



Rocket Lab USA, Inc.

Q3 2024 INVESTOR UPDATE

November 12, 2024

rocketlabusa.com



FORWARD LOOKING STATEMENTS

Forward Looking Statements

This presentation may contain certain “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995, Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. All statements, other than statements of historical facts, contained in this presentation, including statements regarding our expectations of financial results for the fourth quarter of 2024, strategy, future operations, future financial position, projected costs, prospects, plans and objectives of management, are forward-looking statements. Words such as, but not limited to, “anticipate,” “aim,” “believe,” “contemplate,” “continue,” “could,” “design,” “estimate,” “expect,” “intend,” “may,” “might,” “plan,” “possible,” “potential,” “predict,” “project,” “seek,” “should,” “suggest,” “strategy,” “target,” “will,” “would,” and similar expressions or phrases, or the negative of those expressions or phrases, are intended to identify forward-looking statements, although not all forward-looking statements contain these identifying words. These forward-looking statements are based on Rocket Lab’s current expectations and beliefs concerning future developments and their potential effects. These forward-looking statements involve a number of risks, uncertainties (many of which are beyond Rocket Lab’s control), or other assumptions that may cause actual results or performance to be materially different from those expressed or implied by these forward-looking statements. Many factors could cause actual future events to differ materially from the forward-looking statements in this release, including risks related to delays and disruptions in expansion efforts; delays in the development of our Neutron rocket; our dependence on a limited number of customers; the harsh and unpredictable environment of space in which our products operate which could adversely affect our launch vehicle and spacecraft; increased competition in our industry due in part to rapid technological development; technological change in our industry which we may not be able to keep up with or which may render our services uncompetitive; average selling price trends; general economic uncertainty and turbulence which could impact our customers’ ability to pay what we are owed; failure of our launch vehicles, spacecraft and components to operate as intended either due to our error in design, in production or through no fault of our own; launch schedule disruptions; supply chain disruptions, product delays or failures; design and engineering flaws; launch failures; natural disasters and epidemics or pandemics; any inability to effectively integrate recently acquired assets; a US government shutdown or delays in government funding; changes in governmental regulations including with respect to trade and export restrictions, or in the status of our regulatory approvals or applications; or other events that force us to cancel or reschedule launches, including customer contractual rescheduling and termination rights; risks that acquisitions may not be completed on the anticipated time frame or at all or do not achieve the anticipated benefits and results; and the other risks detailed from time to time in Rocket Lab’s filings with the Securities and Exchange Commission (the “SEC”), including under the heading “Risk Factors” in Rocket Lab’s Annual Report on Form 10-K for the fiscal year ended December 31, 2023, which was filed with the SEC on February 28, 2024 and elsewhere. There can be no assurance that the future developments affecting Rocket Lab will be those that we have anticipated. Except as required by law, Rocket Lab is not undertaking any obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise.

Use of Non-GAAP Financial Measures

To supplement our unaudited consolidated financial statements presented on a basis consistent with GAAP, we disclose certain non-GAAP financial measures, including non-GAAP gross margin, operating expenses, research and development expenses, and non-GAAP net selling, general and administrative expenses. These supplemental measures exclude the effects of (i) stock-based compensation expense; (ii) amortization of purchased intangible assets and favorable lease; (iii) non-cash income tax benefits and expenses (iv) depreciation; (v) transaction costs; (vi) change in fair value of contingent consideration; (vii) performance reserve escrow; (viii) provision for income taxes; (ix) (Gain) loss on foreign exchange; (x) accretion of marketable securities purchased at a discount; (xi) (gain) loss on disposal of assets; and (xii) employee retention credit. We also supplement our unaudited historical statements and forward-looking guidance with the measure of adjusted EBITDA, where adjustments to EBITDA include share-based compensation, warrant expense related to customers and partners, foreign exchange gains or losses, acquisition related performance reserve and escrow, loss on extinguishment of debt, interest expense, net and other non-recurring gains or losses. These non-GAAP measures should only be viewed in conjunction with corresponding GAAP measures. We compensate for the limitations of non-GAAP financial measures by relying upon GAAP results to gain a complete picture of our performance. Non-GAAP financial measures are not in accordance with and do not serve as an alternative for the presentation of our GAAP financial results. We are providing this information to enable investors to perform more meaningful comparisons of our operating results in a manner similar to management’s analysis of our business. We believe that these non-GAAP measures have limitations in that they do not reflect all of the amounts associated with our GAAP results of operations. We encourage investors to review the detailed reconciliation of our GAAP and non-GAAP presentations in our Earnings Release dated November 12, 2024 available on our website at investors.rocketlabusa.com. We have not provided a reconciliation for the forward-looking non-GAAP financial measures because, without unreasonable efforts, we are unable to predict with reasonable certainty the amount and timing of adjustments that are used to calculate these non-GAAP financial measures, particularly related to stock-based compensation and its related tax effects.

AGENDA

- 1 Highlights
- 2 Electron
- 3 Neutron
- 4 Space Systems
- 5 Financial Highlights and Outlook
- 6 Q&A and Upcoming Events



DELIVERING AS AN END-TO-END SPACE COMPANY

Our latest achievements support the strategic vision.

1

THE RIDE TO SPACE

COMPLETE

LAUNCH

NEUTRON



MULTI-LAUNCH AGREEMENT SIGNED

With confidential satellite constellation operator.

ELECTRON



Record number of annual launches, with more scheduled for the year.

\$55m in new launch contracts signed in Q3.

2

THE TOOLS TO DO THINGS IN SPACE

COMPLETE

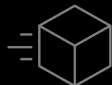
SPACECRAFT

MARS SAMPLE RETURN



Selected by NASA to propose mission architecture that enables faster & more cost-effective return of samples from Mars in a historic first.

SATELLITES COMING OFF PRODUCTION LINE AT SCALE



Production line is up and humming, churning out satellites for our various constellations and bespoke programs.

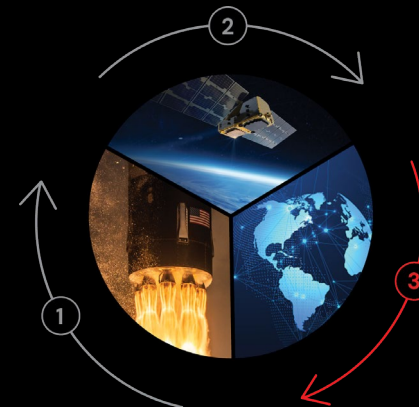
3

THE END USE

FUTURE

SPACE SERVICES

Everything we're selling and developing feeds into our overall vision to deliver our own services from space with our own satellite constellation.



Q3 DELIVERED STRONG GROWTH YEAR-ON-YEAR



\$105M

Third quarter revenue, representing 55% YoY increase.

\$1.05B

Backlog as of Q3 2024,
representing 80% YoY growth.



\$125- \$135M

Revenue guidance for Q4, 2024 – on
track to be our biggest quarter ever.



SECTION

02

KEY ACCOMPLISHMENTS

ELECTRON

Now the world's

3RD

most frequently launched
rocket globally in 2024.

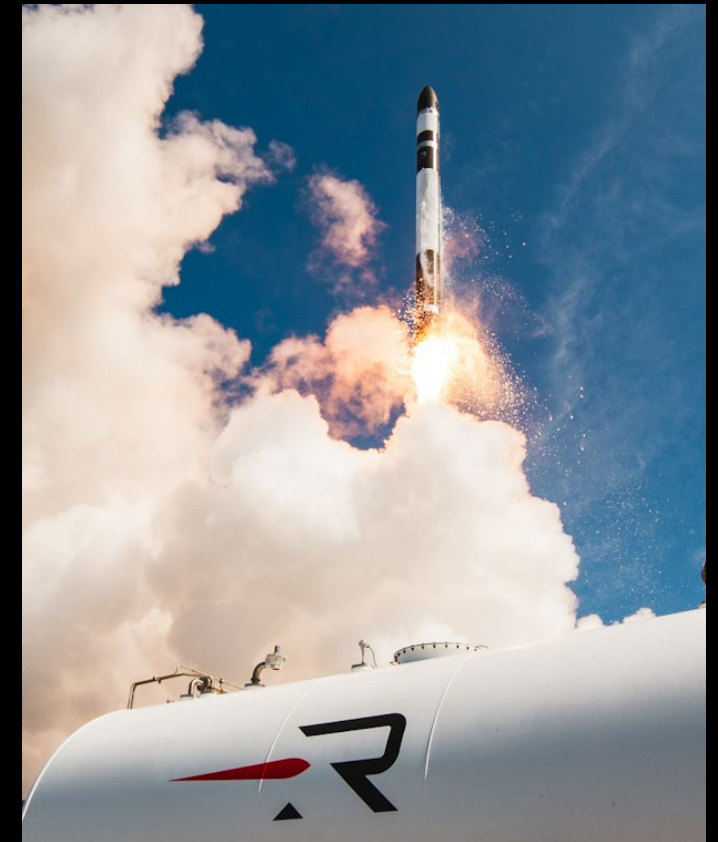


67%

Increase in Electron's average sale
price since its debut launch in 2017 –
from \$5m to now \$8.4m.

