# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# FORM 8-K/A

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): March 23, 2023

# **Direct Digital Holdings, Inc.**

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation) 001-41261 (Commission File Number) 83-0662116 (IRS Employer Identification No.)

1177 West Loop South, Suite 1310 Houston, Texas (Address of principal executive offices)

77027 (Zip Code)

Registrant's telephone number, including area code: (832) 402-1051

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

□ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

□ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

□ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Exchange Act:

	Trading	Name of each exchange
Title of each class	Symbol(s)	on which registered
Class A common stock, par value \$0.001 per share	DRCT	The Nasdaq Stock Market LLC
Warrants to purchase Class A common stock	DRCTW	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (the "Exchange Act") (§240.12b-2 of this chapter).

Emerging growth company 🗵

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

#### EXPLANATORY NOTE

This Amendment No. 1 to the Current Report on Form 8-K originally filed on March 23, 2023 (the "Original Form 8-K") is being furnished by Direct Digital Holdings, Inc. (the "Company") in order to correct an error included in the press release providing the Company's financial results for the quarter and year ended December 31, 2022 issued on March 23, 2023 and attached as Exhibit 99.1 to the Original Form 8-K as provided in Item 2.02 below. The revised press release, which was issued in revised form on March 23, 2023, provides corrected information regarding the net income per common unit for basic and diluted shares, and weighted-average common units outstanding for basic and diluted shares.

The revised press release is included herewith as Exhibit 99.1 and is incorporated herein by reference. There are no other changes to the information contained in the Original Form 8-K.

#### Item 2.02 Results of Operations and Financial Condition.

On March 23, 2023, the Company issued a press release announcing its financial results for the three and twelve months ended December 31, 2022.

A copy of the press release is furnished herewith as Exhibit 99.1 to this report and is incorporated herein by reference. The information provided in Item 2.02 of this report, including Exhibit 99.1, shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference.

#### Item 9.01 Financial Statements and Exhibits.

## EXHIBIT INDEX

Exhibit	No.
99.1	
104	

Description <u>Corrected Press Release, dated March 23, 2023.</u> Cover Page Interactive Data File (embedded within Inline XBRL document)

# SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

March 23, 2023 (Date) Direct Digital Holdings, Inc. (Registrant)

/s/ Susan Echard Susan Echard Chief Financial Officer and Corporate Secretary



In the news release, Direct Digital Holdings Reports Fourth Quarter & Full-Year 2022 Financial Results, issued 23-Mar-2023 by Direct Digital Holdings over PR Newswire, we are advised by the company that for the year ended December 31, 2022, Net income per common unit for both Basic and Diluted shares should be \$0.23, not \$0.17 and Weighted-average common units outstanding for both Basic and Diluted shares should be 12,637,551, not 16,896,360 as originally issued. The corresponding table titled Condensed Consolidated Statements of Operations has been updated to reflect the correct values. The complete, corrected release follows:

# Correction: Direct Digital Holdings Reports Fourth Quarter & Full-Year 2022 Financial Results

#### Full-Year 2022 Revenue Up 131% Year-Over-Year to \$88.0 Million

#### Fourth Quarter 2022 Revenue Up 128% to \$29.4 Million

Houston, March 23, 2023 -- Direct Digital Holdings, Inc. (Nasdaq: DRCT) ("Direct Digital Holdings" or the "Company"), a leading advertising and marketing technology platform operating through its companies Colossus Media, LLC ("Colossus SSP"), Huddled Masses LLC ("Huddled Masses") and Orange142, LLC ("Orange142"), today announced financial results for the fourth quarter and fiscal year ended December 31, 2022.

Mark Walker, Chairman and Chief Executive Officer, commented, "We are pleased to report that 2022, our first year as a public company, saw robust financial performance, significant operational expansion and continued gains in market share for Direct Digital Holdings. Both our quarterly and full-year results capitalized on brands and businesses moving dollars away from less efficient traditional advertising outlets towards digital media. We are expecting strong double-digit percentage revenue growth in FY 2023 across both our sell- and bus-side business segments as we further drive customer adoption of our digital advertising solutions."

