

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K
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 31, 2021

FALCON CAPITAL ACQUISITION CORP.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction
of incorporation)

333-253113

(Commission
File Number)

85-1365053

(IRS Employer
Identification No.)

660 Madison Avenue, 12th Floor
New York, NY 10065

(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: (212) 812-7702

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 Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Units, each consisting of one share of Class A common stock, \$0.0001 par value, and one-third of one redeemable warrant	FCACU	The Nasdaq Stock Market LLC
Class A common stock, par value \$0.0001 per share	FCAC	The Nasdaq Stock Market LLC
Redeemable warrants, each warrant exercisable for one share of Class A common stock, each at an exercise price of \$11.50 per share	FCACW	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 (§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.

Item 7.01. Regulation FD Disclosure.

This Current Report on Form 8-K (this “Form 8-K”) is being furnished by Falcon Capital Acquisition Corp., a Delaware corporation (the “Company”), to the U.S. Securities and Exchange Commission (the “SEC”) for the sole purpose of furnishing, as Exhibit 99.1 to this Form 8-K, an investor presentation that will be used by the Company and Sharecare, Inc. (“Sharecare”), the Company’s business combination target.

The information in this Item 7.01, including Exhibit 99.1, is furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to liabilities under that section, and shall not be deemed to be incorporated by reference into the filings of the Company under the Securities Act of 1933, as amended (the “Securities Act”), or the Exchange Act, regardless of any general incorporation language in such filings. This Current Report on Form 8-K will not be deemed an admission as to the materiality of any information of the information in this Item 7.01, including Exhibit 99.1.

Important Information About the Business Combination and Where to Find It

In connection with the proposed Business Combination, the Company has filed with the U.S. Securities and Exchange Commission (the “SEC”) a registration statement on Form S-4 (the “Registration Statement”), which includes a proxy statement/prospectus, and certain other related documents, which will be both the proxy statement to be distributed to holders of shares of the Company’s common stock in connection with the Company’s solicitation of proxies for the vote by the Company’s stockholders with respect to the Business Combination and other matters as may be described in the Registration Statement, as well as the prospectus relating to the offer and sale of the securities of the Company to be issued in the Business Combination. **The Company’s stockholders and other interested persons are advised to read, when available, the preliminary proxy statement/prospectus included in the Registration Statement and the amendments thereto and the definitive proxy statement/prospectus, as these materials will contain important information about the parties to the agreement and plan of merger by and among the Company, FCAC Merger Sub Inc., a wholly-owned subsidiary of the Company, Sharecare, and Colin Daniel, solely in his capacity as representative of the stockholders of Sharecare (the “Merger Agreement”), the Company and the Business Combination.** After the Registration Statement is declared effective, the definitive proxy statement/prospectus will be mailed to stockholders of the Company as of a record date to be established for voting on the Business Combination and other matters as may be described in the Registration Statement. Stockholders will also be able to obtain copies of the proxy statement/prospectus and other documents filed with the SEC that will be incorporated by reference in the proxy statement/prospectus, without charge, once available, at the SEC’s web site at www.sec.gov, or by directing a request to: Falcon Capital Acquisition Corp., 660 Madison Avenue, 12th Floor, New York, NY 10065, Attention: Saif Rahman, Chief Financial Officer, (212) 812-7702.

Participants in the Solicitation

The Company and its directors and executive officers may be deemed participants in the solicitation of proxies from the Company’s stockholders with respect to the Business Combination. A list of the names of those directors and executive officers and a description of their interests in the Company is contained in the Company’s registration statement on Form S-1, which was initially filed with the SEC on September 3, 2020, and is available free of charge at the SEC’s web site at www.sec.gov, or by directing a request to Falcon Capital Acquisition Corp., 660 Madison Avenue, 12th Floor, New York, NY 10065, Attention: Saif Rahman, Chief Financial Officer, (212) 812-7702. Additional information regarding the interests of such participants will be contained in the Registration Statement when available.

Sharecare and its directors and executive officers may also be deemed to be participants in the solicitation of proxies from the stockholders of the Company in connection with the Business Combination. A list of the names of such directors and executive officers and information regarding their interests in the Business Combination will be contained in the Registration Statement when available.

Forward-Looking Statements

This Current Report on Form 8-K includes “forward-looking statements” within the meaning of the “safe harbor” provisions of the Private Securities Litigation Reform Act of 1995. The Company’s and Sharecare’s actual results may differ from their expectations, estimates and projections and consequently, you should not rely on these forward looking statements as predictions of future events. Words such as “expect,” “estimate,” “project,” “budget,” “forecast,” “anticipate,” “intend,” “plan,” “may,” “will,” “could,” “should,” “believes,” “predicts,” “potential,” “continue,” and similar expressions are intended to identify such forward-looking statements. These forward-looking statements include, without limitation, the Company’s and Sharecare’s expectations with respect to future performance and anticipated financial impacts of the Business Combination, the satisfaction of the closing conditions to the Business Combination and the timing of the completion of the Business Combination. These forward-looking statements involve significant risks and uncertainties that could cause the actual results to differ materially from the expected results. Most of these factors are outside the Company’s and Sharecare’s control and are difficult to predict. Factors that may cause such differences include, but are not limited to: (1) the outcome of any legal proceedings that may be instituted against the Company and Sharecare following the announcement of the Merger Agreement and the transactions contemplated therein; (2) the inability to complete the Business Combination, including due to failure to obtain approval of the stockholders of the Company, approvals or other determinations from certain regulatory authorities, or other conditions to closing in the Merger Agreement; (3) the occurrence of any event, change or other circumstance that could give rise to the termination of the Merger Agreement or could otherwise cause the transactions contemplated therein to fail to close; (4) the inability to obtain or maintain the listing of New Sharecare’s Class A common stock on NYSE or Nasdaq, as applicable, following the Business Combination; (5) the risk that the Business Combination disrupts current plans and operations as a result of the announcement and consummation of the Business Combination; (6) the ability to recognize the anticipated benefits of the Business Combination, which may be affected by, among other things, competition and the ability of the combined company to grow and manage growth profitably and retain its key employees; (7) costs related to the Business Combination; (8) changes in applicable laws or regulations; (9) the possibility that Sharecare or the combined company may be adversely affected by other economic, business, and/or competitive factors; (10) New Sharecare’s ability to raise financing in the future and to comply with restrictive covenants related to long-term indebtedness; (11) the impact of COVID-19 on Sharecare’s business and/or the ability of the parties to complete the Business Combination; and (12) other risks and uncertainties indicated from time to time in the proxy statement/prospectus relating to the Business Combination, including those under “Risk Factors” in the Registration Statement, and in the Company’s other filings with the SEC. The Company cautions that the foregoing list of factors is not exclusive. The Company cautions readers not to place undue reliance upon any forward-looking statements, which speak only as of the date made. The Company does not undertake or accept any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements to reflect any change in its expectations or any change in events, conditions or circumstances on which any such statement is based.

No Offer or Solicitation

This Current Report on Form 8-K shall not constitute a solicitation of a proxy, consent or authorization with respect to any securities or in respect of the Business Combination. This Current Report on Form 8-K shall also not constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any sale of securities in any states or jurisdictions in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offering of securities shall be made except by means of a prospectus meeting the requirements of section 10 of the Securities Act.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
99.1	Investor Presentation

SIGNATURES

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.

FALCON CAPITAL ACQUISITION CORP.

By: /s/ Saif Rahman
Name: Saif Rahman
Title: Chief Financial Officer

Date: March 31, 2021



sharecare

All
together
better

© sharecare

Disclaimer

This presentation ("Presentation") is for informational purposes and does not constitute an offer to sell, a solicitation of an offer to buy, or a recommendation to purchase any equity, debt or other financial instruments of Sharecare Inc. ("Sharecare" or the "Company") or Falcon Capital Acquisition Corp. ("FCAC") or any of their respective affiliates. The information contained herein does not purport to be all-inclusive. The data contained herein is derived from various internal and external sources. No representation is made as to the reasonableness of the assumptions made within or the accuracy or completeness of any projections or modeling or any other information contained herein. Any data on past performance or modeling contained herein is not an indication as to future performance. FCAC and Sharecare assume no obligation to update any information in this Investor Presentation, except as required by law. The listing of customers and associated marks are meant to represent a sampling of customers that use our products and services as of January 2021 for diligence and informational purposes only and do not constitute any representation regarding the ongoing relationship or endorsement of any particular customer.

Important Information About the Business Combination and Where to Find It

In connection with the proposed business combination, as contemplated in the definitive merger agreement entered into by FCAC and Sharecare, FCAC has filed a registration statement on Form S-4 (the "Registration Statement") with the U.S. Securities and Exchange Commission (the "SEC"), which includes a proxy statement/prospectus, and certain other related documents, to be used at the meeting of FCAC stockholders to approve the proposed business combination. Investors and security holders of FCAC are urged to read the proxy statement/prospectus, any amendments thereto and other relevant documents that will be filed with the SEC carefully and in their entirety when they become available because they will contain important information about Sharecare, FCAC and the proposed business combination. The definitive proxy statement/prospectus will be mailed to stockholders of FCAC as of a record date to be established for voting on the proposed business combination. Investors and security holders will also be able to obtain copies of the Registration Statement and other documents containing important information about the business combination and the parties to the business combination once such documents are filed with the SEC, without charge, at the SEC's web site at www.sec.gov, or by directing a request to: info@ariliam.com.

Participants in the Solicitation

FCAC and its directors and executive officers, under SEC rules, may be deemed participants in the solicitation of proxies from FCAC's stockholders with respect to the proposed business combination. A list of the names of those directors and executive officers and a description of their interests in FCAC is contained in the final prospectus for FCAC's initial public offering, which was filed with the SEC on September 23, 2020, and is available free of charge at the SEC's web site at www.sec.gov, or by directing a request to: info@ariliam.com. Additional information regarding the interests of such participants will be set forth in the proxy statement/prospectus for the proposed business combination when available.

Each of Sharecare and its directors, executive officers and other members of its management and employees, under SEC rules, may also be deemed to be participants in the solicitation of proxies from the stockholders of FCAC in connection with the proposed business combination. A list of the names of such directors and executive officers and information regarding their interests in the business combination will be contained in the proxy statement/prospectus for the business combination when available.

No Offer or Solicitation

This Investor Presentation does not constitute a solicitation of a proxy, consent or authorization with respect to any securities or in respect of the business combination. This Investor Presentation also does not constitute an offer to sell or the solicitation of an offer to buy securities, nor will there be any sale of securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offering of securities will be made except by means of a prospectus meeting the requirements of Securities Act of 1933, as amended, or an exemption therefrom.

Industry and Market Data

This presentation includes information and statistics regarding market participants in the sectors in which Sharecare competes and other industry data which was obtained from third-party sources, including reports by market research firms and company filings.

Trademarks

This presentation may contain trademarks, service marks, trade names and copyrights of other companies, which are the property of their respective owners. Solely for convenience, some of the trademarks, service marks, trade names and copyrights referred to in this presentation may be listed without the TM, SM or ® symbols, but FCAC and Sharecare will assert, to the fullest extent under applicable law, the rights of the applicable owners, if any, to these trademarks, service marks, trade names and copyrights.

Use of Non-GAAP Financial Measures

This presentation includes non-GAAP financial measures. FCAC and Sharecare believe that these non-GAAP measures are useful to investors for two principal reasons. First, they believe these measures may assist investors in comparing performance over various reporting periods on a consistent basis by removing from operating results the impact of items that do not reflect core operating performance. Second, these measures are used by Sharecare's management to assess its performance. FCAC and Sharecare believe that the use of these non-GAAP financial measures provides an additional tool for investors to use in evaluating ongoing operating results and trends. These non-GAAP measures should not be considered in isolation from, or as an alternative to, financial measures determined in accordance with GAAP. Other companies may calculate these non-GAAP financial measures differently, and therefore such financial measures may not be directly comparable to similarly titled measures of other companies. In addition, such information and data may not be included in, may be adjusted in or may be presented differently in any proxy statement or registration statement to be filed by FCAC with the SEC. A reconciliation of certain of these non-GAAP financial measures to their most comparable GAAP measure is set forth in a table included at the end of this presentation.

Disclaimer (continued)

Projections

This Presentation contains projected financial information with respect to Sharecare. Such projected financial information constitutes forward-looking information, is for illustrative purposes only and should not be relied upon as necessarily indicative of future results. The assumptions and estimates underlying such projected financial information are inherently uncertain and subject to a wide variety of significant business, economic, competitive and other risks and uncertainties that could cause actual results to differ materially from those contained in the projected financial information. See "Forward Looking Statements" paragraph below. Actual results may differ materially from the results contemplated by the projected financial information contained in this Presentation, and the inclusion of such information in this Presentation should not be regarded as a representation by any person that the results reflected in such projections will be achieved. Neither the independent auditors of FCAC nor the independent registered public accounting firm of Sharecare audited, reviewed, compiled, or performed any procedures with respect to the projections for the purpose of their inclusion in this Investor Presentation, and, accordingly, neither of them expressed an opinion or provided any other form of assurance with respect thereto for the purpose of this Investor Presentation.

Forward Looking Statements

This presentation also contains forward-looking statements, which may be identified by such words as "may", "should", "would", "plan", "intend", "expect", "believe", "anticipate", "estimate", "predict", "potential", "seem", "seek", "continue", "future", "will", "outlook", or other similar expressions, words or phrases, or by their context. These statements include statements regarding the industry in which the combined companies will operate, future events, the proposed transactions between FCAC and Sharecare, the estimated or anticipated future results and benefits of the combined company following the transaction, including the likelihood and ability of the parties to successfully consummate the proposed transaction, future opportunities for the combined company, and other statements that are not historical facts. These statements are made on the basis of current knowledge and current expectations of FCAC and Sharecare management and, by their nature, involve numerous assumptions and uncertainties and are not predictions of actual performance. Nothing set forth herein should be regarded as a representation, warranty, or prediction that FCAC or Sharecare will achieve or are likely to achieve any particular future result.

