

**ANNOUNCEMENT**

# Waystar to acquire Iodine Software

July 23, 2025



# FORWARD-LOOKING STATEMENTS

This presentation contains forward-looking statements, within the meaning of the Private Securities Litigation Reform Act of 1995, that reflect our current views with respect to, among other things, statements regarding Waystar's expectations relating to future operating results and financial position, including full year 2025, and future periods; anticipated future investments; our industry, business strategy, goals, and deployment of artificial intelligence in our solutions, our market position, offerings, future operations, margins, and profitability. Forward-looking statements include all statements that are not historical facts. These statements may include words such as "anticipate," "assume," "believe," "continue," "could," "estimate," "expect," "intend," "may," "plan," "potential," "predict," "project," "future," "will," "seek," "foreseeable," "outlook," the negative version of these words or similar terms and phrases to identify forward-looking statements in this presentation, including the discussion of our guidance for full fiscal year 2025.

The forward-looking statements contained in this presentation are based on management's current expectations and are not guarantees of future performance. The forward-looking statements are subject to various risks, uncertainties, assumptions, or changes in circumstances that are difficult to predict or quantify. Our expectations, beliefs, and projections are expressed in good faith, and we believe there is a reasonable basis for them. However, there can be no assurance that management's expectations, beliefs, and projections will result or be achieved. The following factors are among those that may cause actual results to differ materially from the forward-looking statements: the risk that the proposed merger may not be completed in a timely manner or at all; the failure to satisfy any of the conditions to the consummation of the merger, including the receipt of certain regulatory approvals; the occurrence of any event, change, or circumstance that could give rise to the termination of the merger agreement; the effect of the announcement of the proposed transaction on our business relationships, operating results, and business generally; unexpected costs, charges, or expenses resulting from the proposed merger; our operation in a highly competitive industry; our ability to retain our existing clients and attract new clients; our ability to successfully execute on our business strategies in order to grow; our ability to accurately assess the risks related to acquisitions and successfully integrate acquired businesses, including Iodine; our ability to establish and maintain strategic relationships; the growth and success of our clients and overall healthcare transaction volumes; consolidation in the healthcare industry; our selling cycle of variable length to secure new client agreements; our implementation cycle that is dependent on our clients' timing and resources; our dependence on our senior management team and certain key employees, and our ability to attract and retain highly skilled employees; the accuracy of the estimates and assumptions we use to determine the size of our total addressable market; our ability to develop and market new solutions, or enhance our existing solutions, to respond to technological changes, or evolving industry standards; the interoperability, connectivity, and integration of our solutions with our clients' and their vendors' networks and infrastructures; the performance and reliability of internet, mobile, and other infrastructure; the consequences if we cannot obtain, process, use, disclose, or distribute the highly regulated data we require to provide our solutions; our reliance on certain third-party vendors and providers; any errors or malfunctions in our products and solutions; failure by our clients to obtain proper permissions or provide us with accurate and appropriate information; the potential for embezzlement, identity theft, or other similar illegal behavior by our employees or vendors, and a failure of our employees or vendors to observe quality standards or adhere to environmental, social, and governance standards; our compliance with the applicable rules of the National Automated Clearing House Association and the applicable requirements of card networks; increases in card network fees and other changes to fee arrangements; the effect of payer and provider conduct which we cannot control; privacy concerns and security breaches or incidents relating to our platform; the complex and evolving laws and regulations regarding privacy, data protection, and cybersecurity; our ability to adequately protect and enforce our intellectual property rights; our ability to use or license data and integrate third-party technologies; our use of "open source" software; legal proceedings initiated by third parties alleging that we are infringing or otherwise violating their intellectual property rights; claims that our employees, consultants, or independent contractors have wrongfully used or disclosed confidential information of third parties; the heavily regulated industry in which we conduct business; the uncertain and evolving healthcare regulatory and political framework; health care laws and data privacy and security laws and regulations governing our processing of personal information; reduced revenues in response to changes to the healthcare regulatory landscape; legal, regulatory, and other proceedings that could result in adverse outcomes; consumer protection laws and regulations; contractual obligations requiring compliance with certain provisions of the Bank Secrecy Act and anti-money laundering laws and regulations; existing laws that regulate our ability to engage in certain marketing activities; our full compliance with website accessibility standards; any changes in our tax rates, the adoption of new tax legislation, or exposure to additional tax liabilities; limitations on our ability to use our net operating losses to offset future taxable income; losses due to asset impairment charges; restrictive covenants in the agreements governing our credit facilities; interest rate fluctuations; unavailability of additional capital on acceptable terms or at all; the impact of general macroeconomic conditions; our history of net losses and our ability to achieve or maintain profitability; actions of certain of our significant investors, who may have different interests than the interests of other holders of our securities; and each of the other factors discussed under the heading of "Risk Factors" in the Company's 10-K filed with the Securities and Exchange Commission (the "SEC") on February 18, 2025, and in other reports filed with the SEC, all of which are available on the Investor Relations page of our website at [investors.waystar.com](https://investors.waystar.com).