Keith Smith, President, added, "Our fourth quarter and full-year 2022 performance, particularly during a difficult macroeconomic environment, is a testament to our marketleading approach working with middle market and multicultural audiences. Looking ahead, we are excited to continue scaling across these fast-growing and underrepresented communities from a position of financial strength, which we expect will give us a significant competitive advantage for sustainable, long-term growth."

#### Fourth Quarter 2022 Financial Highlights:

- Revenue was \$29.4 million in the fourth quarter of 2022, an increase of \$16.5 million, or 128% over the \$12.9 million in the same period of 2021.
  - Sell-side advertising segment revenue grew to \$22.3 million and contributed \$15.6 million of the increase, or 231% growth over the \$6.7 million of sell-side revenue in the same period of 2021.
  - Buy-side advertising segment revenue grew to \$7.1 million and contributed \$0.9 million of the increase, or 15% growth over the \$6.2 million of buy-side revenue in the same period of 2021.
- Operating income was \$1.2 million for the fourth quarter of 2022 compared to \$1.3 million in the same period of 2021.
- Net income was \$0.2 million in the fourth quarter of 2022, compared to a net loss of \$2.1 million in the same period of 2021.
- Adjusted EBITDA<sup>(1)</sup> was \$1.8 million in the fourth quarter 2022, compared to \$1.8 million in the same period of 2021.

## Fiscal Year 2022 Financial Highlights:

- Revenue in fiscal year 2022 was \$88.0 million, an increase of \$49.9 million, or 131%, over the \$38.1 million in fiscal year 2021.
  - Sell-side advertising segment ended the year at \$58.7 million in revenue and contributed \$46.7 million of the increase, or 389% growth over the \$12.0 million of sell-side revenue in fiscal year 2021.
  - Buy-side advertising segment ended the year at \$29.3 million in revenue and contributed \$3.2 million of the increase, or 12% growth over the \$26.1 million of buy-side revenue in fiscal year 2021.



- Operating income for the buy-side and sell-side advertising segments combined totaled \$14.0 million, an increase of \$7.1 million, or 102%, compared to \$6.9 million for 2021.
- Net income for 2022 was \$2.9 million, compared to a net loss of \$1.5 million in 2021.
- Adjusted EBITDA<sup>(1)</sup> for 2022 was \$8.8 million, compared to \$6.4 million for 2021.
- Cash and accounts receivable balances as of December 31, 2022 were \$29.1 million compared to \$12.6 million as of December 31, 2021.

As previously disclosed, on January 9, 2023, the Company entered into a Loan and Security Agreement with Silicon Valley Bank which provides for a revolving credit facility (the "Credit Facility"). As the Company had not yet drawn any amounts under the Credit Facility, the Company issued a notice of termination of the Loan and Security Agreement and is in the process of terminating the Credit Facility. The Company has received a consent to terminate the Credit Facility and a waiver of the terms relating to the Credit Facility under its Term Loan and Security Agreement, dated as of December 3, 2021, with Lafayette Square Loan Servicing, LLC.

Based on our expectations of cash flows from operations and the available cash held, we believe that we will have sufficient cash resources to finance our operations and service any debt obligations until at least the end of fiscal year 2023.

#### **Business Highlights**

- For the fourth quarter ended December 31, 2022, Direct Digital Holdings processed approximately 132 billion monthly impressions through its sell-side advertising segment, an increase of 81% over the same period of 2021, with over 833 billion bid requests for the quarter.
- In addition, the Company's sell-side advertising platforms received over 17 billion bid responses in the fourth quarter of 2022, an increase of over 25% over the same period in 2021, through 170,000 buyers for the quarter, which equates to a 109% increase over the same period in 2021.
- The Company's buy-side advertising segment served approximately 218 customers in the fourth quarter of 2022, an increase of 7% compared to the same period of 2021.