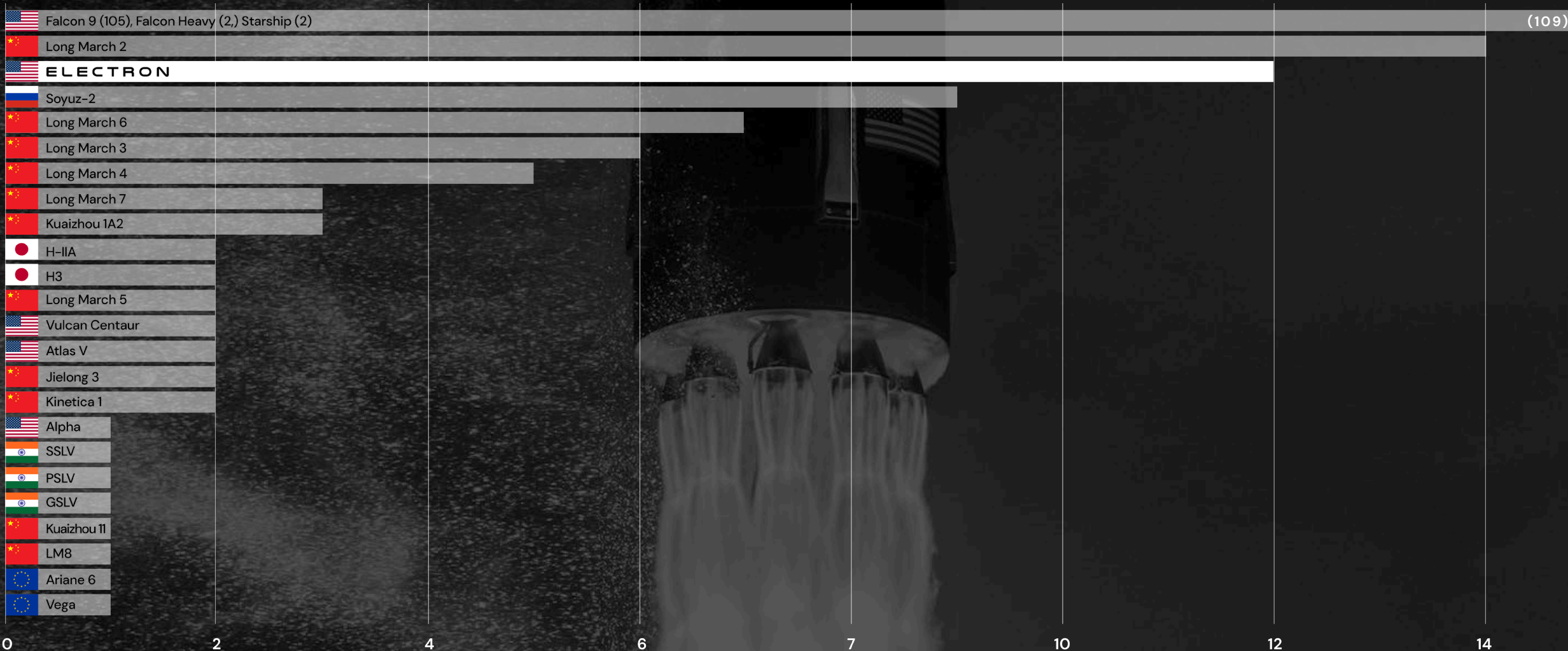
\$55M

in new launch contracts
signed in Q3, 2024.



Electron is the world’s third most frequently launched rocket annually after SpaceX & China.

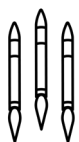
2024 ORBITAL LAUNCHES GLOBALLY



*Source: Wikipedia, "2024 in spaceflight. By rocket." As of November 5th, 2024.



MISSIONS LAUNCHED UNDER MULTI-LAUNCH CONTRACTS



Three successful missions launched in Q3 for three separate commercial constellation operators.

- All missions were a continuation of multi-launch contracts with return customers.
- Includes two missions launched back-to-back within eight days.



Synspec

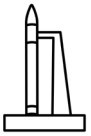


Capella Space

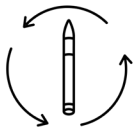


FROM CONTRACT TO LAUNCH IN JUST 10 WEEKS

The expedited launch successfully deployed a single satellite for a confidential commercial customer.



Additional mission added to the manifest and successfully launched in Q4 within ten weeks of contract signing – our fastest turnaround yet from contract to launch. Rocket Lab is the only dedicated small launch provider currently delivering this rapid turnaround service.

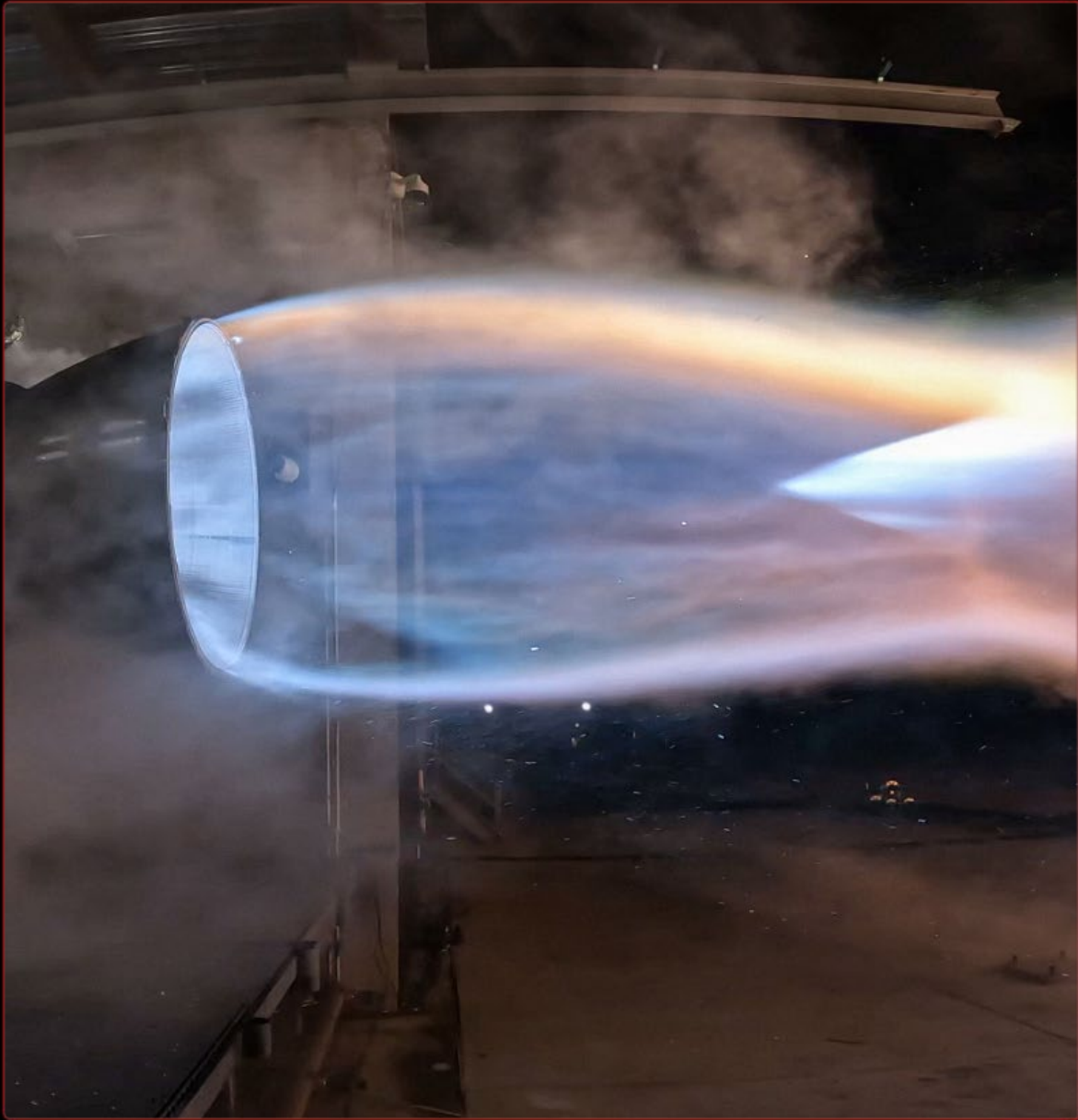


Rapid turnaround made possible by:

- Standardized, rapid production of Electron.
- Responsive launch sites.
- Proven & established launch systems.
- Experienced team.



Credit: Joseph Baxter



SECTION

03

KEY ACCOMPLISHMENTS

NEUTRON

NEUTRON IS OPEN FOR BUSINESS

SIGNED LAUNCH AGREEMENT
WITH COMMERCIAL CONSTELLATION OPERATOR



Launching from
Launch Complex 3
in Virginia.



Two dedicated Neutron
launches booked
in 2026 & 2027.

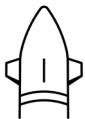
Beginning of a productive
collaboration that could
see Neutron deploy the
entire constellation.



Consistent with
our target price
for Neutron.

