Scyberark 		
CAGR CY20-22E Revenue Growth	29%	20%	16%	
Recurring Revenue % ²	73%	76%	55%	
CY22E EBITDA Margin	17%	8%	6%	
Rule of 40 ³	41%	27%	25%	
EV/CY22 Revenue	13.1x	9.4x	11.4x	
Comparability to Cellebrite	 Similar growth rate, profitability and vertical focus Common customer profile and core public sector addressable market 	 Similar growth rate and revenue model Common security and infrastructure related secular trends Divergent customer profiles and vertical market focus 	I v Vertical model with clear leadership in attractive markets V Undergoing some level of business model transition Divergent customer profiles and vertical market focus	
Relevance				

Source: As of 8/11/21. Company filings, Wall Street Research, FactSet. Note: 'nm' denotes not meaningful multiples <0x or >100x; 'na'' denotes not available; Values represent peer medians. ' Not included in peer benchmarking; ² Stated recurring revenue or based on subscription / SaaS component; ² Calculated by adding revenue CAGR 20-22E and 22E EBITDA margin.

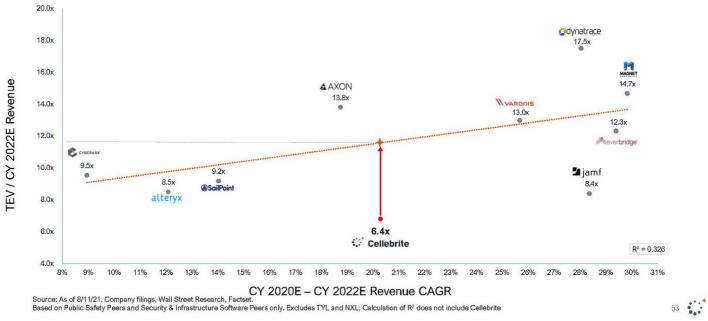


Source: As of 8/11/21. Company filings, Wall Street Research, FactSet.

Valuation benchmarking



Source: As of 8/11/21. Company filings, Wall Street Research, CapIQ, Factset. Note: 'nm' denotes not meaningful multiples <0x or >100x.



Compelling valuation discount to high growth peers

Definitions

- Annual Recurring Revenue: Annual recurring revenue ("ARR") is defined as the annualized value of active term-based subscription license contracts and maintenance contracts related to perpetual licenses in effect at the end of that period. Subscription license contracts and maintenance contracts for perpetual licenses are annualized by multiplying the revenue of the last month of the period by 12.
- Subscription Revenue: Is defined as revenue from recurring, term-based license contracts and ongoing services related to core offerings. Subscription revenue is recognized ratably over the subscription term with a portion of revenue, related to the term-based license, recognized upfront.
- 3. Net Retention: Dollar-based net retention rate is calculated by dividing customer recurring revenue by base revenue. We define base revenue as recurring revenue we recognized from all customers with a valid license at the last quarter of the previous year period, during the four quarters ended one year prior to the date of measurement. We define our customer revenue as the recurring revenue we recognized during the four quarters ended on the date of measurement from the same customer base included in our measure of base revenue, including recurring revenue resulting from additional sales to those customers.
- 4. Gross Retention: Gross revenue retention is calculated by dividing customer revenue excluding upsells by base revenue. We define base revenue as revenue we recognize from all customers in the last quarter of the previous year period, during the four quarters ended one year prior to the date of measurement. We define customer revenue excluding upsells as the revenue we recognize during the four quarters ended on the date of measurement from the same customer base included in our measure of base revenue, excluding upsells / cross-sells. The measure captures the weighted average dollar loss versus 100% from the customer base.