#### **Financial Outlook**

Assuming the U.S. economy does not experience any major economic conditions that deteriorate or otherwise significantly reduce advertiser demand, we estimate the following:

For fiscal year 2023, we expect revenue to be in the range of \$118 million to \$122 million, or 36% year-over-year growth at the mid-point.

"As we enter into our second year as a public company, we remain disciplined in our strategic organic growth initiatives, continue to focus on increasing EBITDA and aim to provide maximum value for our shareholders," commented Susan Echard, Chief Financial Officer.



#### Conference Call and Webcast Details

Direct Digital will host a conference call on Thursday, March 23, 2023 at 5:00 p.m. Eastern Time to discuss the Company's fourth quarter and full-year financial results. The live webcast and replay can be accessed at https://ir.directdigitalholdings.com/. Please access the website at least fifteen minutes prior to the call to register, download and install any necessary audio software. For those who cannot access the webcast, a replay will be available at https://ir.directdigitalholdings.com/ for a period of twelve months.

#### Footnote

(1). "Adjusted EBITDA" is a non-GAAP financial measure. The section titled "Non-GAAP Financial Measures" below describes our usage of non-GAAP financial measures and provides reconciliations between historical GAAP and non-GAAP information contained in this press release.

#### Forward Looking Statements

This press release may contain forward-looking statements within the meaning of federal securities laws, including 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, and which are subject to certain risks, trends and uncertainties.

As used below, "we," "us," and "our" refer to the Company. We use words such as "could," "would," "may," "might," "will," "expect," "likely," "believe," "continue," "anticipate," "estimate," "intend," "plan," "project" and other similar expressions to identify forward-looking statements, but not all forward-looking statements include these words. All statements contained in this press release that do not relate to matters of historical fact should be considered forward-looking statements.

All of our forward-looking statements involve estimates and uncertainties that could cause actual results to differ materially from those expressed in or implied by the forward-looking statements. Our forward-looking statements are based on assumptions that we have made in light of our industry experience and our perceptions of historical trends, current conditions, expected future developments and other factors we believe are appropriate under the circumstances. Although we believe that these forward-looking statements are based on reasonable assumptions, many factors could affect our actual operating and financial performance and cause our performance to differ materially from the performance expressed in or implied by the forward-looking statements, including, but not limited to: our dependence on the overall demand for advertising, which could be influenced by economic downturns; any slow-down or unanticipated development in the market for programmatic advertising campaigns; the effects of health epidemics; any significant inadvertent disclosure or breach of confidential and/or personal information we hold, or of the security of our or our customers', suppliers' or other partners'

computer systems; any unavailability or non-performance of the non-proprietary technology, software, products and services that we use; unfavorable publicity and negative public perception about our industry, particularly concerns regarding data privacy and security relating to our industry's technology and practices, and any perceived failure to comply with laws and industry self-regulation; restrictions on the use of third-party "cookies," mobile device IDs or other tracking technologies, which could diminish our platform's effectiveness; any inability to compete in our intensely competitive market; any significant fluctuations caused by our high customer concentration; our limited operating history, which could result in our past results not being indicative of future operating performance; any violation of legal and regulatory requirements or any misconduct by our employees, subcontractors, agents or business partners; any strain on our resources, diversion of our management's attention or impact on our ability to attract and retain qualified board members as a result of being a public company; our dependence, as a holding company, of receiving distributions from Direct Digital Holdings, LLC to pay our taxes, expenses and dividends; and other factors and assumptions discussed in the "Risk Factors," "Management's Discussion and Analysis of Financial Conditions and Results of Operations" and other sections of our filings with the Securities and Exchange Commission that we make from time to time. Should one or more of these risks or uncertainties materialize or should any of these assumptions prove to be incorrect, our actual operating and financial performance may vary in material respects from the performance projected in these forward-looking statements. Further, any forward-looking statement speaks only as of the date on which it is made, and except as required by law, we undertake no obligation to update any forward-looking statement contained in this Current Report on Form 8-K to reflect events or circum



