



Snap Interactive, Inc. (OTCQB: STVI)
Q3 2016 Earnings Call & Business Update
November 10, 2016



Safe Harbor

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Certain statements in this presentation constitute “forward-looking statements” relating to Snap Interactive, Inc. (“SNAP,” “Snap Interactive” or the “Company”) made under the safe harbor provisions of the Private Securities Litigation Reform Act of 1995 that are based on current expectations, estimates, forecasts and assumptions and are subject to risks and uncertainties. In some cases, you can identify these statements by words such as “may,” “might,” “will,” “should,” “expect,” “plan,” “anticipate,” “believe,” “estimate,” “predict,” “optimistic,” “potential,” “future” or “continue,” and variations of such words and other comparable terminology. All forward-looking statements speak only as of the date on which they are made. Readers are specifically directed to the Company’s filings with the Securities and Exchange Commission for a description of certain risks, uncertainties and assumptions and to the discussion under “Risk Factors” in the Company’s most recently filed Annual Report on Form 10-K, Quarterly Reports on Form 10-Q and other Securities and Exchange Commission filings. These risks and uncertainties, as well as other risks and uncertainties of which the Company is not aware of or which the Company does not currently believe to be material, may cause actual future results to be materially different than those expressed by these forward-looking statements. In addition, there can be no assurance that actual results will meet expectations. Actual results could differ materially because of a number of factors, including, without limitation, factors such as:

- the Company’s ability to successfully integrate the operations of Snap and A.V.M. Software, Inc. (d/b/a Paltalk);
- the Company’s heavy reliance on a limited number of third party platforms to run the Company’s applications;
- the Company’s ability to obtain additional capital or financing to execute its business plan;
- the Company’s reliance on its executive officers;
- the intense competition in the Company’s industry;
- the Company’s ability to release new applications or improve upon existing applications and derive revenue therefrom;
- the Company’s ability to develop, establish and maintain strong brands;
- the Company’s ability to update its applications in respond to trends and preferences;
- the Company’s ability to adapt or modify the Company’s applications for the international market and derive revenue therefrom; and
- the Company’s ability to generate subscribers through advertising and marketing agreements with third party advertising and marketing providers.

The Company’s actual results, performance and achievements may differ materially from any future results, performance, or achievements expressed or implied by such forward-looking statements. All forward-looking statements speak only as of the date on which they are made. We do not assume responsibility for the accuracy or completeness of any forward-looking statement and you should not rely on forward-looking statements as predictions of future events. We do not undertake any obligation to update any forward-looking statement, whether written or oral, relating to the matters discussed herein, except to the extent required by applicable securities laws.



Agenda

✓ **Opening Remarks**

✓ **Strategic Overview**

✓ **SNAP Q3 2016 Highlights**

✓ **Q&A**

STRATEGIC OVERVIEW

Presentation of Financials Related to Snap's Merger with Paltalk

- On October 7, 2016, Snap closed its merger with Paltalk
- Financial reporting and business metrics as of September 30, 2016 includes only pre-merger Snap information, unless otherwise noted
- Post-combination Company information to be filed on or before December 23, 2016 via Form 8-K/A
 - Paltalk historical financials
 - Pro forma combined financials
- Annual Report on Form 10-K for fiscal 2016 will report combined operations of Snap and Paltalk on a consolidated basis

Corporate Aspects of the Snap/Paltalk Merger

- Snap acquired Paltalk in a Stock-for-Stock transaction
- Snap's original shareholders retain approximately 22.1% ownership of combined entity⁽¹⁾
- Preceding the merger Snap's 15 million warrants held by Sigma were converted to 2 million shares of common stock
- Immediately following the merger, all outstanding debt of Snap was paid off
- Board of Directors merged
 - Cliff Lerner and Alex Harrington from Snap joined a newly constituted seven person Board

Note:

(1) Includes 9.25 million shares of restricted stock in the total number of shares of common stock outstanding