Various factors could cause actual future results, performance or events to differ materially from those described herein. This presentation does not purport to be all-inclusive or to contain all the information that a prospective investor may desire in making an evaluation.

Some of the factors that may impact future results and performance may include, without limitation:

- Changes in the business environment in which Sharecare or FCAC operate;
- The impact of pending and future litigation and governmental investigations and inquiries;
- Changes in U.S. federal, U.S. state, and non-U.S. laws and regulations, their interpretation, their enforcement, or the regulatory climate applicable to our business, and their impact on our ability to operate our business;
- Outages, disruptions, breaches, errors or failures in our products, services, computer systems, and software, which could expose us to financial and legal harm and adversely affect our operating results and growth prospects;
- The loss of one or more members of FCAC or Sharecare management teams;
- The inability of the parties to successfully or timely consummate the proposed transaction, including the risk that the required regulatory approvals are not obtained, are delayed or are subject to unanticipated conditions that could adversely affect the combined company or the expected benefits of the transaction, or that the approval of the stockholders of FCAC is not obtained;
- Failure to realize the anticipated benefits of the transaction, including as a result of a delay in consummating the transaction or a delay or difficulty in integrating the business of FCAC and Sharecare;
- Uncertainty as to the long-term value of FCAC common stock;
- Our integration of, and realization of anticipated benefits, including synergies from, acquisitions;
- Our ability to obtain additional capital to support growth, which may not be available on terms acceptable to us, if at all;
- The transition to becoming a public company, resulting increases in legal, accounting and compliance expenses, and the impact of our public financial and other disclosures on our negotiations and arrangements with key counterparties;
- Those discussed in FCAC's final prospectus relating to the initial public offering filed with the SEC on September 23, 2020 under the heading "Risk Factors" and other documents of FCAC on file with the SEC or in the Registration Statement.

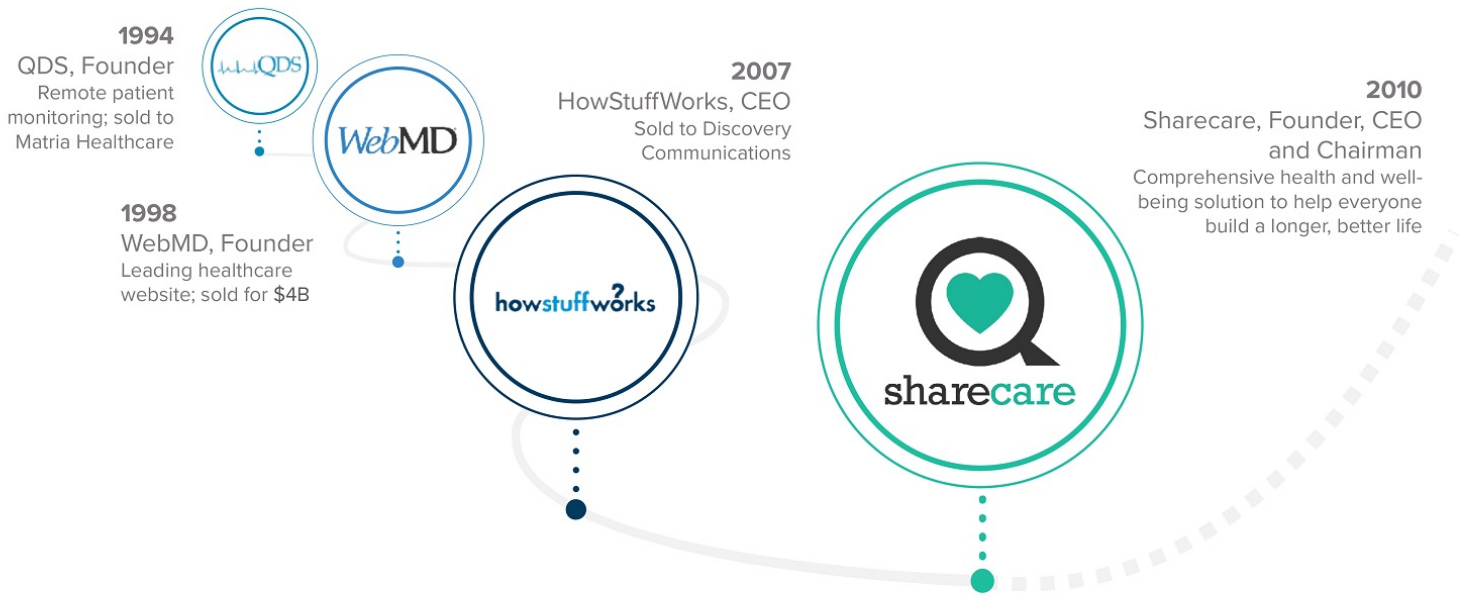


Agenda

- Company Vision/Overview 15 min
- Enterprise Overview 2 hours
 - Demo of platform, Architecture, and Innovation
 - doc.ai
 - Health Security and Vaccine Assistant
 - Community Well-Being
- Q&A 15 min
- Provider Overview 15 min
- Q&A 5 min
- Acquisition Expertise 15 min
- Q&A 5 min
- Finance, M&A, and Overview 30 min
- Closing Remarks and Q&A 20 min



Proven Track Record





Sharecare is a **health & well-being digital hub** that **unifies all the elements** of individual and community health so everyone can **live better, longer**.

We provide an **interoperable platform** integrating fragmented point solutions and disparate stakeholders to foster a frictionless user-friendly experience that engages people across the **dynamic continuum of their healthcare needs**.

We're all together better when:

- **we unify the entire ecosystem – health plans, employers, providers, life sciences – into one connected system**
- **we turn point solutions into an integrated platform in the palm of a person's hand**
- **we turn individual progress into community transformation**

All Together Better

ALL TOGETHER BETTER

Diverse Team of Innovators, Operators, and Unifiers



Jeff Arnold
Founder, Chairman, CEO



Dawn Whaley
President, CMO



Justin Ferrero
President, CFO



Pam Shipley
COO



Laura Klein
EVP/GM, Consumer Solutions



Natalie Schneider
EVP/GM, Provider Solutions



Naveen Saxena
Chief Technology Officer



Toni Pashley
SVP, Product



Anil Menon
EVP, Community & Urban Services



Elizabeth Colyer
SVP, Community Well-Being Index



Sam De Brouwer
Chief Strategy Officer



ALL TOGETHER BETTER

Sharecare Overview

- A **comprehensive digital solution** helping people build longer, better lives
- Operating across **three divisions:**

ENTERPRISE

PROVIDER

CONSUMER

INVESTMENT PARTNERS

LIVING ROOM

Discovery
COMMUNICATIONS

HEARST corporation

Oprah
OPRAH

OZ
TV

SONY
PICTURES
TELEVISION

EXAM ROOM

HCA
Hospital Corporation of America

HERITAGE GROUP
HOSPITALS AND HEALTHCARE

Trinity Health

Wellstar

WORKPLACE

Aflac

BlueCross
BlueShield
of Arizona

CareFirst

hmsa

Quest
Diagnostics

FINANCIAL

CLARITAS
CAPITAL

SUMMIT
PARTNERS

Swiss Re

WELLINGTON
MANAGEMENT

WELLS
FARGO

SHARECARE BY THE NUMBERS

2012

launched Sharecare platform

~64K

employer clients

8M+

eligible lives

6K+

health system clients

127

top life sciences brands

\$450M

total capital raised

\$408M

2021E revenue

\$31M

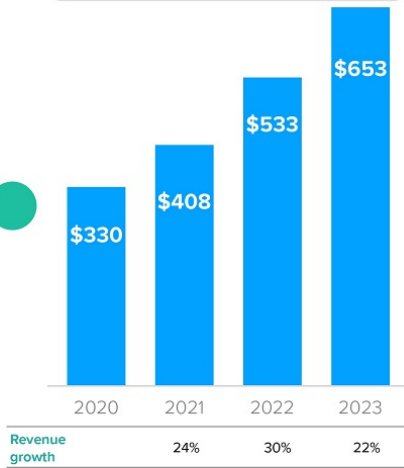
2021E adjusted EBITDA

Delivering Accelerated Growth with Significant Operating Leverage



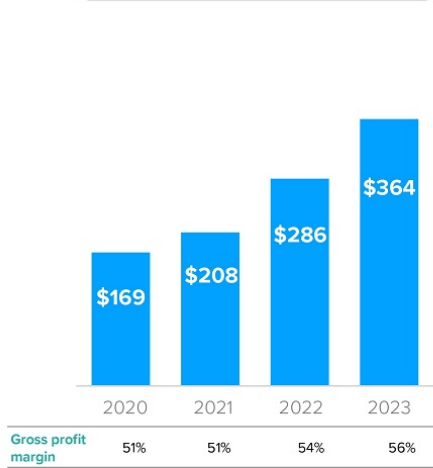
REVENUE

'20 – '23 CAGR: 26%



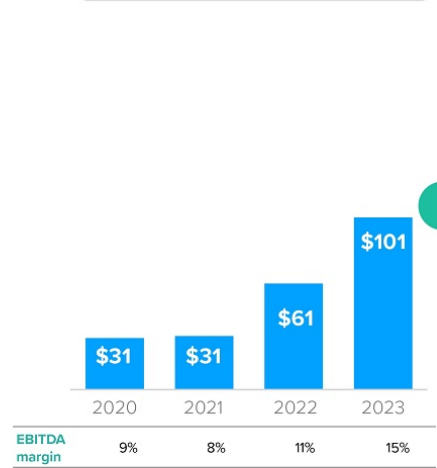
GROSS PROFIT

'20 – '23 CAGR: 29%



ADJUSTED EBITDA

'20 – '23 CAGR: 46%



\$, in millions

Note: includes doc.ai acquisition; adjusted EBITDA reflects removal of non-cash operating expenses (stock option compensation expense), severance and acquisition-related costs; 2021 forecast includes \$3.9M of IPO-related operating expenses



Category of One:
Business Positioned for Growth and Scale

Comprehensive
Platform

Innovative digital health
platform based on
human-centric design

Diversified
Revenue & Scale

Diversified portfolio with opportunity to
capture \$1B++ in incremental
revenue from existing customers

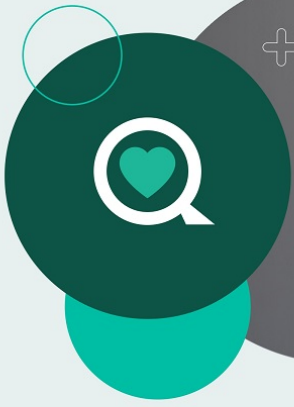
Data &
Innovation

At the intersection of
technology, healthcare, &
media, creating data-driven
solutions

Differentiated
Financial
Performance

Positioned for success with
strong revenue visibility, scale,
and profitability

High-growth, recurring revenue driving 20% sustainable YoY growth



ALL TOGETHER BETTER

Comprehensive Platform





COMPREHENSIVE PLATFORM

Personalized Digital Platform Enabling Productized Engagement



MESSAGING

MOTIVATION

MANAGEMENT

MEASUREMENT

MOVEMENT



ENTERPRISE



Benefits navigation



Healthcare navigation



Digital therapeutics



Wellness/well-being



Blue Zones Project



Health security

PROVIDER



Health Information Management



Value-based care



Payment integrity



Remote patient monitoring



Digital engagement

CONSUMER



Lead generation



Sponsorships



Audience targeting



Condition-specific marketing



COMPREHENSIVE PLATFORM

Personalized Digital Platform Enabling Productized Engagement



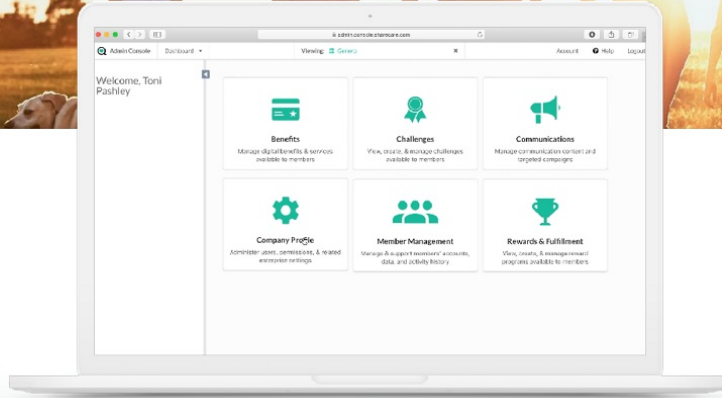
MESSAGING

MOTIVATION

MANAGEMENT

MEASUREMENT

MOVEMENT



ENTERPRISE



Benefits navigation



Healthcare navigation



Digital therapeutics



Wellness/well-being



Blue Zones Project



Health security

PROVIDER



Health Information Management



Value-based care



Payment integrity



Remote patient monitoring



Digital engagement

CONSUMER



Lead generation



Sponsorships



Audience targeting



Condition-specific marketing



DIVERSIFIED REVENUE & SCALE

Enterprise Solutions



Opportunity: Fragmented Offerings Driving **Cost & Vendor Fatigue**

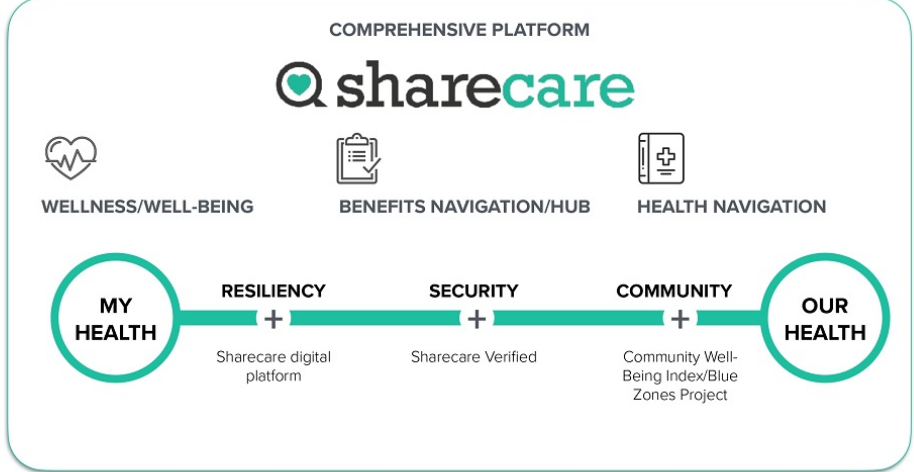


- Lifestyle mgmt
- Communications
- Medication adherence
- Care coordination
- Biometric screening
- Telehealth
- Pharmacy
- Second opinion
- Medical devices
- Condition management
- Pregnancy/family
- Weight/nutrition
- Transparency
- Behavioral health
- Financial well-being
- Physical activity/wellness
- Sleep
- Smoking cessation
- Provider networks
- Onsite/near-site
- Incentives
- Food logging
- Advocacy
- MSK