NEUTRON WELL POSITIONED FOR NSSL LANE 1 ON-RAMP

RFP now live for next on-ramp to Space Force's NSSL Lane 1 program.



Neutron is a compelling choice for NSSL Phase 3 Lane 1.

- Program is an Indefinite Delivery, Indefinite Quantity (IDIQ) contract projected at \$5.6 billion over five years, allowing the Space Force to issue individual task orders to qualified providers.
- Neutron on track for expected first launch in 2025, meeting on-ramp requirements.
- Experience developing launch vehicles for national security missions with Electron and HASTE.
- On track to bring Neutron to market faster than any vehicle of its class. Demonstrated this capability with Electron, reaching 50 launches faster than any other commercially developed rocket.
- Neutron developed in close partnership with customers to meet their needs., incl. a \$24.35m contract with the Space Force to develop Neutron's upper stage.



GOVERNMENT INTEGRATED IN NEUTRON DEVELOPMENT



U.S. Air Force Research Laboratory

- Federal defense contract to support the development of Archimedes, valued up to \$8m.
- Study contract will showcase Rocket Lab's digital engineering processes.
- Contract further recognizes Rocket Lab and Neutron to provide for the National Security Space Launch program (NSSL).



U.S. Transportation Command (USTRANSCOM)

- Extension of 2022 research agreement to continue exploring point-to-point cargo delivery with Neutron.

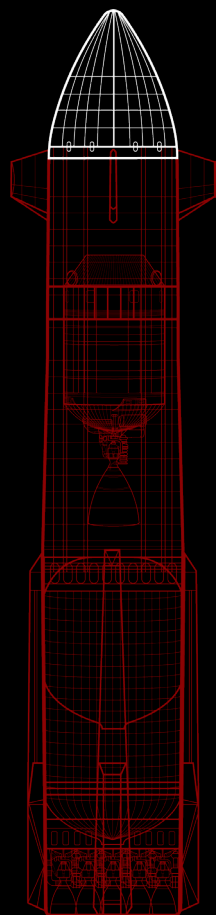


U.S. Space Force's Space Systems Command

- Neutron now eligible to compete for missions under OSP-4, a \$986m IDIQ contract.



FLIGHT HARDWARE: REUSABLE FAIRING



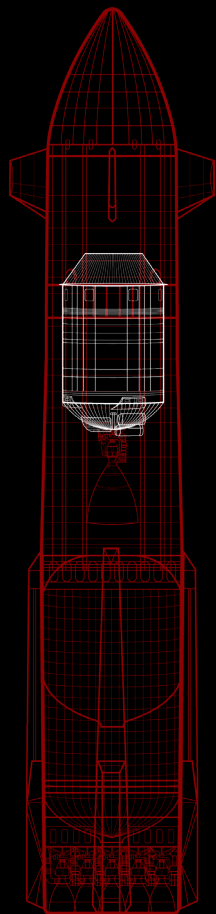
Fairing Assembly
Flight hardware
fairing assembly and integration
complete.

Interstage panels
connecting the two
fairing halves to
Neutron's first
stage in production.

Next up:
qualification
campaign.



FLIGHT HARDWARE: STAGE 2 INTEGRATED TEST CAMPAIGN

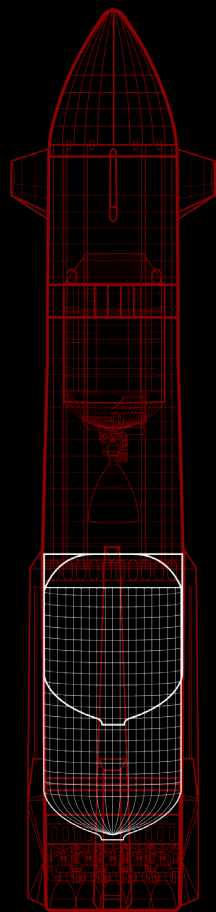


Stage 2

Conducted successful Stage 2 initial Wet Dress Rehearsal involving the stage in flight configuration with avionics, fluids, and propellant management systems.



FLIGHT HARDWARE: FIRST STAGE PROPELLANT TANKS



Stage 1

Flight hardware for the Stage 1 propellant tank undergoing manufacture.

Next up: qualification in full flight configuration, similar to the second stage.



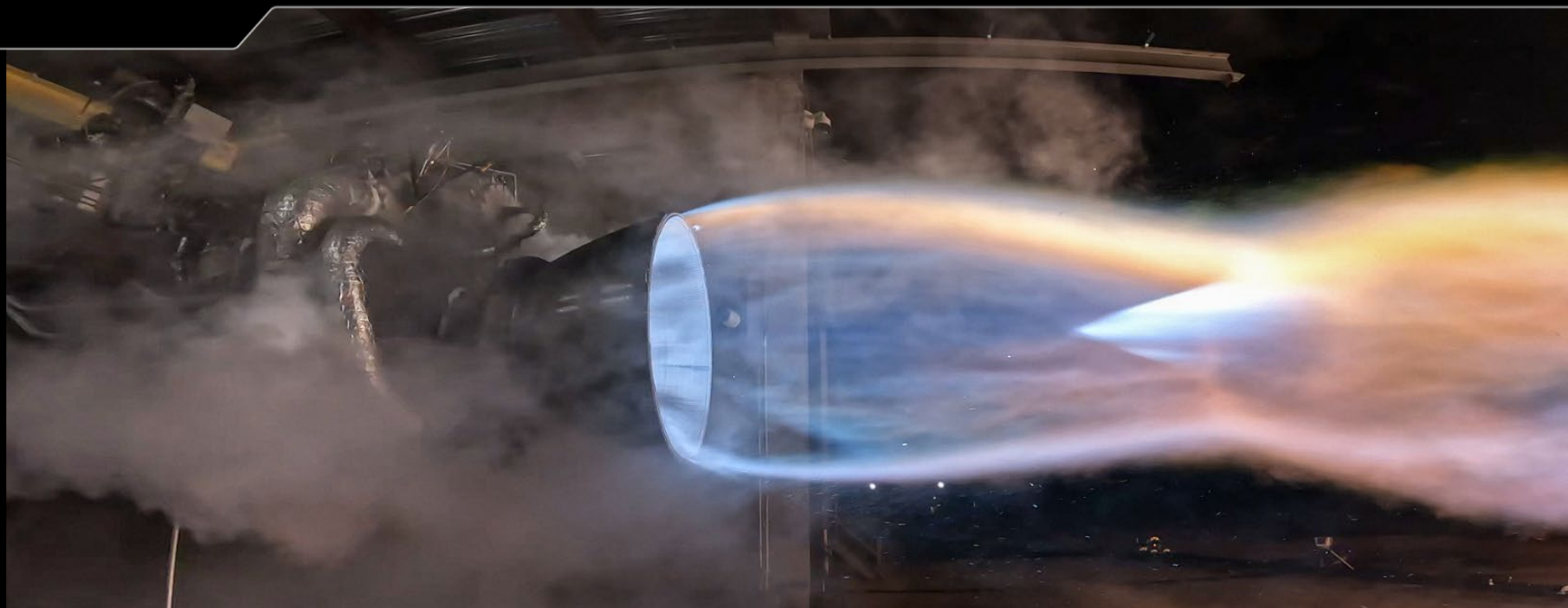
ARCHIMEDES ENGINE TESTING

Rocket engine testing is never a "one and done" scenario. With the Archimedes engine test campaign in full swing, multiple Archimedes engines are undergoing hot fires, tests, and refurbishments at once.

Engine testing cadence doubled over the quarter.

