

F R O S T  
&  
S U L L I V A N

Americas Top 15 MSSP 2024



TECHNOLOGY + EXPERTS + INNOVATION

MANAGED CYBERSECURITY TO GET WORK DONE

# Disclaimers & Cautions Regarding Forward-Looking Statements

This presentation contains forward-looking statements. The statements contained in this document that are not statements of historical fact, including but not limited to, statements identified by the use of terms such as "anticipate," "appear," "believe," "could," "estimate," "expect," "hope," "indicate," "intend," "likely," "may," "might," "plan," "potential," "project," "seek," "should," "will," "would," and other variations or negative expressions of these terms, including statements related to expected market trends and the Company's performance, are all "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995 and involve a number of risks and uncertainties. These statements are based on assumptions that management believes are reasonable based on currently available information, and include statements regarding the intent, belief or current expectations of the Company and its management.

Prospective investors are cautioned that any such forward-looking statements are not guarantees of future performances and are subject to a wide range of external factors, uncertainties, business risks, and other risks identified in filings made by the company with the Securities and Exchange Commission. Actual results may differ materially from those indicated by such forward-looking statements. The Company expressly disclaims any obligation or undertaking to update or revise any forward-looking statement contained herein to reflect any change in the company's expectations with regard thereto or any change in events, conditions or circumstances upon which any statement is based except as required by applicable law and regulations.

# Who We Are

## Award-Winning. Fast-Growing Global Managed Cybersecurity Provider

- **Rapidly expanding cybersecurity business** generating high-margins.
- **Built-to-scale** through automation, AI and machine learning.
- Multi-year recurring revenue contracts.
- **B2B2B Business Model** — *100% Driven by Channel Partners.*
  - **We partner with hundreds Managed Service Providers (MSPs)**, including many of the **Fortune 500**.
  - **Our channel partners engage us** on behalf of their business customers, many also of the Fortune 500.
  - **This go-to-market approach speeds our growth** & global market expansion with premier end-customers— *all at minimal cost.*



**23+** Years Delivering Trusted Managed Services

**200+** Channel Partners (MSPs & Other Resellers)

**1,000+** Managed Security Customers



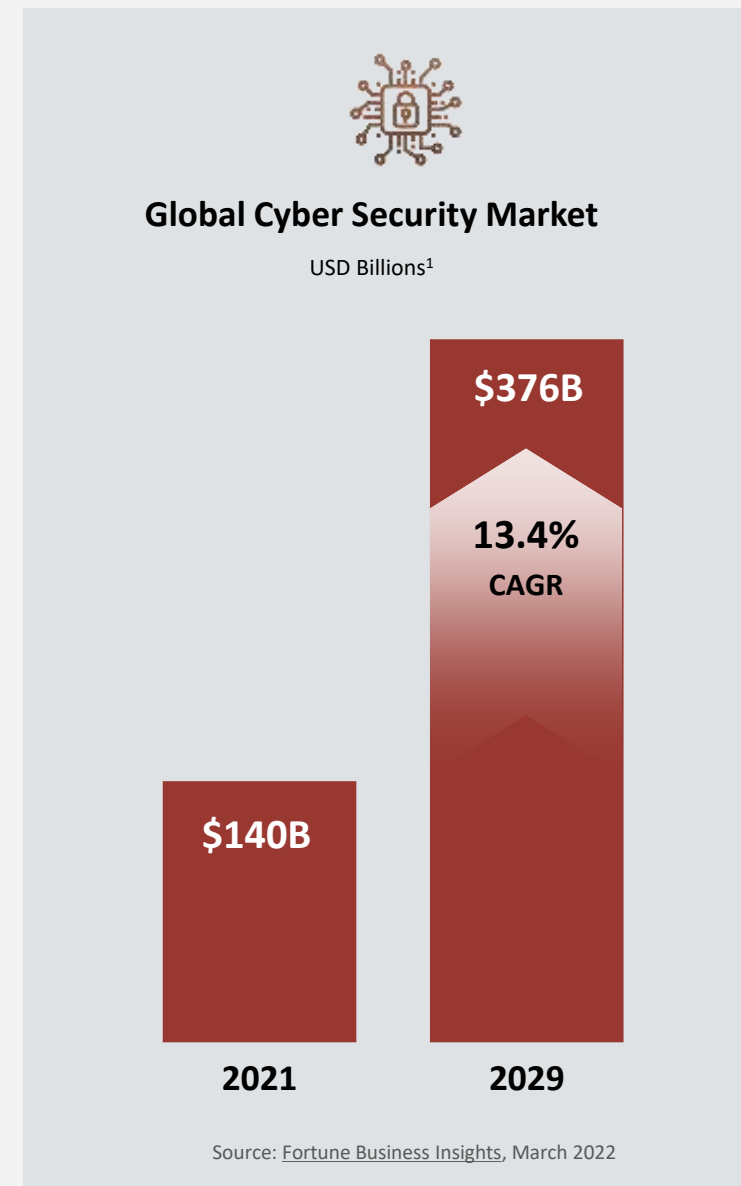
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# We Address a High-Growth Global Market