WELLNESS/WELL-BEING

BENEFITS NAVIGATION/HUB

HEALTH NAVIGATION





ENTERPRISE SOLUTIONS

Integrated Solution Lowering Healthcare Costs, Improving Outcomes, and Increasing Satisfaction



\$190M* 2020 revenue **\$239M*** 2021 revenue **58%*** of 2021 revenue

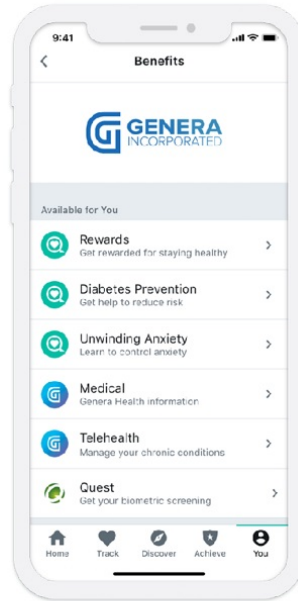
Products include:

- Benefits navigation
- Healthcare navigation
- Digital therapeutics
- Wellness/well-being
- Blue Zones Project
- Health security

Revenue model: Recurring multi-year contracts with upsell opportunities

Pricing structure: PMPM, per enrollee

Client base: 27 direct large employers, 9 health plans providing access to another ~64K employers, 10 public sector clients



KEY HEALTH PLAN CLIENTS:



KEY EMPLOYER CLIENTS:



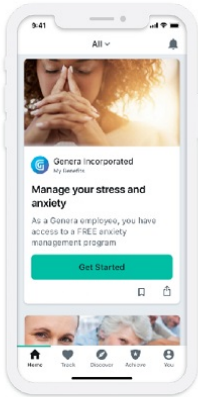
KEY PUBLIC SECTOR CLIENTS:



* estimated, 2021 includes doc.ai acquisition stub period revenue



Core Digital Platform



PMPM

Existing client base

- Claims ingestion
- Population risk stratification
- Member engagement
- Incentives management

Marketplace of Targeted Digital Therapeutic Programs



incremental fee per enrollee

\$1B revenue opportunity by activating digital therapeutics



ENTERPRISE SOLUTIONS

Total Addressable Market

Product	Addressable Market (\$B)
Mental health genetic testing	\$55.3B
Diabetes prevention	\$53.0B
Musculoskeletal	\$32.8B
Diabetes management	\$21.6B
Lifestyle management coaching	\$16.8B
Disease management coaching	\$9.2B
Biometrics	\$8.8B
Gym/fitness	\$8.6B
Tobacco cessation coaching	\$6.4B
Diabetes solutions	\$3.8B
Digital platform	\$3.4B
Blue Zones Project	\$3.2B
Stress and anxiety	\$1.5B
Weight management	\$1.5B
Ornish Lifestyle Medicine	\$1.3B
Financial well-being	\$1.2B
Fertility, pregnancy, and parenting	\$1.0B
Digital tobacco cessation	\$0.9B
Digital diabetes education	\$0.5B
Nurse line	\$0.5B
Total	\$231.3B





Performance dashboards



Digital activities
(meetings, emails)

Networking &
events

Pipeline
metrics

Outreach
campaigns

Segmentation

1

Channel
Employer, government, health
plan, etc

2

Market
Territories, sector

3

Behavioral
Activities, patterns, usage,
engagement

Channels

Employer
~6,100 groups

Health plans
~100 payors

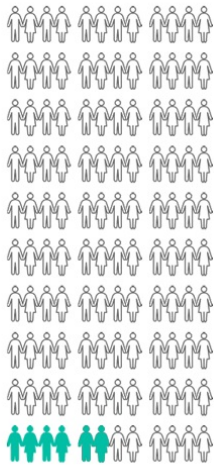
Government
~400 groups

**Consultants/
Brokers**



Significant Enterprise Growth in Overall Engagement Opportunity

Previous methodology



Qualified members

Data types:

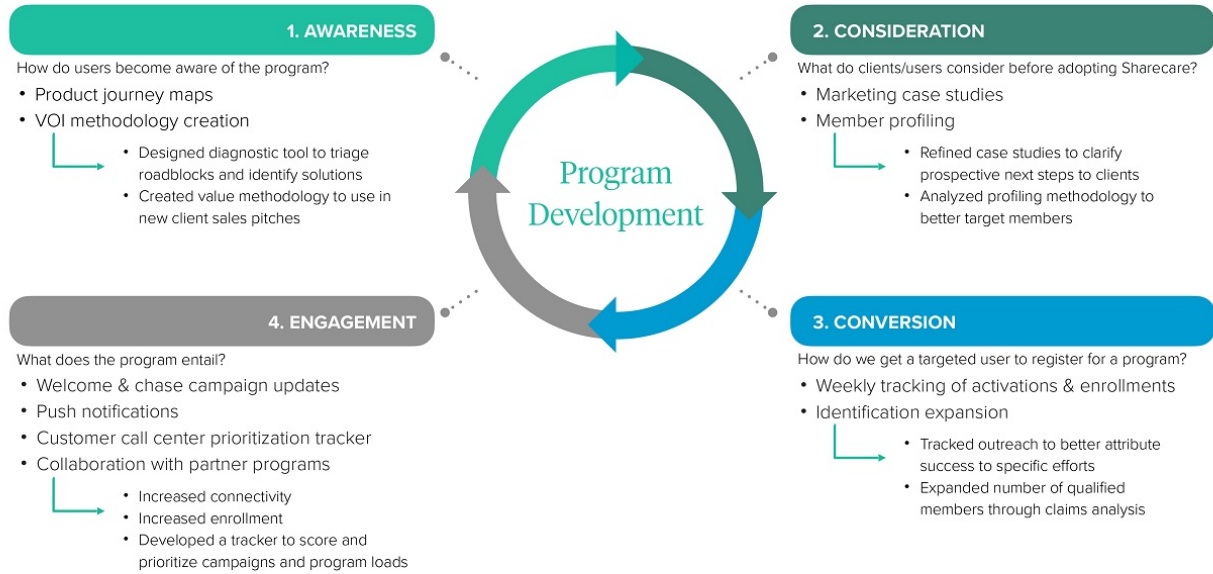
- Claims
- Social Determinants of Health (SDOH)
- Call logs
- Eligibility
- RealAge
- Biometrics

Expanded methodology



Qualified members

*Actual impact subject to average program conversion rate



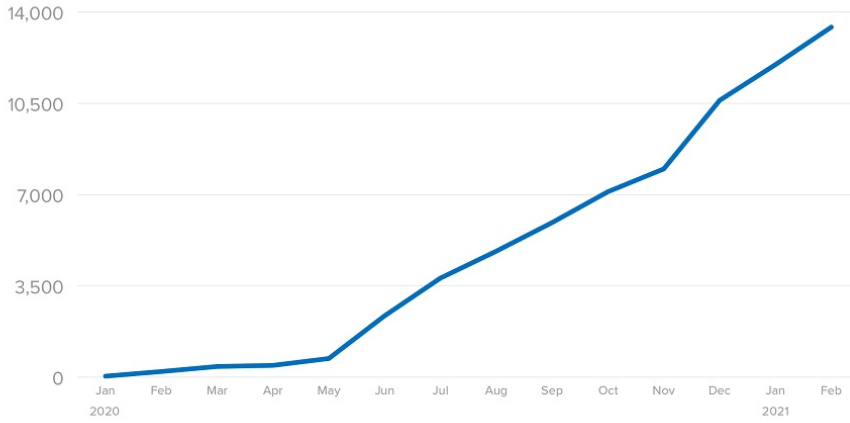


Case Study: DPP Expansion for Payor Client

Diabetes Prevention Program (DPP) member activation expansion to 400K eligible lives



Payor client DPP total enrollments



2020-2021 enrollment progress

- April 2020: less than 1,000 enrolled
- December 2020: 11,000 enrolled
- February 2021: 13,500 enrolled
- Pacing over 1,500/month



Market statistics

175%↑

Increase in marketplace products YOY

66%↑

Revenue growth YOY

YOY product growth

	2019	2020	2021 contracted	2020 growth %	2021 growth %
\$ Revenue	\$2.5M	\$6.5M	\$10.8M	160%	66%
Number of Marketplace Products	1	4	11	300%	175%

Product Expansion

2019 PRODUCTS

- Digital platform

2020 PRODUCTS

- Digital platform
- 24-hour nurse line
- Onsite health promotion

2021 PRODUCTS

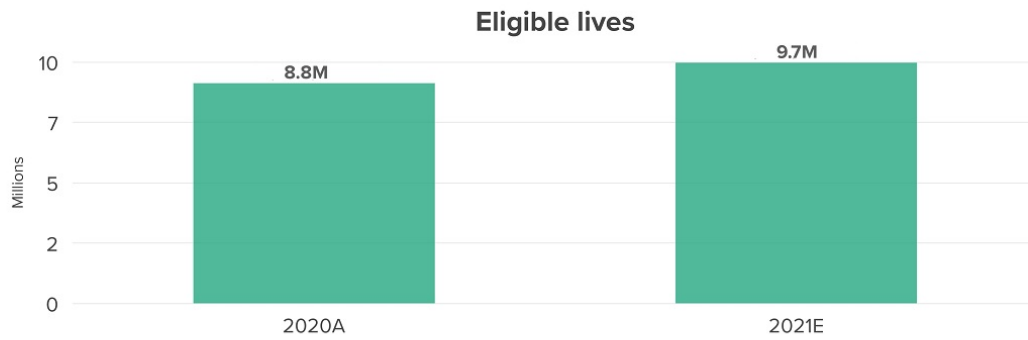
- Digital platform
- 24 hour nurse line
- Onsite health promotion
- Lifestyle Management
- Disease Management
- Tobacco cessation
- Anxiety management
- Maternity
- Diabetes Prevention Program
- Insulin management
- MSK/MSD

ADDITIONAL OPPORTUNITIES

- Digital biometric screenings
- Health security
- Well-Being@Work
- Unwinding Anxiety



8.8M
ELIGIBLE LIVES
(2020)



- Eligible lives is a metric which is a leading indicator of revenue growth for the enterprise digital platform and other digital solutions
- Generate revenue multiple ways – primarily on a per member/per month basis, or per enrolled member basis
- Eligible lives grow by addition of new clients, but also within the existing client base as Sharecare solutions are extended to new health plan employer groups, and additional covered populations (Medicaid, exchange)



Expand footprint

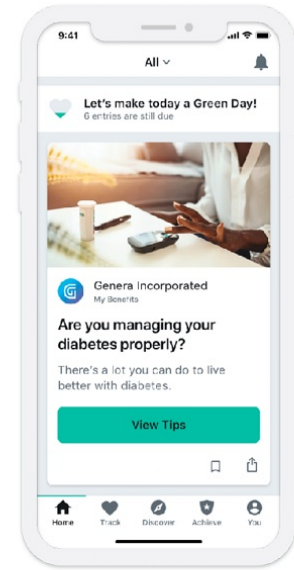
- **New logos**
- Additional Blues and other health plans
- Executing on prospective pipeline representing ~9,500 new employers

New digital therapeutics product offerings

- Increase **digital therapeutics programs offerings** for 2021
 - Hypertension, asthma/COPD, sleep, EAP, mental health, second opinion, advocacy/concierge
- Immediate revenue to Sharecare based on existing contracts
- Ability to activate anytime during calendar year

Activate eligible lives within clients

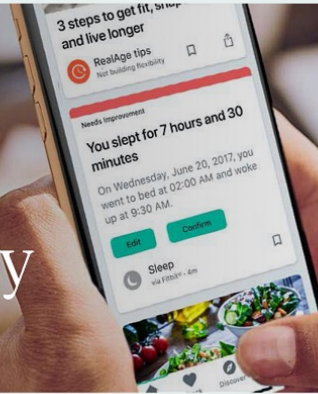
- Investing in **advanced sales and marketing tactics**
- Targeted digital modeling and marketing to expand eligible activations





DIVERSIFIED REVENUE & SCALE

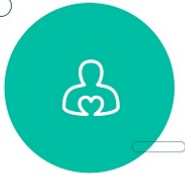
Product & Technology





Sponsorship Model

Features	Person	Employer	Health Plan	Provider
RealAge (HRA)	X	X	X	X
Health topics & content	X	X	X	X
Tracking (activity, devices and apps)	X	X	X	X
Profile - health/settings	X	X	X	X
Messaging & campaigns	X	X	X	X
Wallet	X	X	X	X
Benefits navigation		X	X	
Coaching: Lifestyle and Disease Management	X	X	X	
Incentives & rewards programs	X	X	X	
Challenges (steps, stress, sleep, diet)	X	X	X	
Find-a-Doctor	X	X	X	
Symptom checker (AskMD)	X	X	X	
Medication pricing		X	X	
Claims ingestion		X	X	
Care console: management, configuration		X	X	
Learning tracks/care plan		X	X	X
Gaps-in-care			X	X
Value-based billing				X
Testing & results		X	X	X
Well-Being@Work (COVID-19 readiness)		X	X	
Partner programs & services	X	X	X	X