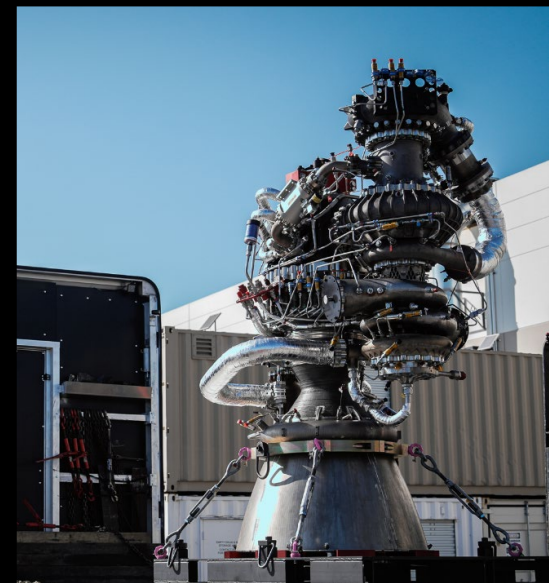
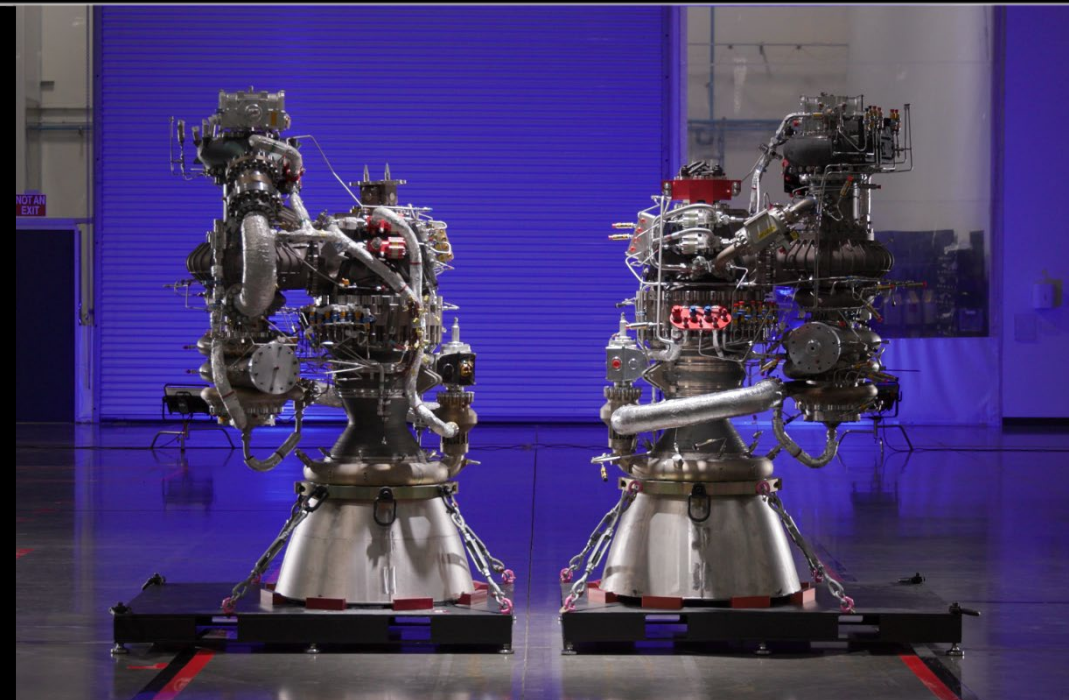
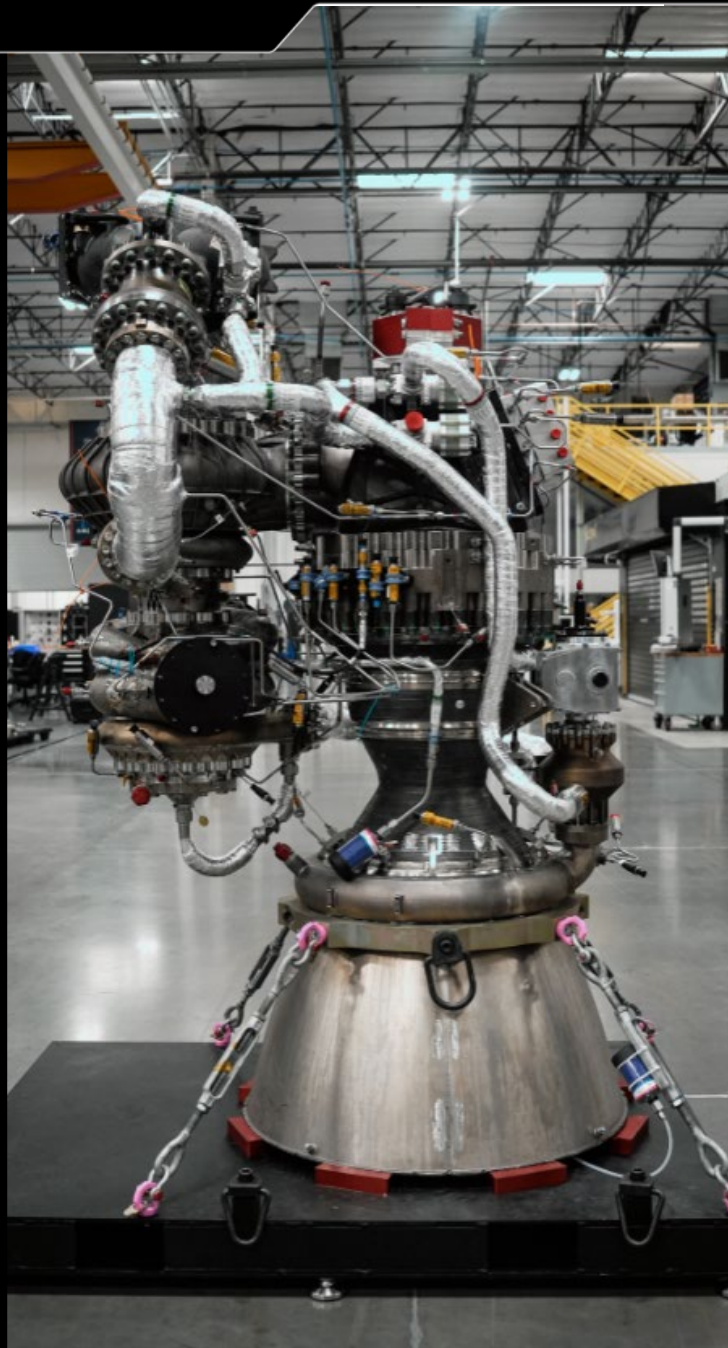
Archimedes being run in steady state across multiple tests proving its design and durability.

Strong performance in line with expectations and requirements.

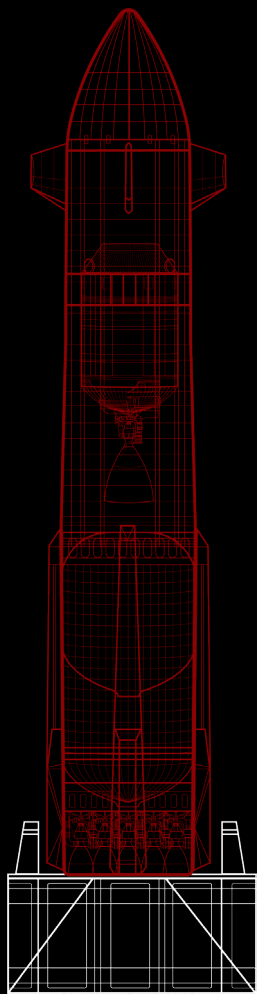


ARCHIMEDES ENGINE PRODUCTION

Strong production execution throughout the quarter, with multiple engines manufactured, assembled, and shipped from Long Beach to Mississippi for engine testing.

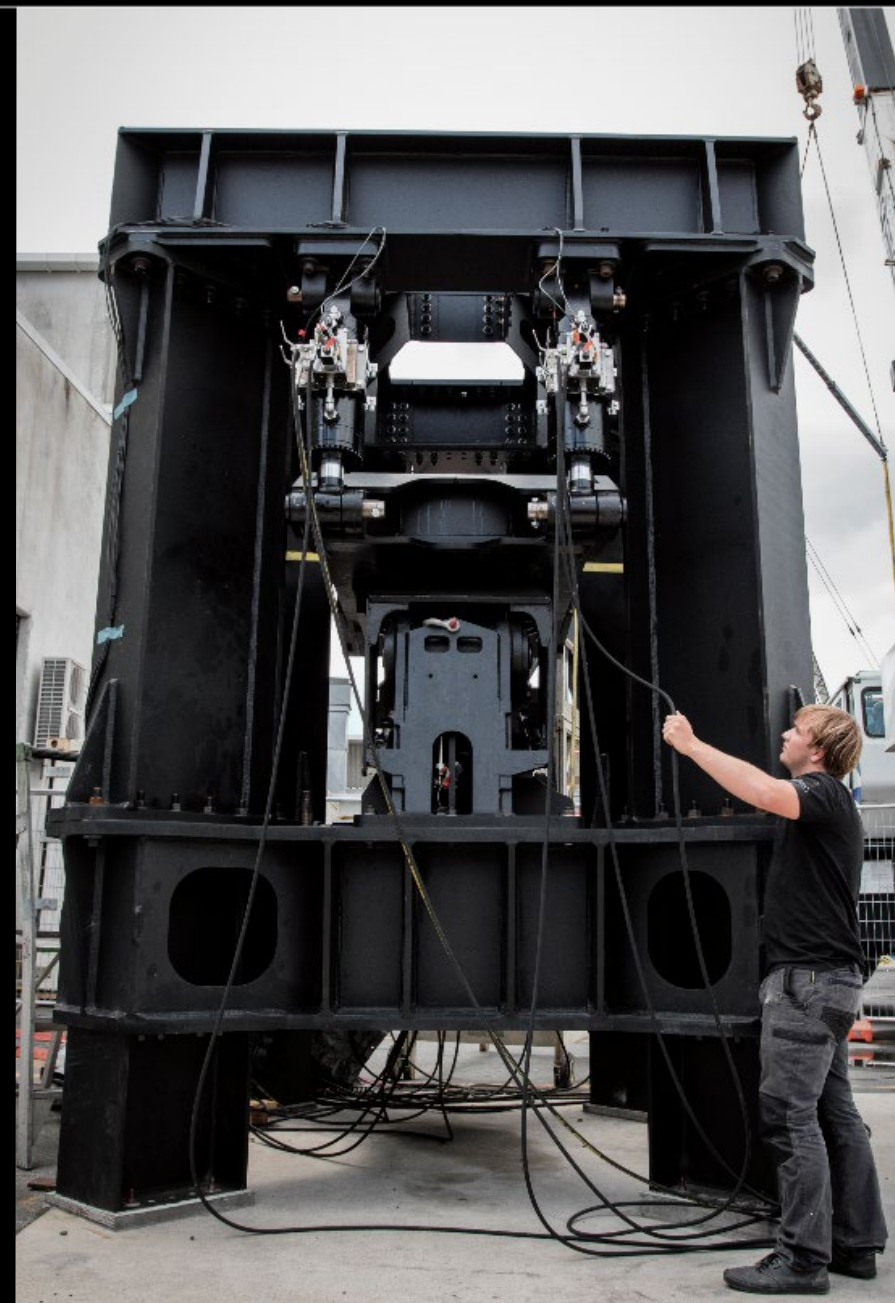


LAUNCH PAD STRUCTURES



Neutron hold-down mechanisms manufactured, undergoing testing ahead of installation.