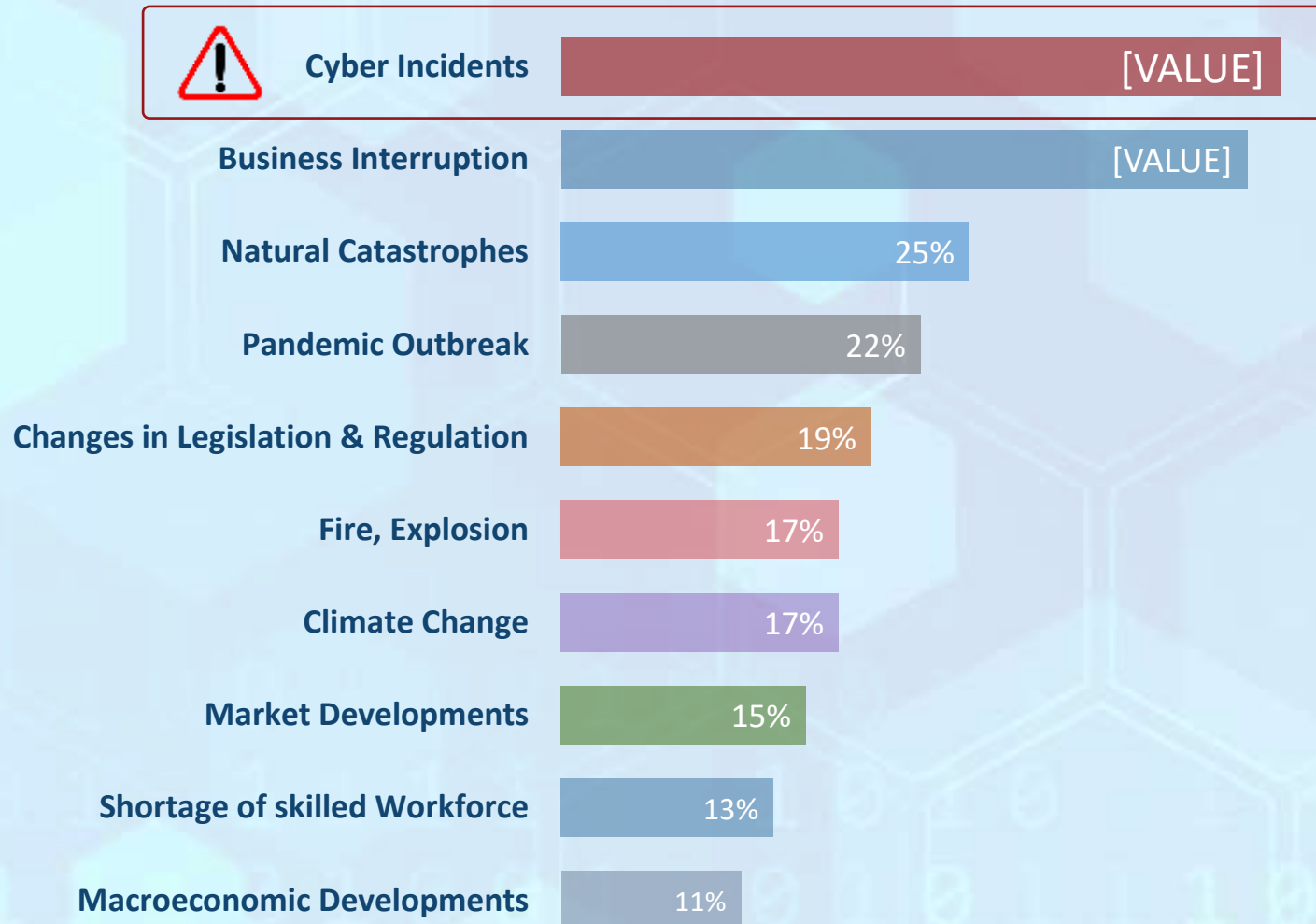
## Key market growth drivers:

- Accelerating business IT deployments and related security challenges and potential data breaches.
- Growing demand for Cybersecurity subject matter expertise.
- Increasing cybercrime, malware and ransomware attacks.