Any forward-looking statements made by us in this presentation speak only as of the date of this presentation and are expressly qualified in their entirety by the cautionary statements included in this presentation. Factors or events that could cause our actual results to differ may emerge from time to time, and it is not possible for us to predict all of them. You should not place undue reliance on our forward-looking statements. We undertake no obligation to publicly update or review any forward-looking statement, whether as a result of new information, future developments, or otherwise, except as may be required by any applicable securities laws.



STRATEGIC RATIONALE

# Simplify Healthcare Payments



## Accelerates AI-powered Transformation

Advances our mission to simplify healthcare payments through proven AI software capabilities

## Eradicates Denials at the Source

Integrates clinical intelligence software to prevent denials and ensure optimal reimbursement

## Expands TAM and Provider Reach

Broadens Waystar's total addressable market by more than 15% and deepens reach across providers, unlocking new opportunities to drive value

## Enhances Revenue Growth and Profitability

Strengthens Waystar's financial profile with highly recurring subscription-based revenue that enhances growth, gross profit margin, and Adj. EBITDA margin



## IODINE ACQUISITION

# Transaction Overview

# \$1.25B

Total enterprise value, representing a high teens EV / 2025E PF synergized Adj. EBITDA<sup>1</sup> multiple

## PRO FORMA OWNERSHIP

- Transaction funded with approximately 50% in cash and 50% in Waystar common stock
- Iodine shareholders will own approximately 8% of Waystar on a fully diluted, pro forma basis
- Iodine's largest shareholder, Advent, is expected to receive 100% of its transaction consideration in the form of Waystar common stock
- Select large shareholders, including Advent and Iodine's CEO, will be subject to an 18-month lock-up on their expected ~6% PF Waystar ownership
- The remaining ~200 Iodine stockholders will hold ~2% PF Waystar ownership and will be subject to at least a 6-month transfer restriction and/or lock-up

## MANAGEMENT | BOARD

- Key Iodine leadership to join Waystar
- Advent will nominate one director to join Waystar's Board

## TIMING | CONDITIONS TO CLOSE

- Waystar expects to close the transaction by year-end 2025
- Closing remains subject to regulatory approvals and satisfaction of other customary closing conditions
- Waystar will incorporate Iodine into forward guidance after the transaction closes in connection with regular Waystar communications