Overview Snap & Paltalk

		
Business Description	Operates two dating applications, FirstMet, available on desktop and mobile, and The Grade, available on iOS and Android platforms.	Operates live video chat communities on desktop and mobile that facilitate virtual face-to-face interactions between individuals and groups.
Key Products	 	     
User Database	> 30 Million	> 225 Million

Entrepreneurial Executive Team

Role	Name	Background
Chief Executive Officer, Interim CFO	Alex Harrington	CEO of Pre-merger SNAP
Chairman, President, COO	Jason Katz	Founder & CEO of Paltalk
Chief Product Innovation Officer	Cliff Lerner	Founder, Chairman of Pre- merger SNAP
Chief Technical Officer	Eric Sackowitz	Pre-merger Paltalk
Chief Product Officer	Arash Vakil	Pre-merger Paltalk
Chief Financial Officer	Commencing search	NA



The Merger is Transformative for Snap

- The merger greatly expands avenues of growth, plus many immediate and tangible benefits:

Pre-Merger	Post-Merger
Current \$3MM debt maturity	Debt fully repaid
Undersized revenue base	Combined amount of revenue estimated at \$30 million
Severe capital constraints	Ample cash to support growth
Onerous debt service obligations and restrictive debt covenants	Eliminated
Single revenue producing product	Five revenue producing products
Complex capital structure (warrants, convertible debt)	Simple capital structure (no warrants, no convertible debt)
No issued patents	25 patents with licensing income opportunities



Forward-Looking Business Opportunities

Near term business initiatives:

- Integrating the operations of Snap and Paltalk, and sharing best practices
- Cross-selling our combined database of over 250 million users across the post-merger portfolio of eight products
- Licensing our intellectual property, including Paltalk's portfolio of 25 patents, which have previously generated tens of millions of dollars of licensing income
- Combining elements of live video communication and dating into new and existing products



Strategic & Financial Opportunities

- CFO search commenced
- Taking steps toward the goal of ultimately listing our common stock on a national securities exchange
- Exploring additional strategic acquisition opportunities in the \$4 billion interactive dating industry