# Cyber Attack #1 Business Risk

## Reported Adverse Business Events in 2022



**83%** of organizations had more than one data breach.

**79%** of critical infrastructure organizations have yet to deploy a zero-trust architecture.

**19%** of breaches occurred due to a compromise at a business partner.

Source: IBM Cost of a Data Breach Report 2022

# Award-Winning Overwatch Cybersecurity Solution

MSPs and MSSPs turn to **Overwatch** for its Managed Everything (X) Detection and Response (**MXDR**) solution

- **Block cyberthreats** from reaching critical systems and data with Zero-Trust Secure-Access Service Edge (SASE).
- **Drill down on real threats** with AI-powered MXDR, “*Everything Detection & Response.*”
- **Tap expert security analysts** for continuous alert response and remediation plus proactive threat hunting.
- **Warranty and insurance options** provides additional protection from financial impact of attack or breach.
- **Stop active cyberattacks** in progress with our Security Orchestration, Automation & Response (**SOAR**).



## Proprietary Overwatch Cybersecurity Dashboard



Our Overwatch Managed Security Services are delivered over a multitenant platform. This provides the flexibility to securely extend visibility and control to our MSP partners and their clients as either fully managed by High Wire or co-managed with the MSP partner.



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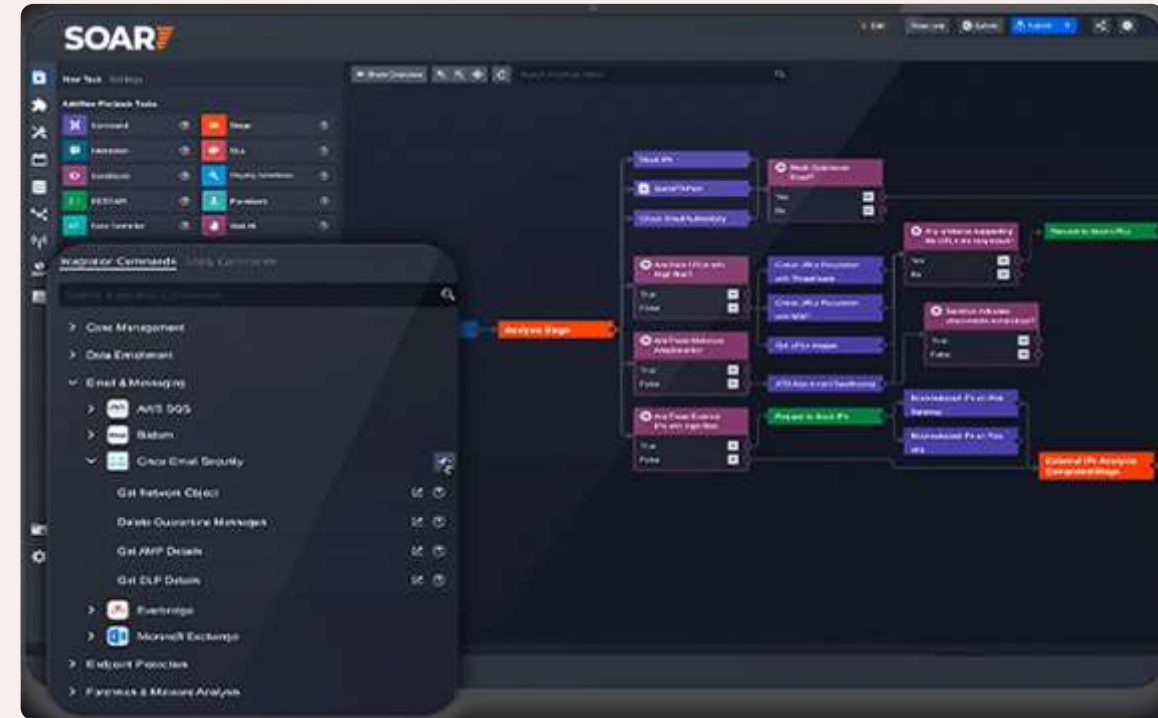




HighWire  
NETWORKS  
OTCQB: HWNI



- ## Security Orchestration Automation Response



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# Independent Analyst Validation

- **High Wire Networks Ranks as a Top 15 MSSPs for growth & innovation**, according to Frost & Sullivan.
- Compared to 200+ competitors across the Americas.
- Peers include professional service firms, telcos and pure-play Managed Security Service Providers.