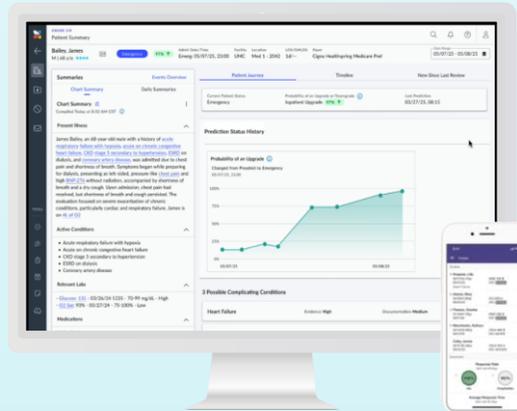
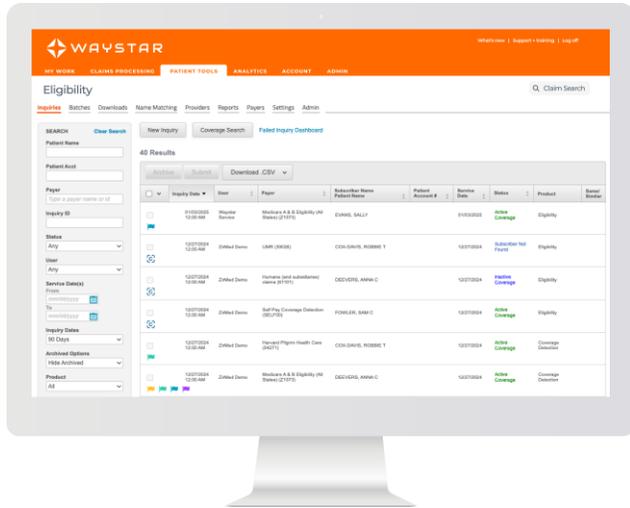


# TRANSFORMING HEALTHCARE

# AI-powered Software Platform

## REVENUE CYCLE CONTINUUM: PRE, DURING + POST CARE

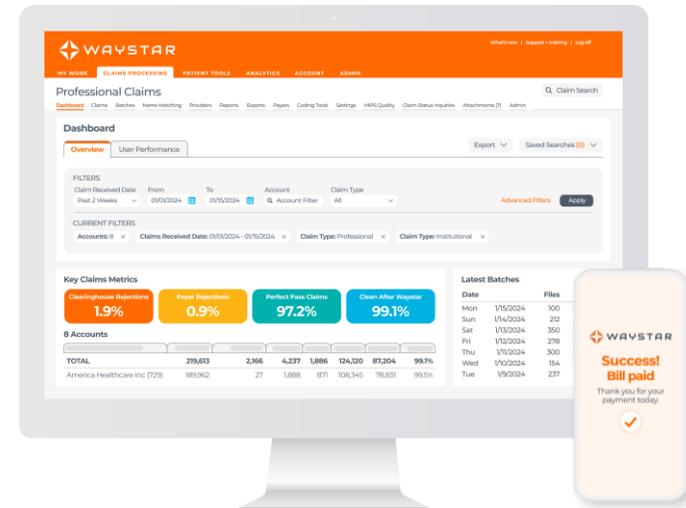
- + Eligibility check
- + Patient cost estimation
- + Prior authorization approval
- + Co-pay collection
- + Utilization management
- + Clinical documentation integrity
- + Charge capture
- + Clean claim submission
- + Claim monitoring
- + Patient payment
- + Denial + appeal
- + Remittance from payer