Core Platform

One platform

- User/customer agnostic

Highly secure

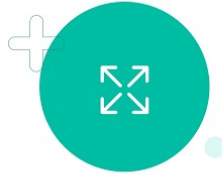
- Separation of PHI/PII
- HIPAA + HITECH compliant
- Auditable processes

Multi-tenant

- Across and within

Cloud-based

- Micro-services
- Kubernetes



Big Data

Multi-variate datasets

- Eligibility
- Claims
- Biometrics
- SDOH

Multiple protocols/ datatypes

Decision intelligence

- RealAge
- Self-reported
- Device
- Derived



Innovation

Learning models & mining

- Clinical, financial, social
- Conversational AI
- Machine learning

Derived user profile

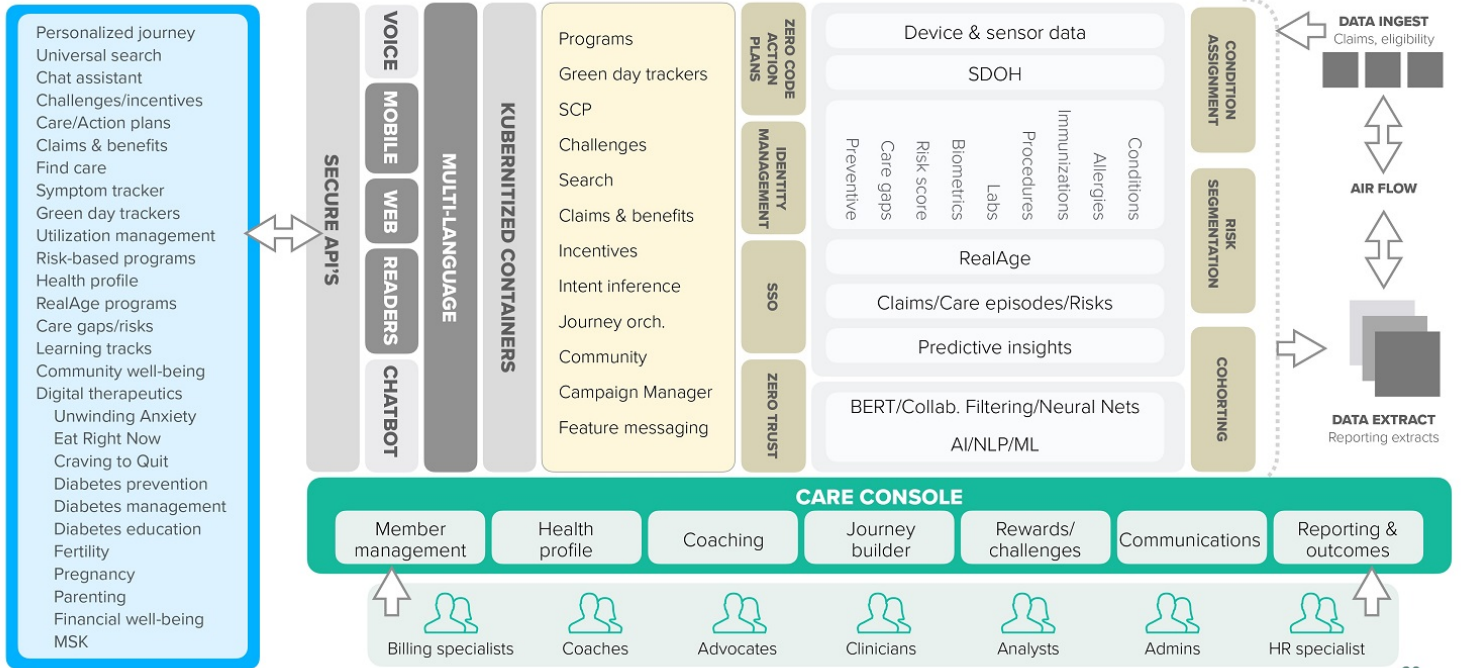
- Disease state
- Disease severity/risk level
- Disease expression

No-code frameworks

Admin platform as a service



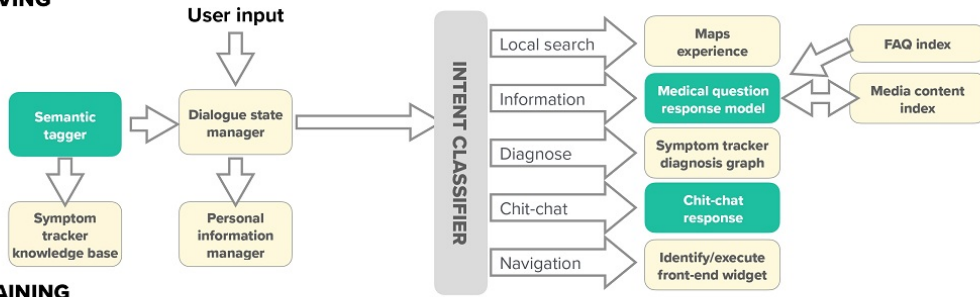
One Platform: Comprehensive Architecture



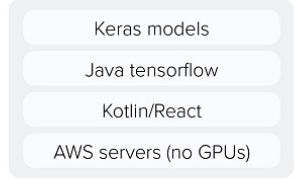


Platform Architecture: Conversational Systems Machine Learning (ML) Pipeline

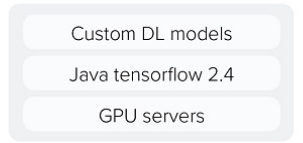
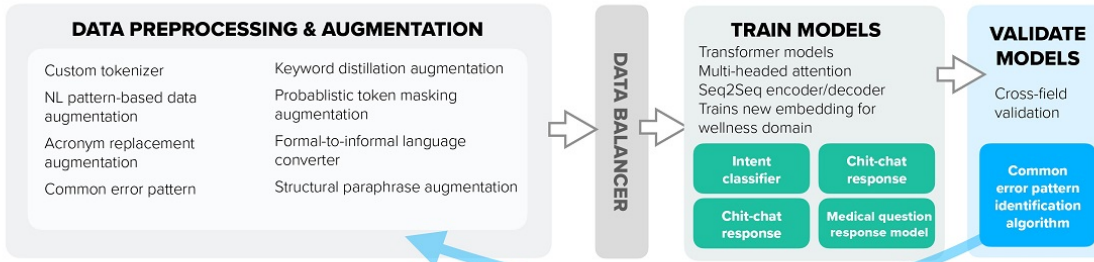
ONLINE SERVING



ML technology stack



OFFLINE TRAINING





Data-Driven Engagement

Problem statement

Identifying eligible members for lifestyle management and classify them into four categories based on risk and engagement propensity for coaching.

Step 1: Identify members based on **claims, biometrics, and RealAge**

Step 2: Augment members based on **social determinants of health (SDOH)**

Step 3: Classify based on **engagement**

Marker identification

Step 1

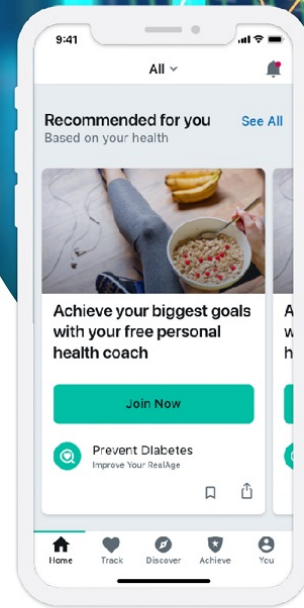
- Hypertension
- Obesity
- Cardiovascular
- Tobacco
- Diabetes
- Pre-diabetes
- Alcohol dependence
- Substance abuse

Step 2

- Physically unhealthy days
- Mentally unhealthy days
- % of smokers
- % physically inactive
- Exercise access
- Age
- Violent crime rate
- Living alone

Step 3

- Digital conversion
- Call success
- Preventative visits
- PCP visits
- Inbound call
- Office visit







DOC.AI

Sharecare + doc.ai: All Together Better



Capture and unlock the value of any health data from research to care, to optimize insights and improve the health of millions



- Health management
- Value-based care and payment integrity
- Award-winning content
- Community Well-Being Index and health security
- Putting all our health in one place



- Unified, **AI data-driven** platform
- **Optimize and automate** across all products
- **Personalized insights** in real-time
- Expand **from care to research**
- Making all our health **smart and actionable**



DOC.AI

Health Data is Moving from Seller's to Buyer's Market

Simultaneously automating the edge and its applications as edge-native



	Market	Hardware	Architecture	Power user	Latency	Security	Privacy	Learning
Data center (1992)	B2B	Terminal	Central (hardware, software, wetware)	Sys admins	Batch	Perimeter defense	None	Statistics
Cloud (2006)	Seller's	Desktop	Hierarchy (automated the cloud, software only)	Data professionals	MapReduce Hadoop VM	Hardware defined perimeter defense	HIPAA	ML (linear regression, random forests)
Cloud-native (2016)	B2B2C (health plans: new market for retrospective RWD)	Laptop iPad	Decentralized Bring storage to compute automated the applications in the cloud	Patients	Near real-time	Software defined perimeter defense	HIPAA	Deep learning
Edge-native (2021)	Buyer's (patients: new market for prospective RWD)	Smartphone IOT	Distributed Bring compute to storage automate the edge and the applications at the same time	Everyone is a node	Real-time	Zero trust (price per identity)	Differential privacy (price per private prediction)	Federated learning



doc.ai





Data

Data engineering -
data normalization -
AI models



Privacy

Edge computing -
cryptographic
verification



Pipelines

NLP - NLU -
Bioinformatics - ML
for data fluency -
neural nets



Security

Federated learning -
Zero trust
infrastructure

To execute:

- Deep data collection and new algorithms
- Responsible data sharing

To solve the problems of:

- Continuous engagement & personalization
- Quality and affordability of care

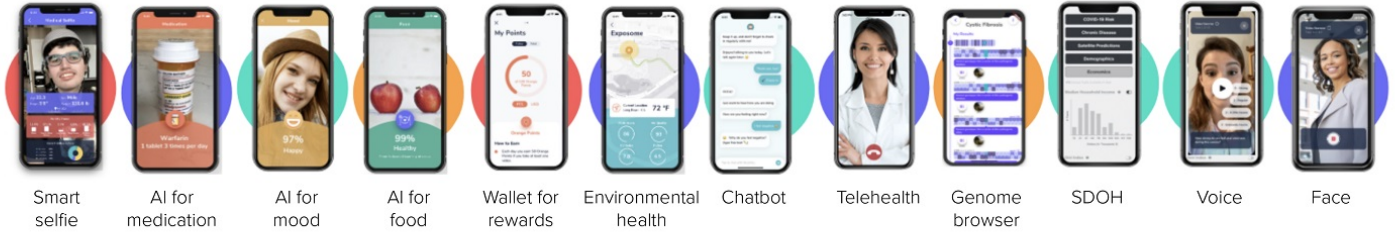


DOC.AI

The Future of UI is No UI



- We leverage **every component of the phone**
- People live on their phones, consume and collect data via pictures, videos, voice
- We have built **neural nets** under the form of **smart selfies, smart videos and smart pictures**
- For a **frictionless** experience that augments **engagement**
- We are adding **new dry bio-markers** for progression and regression of symptoms





DOC.AI

Suite of Solutions and Products to Integrate/Grow



Omix Research



Digital clinical research accelerated and automated



Serenity Care



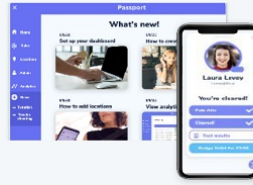
Digital care accelerated and automated



Passport Health



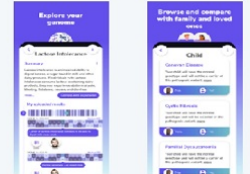
Health security, private and automated



Genewall Genetics



Genetic insights for mobile and clinical pipelines



AI Modules

Engagement and data collection

AI-assisted data collection



Toniq

AI engine for data fluency



Insights
Cost of care
Quality of care

Amplified

Infrastructure

Zero trust infrastructure
Federated learning



Anthem  All licensed by Anthem under a multi-million dollar agreement



DOC.AI

Data-Driven AI for Sharecare

Prepared to accelerate the growth of our current products to land and expand into new sources of revenue with new products while continuing to develop new markets for Anthem



Toniq

Creating new data layer with Toniq in **Sharecare platform** for **enterprise, consumer, Community Well-Being Index**, and future products with **Anthem**

Omix

Developing new opportunities for Sharecare by accelerating **observational trials** vertical, including **recruitment for research**

AI modules

Integrating new data-driven modalities across the **Sharecare experience and engagement**

Amplified

Providing **zero trust infrastructure** for Anthem and building infrastructure to scale to additional **Sharecare partners**



We share a relentless focus on delivering meaningful improvements to consumers' health and well-being as we simplify healthcare. Through this relationship, we will leverage human-centered design and digital technologies, including artificial intelligence, that increase consumer engagement, deliver more affordable healthcare, and achieve better health outcomes through services such as next-generation personalized healthcare concierge and advocacy services.



Rajeev Ronanki, Senior Vice President and Chief Digital Officer



DIVERSIFIED REVENUE & SCALE

Community & Urban Services



COMMUNITY & URBAN SERVICES

Overview

The definitive source of well-being insights and community transformation solutions.