165 tonne steel launch mount fabrication in progress, installation at the launch pad in the coming weeks.



LAUNCH COMPLEX 3

Launch site construction on schedule for first launch next year. Long-lead infrastructure items being installed and completed, including:

- Completed installation of two 90,000 gal. propellant tanks.
- Concrete poured for the Neutron flame trench at the launch site.
- Launch mount installation expected in the coming weeks.



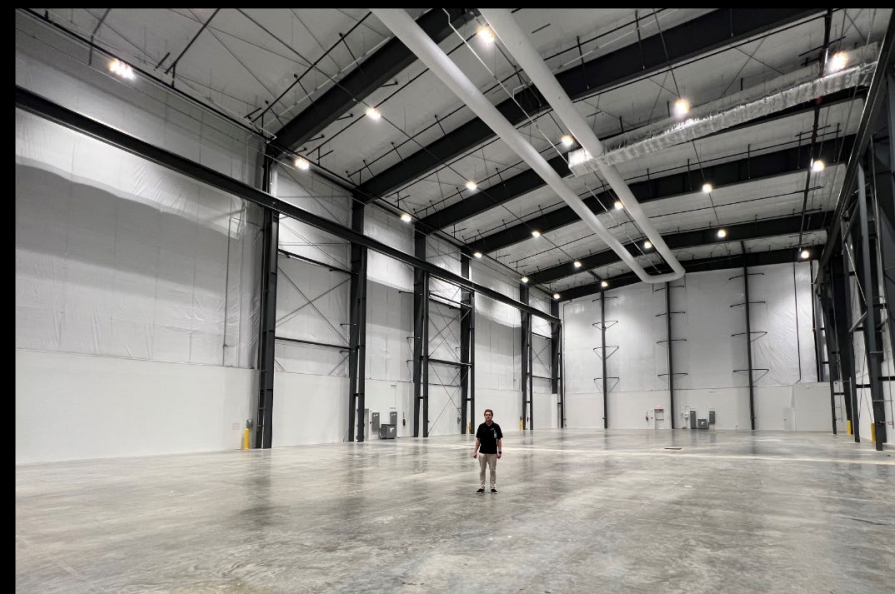
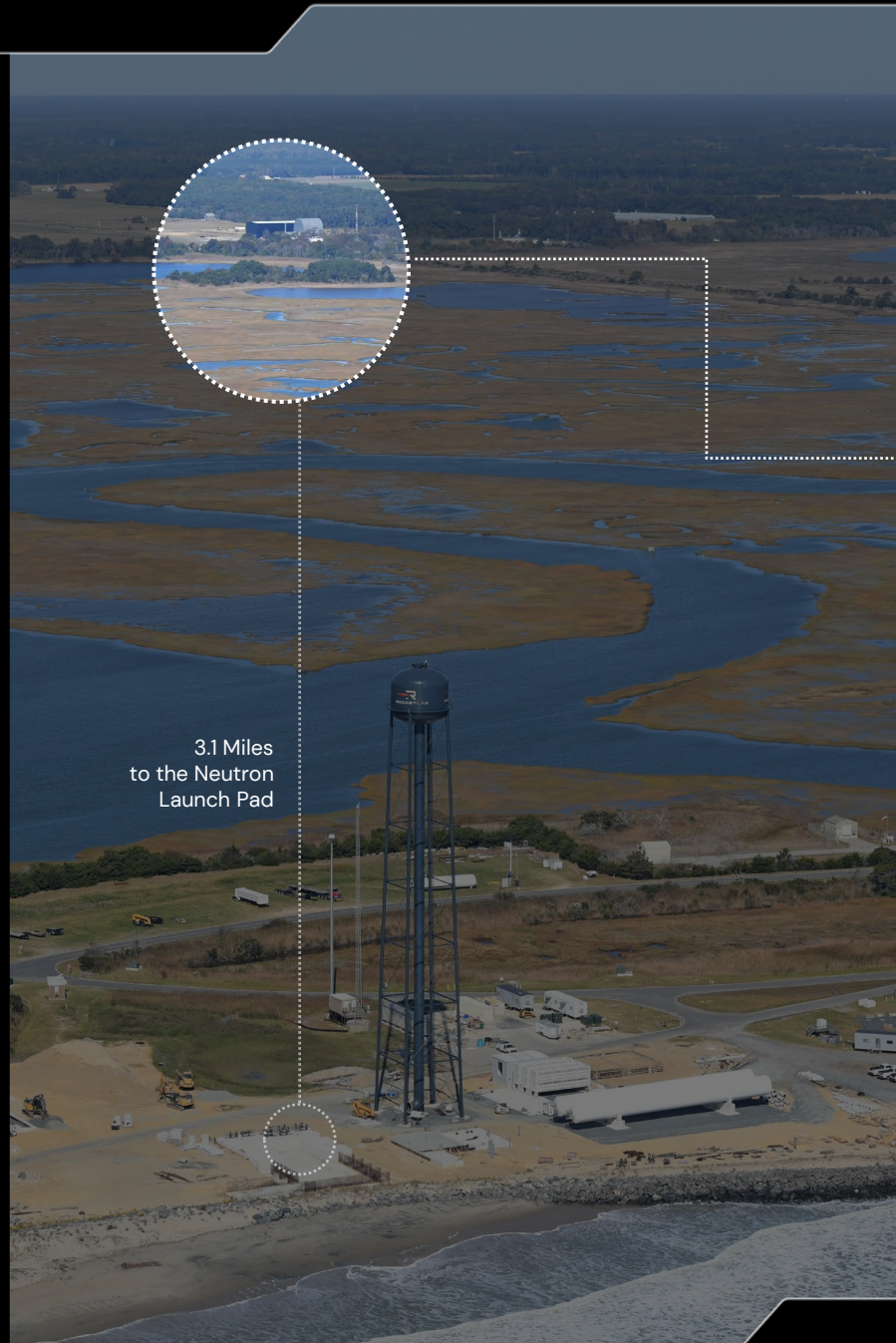
A.I.T. FACILITY CONSTRUCTION COMPLETE

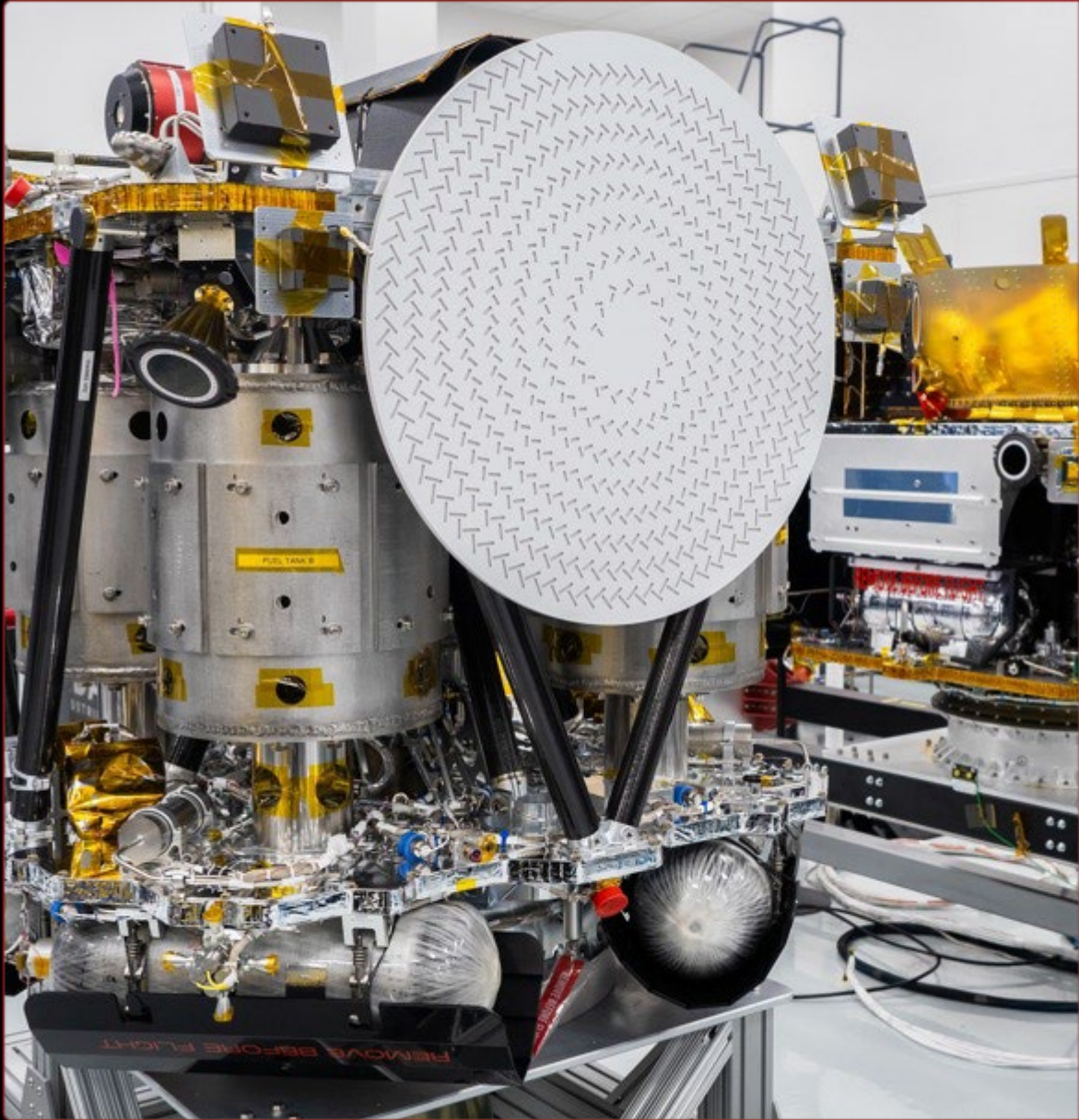
Construction complete for Neutron's Assembly, Integration, and Test facility.