#### About Direct Digital Holdings

Direct Digital Holdings (Nasdaq: DRCT), owner of operating companies Colossus SSP, Huddled Masses, and Orange 142, brings state-of-the-art sell- and buy-side advertising platforms together under one umbrella company. Direct Digital Holdings' sell-side platform, Colossus SSP, offers advertisers of all sizes extensive reach within general market and multicultural media properties. The company's subsidiaries Huddled Masses and Orange142 deliver significant ROI for middle market advertisers by providing data-optimized programmatic solutions at scale for businesses in sectors that range from energy to healthcare to travel to financial services. Direct Digital Holdings' sell- and buy-side solutions manage approximately 90,000 clients monthly, generating over 100 billion impressions per month across display, CTV, in-app and other media channels. Direct Digital Holdings is the ninth black-owned company to go public in the U.S and was named a top minority-owned business by The Houston Business Journal.

## CONSOLIDATED BALANCE SHEETS

ASSETS CURRENT ASSETS Cash and cash equivalents Accounts receivable, net Prepaid expenses and other current assets Total current assets Property, equipment and software, net Goodwill Intangible assets, net	\$	2022 4,047,453 25,034,728 883,322 29,965,503	\$	<b>2021</b> 4,684,431 7,871,181
CURRENT ASSETS Cash and cash equivalents Accounts receivable, net Prepaid expenses and other current assets Total current assets Property, equipment and software, net Goodwill	\$	25,034,728 883,322	\$	
Cash and cash equivalents Accounts receivable, net Prepaid expenses and other current assets Total current assets Property, equipment and software, net Goodwill	\$	25,034,728 883,322	\$	
Accounts receivable, net Prepaid expenses and other current assets Total current assets Property, equipment and software, net Goodwill	\$	25,034,728 883,322	\$	
Prepaid expenses and other current assets Total current assets Property, equipment and software, net Goodwill		883,322		7 871 19
Total current assets Property, equipment and software, net Goodwill				/,0/1,10
Property, equipment and software, net Goodwill		29,965,503		1,225,44
Goodwill				13,781,059
Goodwill		673,218		
intangible assets net		6,519,636		6,519,63
nungiore ubberb, net		13,637,759		15,591,57
Deferred tax asset, net		5,164,776		
Deferred financing costs, net		-		96,152
Deperating lease right-of-use assets		798,774		
Dther long-term assets		46,987		11,50
Total assets	\$	56,806,653	\$	35,999,93
LIABILITIES AND MEMBERS' EQUITY				
CURRENT LIABILITIES:				
Accounts payable	\$	17,695,404	\$	6,710,01
Accrued liabilities	+	4,777,764	-	1,044,90
Notes payable, current portion		655,000		550,00
Operating lease liability, current portion		91,989		
Deferred revenues		546,710		1,348,09
Related party payables		1,003,841		70,80
Income taxes payable		102,278		
Current portion of liability related to tax receivable agreement		182,571		
Total current liabilities		25,055,557		9,723,81
Notes payable, net of short-term portion and \$2,250,171 and \$2,091,732 deferred financing cost, respectively		22,913,589		19,358,26
Liability related to tax receivable agreement, net of current portion		4,149,619		, , , .
Deperating lease liabilities, net of current portion		745,340		
Mandatorily redeemable non-participating preferred units		-		6,455,56
ine of credit		-		400,00
Paycheck Protection Program loan		-		287,14
Economic Injury Disaster Loan		150,000		150,00
Total liabilities		53,014,105		36,374,78

MEMBERS' EQUITY (DEFICIT)

Units, 1,000,000 units authorized at December 31, 2021, 34,182 units issued and outstanding as of December 31, 2021

Class A common stock, \$0.001 par value per share, 160,000,000 shares authorized, 3,252,764 shares issued and outstanding as		
of December 31, 2022	3,253	-
Class B common stock, \$0.001 par value per share, 20,000,000 shares authorized 11,278,000 shares issued and outstanding as		
of December 31, 2022	11,278	-
Additional paid-in capital	8,224,012	-
Accumulated deficit	(4,445,995)	(4,669,097)
Total members' equity (deficit)	3,792,548	(374,856)
Total liabilities and members' equity (deficit)	\$ 56,806,653	\$ 35,999,933