13

years of well-being measurement

3M+

well-being assessments taken

4M+

lives impacted

57

Blue Zones Project communities

\$22.6M*

2021 annual revenue

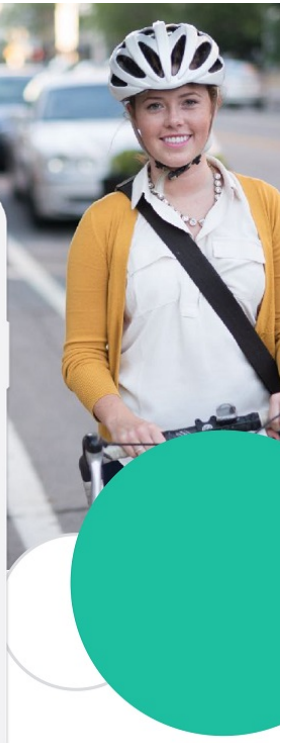
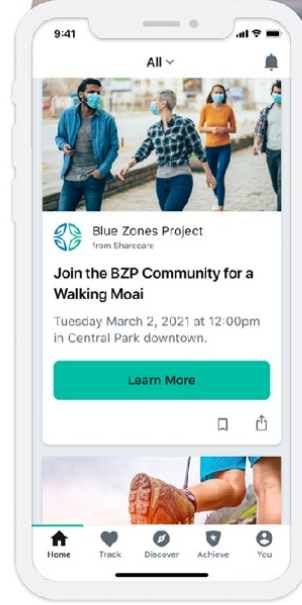
SPONSORS & CLIENTS



STRATEGIC PARTNERS



ACADEMIC PARTNERS



* estimated



Community Well-Being History and Leadership



DOMAINS



PHYSICAL

COMMUNITY

PURPOSE

SOCIAL

FINANCIAL

STATE & COMMUNITY RANKINGS



PROVEN OUTCOMES

- Longevity
- Medical & Rx spend
- Emergency room visits
- Hospitalizations
- Bed days
- Absenteeism
- Presenteeism
- Short-term disability
- Job performance
- Intention to stay
- Voluntary turnover
- Involuntary turnover
- PMPM cost
- S&P 500
- Unemployment
- Consumer Price Index

COMMUNITY TRANSFORMATION



BLUE ZONES PROJECT
by sharecare

Transforming health and well-being one person, one community at a time through **people, place, and policy change.**

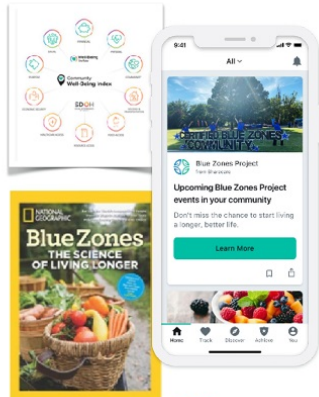
\$50M invested	3M+ surveys collected	95% of U.S. population represented	1.3B media impressions	80+ peer-reviewed publications
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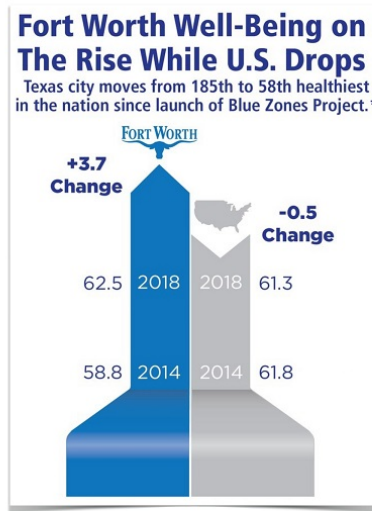
Measuring and Transforming Communities



Research-backed measurement & protocols



Transforming physical environments across worksites & communities

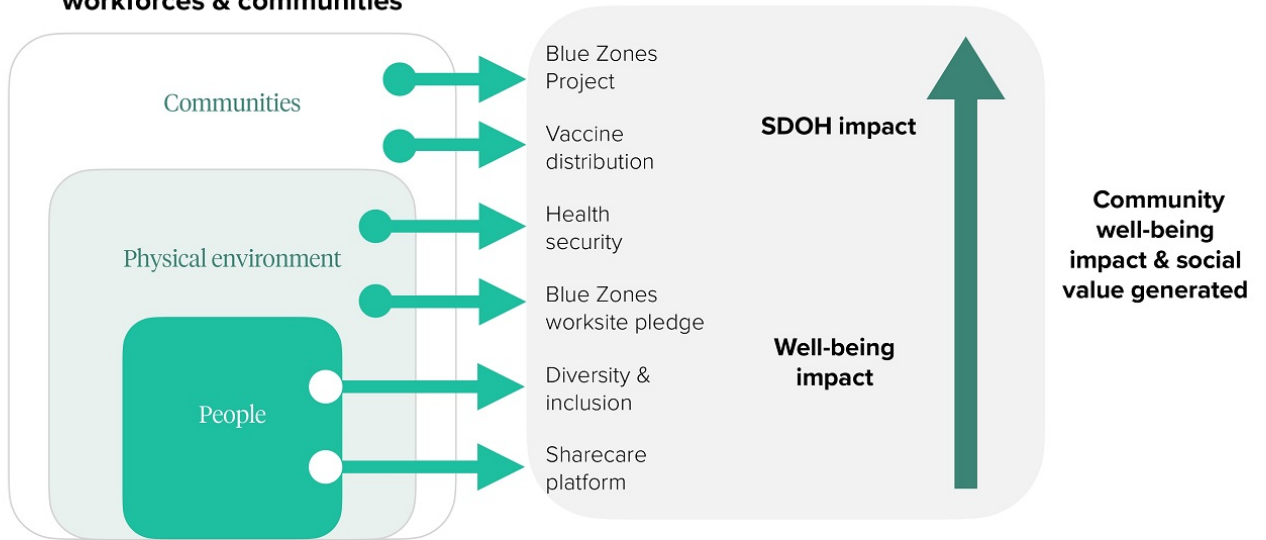


Well-being improvement yields healthcare savings & economic improvement





Model for sustainable workforces & communities





Evolving Data Collection & Measure





Integrating SDOH & Community into Individual Transformation

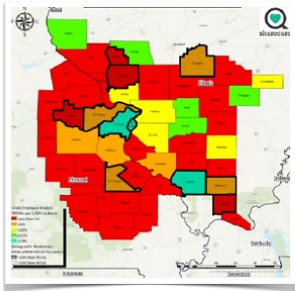


Approach	Differentiate	Upsell & bundle	Drive registrants & enrollees	Enhance member experience
1. Assess and configure	●	●		●
2. Target and model	●			●
3. Navigate and coach	●		●	●
4. Educate, engage, and intervene	●		●	●



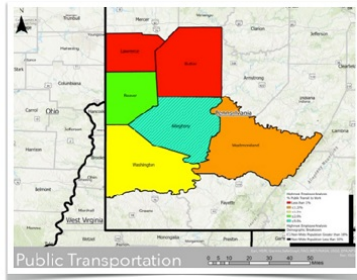
Approach 1: Assess and Configure

Healthcare access



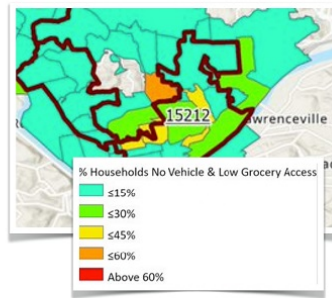
Telehealth
Maternal health

Commute culture



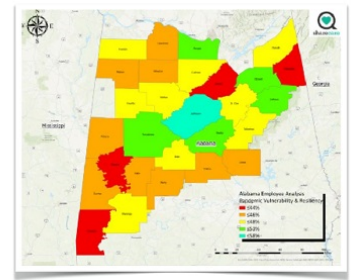
Mindfulness
Unwinding Anxiety
Scale Back

Food access



Rewards
Lifestyle management

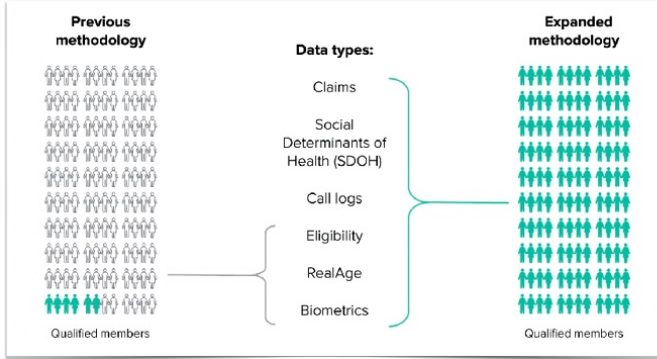
Pandemic vulnerability



Multi-language
Digital vaccine



Data-driven acquisition



Data-driven engagement





Approach 3: Navigate and Coach

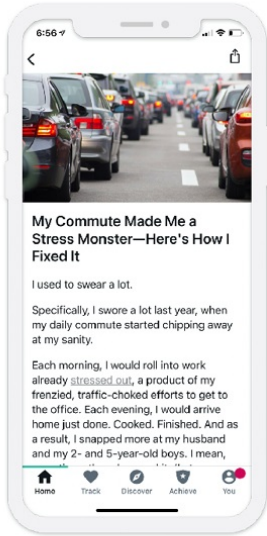


Integrating CWBI social determinants & partner data into care coordination ecosystems can lend to more contextual conversations on how to close gaps as well as change behaviors.

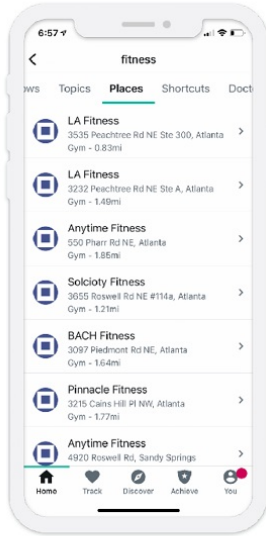
Example risk	CWBI context	Coach dialogue
Obesity (physical activity & healthy eating)	<ul style="list-style-type: none"> • Parks near me • Commute culture • Food access • Community resources & support 	<ul style="list-style-type: none"> • How much time do you spend commuting daily? • Do you have access to healthy foods near your home?
Vaccines & seasonal triggers	<ul style="list-style-type: none"> • Flu prevalence • Pneumonia prevalence • Weather & satellite patterns • COVID-19 vulnerability & risk 	<ul style="list-style-type: none"> • Looks like we're already seeing a high volume of flu outbreak in your area. Can I help you find a location nearby to get your vaccine?
Condition management	<ul style="list-style-type: none"> • Healthcare access • Broadband access • Financial well-being • Pharmacy & retail availability 	<ul style="list-style-type: none"> • Do you have access to healthcare resources, including MD's and specialists? • Do you have financial and physical access to drug therapies & prescriptions?



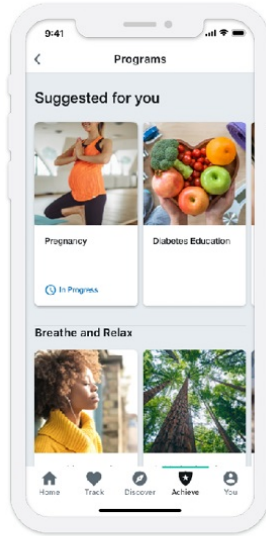
Approach 4: Educate, Engage, and Intervene



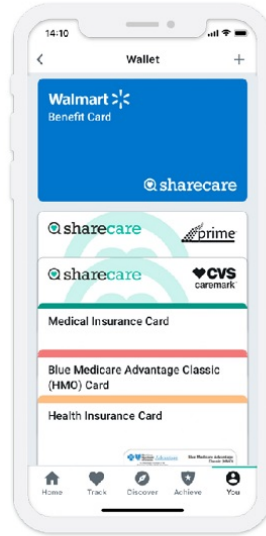
Creating the connection for users



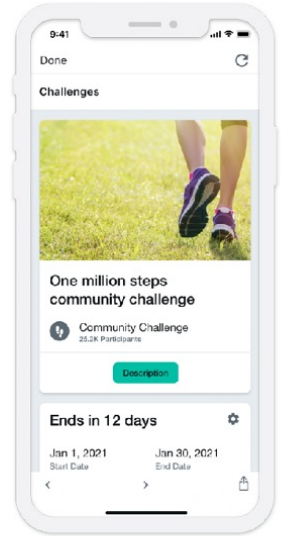
Healthy options & resources nearby



Solutions for healthcare deserts & access



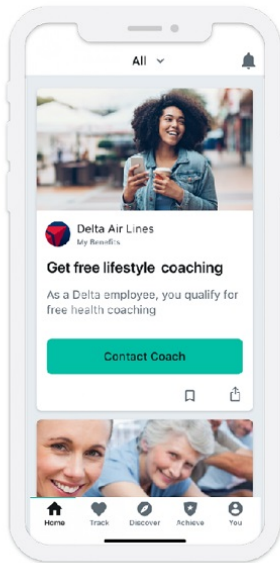
Solutions for food & financial insecurity



My health > our health



Integrating Community into Enterprise Sales: **Delta**



Transforming people



Transforming places



Measuring impact



Expansion to Adjacent Markets



Vertical targets	Differentiate	Upsell & bundle	Drive new registrants and enrollees	Enhance member experience
Provider	●	●	●	●
Consumer	●	●	●	●

\$11B in annual revenue for a single consumer data licensing & modeling company

\$2.5B in provider spend on social determinants from 2017 to 2019

95% of ACO's partner with community organizations to address SDOH



New Community Offerings & Alignment to Key Market Transitions



Social value & outcome distribution mapping



Sustainability consulting



Broadband access & smart cities



Stakeholder leadership and ESG



Move from "sick care" to health and well-being



Shift from urban development to urban services



DIVERSIFIED REVENUE & SCALE

Health Security & Vaccine Assistant





HEALTH SECURITY & VACCINE ASSISTANT

New Revenue Opportunities with Health Security



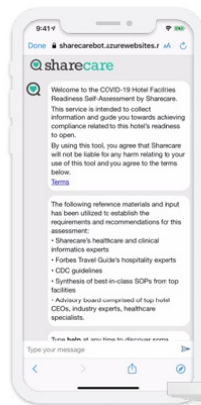
Facility & employee readiness to ensure a safe and secure location for employees, guests, and customers

Target sectors:

Hospitality
Arenas
Schools
Workplace



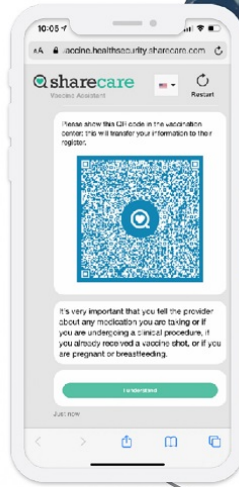
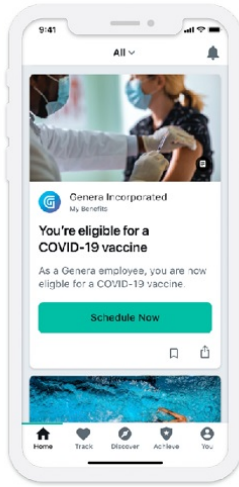
Current partners:





Vaccine Assistant

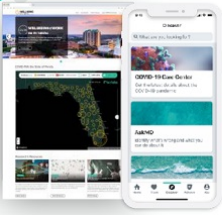
A **comprehensive package for vaccine adherence** with award-winning content for vaccine information, verified testing sites for health security, a digital vaccine assistant, and robust analytics/reporting built to scale.