Close proximity to the launch pad ensures:

- Rapid Neutron transport and launch turnaround.
- Eliminates the logistics challenges experienced by other launch providers.

Next up: With the A.I.T. facility complete, flight hardware is expected to begin arriving on site from 2025.





SECTION

04

KEY ACCOMPLISHMENTS

SPACE
SYSTEMS

MARS SAMPLE RETURN: SELECTED FOR STUDY CONTRACT TO REDUCE COST AND COMPLEXITY FOR NASA



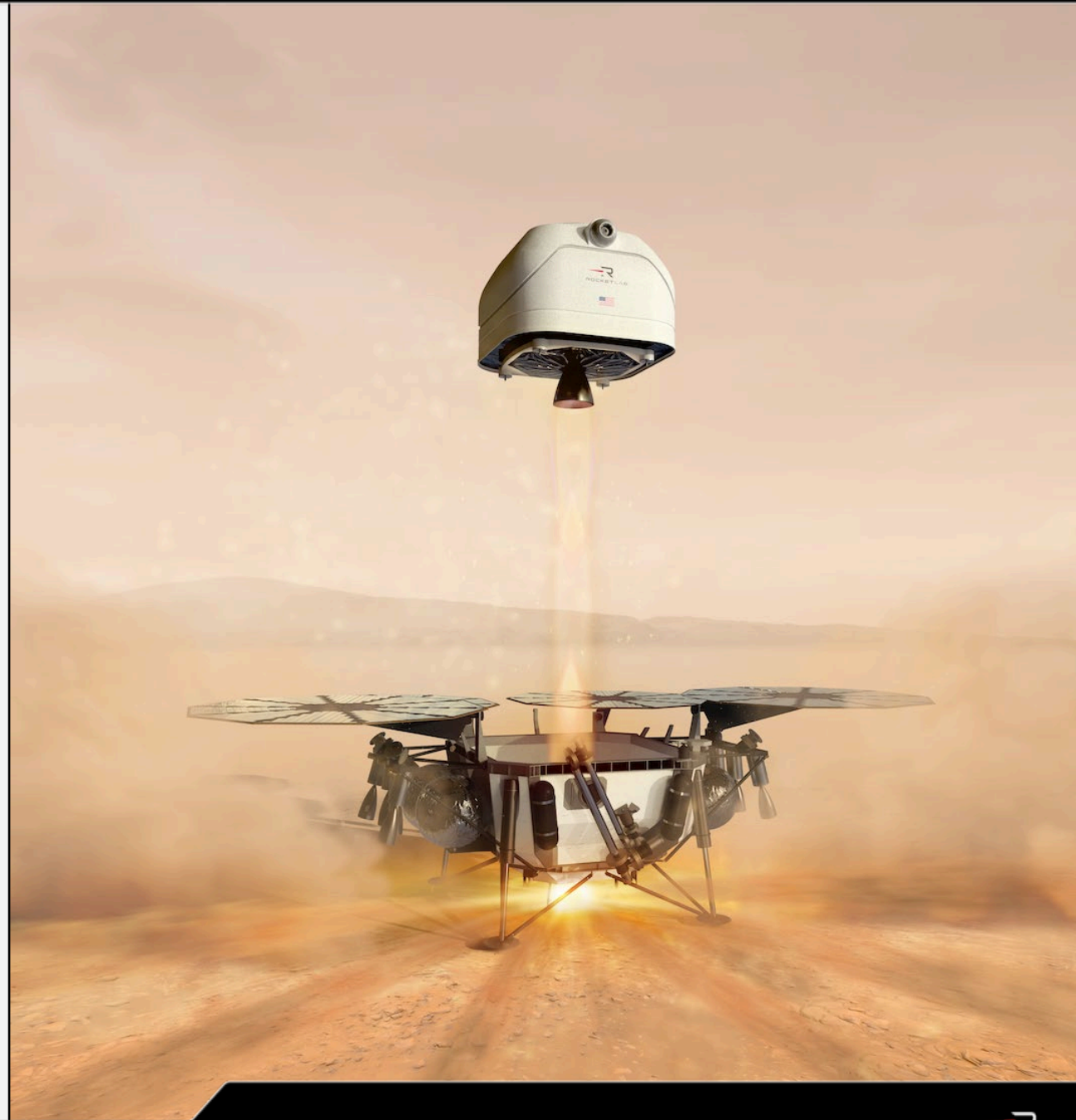
Selected by NASA to conduct a study into retrieving samples from Mars and bringing them to Earth on an accelerated schedule and at reduced cost, compared to current proposal.



One of NASA's highest priority missions but current cost of \$11bn and timeline of 2040 is untenable. Rocket Lab ideally positioned to deliver a compelling solution.



NASA expected to decide on the new approach for Mars Sample Return by end of the year.



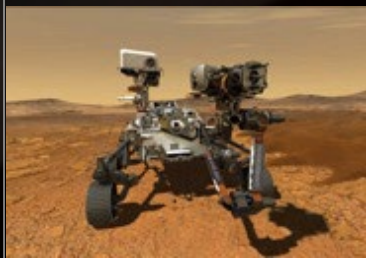
OUR FINGERPRINTS ARE ALREADY ON SOME OF THE MOST SIGNIFICANT MARS MISSIONS



Mars Insight Lander



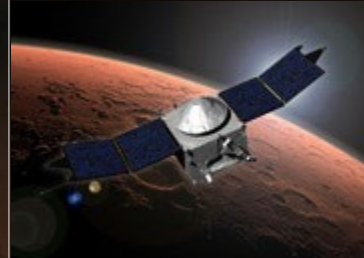
Mars Perseverance Rover



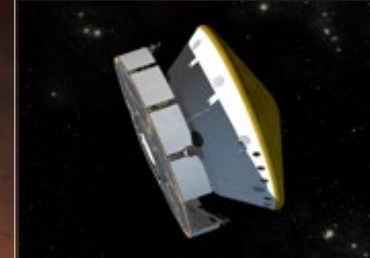
Ingenuity Mars Helicopter



MAVEN
(Mars Atmosphere and Volatile EvolutionN)



MSL
(Mars Science Laboratory Cruise Stage)



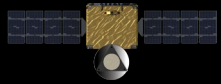
Twin ESCAPADE Spacecraft



PROVEN EXECUTION ON WHAT MATTERS

Bringing samples home from Mars requires complex capabilities. We've executed them before.

TRANSFER & OPERATIONS



Mars Transmitter Orbiter

Two spacecraft for Mars science already built and ready for launch with ESCAPEDE.



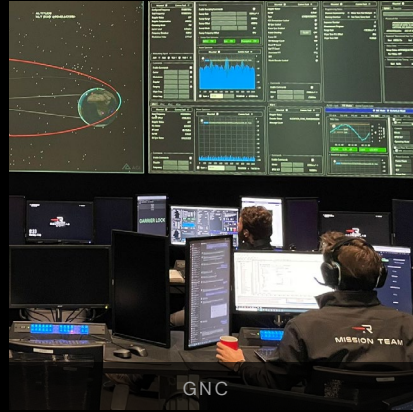
ESCAPEDE

DESCENT & LANDING



Mars Lander Vehicle

Leaders in GNC & mission design, and our software powers Moon landers.