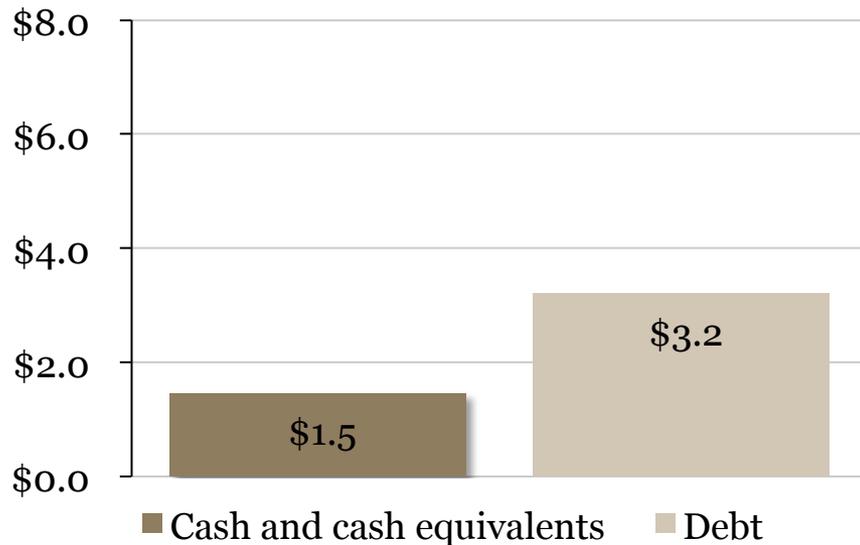
SNAP Q3 2016 HIGHLIGHTS



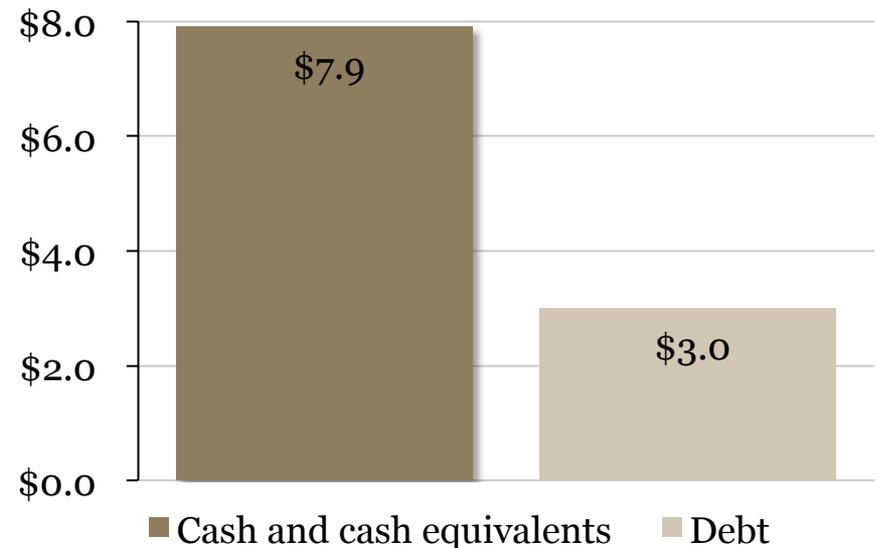
Liquidity Summary

- Pre-merger, SNAP had a severe liquidity issue
- Since the merger, all debt has been paid off, with a healthy remaining cash balance

Pre-Merger
Cash & Debt at 9/30/16
(in 1000s)



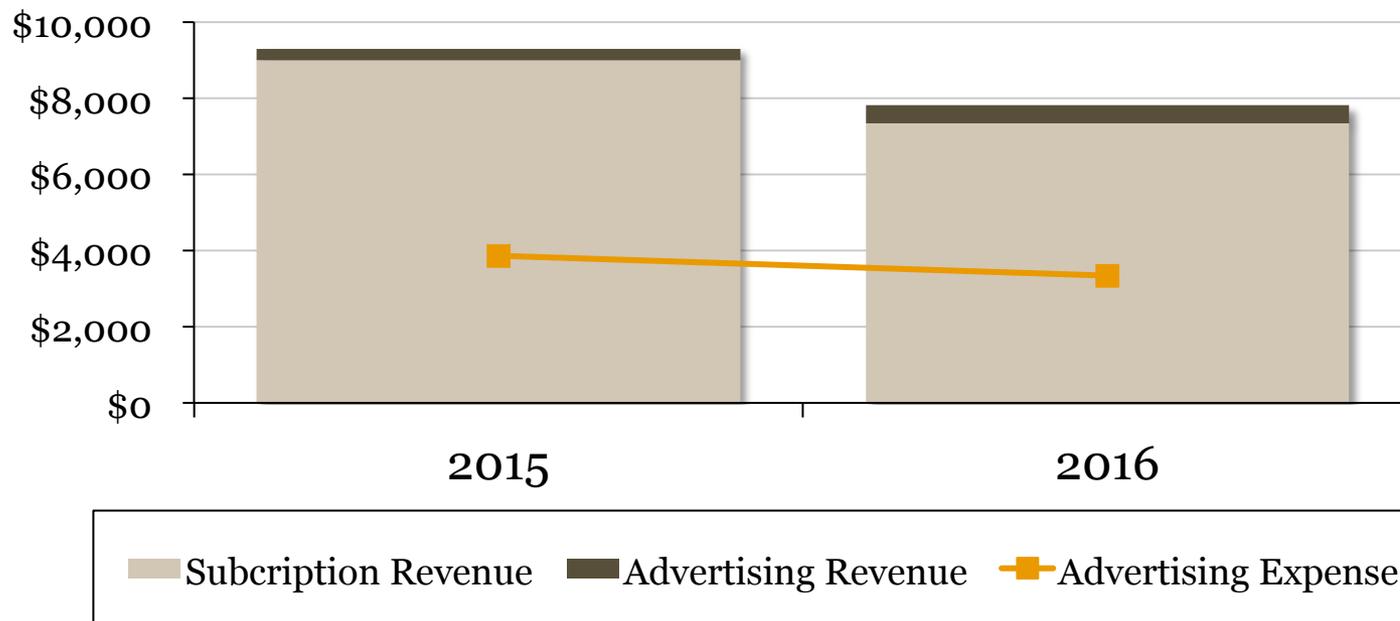
Post-Merger Pro Forma
Cash & Debt at 6/30/16
(in 1000s)