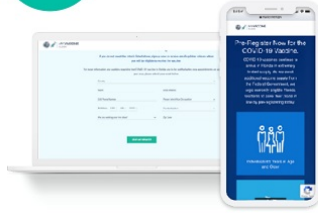


Vaccine Assistant: How It Works

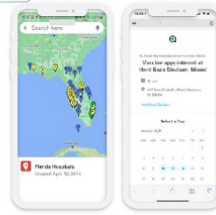
1 EDUCATION & ENGAGEMENT



2 PRE-REGISTRATION



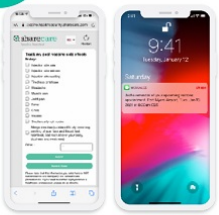
3 LOCATIONS & SCHEDULES



4 REGISTRATION ON MY VACCINE



5 TRACK SIDE EFFECTS



6 VERIFIED HEALTH PASS



7 IMMUNIZATION SYSTEM INTEGRATION



8 REPORTING & ANALYTICS





HEALTH SECURITY & VACCINE ASSISTANT

Vaccine Assistant: Total Addressable Market

Channel	Addressable Market (\$B)
FEMA	\$1B
States	\$482M
Payor market	\$1B
Employer market	\$1.1B
Provider market	\$178M
Total	\$3.7B

- Uniquely positioned
- doc.ai allows scalability
- Digital platform for recurring revenue





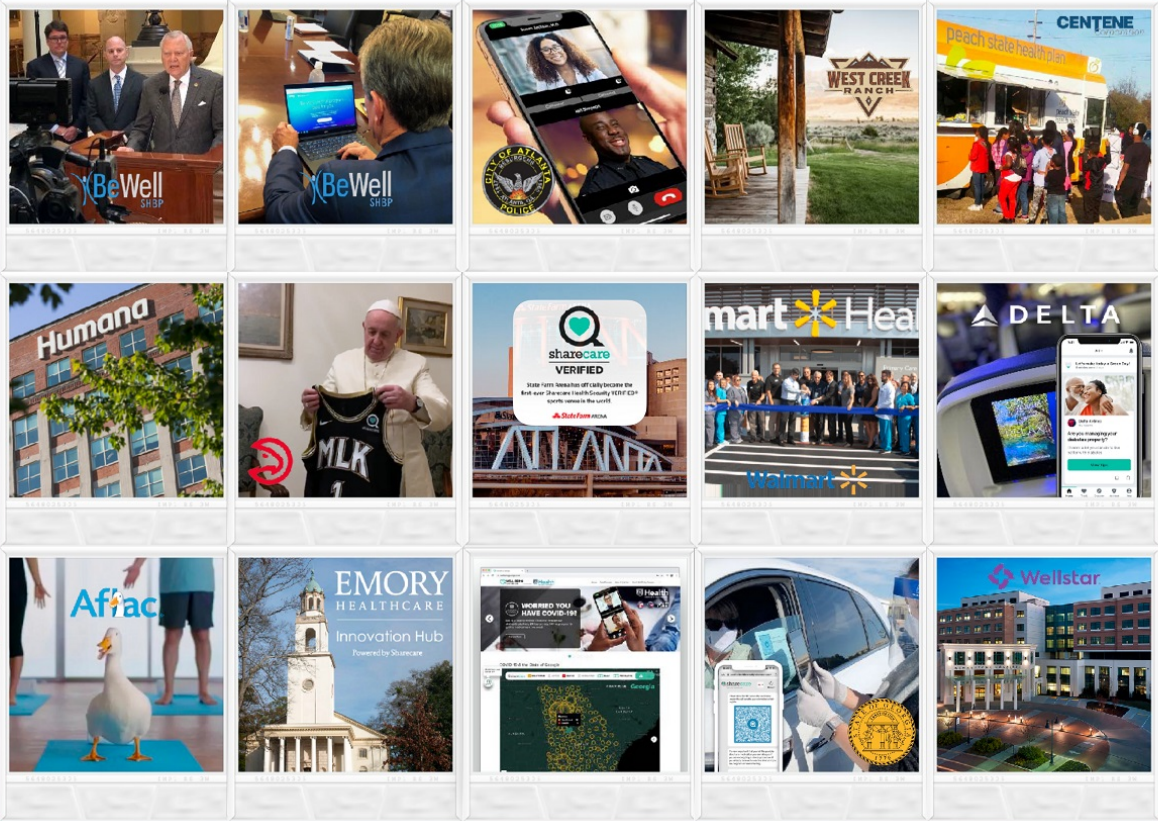
sharecare

ALL TOGETHER BETTER

Creating a movement for
change across Georgia



© sharecare





Q&A

Qsharecare





DIVERSIFIED REVENUE & SCALE

Provider Solutions



PROVIDER SOLUTIONS

Improving Efficiency and Patient Care



\$80M* **\$104M*** **26%***
 2020 revenue 2021 revenue of 2021 revenue

Products include:

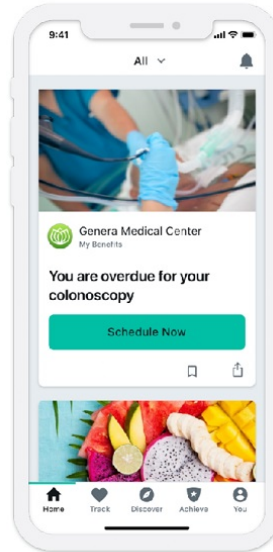
- Health Information Management
- Value-based care
- Payment integrity
- Remote patient monitoring
- Digital engagement

Revenue model: Recurring multi-year contracts with upsell opportunities

Pricing structure differs by product: Gainshare, SaaS platform fee, per record request

Client base: 6,000 hospitals & physician practices, 75+ health plans and audit clients

Services are in **strategic and financial alignment with providers** offering significant benefits and revenue upside



KEY PROVIDER CLIENTS:



* estimated



Core Service

HEALTH INFORMATION MANAGEMENT



- Release of information (ROI)
- Medical record requests & retrieval
- Medical record audits & reviews
- Dynamic insights (AI)
- Forms management

VALUE-BASED CARE



- High risk patient stratification
- High cost claimant/care gap analysis
- Clinical measures & reporting
- Practice provider and network performance

PAYMENT INTEGRITY



- Fraud, waste, and abuse
- Audit/denial mgmt services*
- Clinical validation
- Pre-submission claim review insights (AI)
- Coding & pricing audits

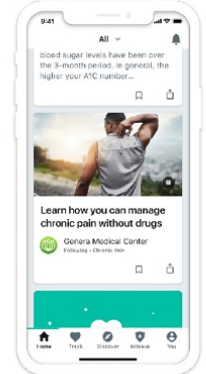
REMOTE PATIENT MONITORING



- Diabetes prevention and management
- Heart disease (Ornish Lifestyle Medicine)
- Obesity & nutrition support

Digital Platform

PATIENT ENGAGEMENT**



* available at end of Q2 ** deployment in progress



Engaging Patients Outside the Exam Room to Improve Outcomes, Quality, and Cost



Clinician benefits

- Earn more money
- Be more effective
- Work smarter

Patient benefits

- Get better care
- Convenient access to your provider
- Live a healthier life





PROVIDER SOLUTIONS

Driving Significant Near-Term Revenue Growth and Margin Expansion



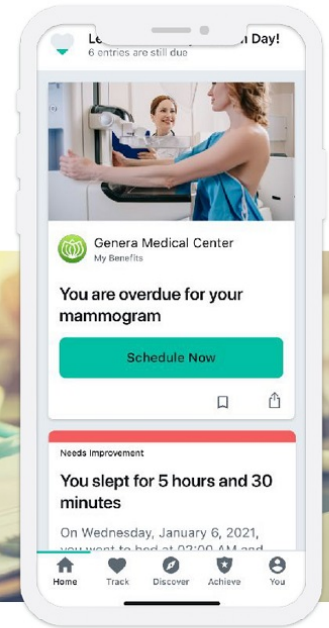
Contracts: Evergreen or multi-year

Pricing: Performance-based and zero-invoice

GTM: Channel partnerships

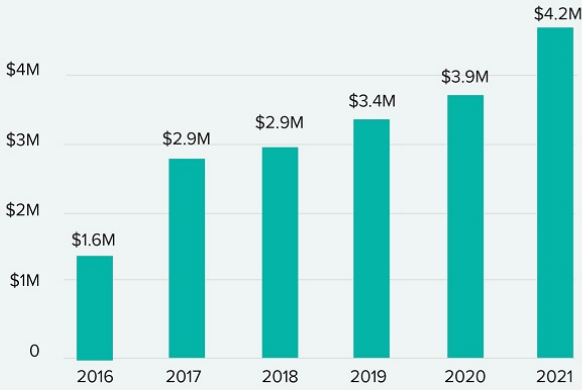
Upsell: \$3B to \$4B opportunity

Sales: Increased sales team size by 50%



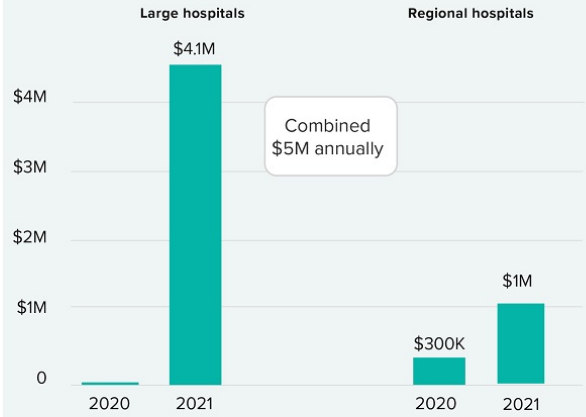


Contracted Integrated Hospital Network Land and expand example



Proven ability to “land and expand” with large health systems provides steady sustained growth
Solutions: ROI and Audit

Revenue Cycle Enterprise Agreement Channel partnership example



System-wide implementations accelerate growth to achieve revenue levels in months vs. years



Case Study: Growth for Physician ACO Account

Phase 1: \$100K

Services:

- ROI
- MIPS quality reporting

NUMBER OF SPECIALTIES WE SERVE

8/20



NUMBER OF PATIENTS WE SERVE



15,000

Phase 2: \$225K

Services:

- ROI
- MIPS quality reporting
- + Audit
- + ACO MSSP

12/20



50,000

Phase 3: \$504K- \$1.5M

Services:

- ROI
- MIPS quality reporting
- Audit
- ACO MSSP
- + DM education

20/20



65,000

Phase 4: \$3M+

Services:

- ROI
- MIPS quality reporting
- Audit
- ACO MSSP
- DM education
- + Remote patient monitoring
- + Digital engagement

20/20



100,000



PROVIDER SOLUTIONS

Total Addressable Market

Channel	Addressable Market (\$B)
Remote patient monitoring & value-based care	\$23.3B
Health Information Management	\$6.4B
Payment integrity	\$2.4B
Total	\$32.1B

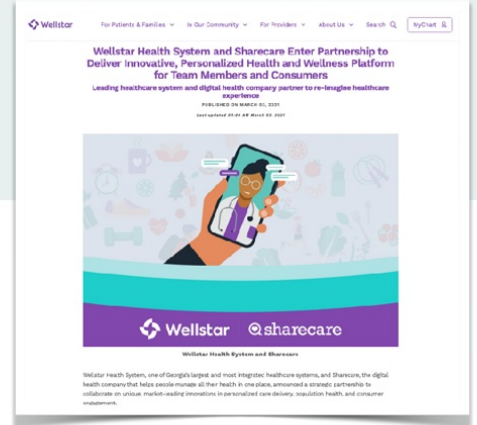


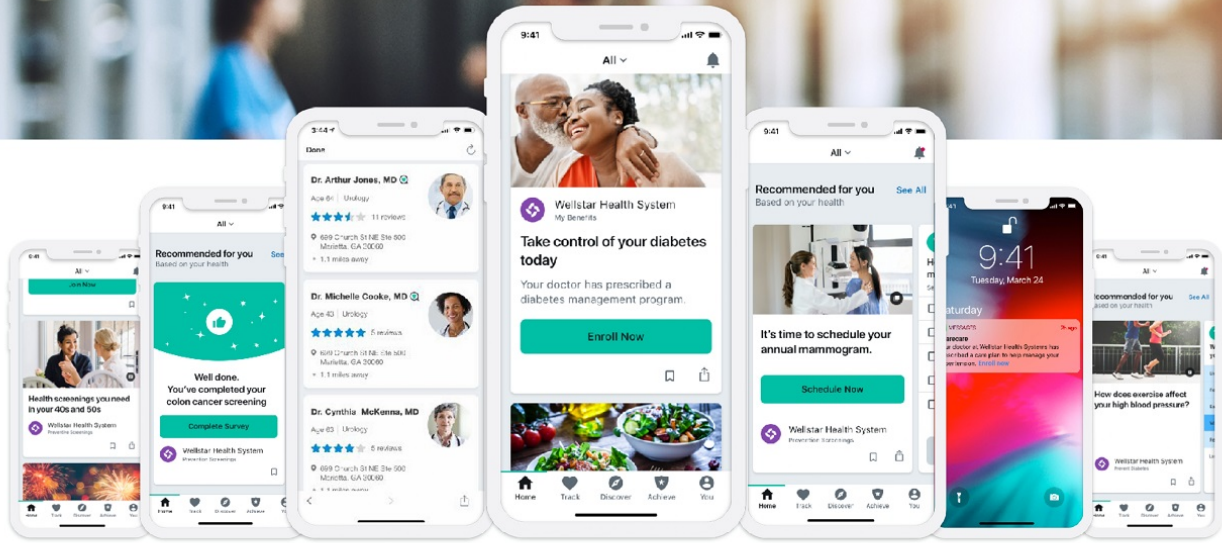
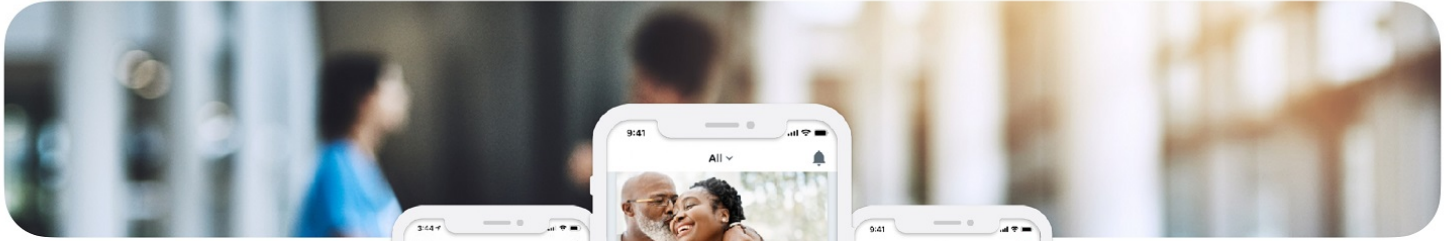