Medical Necessity

Documentation Accuracy

Post-discharge Revenue Protection



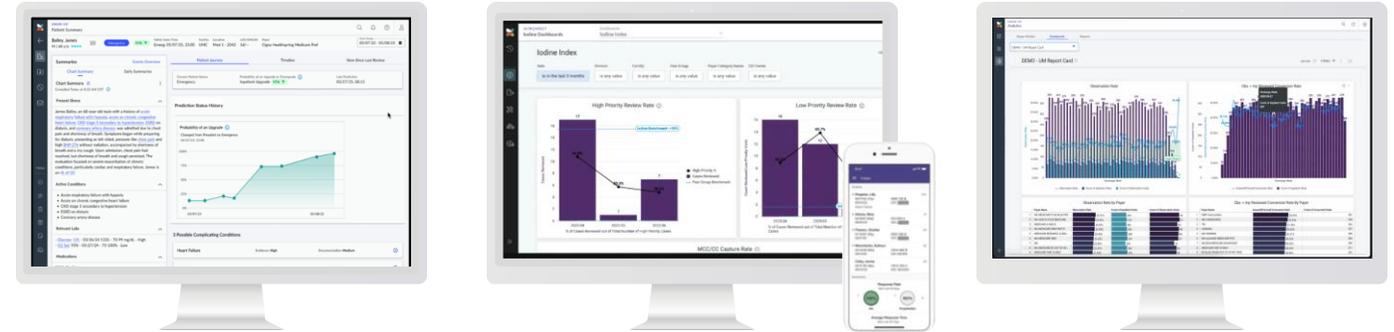
# AI-powered Clinical Intelligence

UNMATCHED FINANCIAL + OPERATIONAL IMPACT

## PROVEN RESULTS

# Iodine Software

Accelerate health systems' ability to capture the full value of care, reduce administrative burden, and further infuse the Waystar platform with differentiated clinical data to unlock even greater client value



### Medical Necessity

- Prevent denials
- Maximize reimbursement
- Simplify reviews
- Reduce compliance risk

### Documentation Accuracy

- Capture the right clinical detail
- Ensure accurate payment
- Reduce avoidable denials
- Automate manual tasks

### Post-discharge Revenue Protection

- Stop revenue leakage
- Eliminate unnecessary reviews
- Ensure compliant coding
- Boost team efficiency



# ACCELERATING WAYSTAR'S GROWTH

# Aligned in Mission. Amplified in Impact.



<p><b>MARKET REACH</b></p> <p><b>AI EXPERTISE</b></p> <p><b>CLIENT EXPERIENCE</b></p> <p><b>SELECT CLIENTS</b></p> <p><b>INDUSTRY RECOGNITION</b></p>	<p><b>1M+</b> Providers</p>	<p><b>50%</b> U.S. Patients</p>	<p><b>6B+</b> Payment Transactions</p>	<p><b>160M+</b> Encounters</p>	<p><b>34%</b> All Inpatient Discharges in U.S.</p>	<p><b>1.5B</b> Medical Concepts</p>	<p><b>1M+ PROVIDERS</b></p> <p><b>AI INDUSTRY LEADER</b></p> <p><b>UNMATCHED CLIENT SUCCESS</b></p> <p><b>17 of 20 U.S. NEWS BEST HOSPITALS LIST</b></p> <p><b>AWARD WINNING PLATFORM</b></p>
	<p><b>12 Years+</b> of AI Experience</p>	<p><b>#1</b> AI Platform, Black Book Research</p>	<p><b>1st</b> Revenue Cycle Company to Launch GenAI</p>	<p><b>15+ Years</b> of AI Experience</p>	<p><b>160+</b> Industry Leading Custom AI Models</p>	<p><b>86%</b> Prediction Accuracy</p>	
	<p><b>74</b> Net Promoter Score</p>	<p><b>\$6B</b> Denied Claims Prevented</p>	<p><b>70%</b> Increase in Appeal Productivity</p>	<p><b>62</b> Net Promoter Score</p>	<p><b>70%</b> Reduction in Re-reviews</p>	<p><b>\$2M</b> Revenue Captured per 10K Admissions</p>	
	<p>Stanford MEDICINE</p> <p>Boston Children's Hospital Until every child is well</p> <p>CHRISTUS Health</p> <p>Advocate Health Care</p> <p>Piedmont</p> <p>PRISMA HEALTH</p>	<p>BJC HealthCare</p> <p>JOHNS HOPKINS MEDICINE</p> <p>Sentara Health</p> <p>Genesis HEALTHCARE SYSTEM</p> <p>Advent Health</p> <p>BaylorScott&amp;White HEALTH</p>					
	<p>KLAS SOFTWARE &amp; SERVICES 2025</p> <p>Forbes MOST TRUSTED COMPANIES</p> <p>Great Place To Work Certified</p> <p>PSI PROMAX</p> <p>BLACK BOOK</p> <p>MEDTECH BREAKTHROUGH AWARD</p>	<p>bu#n</p> <p>Great Place To Work Certified</p> <p>BLACK BOOK</p> <p>AI IMPACT AWARD</p>					