GNC

SMALL LAUNCH TO SPACE



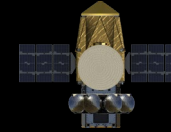
Mars Ascent Vehicle

World leader in small launch.



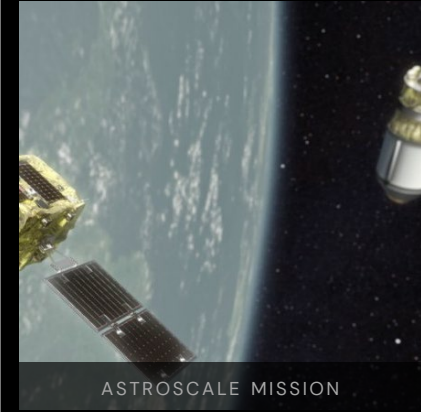
ELECTRON

RENDEZVOUS & PROXIMITY OPERATIONS



Earth Return Vehicle

Enabling this with USSF Victus Haze & Astroscale missions.



ASTROSCALE MISSION

RE-ENTRY & LANDING



Earth Re-entry Capsule

Rocket Lab is one of very few companies to have successfully achieved Earth re-entry.



EARTH RE-ENTRY

\$720M+ OF SPACECRAFT PROGRAMS IN PRODUCTION & DEVELOPMENT



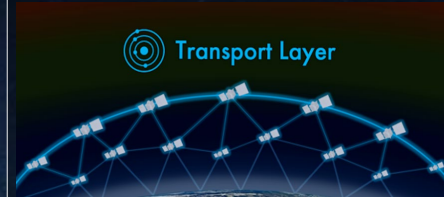
GLOBALSTAR

x17 Spacecraft for Telecommunications



SDA TRANCHE 2 TRANSPORT LAYER

x18 Spacecraft for the DoD



x4 IN-SPACE MANUFACTURING & CAPSULE RE-ENTRY

Varda Space Industries



ESCAPADE MISSION

x2 Spacecraft Ready For Mars



VICTUS HAZE

Responsive Space Demonstration



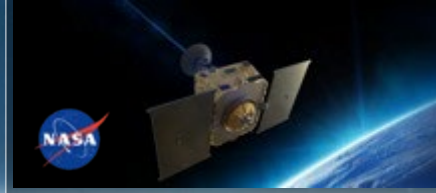
METHANESAT

Mission Control Set-Up & Operations



VIASAT / ECHO

Spacecraft & Mission Operations



NASA LOXSAT

Fuel Depots In Space



COMPONENTS CONTRACTS

Multiple mega constellations served



SATELLITE PRODUCTION AT CONSTELLATION SCALE



Satellite production facility humming, with 10,000 sq. ft. satellite cleanroom and 40,000 sq. ft production & test facilities in use for multiple constellations and satellite programs.



TWO MARS SPACECRAFT COMPLETE & READY FOR LAUNCH

Twin Mars-bound spacecraft for the ESCAPEDE mission completed and delivered to the launch site.



Both spacecraft designed, built, and ready for launch in just under 3.5 years – at cost, and on time.



ESCAPADE was due to launch on Blue Origin's New Glenn rocket in October 2024, but NASA postponed the mission out of concern the rocket wouldn't be ready to launch during the launch window.



Rocket Lab is on standby and ready to support a next available launch opportunity.



EXECUTING FOR THE SPACE DEVELOPMENT AGENCY

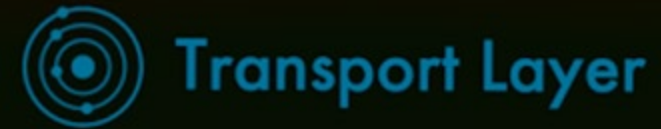
\$515 million prime contract with SDA to build 18 spacecraft.



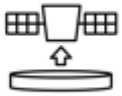
Scorpius: Executing on schedule with milestone program objectives reached.

- Finalized preliminary spacecraft configuration design.
- Held successful preliminary design reviews (PDRs) with program teammates providing mission payloads and ground system for managing satellite operations.
- Completed detailed modeling and analysis tasks impacting vehicle design/Concept of Operations and mission performance.
- Held multiple design reviews and Technical Interchange Meetings (TIMs) in support of the PDRs.

Rocket Lab in strong position for upcoming solicitation for 200 satellites under Tranche 3 of the SDA's program. Procurement process expected to begin in 2025.



TWO NEW SPACECRAFT READY FOR NEXT EARTH RE-ENTRY MISSIONS



Two Pioneer spacecraft tested, integrated, and completed ahead of 2nd and 3rd missions to advance orbital pharmaceutical processing for Varda Space Industries.



Earlier Pioneer spacecraft provided power, communications, and attitude control for Varda's re-entry capsule. Rocket Lab and Varda successfully landed the re-entry capsule in February 2024.



Both missions scheduled for launch in Q1 2025, with Earth re-entry and landing targeted for Australia for the first time.



MIKE GRIFFIN COMPLETES TERM AS ROCKET LAB BOARD MEMBER



Mike Griffin completes his tenure on Rocket Lab's Board of Directors after four years serving the company.



We want to thank Mike for his experience and leadership helping to guide Rocket Lab's growth from a private start-up to an industry leader in launch and space systems.



ROCKET LAB LEADERSHIP FURTHER STRENGTHENED

Frank Klein – Chief Operations Officer

- Frank joins Rocket Lab with 30+ years of international manufacturing experience and leadership in the automotive industry.
- Frank will work to scale Rocket Lab's manufacturing of spacecraft, launch vehicles, and spacecraft components to meet growing customer demand of more than a billion dollars of backlog.

Ken Possenriede – Rocket Lab Board of Directors

- 35+ years in financial leadership positions at Lockheed Martin Corporation, including Chief Financial Officer.
- A seasoned executive with strong business and financial acumen, Mr Possenriede brings deep experience in capital markets, customer relationships, and scaling businesses to the Rocket Lab Board of Directors.





SECTION

05

FINANCIAL
HIGHLIGHTS
AND OUTLOOK

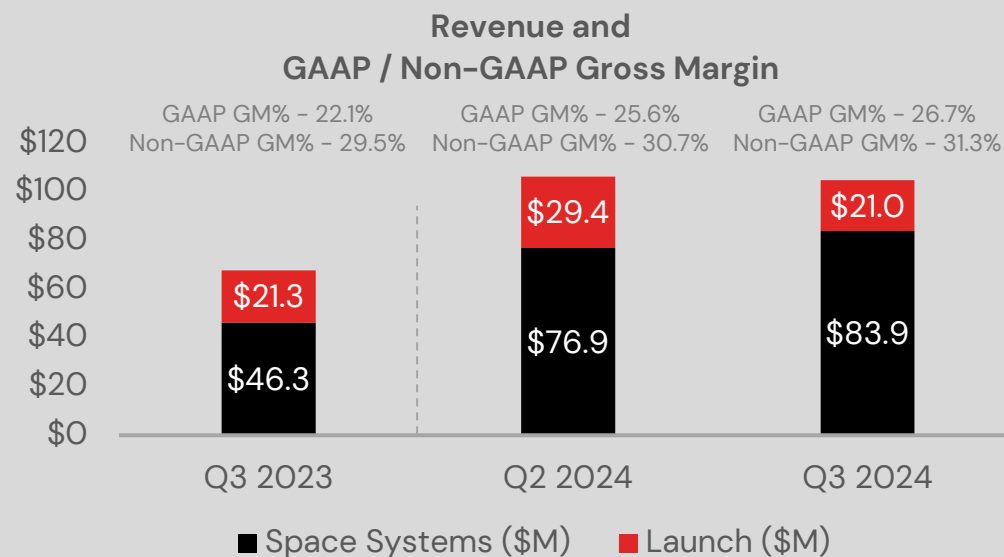
REVIEW OF REVENUE AND GROSS MARGINS

\$105M

Revenue in
Q3 2024

55%

Year-on-Year
revenue increase



Revenue increased 55% or \$37.1M year-on-year, driven by significant growth in our Space Systems business.

Sequential revenue driven by growth in our Space Systems business, particularly our MDA and SDA contracts, which was more than offset by one less launch in the quarter due to customer readiness.

Q3 gross margin sequential increase due to a mix shift toward higher margin Space Systems components, specifically in solar and separation system.

REVIEW OF BACKLOG

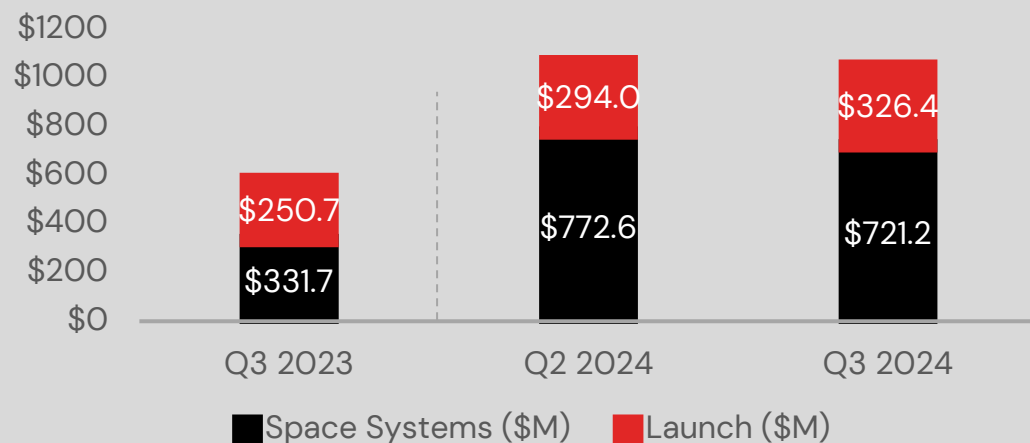
\$1,048M

Backlog as
of Q3 2024

80%

Year-on-Year
backlog increase

Backlog by Segment



Year-on-Year backlog increase of 80% or \$465M driven primarily by the Space Development Agency (SDA) Beta contract award, paired with continued strong Electron bookings.