*Frost & Sullivan noted that despite High Wire being a relatively new market entrant, “it continues to grow at an impressive triple- digit pace, surpassing almost every competitor in that metric.”*



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F R O S T & S U L L I V A N

Frost Radar™

Managed Security Services in the Americas, 2024



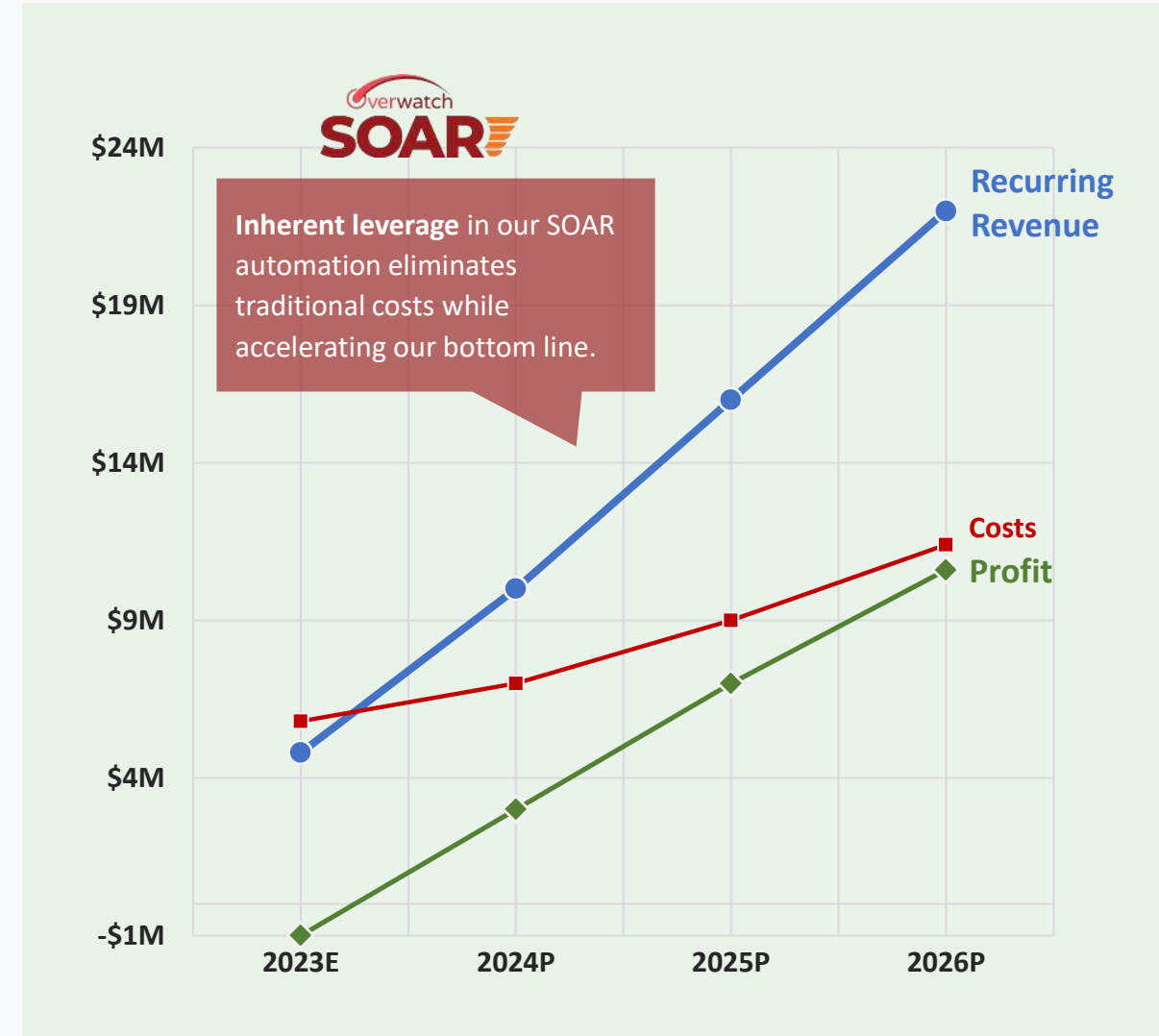
# Automation Drives Strong Return on Investment

Our propriety cybersecurity automations enable recurring revenue growth without material increase in overhead.