## ORGANIC GROWTH + DISCIPLINED ACQUISITIONS

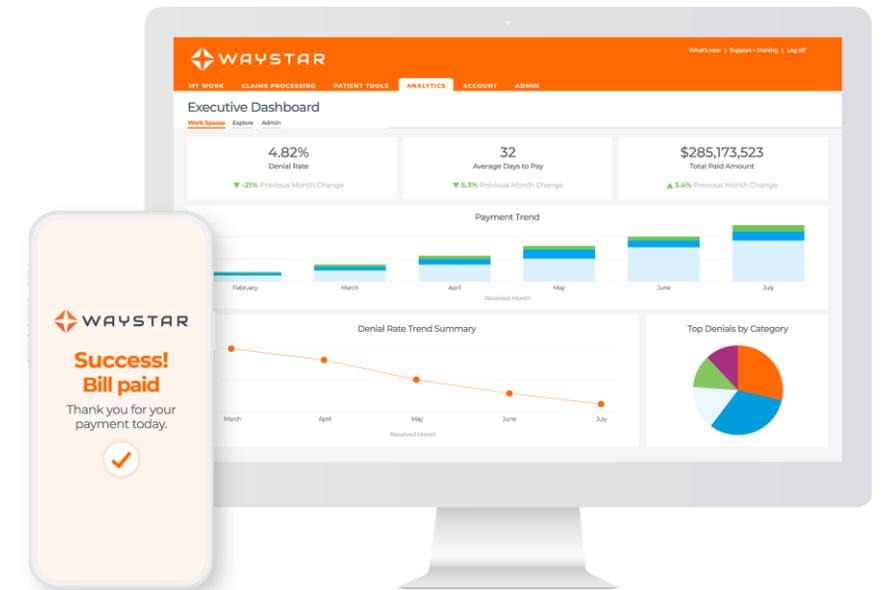
# Waystar's Proven Track Record of M&A Execution

### INTEGRATION SUCCESS

- 100%+ identified synergies achieved across nine prior acquisitions
- Excellent outcomes for clients, team members, and Waystar shareholders

### CONSISTENT APPROACH TO M&A

- Create a unified, cloud-based experience with deep integrations
- Unlock significant cross-sell potential and complement existing solutions
- Deliver compelling AI solutions to eliminate manual revenue cycle work
- Achieve operational synergies with speed and efficiency
- Prioritize cultural alignment to ensure long-term success



## WAYSTAR'S UNIFIED SOFTWARE PLATFORM

**1M+**  
Providers

**30k**  
Clients

**50%**  
of U.S. patients

**\$1.8T**  
Annual gross claims

**>6B**  
Annual payment transactions

**74**  
NPS



## IODINE ACQUISITION

# Strengthens Waystar's Financial Profile

### IODINE PROFILE

### ACCRETIVE TO WAYSTAR

**TAM Expansion of 15%+**



**Revenue Derived from  
Software Subscription**  
(~99%)



**Gross Margin**  
(~75%)



**Adj. EBITDA Margin**  
(~40%)



### NON-GAAP NET INCOME PER DILUTED SHARE

- Assuming full-year impact, neutral to non-GAAP net income per diluted share in 2026 and modestly accretive in 2027

### LEVERAGE

- Adjusted net leverage ratio at transaction close expected to be ~3.5x
- Anticipated continued deleveraging post transaction through strong EBITDA growth and cash flow generation

### SYNERGIES

- Opportunity for approximately \$15M+ in run-rate cost synergies, to be realized over 18-24 months
- Significant cross-sell potential through selling CDI, UM, and Pre-bill to existing Waystar client base and Waystar's platform to Iodine's existing client base



SECOND QUARTER 2025

# Continued Strong Momentum in Q2'25

## PRELIMINARY Q2'25 RESULTS

**\$271M**

Approximate  
Q2 2025  
revenue\*

**15%**

Approximate  
year-over-year  
growth\*

*\*The foregoing estimates are preliminary and unaudited and based on management's initial analysis of operations for the quarter.*

## Earnings call

Waystar's second quarter 2025 results as previously scheduled on July 30, 2025.



# Thank you

Simplify healthcare payments

Visit [waystar.com](https://waystar.com)