Together, we are building on our vision for the healthcare system of the future that empowers the consumer



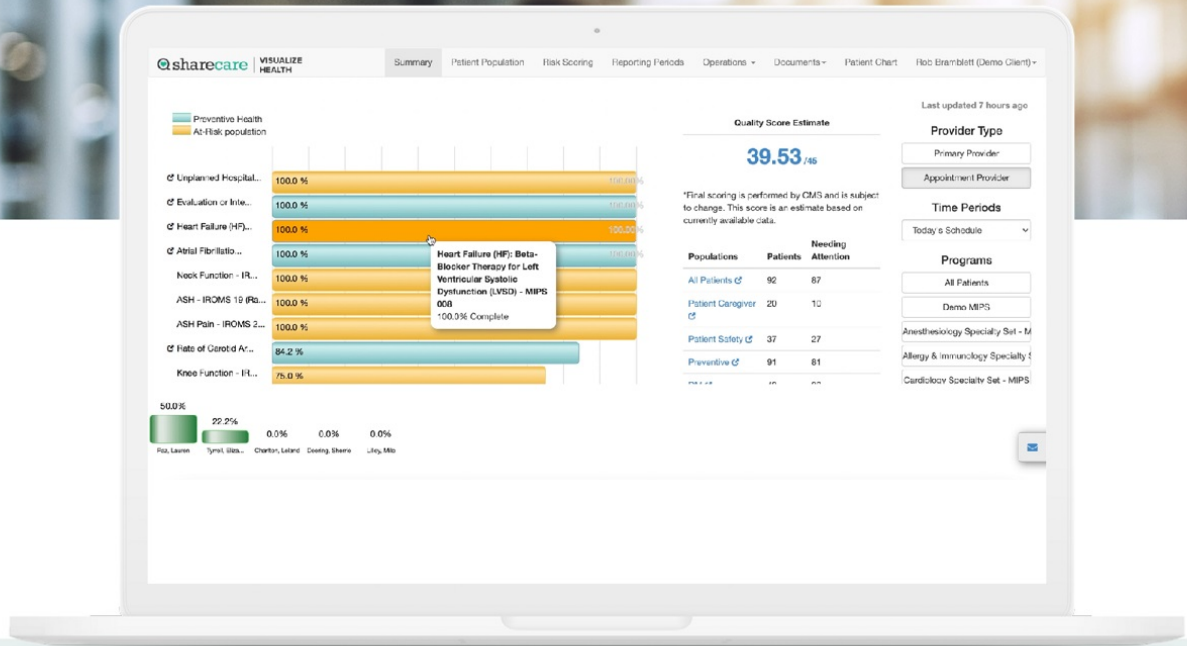
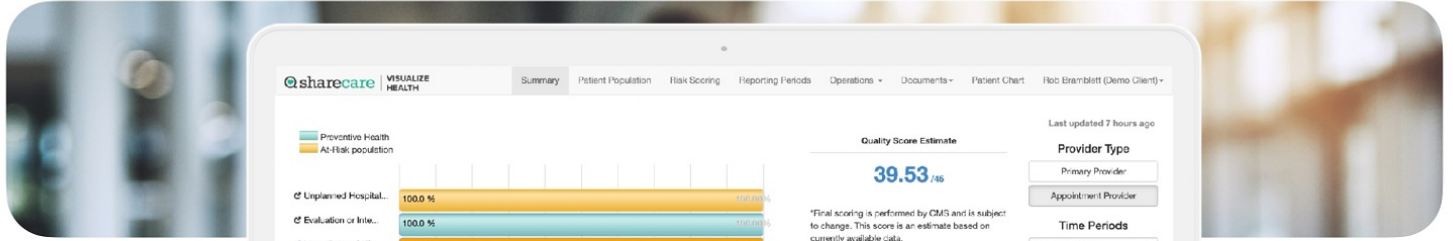
Candice L. Saunders, President and CEO







Comprehensive Admin Console to Manage Patients

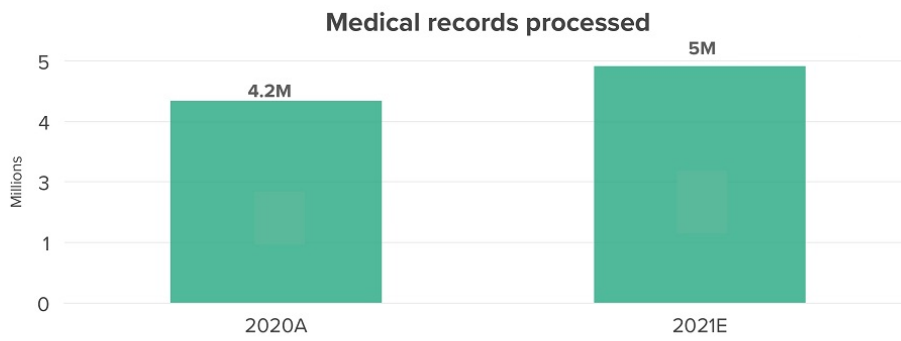




2021 KPIs Demonstrate Revenue Growth Momentum:

4.2M
MEDICAL
RECORDS
PROCESSED
(2020)

6K
CONTRACTED
CLIENTS



1. The pricing for these medical record requests is generally on a per-record basis.
2. Growth in medical records processed is driven from new client sales, as well as expansion of existing clients' site coverage (potential to expand to 4,000 additional sites with current clients alone)



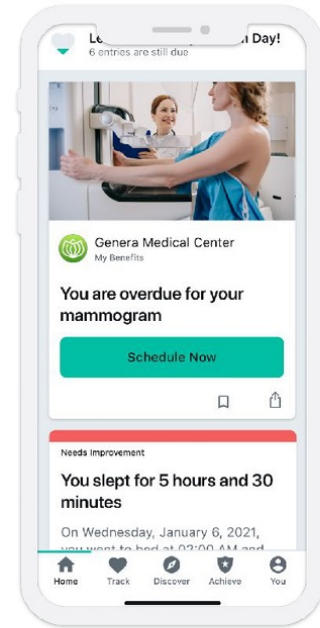
Driving Significant Near-Term Revenue Growth and Margin Expansion

Expand product portfolio

- Deploy **value-based care** and **payment integrity** across 6,000 clients
- Integrate **denial management services & remote patient monitoring**
- **Sharecare-enabled clinician** to close gaps-in-care

Expand customer footprint

- Continue **momentum with organic growth** with new health system and payor clients
- Opportunity to expand top 25 currently contracted clients to additional **4,000+ sites**
- Leveraging **channel partnerships** to increase penetration into the MSK space and increase sales velocity
- **Leverage deep relationships** in employer and health plan space to cross-sell payment integrity solutions





Q&A

 sharecare



DIVERSIFIED REVENUE & SCALE

Consumer Solutions





CONSUMER SOLUTIONS

Key Strategic Driver for Consumer Acquisition, Content Creation and Data-Driven Digital Activation



\$56M* 2020 revenue **\$65M*** 2021 revenue **16%*** of 2021 revenue

Products include:

- Lead generation
- Audience targeting
- Sponsorships
- Condition-specific marketing

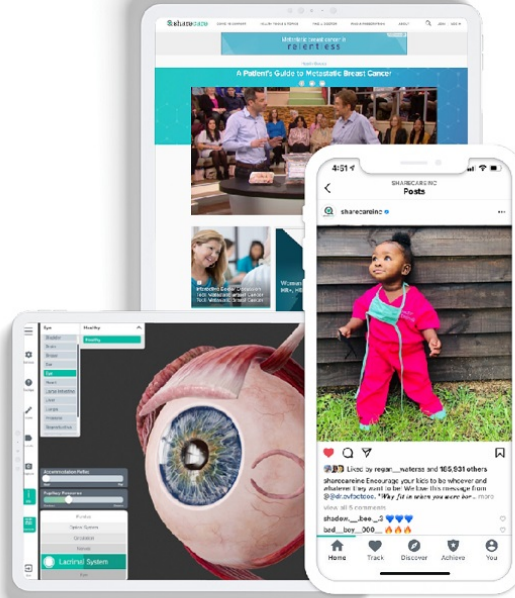
100M first-party user database

Significant content library and video capabilities

Over 2.5M highly-engaged followers across our social platforms, **more than all our competitors combined**

Real-time health profiling engine delivers **400K** new users per month

Strong ROI performance validated by 160 third-party measured campaigns



KEY LIFE SCIENCES CLIENTS:



* estimated; 2020 revenue figure excludes \$4M in sales from discontinued operations



A Proven Performer with the Most Sophisticated Marketers in Health



ONBOARDING

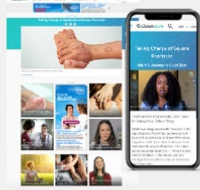


Sharecare uniquely identifies and targets the right hyper-targeted condition audiences

The most accurate 1st party data

~108M members profiled

ACTIVATION



Sharecare exposes patient to relevant, personalized content and experiences that drive action

- Patient receives tools and resources to talk to health care professional
- Retargeting to reinforce brand messaging
- MLR expertise for sponsored content

CONVERSION



Experts at getting patients to convert:

1. Patient goes to doctor
2. Patient receives Rx
3. Patient fills Rx
4. Measure actions and results

NBRx is matched back to medical claims data

SIGNIFICANT INVESTMENTS



Sharecare has a track record with the most discerning digital marketers in healthcare. Full accountability on programs proves success.

Innovative Program Driving High-Value Actions



Migraine client

Robust content headquarters

"Migraine Watch" video channel

Interactive patient story

Interactive doctor discussion tool

Hyper-targeted media

- **\$1.5M booked YTD '21**
+ new migraine brand launch
- **\$1.85M in '20**
- **\$800K in '19**
- Most efficient endemic partner for actions
- Highest audience quality



CONSUMER SOLUTIONS

World-Class Content Library and Capabilities



Created by award-winning in-house teams to meet the needs of patients and brands

188 health organization partnerships



48K+ original videos

Video studio, virtual reality lab, Sharecare Windows

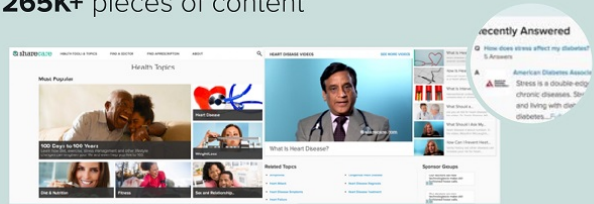


100s of contributing experts

Renowned health advisory board



265K+ pieces of content





Engaging with Consumers on Social



2.5M+ engaged followers across social

- More followers than Anthem and United Health Group combined
- Instagram interaction rate 42x TODAY and Good Morning America
- Content experts from Harpo, CNN, Hearst, Bloomberg, Conde Nast, NBC News, Meredith

Social reach and growth:



256K+ followers (+370% YoY)



6M video views (+220% YoY)
(+237x NBC News Health; 51x Healthline)

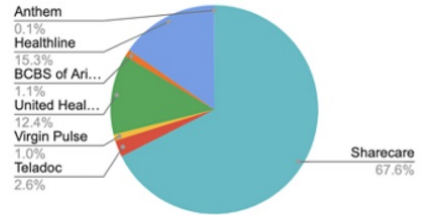


15M impressions +29% YoY



1.1M subs, +100% YoY
(13.7M video views, +225% YoY)

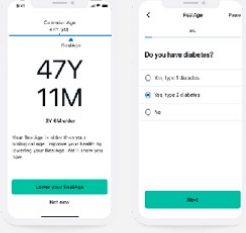
Facebook page likes:





CONSUMER SOLUTIONS

First Party Health Data Advantage



RealAge®

- 45M+ completions
- 100+ questions per test
- Standard questions
- Demographics, conditions, attitudes, emotions, actions