- Our automations require little to no human intervention.
- Virtually no additional infrastructure or capex costs required to support additional revenue.
- Cost for software subscriptions declines as we add customer seats.
- Overhead remains relatively flat as gross margin expands.
- Allows acquisitions to be immediately accretive—adds revenue without previously associated overhead.

Upcoming launch of our next-gen XDR platform to **add additional leverage** to the model:

- To lower cybersecurity platform overhead by 30%+
- Help overcome price as biggest objection and sell more subscriptions.



Overwatch Cybersecurity Revenue Model

# We Deliver these Solutions Through High-Profile Channel Partners

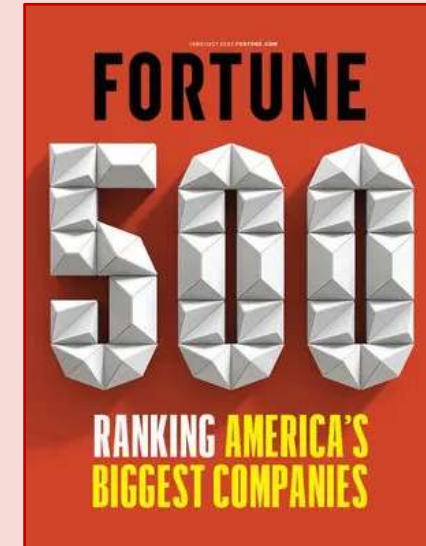
**Our growth is 100% driven by an expanding network of 200+ channel partners:**

- Managed service providers (MSPs)
- IT firms
- Major Telcos
- Hardware/software manufacturers
- Global systems integrators
- Value added resellers and distributors
- Strategic consulting firms

## **Typically:**

- Outsourced-minded or buy-before-build.
- Maintain a direct sales force.
- Open to partnership.

**Primarily U.S.-based** with global reach.



**Many of our Channel Partners  
Comprise the Fortune 500**

# Marque End-Customer Base

- Through our channel partner network, we serve **~1,000 managed cybersecurity end-customers** globally.
- In the commercial space, we serve **industry-leading companies** across multiple industries:
  - National & global retailers.
  - Food manufacturers.
  - National luxury automotive group.
  - Commercial & industrial construction groups
  - K-12 & higher education.
  - Several major healthcare providers.
- **Governmental:**
  - Multiple federal agencies.
  - State governmental agencies.
  - Local municipalities.



**~1,000**

Managed Cybersecurity  
Commercial & Government Customers  
Globally



Industry-leading  
Companies in the  
Fortune 500



Multiple Federal, State  
& Local Agencies

# Senior Management Team



**Mark Porter**  
CEO & Chairman

**20+ years** of technology industry experience

IT channel veteran with extensive experience in pioneering new and innovative ways to deliver professional and managed services.

Since 2018, led expansion of High Wire with two additional business units—managed cybersecurity services marketplace and commercial electrical.

**Numerous industry awards**, including Channel Partner Insight’s Channel Chief of the Year and Field Service USA’s Most Innovative Approach to Service Delivery.

Serves as a mentor for the INCubator Entrepreneurship Program.



**Curtis Smith**  
Chief Financial Officer

**30+ years** of finance, M&A, and operational experience as CFO for Nasdaq listed and privately held companies:

CFO of Job.com, an AI-powered staffing & recruiting company, where he managed the rollout of several acquisitions.

CFO of AYRO, a manufacturer of electric utility vehicles, where he led its reverse merger to become a NASDAQ-listed company and subsequent fundings.

CFO of LAC Group, a provider of information managed services, media asset curation and storage, and ancillary services.

Consulting CFO for NeoSystems, an IT integrator and managed service provider.

Bachelor of Business Administration in Accounting, Texas A&M Univ.



**Susanna Song**  
Chief Marketing Officer

**20+ years** of award-winning communications and journalism experience.

Host of Cybersecurity Simplified, a top Spotify podcast.