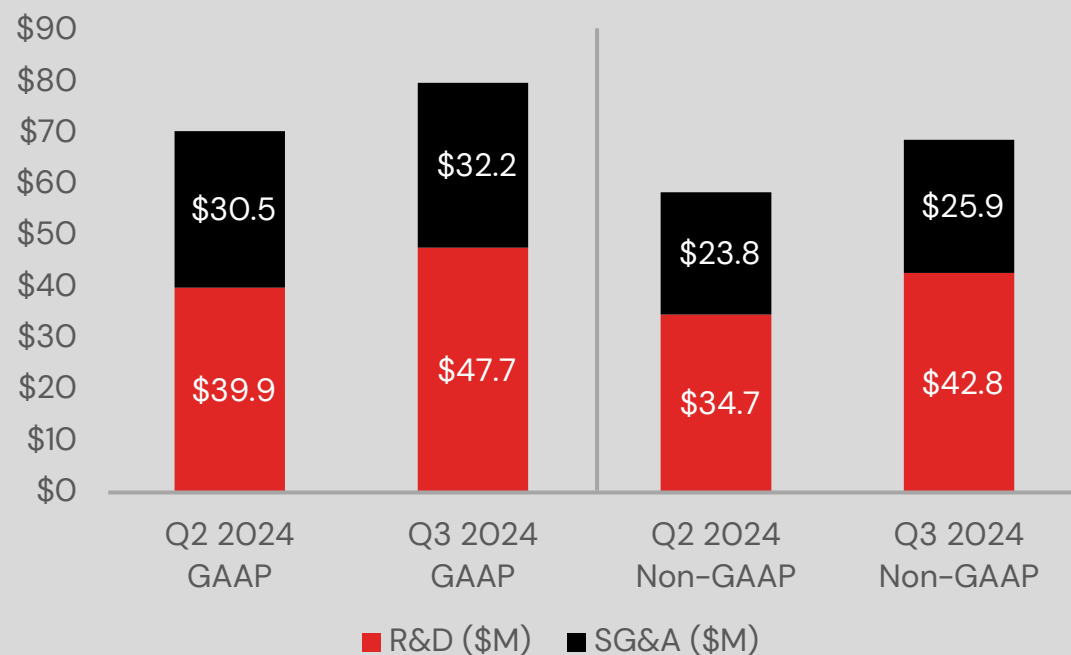
Sequential rebalancing in backlog mix as healthy launch bookings offset a strong quarter of Space Systems revenue recognition.

We expect approximately 50% of our ending Q3 backlog to be recognized within 12 months with the remaining 50% to be recognized beyond 12 months.

REVIEW OF OPERATING EXPENSES

Quarter-on-Quarter

GAAP & Non-GAAP
R&D vs. SG&A Spending



GAAP SG&A expense increased primarily due to increases in outside services related to legal and IT, paired with an increase in staff costs.

Non-GAAP SG&A expense increased due to the above reasons, minus stock-based compensation.

GAAP R&D expense increased due to a step-up in Neutron development spending and ramp-up of Archimedes testing and development, along with continued investment in composite structures.

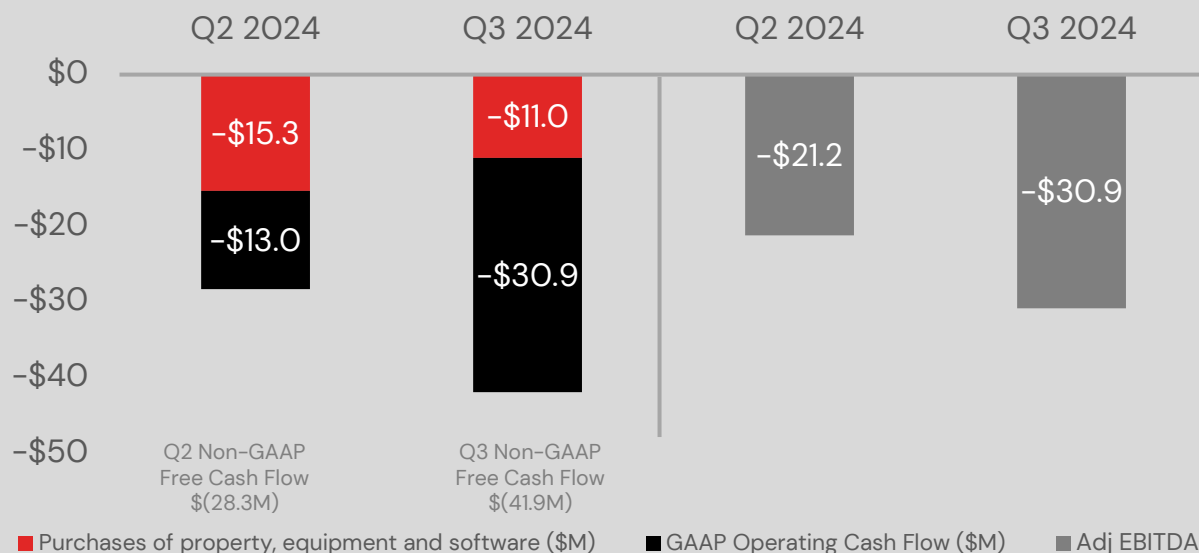
Non-GAAP R&D expense increased due to the above reasons

NON-GAAP FREE CASH FLOW AND ADJ EBITDA

Quarter-on-Quarter

\$508M in cash and cash equivalents, marketable securities and restricted cash, end of period in Q3 2024.

Non-GAAP Free Cash Flow and Adj EBITDA



Note: Non-GAAP free cash flow is defined as GAAP operating cash flow reduced by purchases of property, equipment and software.

Consistent with past practice, we have defined adjusted EBITDA to reflect adjustments for stock-based compensation, transaction costs, depreciation and amortization, FX gains and losses, interest expense, warrant expense, taxes, acquisition related performance reserve escrow, and other recurring and non-recurring items. A reconciliation of our GAAP and non-GAAP presentations in our Earnings Release dated November 12, 2024

Cash consumed from purchases of property, equipment and software decreased \$4.3M sequentially.

Cash consumed from Operations increased \$17.9M sequentially, driven primarily by working capital improvement.

Adj. EBITDA loss decreased \$9.7M sequentially due primarily to the increase in R&D spending.

FINANCIAL OUTLOOK

Q4 2024 Revenue Outlook

- Expect revenue to range between **\$125 million to \$135 million.**
- Expect continued growth in Space Systems revenue.
- Currently anticipate increased launch cadence during Q4.

Q4 2024 GAAP and Non-GAAP Gross Margins

- Expect **GAAP gross margin to range between 26 - 28%**, driven by operating leverage and improved mix within Space Systems
- Expect **Non-GAAP gross margin of 32 - 34%.**

Q4 2024 GAAP and Non-GAAP Operating Expense

- Expect GAAP Operating Expenses of **\$84 million to \$86 million.**
- Expect Non-GAAP Operating Expenses of **\$75 million to \$77 million.**

Q4 2024 Adjusted EBITDA

- Expect Interest Expense (Income), net: **\$1.5 million.**
- Adjusted EBITDA loss of **\$27 million to \$29 million.***
- Basic Weighted Average Shares Outstanding of **501 million.**

*Consistent with past practice, we have defined adjusted EBITDA to reflect adjustments for stock-based compensation, transaction costs, depreciation and amortization, FX gains and losses, interest expense, warrant expense, taxes, acquisition related performance reserve escrow, and other recurring and non-recurring items.

Note: For a description of other Non-GAAP measures used herein, see our Earnings Release dated August 8, 2024 contained on our website at investors.rocketlabusa.com. We have not provided a reconciliation for the forward-looking non-GAAP financial measures because, without unreasonable efforts, we are unable to predict with reasonable certainty the amount and timing of adjustments that are used to calculate these non-GAAP financial measures, particularly related to stock-based compensation and its related tax effects.

UPCOMING INVESTOR EVENTS



Payload

**Payload Space
Investor Summit**

November 13, 2024

Adam Spice
CFO



**13th Annual Roth
Conference**

November 19–20,
2024

Stephen Ananias
VP – Finance



**Global Industrials
& Transportation**

December 3–5,
2024

Adam Spice
CFO



**STAARS
Conference**

December 13, 2024

Adam Spice
CFO