Revenues: Nine Months Ended September 30, 2016

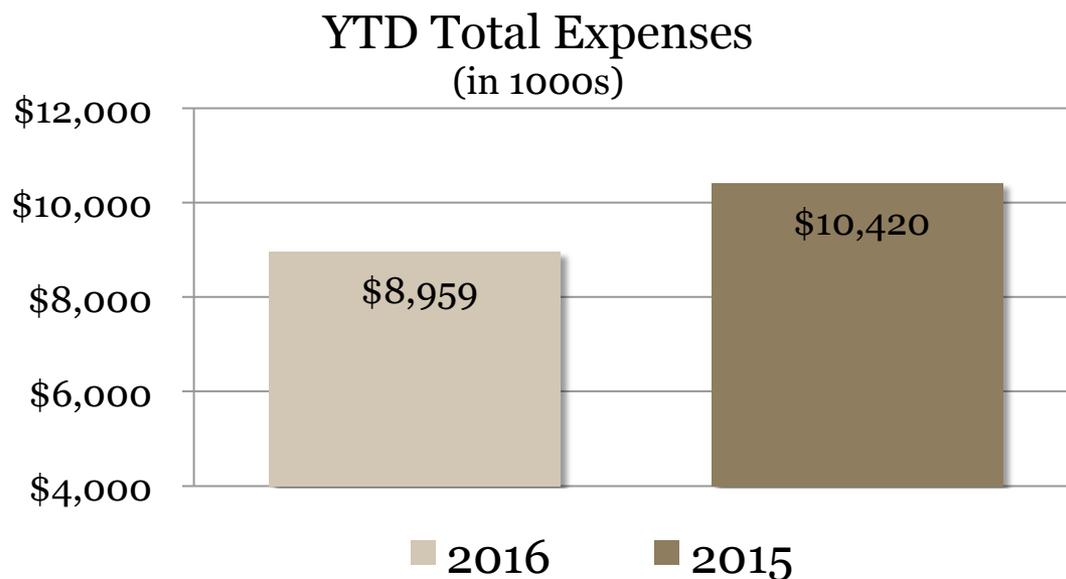
- Revenue decrease of 16.1% was approximately proportional to the decrease in advertising expenditures of 15.2%

Revenues Compared to Advertising Expense
(in 1000s)