Drives high engagement in internal and external communications, brand awareness and lead generation through digital channels.

Expert storyteller, connecting audiences around new technology and cybersecurity services that bring value to partners and their clients in the B2B channel.

Moderator for CXO audiences across the globe, leading discussions around technology and digital transformation and cybersecurity strategy.

Former CBS News Reporter.



**Ed Vasko**  
COO of High Wire  
CEO, Overwatch

**30+ years** in the cybersecurity industry, including leading business formation and development, driving rapid growth, and executing strategic M&As and exits.

Prior to joining High Wire, he served as the director of Boise State University’s Institute of Pervasive Cybersecurity, a leader in cybersecurity research and host of the competency development hub known as the [Cyberdome](#).

Co-founder and CEO of Terra Verde (now Avertium), where he helped grow the firm into one of the nation’s largest providers of cybersecurity advisory and managed security services with thousands of clients around the world. He negotiated the [sale](#) of Terra Verde to Sunstone Partners, a leading growth equity firm.



**Mark Dallmeier**  
Chief Revenue Officer, Overwatch

**27+ years** of accomplishment in taking technology and managed services companies into ‘hypergrowth.’

As the CEO of The ROBB Group, a provider of management consulting for emerging growth companies, his strategies have helped companies to generate more than \$1.8 billion in new revenue streams.

Previously served as the president and CEO of MARS Suite, a cybersecurity and risk management platform company

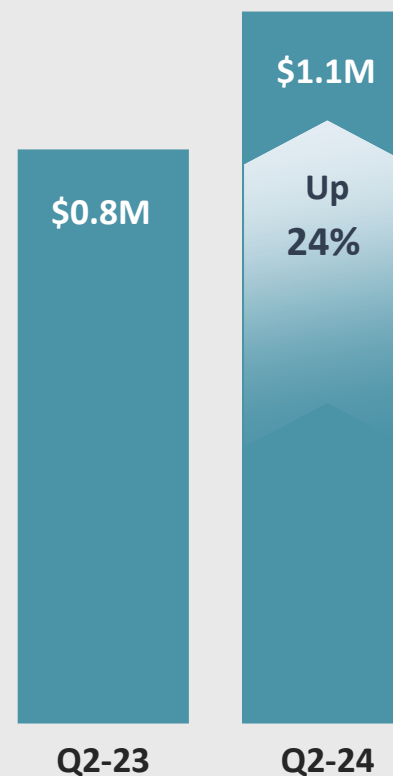
Served as chief sales and marketing officer at Terra Verde (now Avertium).

Bachelors of Science in business administration from University of Phoenix.

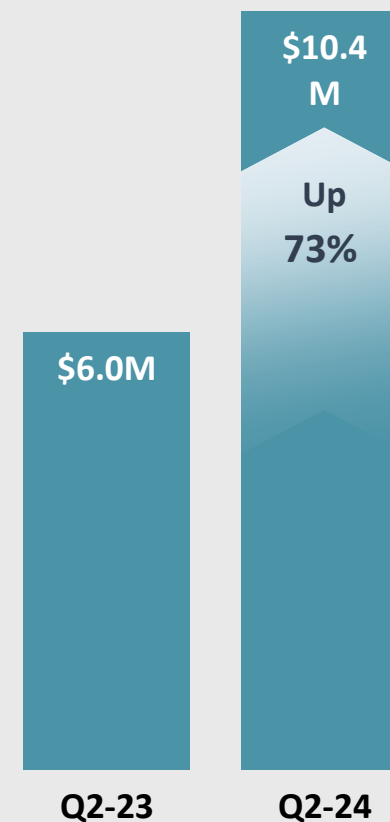
# Q2 2024 Financial Highlights

- **Revenue increased 14% to \$1.9M**, primarily due to growth in the company's Overwatch managed cybersecurity business.
- **Overwatch revenue increased 24%** to \$1.05M.
- **Gross margin expanded to 40.8%** from 25.4% in the same year-ago quarter, primarily due to a greater mix of higher margin recurring revenue, particularly from Overwatch.
- Net loss from continuing operations totaled \$3.1M or \$(0.01) per diluted share
- Net income attributable to common shareholders was \$4.8M or \$0.02 diluted share
- **Total contract value (TCV) for Overwatch managed cybersecurity services totaled \$10.4M** at June 30, 2024, up from \$6.0M at June 30, 2023.