O R A N G E 142 Colossus SSP Huddled Masses

## CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

		Three Months Ended December 31, (unaudited)			Year Ended December 31,				
		2022		2021		2022		2021	
Revenues									
Buy-side advertising	\$	7,065,731	\$	6,152,552	\$	29,348,775	\$	26,127,787	
Sell-side advertising		22,357,596		6,747,940		58,691,572		12,009,075	
Total revenues		29,423,327		12,900,492		88,040,347		38,136,862	
Cost of revenues									
Buy-side advertising		2,743,560		2,446,568		10,438,547		9,927,295	
Sell-side advertising		19,254,440		5,431,686		49,599,110		9,780,442	
Total cost of revenues		21,998,000		7,878,254		60,037,657		19,707,737	
Gross profit		7,425,327		5,022,238		28,002,690		18,429,125	
Operating expenses									
Compensation, taxes and benefits		4,228,620		2,387,488		14,124,266		8,519,418	
General and administrative		2,030,996		1,310,878		7,218,871		5,525,107	
Total operating expenses		6,259,616		3,698,366		21,343,137		14,044,525	
Income from operations		1,165,711		1,323,872		6,659,553		4,384,600	
Other (expense) income		(960,532)		(3,446,022)		(3,485,739)		(5,828,171)	
Tax expense		39,324		8,648		254,436		63,526	
Net income (loss)	\$	165,855	\$	(2,130,798)	\$	2,919,378	\$	(1,507,097)	
Net income (loss) per common unit:									
Basic	\$	.01	\$	(62.34)	\$	0.23	\$	(44.09)	
Diluted	\$	.01	\$	(62.34)	\$	0.23	\$	(44.09)	
Weighted-average common units outstanding:									
Basic		14,538,409		34,182		12,637,551		34,182	
Diluted	_	14,567,669		34,182	_	12,637,551	_	34,182	



CONSOLIDATED STATEMENTS OF CASH FLOWS

Net income (loss)	\$ 2,919,378	\$ (1,507,097)
Adjustments to reconcile net income (loss) to net cash provided by (used in) operating activities:	509.019	256 442
Amortization of deferred financing costs	598,018	356,442
Amortization of intangible assets	1,953,818	1,953,818
Loss on early extinguishment of debt	-	2,663,148
Amortization of right-of-use asset	136,706	-
Amortization of capitalized software	31,769	-
Depreciation of property and equipment	2,449	-
Stock-based compensation	153,778	-
Deferred income taxes	105,433	-
Payment on tax receivable agreement	(114,538)	-
Forgiveness of Paycheck Protection Program loan	(287,143)	(10,000
Paid-in-kind interest	-	269,260
Gain from revaluation and settlement of earnout liability	-	(31,443
Loss on redemption of non-participating preferred units	590,689	41,622
Bad debt expense	16,664	91,048
Changes in operating assets and liabilities:		
Accounts receivable	(17,180,211)	(3,282,853
Prepaid expenses and other current assets	306,649	(1,005,159
Accounts payable	10,965,910	3,446,689
Accrued liabilities	2,797,355	(273,735
Income taxes payable	102,278	-
Operating lease liability	(98,151)	
Deferred revenues	(801,383)	1,039,411
Related party payable	(70,801)	
Net cash provided by operating activities	2,128,667	3,751,151
Cash Flows Used In Investing Activities:		
Cash paid for capitalized software and property and equipment	(687,957)	_
Net cash used in investing activities	 (687,957)	 -
Cash Flows Provided By (Used In) Financing Activities:		
Proceeds from note payable	4,260,000	22,000,000
Payments of notes payable	(576,250)	(15,672,912
Payments of litigation settlement		(13,072,912
Proceeds from lines of credit	(64,500)	400,000
	-	
Payments on lines of credit	(400,000)	(407,051
Payment of deferred financing costs	(525,295)	(2,190,874
Proceeds from Paycheck Protection Program loan	-	287,143
Proceeds from Issuance of Class A common stock, net of transaction costs	11,167,043	-
Redemption of common units	(7,200,000)	-
Redemption of non-participating preferred units	(7,046,251)	(3,500,000
Payments on seller notes and earnouts payable	-	(358,975
Distributions to members	 (1,692,435)	(1,236,049
Net cash used in financing activities	(2,077,688)	(678,718
Net (decrease) increase in cash and cash equivalents	(636,978)	3,072,433
Cash and cash equivalents, beginning of the period	4,684,431	1,611,998
Cash and cash equivalents, end of the year	\$ 4,047,453	\$ 4,684,431