Total Expenses: Nine Months Ended September 30, 2016

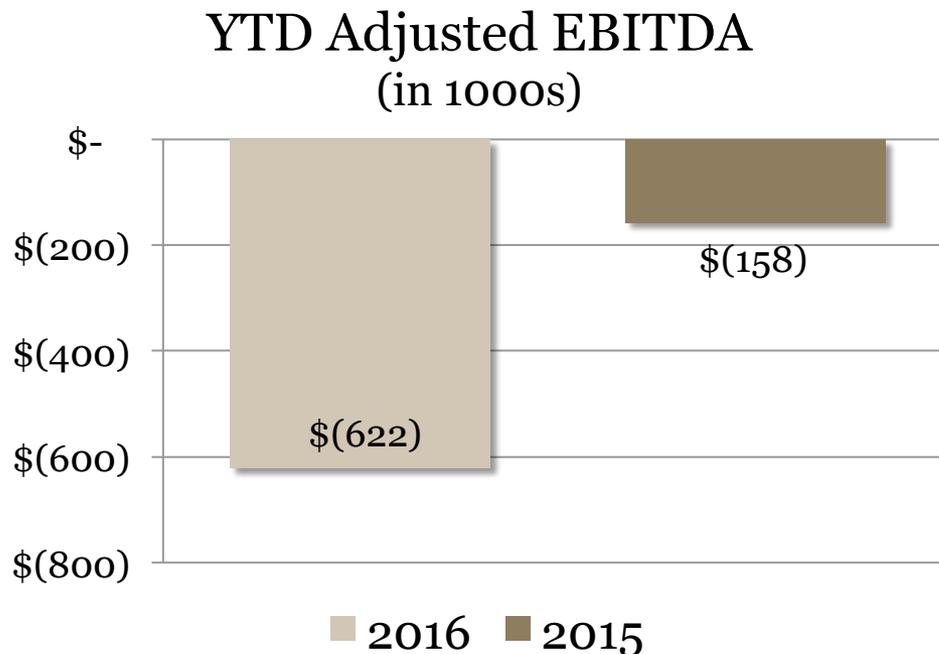
- Total expenses were \$9.0 million, representing a decrease of 14%, as a result of continued cost controls
- Backing out non-recurring merger related expenses in 2016, total expenses would have been \$8.5 million, representing a decrease of 18%



*Non-recurring merger related expenses for 2016 were \$415K. Management believes excluding non-recurring merger related expenses from total expenses provides a more useful comparison to total expenses as reported in prior periods.

Adjusted EBITDA: Nine Months Ended September 30, 2016

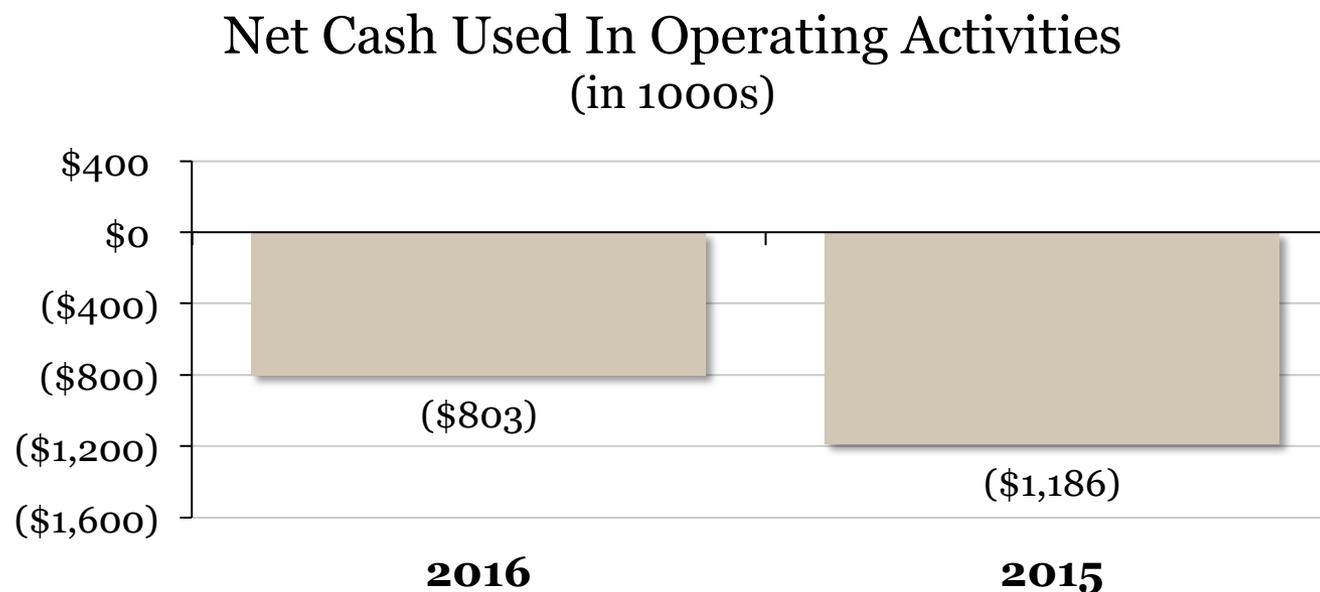
- Adjusted EBITDA comparisons were nearly level, when taking into consideration non-recurring merger related expenses in 2016