Overwatch Recurring Revenue



Total Contract Value



# Growth Strategy & Future Growth Drivers



**Properly Capitalized,  
Profitable Business** that  
Generates Income & Positive  
Cash Flow.



**Continue to Leverage  
Existing Business** to generate  
cash, fund Overwatch  
growth, and Expand  
Managed IT Services



**Accelerate Expansion of  
Recurring Revenue Stream**  
with Cash Flow From Existing  
Business



**Expand Marketing Efforts** for  
scalable, repeatable, and  
efficient demand generation  
(currently <\$1M annual spend)



**Expand Geographically**  
Through Key Strategic  
Partnerships



**Uplist** to National Exchange



**Initiate MSP Contract Roll-up  
Program** as Part of Go-to-  
market Strategy



**Grow Cyber Product Line and  
Roll Out Additional Offerings**  
that Build Upon Our  
Currently Modest IP Portfolio

# Key Takeaways

- **Fast-growing, award-winning global provider of managed cybersecurity services.**
- **Rapidly expanding, high-margin Overwatch** managed cyber security business.
- **Highly scalable recurring revenue stream** from multi-year engagements.
- **Unique B2B2B business model** speeds growth & market expansion—*all the benefits of a traditional roll-up but without the downsides.*
- **High growth outlook** for 2024 and beyond.



OTCQB: HWNI



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# Appendix

# Industry Awards Recognize the Quality & Value of Our Service Offerings



Americas Top 15 MSSP 2024



# Board of Directors



**Mark Porter**  
CEO & Chairman

**20+ years** of technology industry experience, he is a channel veteran with extensive experience in pioneering new and innovative ways to deliver professional and managed services.

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Serves as a mentor for the INCubator Entrepreneurship Program.



**Stephen LaMarche**  
Director

**25+ years** of executive leadership in the technology industry with a strong track record of leading growth for private and publicly traded companies.

Extensive experience in sales & marketing, product and service innovation, finance and operational management.

Expertise in M&A strategy and execution, including the integration of combined organizations.

Previously, CEO of Unified Technologies, a professional, managed IT, cloud-based security and VoIP solutions company. When it was acquired by USTelePacific Corp. (TPx), he was named SVP of Products and Business Development for the newly formed managed IT services operating unit.



**Peter Kruse**  
Director

**30+ years** of financial and management experience at eight different companies, including multiple Fortune 500 companies.

In those roles, he had a strong track record of success, with direct P&L responsibility for businesses with revenues up to \$400 million, including international operations and acquisition integration.

Transitioned to business coaching and has helped more than 30 leadership teams define and achieve their vision.

# Non-GAAP Measures, Total Contract Value & Total Project Delivery Backlog Definitions

## Non-GAAP Measures

The company believes that the use of adjusted earnings before interest, taxes, depreciation and amortization, or adjusted EBITDA, is helpful for an investor to assess the performance of the company. The company defines adjusted EBITDA as income (loss) before interest, taxes, depreciation, amortization, acquisition expenses, impairment of long-lived assets, gain/loss on change of fair value of derivatives, amortization of discounts on debt, financing costs, fair value adjustments from purchase accounting, stock-based compensation expense, liquidated damages related to escrow shares, and expenses related to discontinued operations.

Adjusted EBITDA is not a measurement of financial performance under generally accepted accounting principles in the United States, or GAAP. Because of varying available valuation methodologies, subjective assumptions and the variety of equity instruments that can impact a company's non-cash operating expenses, the company believes that providing a non-GAAP financial measure that excludes non-cash and non-recurring expenses allows for meaningful comparisons between its core business operating results and those of other companies, as well as providing the company with an important tool for financial and operational decision making and for evaluating its own core business operating results over different periods of time.

The company's adjusted EBITDA measure may not provide information that is directly comparable to that provided by other companies in its industry, as other companies in the company's industry may calculate non-GAAP financial results differently, particularly related to non-recurring, unusual items. The company's adjusted EBITDA is not a measurement of financial performance under GAAP and should not be considered as an alternative to operating income or as an indication of operating performance or any other measure of performance derived in accordance with GAAP. The company does not consider adjusted EBITDA to be a substitute for, or superior to, the information provided by GAAP financial results.

## Total Contract Value

The company defines Total Contract Value (TCV) as the aggregate monetary value of its customer contracts remaining under the duration of annual or multi-year contracts, including associated one-time fees, such as onboarding and training fees.