#### NON-GAAP FINANCIAL MEASURES

In addition to our results determined in accordance with U.S. generally accepted accounting principles ("GAAP"), including, in particular operating income, net cash provided by operating activities, and net income, we believe that earnings before interest, taxes, depreciation and amortization ("EBITDA"), as adjusted for stock compensation expense, forgiveness of Paycheck Protection Program loans, gain from revaluation and settlement of seller notes and earnout liability, loss on early extinguishment of debt, and loss on early redemption of non-participating preferred units ("Adjusted EBITDA"), a non-GAAP financial measure, is useful in evaluating our operating performance. The most directly comparable GAAP measure to Adjusted EBITDA is net income (loss).

In addition to operating income and net income, we use Adjusted EBITDA as a measure of operational efficiency. We believe that this non-GAAP financial measure is useful to investors for period-to-period comparisons of our business and in understanding and evaluating our operating results for the following reasons:

Adjusted EBITDA is widely used by investors and securities analysts to measure a company's operating performance without regard to items such as
depreciation and amortization, interest expense, provision for income taxes, and certain one-time items such as acquisition transaction costs and gains
from settlements or loan forgiveness that can vary substantially from company to company depending upon their financing, capital structures and the
method by which assets were acquired;

- Our management uses Adjusted EBITDA in conjunction with GAAP financial measures for planning purposes, including the preparation of our annual operating budget, as a measure of operating performance and the effectiveness of our business strategies and in communications with our board of directors concerning our financial performance; and
- · Adjusted EBITDA provides consistency and comparability with our past financial performance, facilitates period-to-period comparisons of operations, and also facilitates comparisons with other peer companies, many of which use similar non-GAAP financial measures to supplement their GAAP results.

Our use of this non-GAAP financial measure has limitations as an analytical tool, and you should not consider it in isolation or as a substitute for analysis of our financial results as reported under GAAP. The following table presents a reconciliation of Adjusted EBITDA to net income (loss) for each of the periods presented:



O R A N G E 142 Colossus SSP Huddled Masses

#### NON-GAAP FINANCIAL METRICS (unaudited)

	Three Months Ended December 31,			Year Ended December 31,				
		2022		2021		2022		2021
Net income (loss)	\$	165,855	\$	(2,130,798)	\$	2,919,378	\$	(1,507,097)
Add back (deduct):								
Amortization of intangible assets		488,454		488,454		1,953,818		1,953,818
Depreciation and amortization of property and equipment		34,218		-		34,218		-
Stock compensation expense		68,340		-		153,780		-
Loss on early extinguishment of debt		-		2,663,148		-		2,663,148
Interest expense		960,969		751,463		3,230,612		3,184,029
Forgiveness of Paycheck Protection Program loan		-		-		(287,143)		(10,000)
Tax expense		39,324		8,648		254,436		63,526
Gain from revaluation and settlement of seller notes and earnout liability		-		-		-		(31,443)
Loss on early redemption of non-participating Preferred units		-		41,622		590,689		41,622
Adjusted EBITDA	\$	1,757,160	\$	1,822,537	\$	8,849,788	\$	6,357,603

#### **Contacts:**

Investors: Brett Milotte, ICR Brett.Milotte@icrinc.com