*Non-recurring merger related expenses for 2016 were \$415K. See page 15 for a reconciliation of total expenses excluding non-recurring merger related expenses to total expenses.

Cash Flow: Nine Months Ended September 30, 2016

- Net cash used in operations was \$283 thousand lower in YTD 2016 as compared to the same period in 2015



Conclusion: Summary of Merger Effects on Financial Outlook

- Stronger, debt-free balance sheet
- Cleaner cap table
- Revenue synergies
- Diversification of revenue base
- New product growth avenues
- Stronger management team

Q&A

Non-GAAP Reconciliation: ADJUSTED EBITDA

Non-GAAP Financial Measures

Adjusted EBITDA is defined as net loss adjusted to exclude interest income (expense), net, depreciation and amortization expense, gain (loss) on change in fair value of derivative liabilities, loss on disposal of fixed assets and stock-based compensation expense. The Company presents Adjusted EBITDA because it is a key measure used by the Company's management and its Board of Directors to understand and evaluate the Company's core operating performance and trends, to develop short- and long-term operational plans, and to allocate resources to expand the Company's business. In particular, the exclusion of certain expenses in calculating Adjusted EBITDA can provide a useful measure for period-to-period comparisons of the cash operating income generated by the Company's business. The Company believes that Adjusted EBITDA is useful to investors and others to understand and evaluate the Company's operating results and it allows for a more meaningful comparison between the Company's performance and that of competitors. Management uses this non-GAAP financial measure internally in analyzing the Company's financial results to assess operational performance and to determine the Company's future capital requirements. The presentation of this financial information is not intended to be considered in isolation or as a substitute for the financial information prepared in accordance with GAAP.

Some limitations of Adjusted EBITDA as a financial measure include that:

- Adjusted EBITDA does not (i) reflect cash capital expenditure requirements for assets underlying depreciation and amortization expense that may need to be replaced or for new capital expenditures; (ii) reflect the Company's working capital requirements; (iii) consider the potentially dilutive impact of stock-based compensation; (iv) reflect interest expense or interest payments on our outstanding indebtedness; or (v) reflect the change in fair value of warrants; and
- Other companies, including companies in our industry, may calculate Adjusted EBITDA differently or choose not to calculate Adjusted EBITDA at all, which reduces its usefulness as a comparative measure.

Because of these limitations, you should consider this non-GAAP financial information along with other financial performance measures reported in our filings with the Securities and Exchange Commission, including total revenues, subscription revenue, deferred revenue, net income (loss), cash and cash equivalents, restricted cash, net cash used in operating activities and our financial results presented in accordance with GAAP.

The following unaudited table presents a reconciliation of net loss, the most directly comparable financial measure calculated and presented in accordance with GAAP, to Adjusted EBITDA for the nine months ended September 30, 2016 and 2015:

	Nine Months Ended	
	9/30/16	9/30/15
Reconciliation of Net Income (Loss) to Adjusted EBITDA:		
Net loss	\$ (2,293,371)	\$ (938,812)
Interest expense (income), net	1,284,245	1,100,366
Depreciation and amortization expense	106,644	131,583
Loss on disposal of fixed assets	-	79,628
Loss (gain) on change in fair value of warrants	(153,425)	(1,280,000)
Stock compensation expense	433,949	749,730
Adjusted EBITDA	\$ (621,958)	\$ (157,505)