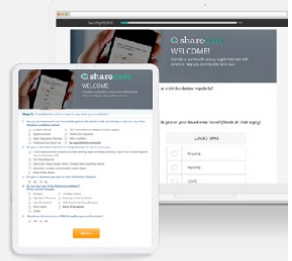


Behavioral Data,
Search and Social

RealTime PROFILING ENGINE

New consumers profiled to qualify for relevant health offers and info

- Custom questions
- Hyper-specific targeting
- Immediate action



108M

Sharecare members profiled health & condition data

71M

Verified email addresses targetable unified IDs



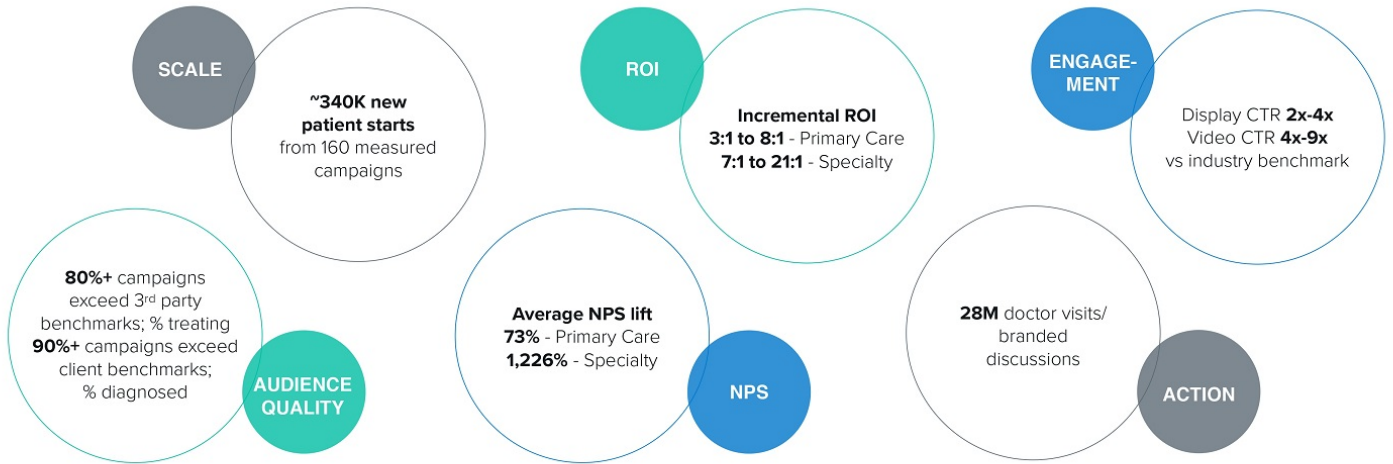
1st party health data with email addresses encrypted and seamlessly integrated with major AdTech vendors in the space, giving Sharecare the capability to activate qualified patients across the web



First Party Data Fuels Sharecare's Proven Performance



Based on 160 third party measured campaigns



Source: National condition prevalence numbers from national associations, U.S. Department of Health and Human Services, and CDC; Sharecare internal database; Sharecare internal analytics; Independent third party analysis from Crossix, IQVIA, and Symphony Health; CDC Physician Visits; *160 campaigns used to measure our performance; Past 3 years *Applies to Campaigns measured by Crossix only



Case Study: Top 10 Pharma Company

Patient-centric innovation and data-driven performance has made Sharecare a leading digital partner for CLIENT in engaging brands with condition sufferers to drive patient outcomes.

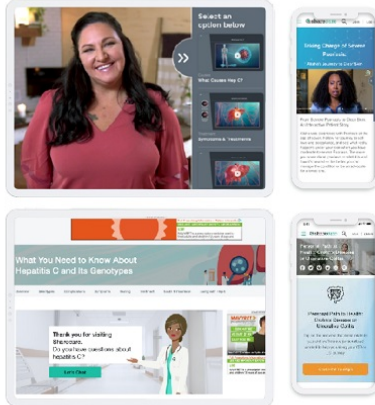
KEY HIGHLIGHTS

First-to-market innovation

Leveraging interactive, personalized, and VR-based technology: chatbot, interactive patient stories, 3D modules

Proven results driving growth

Highest audience quality, most efficient reach



YoY Growth

	2019	2020	2021 booked	2 Year growth %
Revenue (\$)	\$3.08M	\$5.5M	\$9.26M	300%
Number of indications	8	10	12	50%
Number of brands	6	6	7	17%

9

first-to-market innovations

100%

programs exceeding brand KPI benchmarks

3

major industry awards for content & innovation





Competitive Landscape: Digital Healthcare Advertising is Accelerating



2020 digital ad spend increased 14%+ to \$9.5B. 2021 is forecasted to increase another 18% to ~\$11.3B.
(DTC Pharma Digital Advertising TAM: \$1.46B)

DTC endemic health platforms

- Organic Scale**
 - WebMD
 - EVERYDAY HEALTH
 - healthline
- High Quality Players**
 - sharecare
 - verywell
 - healthgrades
- Niche & Health Communities**
 - myHealthTeams
 - remedy health media
 - health union

DTC non-endemic health platforms

- Traditional Media: Digital Extensions**
 - The New York Times
 - CONDÉ NAST
 - Prevention
 - SHAPE
 - CNN health
- Search, Social & Streaming**
 - facebook
 - twitter
 - YouTube
 - Google
 - hulu
- Programmatic & Data**
 - PULSEPOINT
 - Veeva Crossix

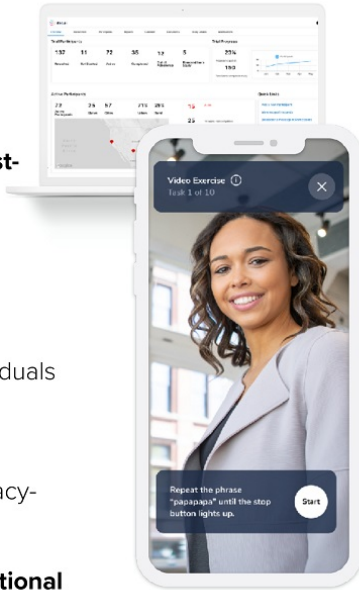
Source: eMarketer, IQVIA, FiercePharma (other digital includes directory/classified, email, lead generation, mobile messaging)
<https://www.fiercepharma.com/marketing/pharma-and-healthcare-spending-more-digital-advertising>



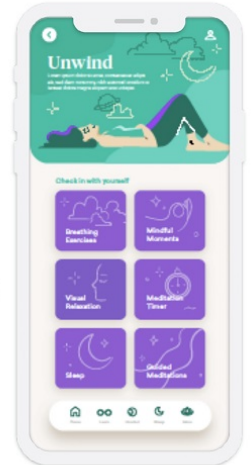
New Consumer Opportunities



- **Virtual observational and post-market surveillance research study** platform driven by AI
- Data collected by smart phone and trained using AI to produce personalized health insights to benefit individuals and communities
- **Edge-native environment** for anyone to contribute with privacy-preserved
- **2023 TAM \$8.3B for observational studies**



- **Enterprise digital therapeutics made available as a new revenue stream via DTC paid apps**
- Launch of new Unwinding from Sharecare product in 2021 with estimated revenue of over \$1M; 80% growth forecasted in 2022
- **Mindfulness category competitor (i.e. Calm)**, incorporating Sharecare Windows library, clinically validated behavioral health mini courses, tools, mental health chatbot
- **\$1.2B TAM growing 11% annually**





Key Highlights

- Healthcare marketing expected to **grow 18% in 2021**
- Stellar campaign performance in 2020 has created great momentum
- Sharecare's **first party health data is a competitive advantage**
- Vast content library of unparalleled quality utilized across Sharecare
- Revenue opportunities from leveraging existing Sharecare assets
- Strong results expected for consumer in 2021 and beyond

Expanding Existing Assets

The collage features several digital assets: a mobile app interface with a green header, a 'Sharecare YOU' graphic with a red and white design, an 'SDOH' graphic with a blue map of the United States, and logos for 'Unwinding' and 'doc.ai' at the bottom.



Q&A

 Qsharecare



CATEGORY OF ONE

Differentiated Financial Performance



Key Financial Highlights



Revenue visibility

- **Recurring revenue** driven by multi-year contracts



Scale

- **Diversified customer base** drives opportunity to upsell to existing clients and cross-sell across our divisions
- Expanded customer base with major enterprise client wins – **Centene, Humana, Delta** – with significant pipeline of potential clients



Growth

- Platform positioned to capture significant digital health opportunity
- Launched new digital therapeutics product line with **\$1B opportunity from existing clients**
- Introduced **health security** and **vaccine adherence** solutions



Profitability

- **Adjusted EBITDA positive with continued operating leverage**
- Medium-term opportunity to drive gross margin and adjusted EBITDA margins to 55% and 25%, respectively



DIFFERENTIATED FINANCIAL PERFORMANCE

Delivering Accelerated Growth

Achieve scale profitability through significant operating leverage



Projected Financial Summary

(\$, in millions)

	2020E	2021E	2022E	2023E	20-23E CAGR	Medium term
Revenue¹	\$330	\$408	\$533	\$653	26%	\$1,000
Gross profit	169	208	286	364	29%	550
Gross margin	51%	51%	54%	56%	-	55%
Adjusted EBITDA	\$31	\$31	\$61	\$101	46%	\$250
Adjusted EBITDA margin	9%	8%	11%	15%	-	25%

¹ Revised revenue forecast includes \$12M in projected doc.ai revenue for 2021 stub period

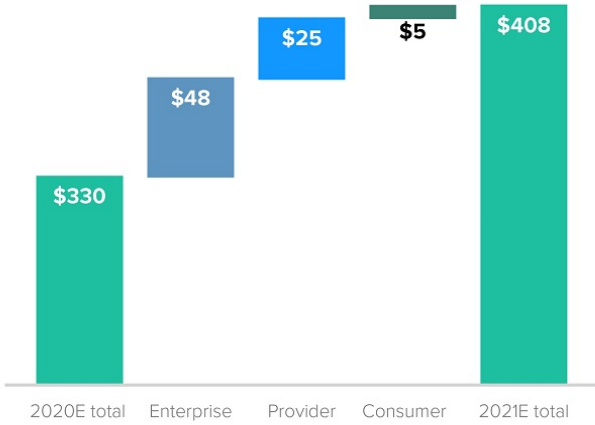
NOTE: Adjusted EBITDA reflects removal of non-cash operating expenses (stock option compensation expense), severance and acquisition-related costs; projections include doc.ai acquisition, 2021 forecast includes \$3.9M of IPO-related operating expenses



95% of 2021 is Contracted as of Today

Focusing the growth story: Base case provides substantial growth with further opportunity for upside

2020E – 2021E Revenue Bridge (\$, in millions)



Enterprise:

- Reflects **new client wins** including Centene, Humana, and Delta
- **Digital therapeutics programs** assume only **~2% penetration** of contracted SAM of \$1B
- **Health security revenue** opportunity of \$5-30M per state (expanding to health systems and payor partners as well)
- Includes doc.ai acquisition

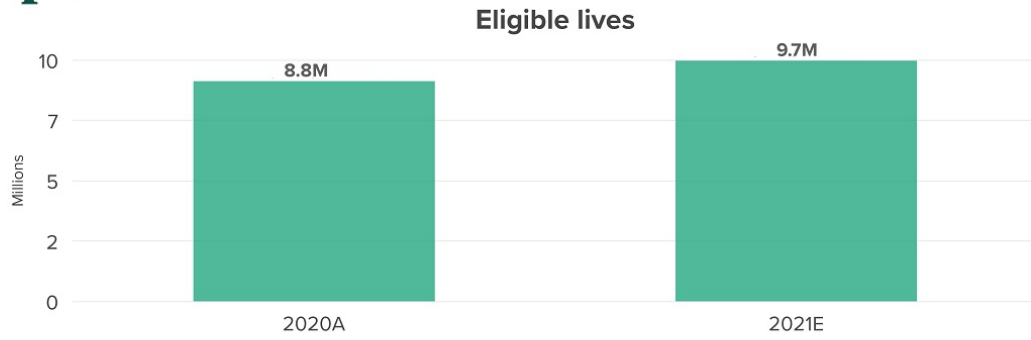
Provider (95% booked/covered for 2021):

- Growth of core offerings in-line with **historical trends**
- Go-get supported by **substantial pipeline** of potential incremental revenue for 2021



2021 KPIs Demonstrate Revenue Growth Momentum: Enterprise

8.8M
ELIGIBLE LIVES
(2020)



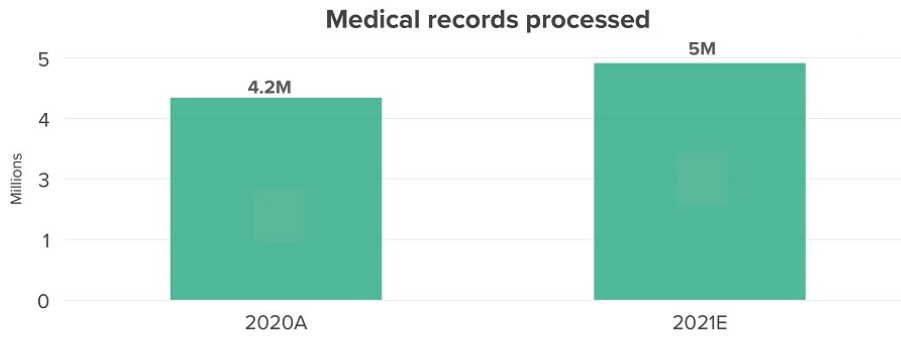
1. Eligible lives is a metric which is a leading indicator of revenue growth for the enterprise digital platform and other digital solutions
2. Generate revenue multiple ways – primarily on a per member/per month basis, or per enrolled member basis
3. Eligible lives grow by addition of new clients, but also within the existing client base as Sharecare solutions are extended to new health plan employer groups, and additional covered populations (Medicaid, exchange)



2021 KPIs Demonstrate Revenue Growth Momentum: Provider

4.2M
MEDICAL RECORDS PROCESSED (2020)

6K
CONTRACTED CLIENTS



1. The pricing for these medical record requests is generally on a per-record basis.
2. Growth in medical records processed is driven from new client sales, as well as expansion of existing clients' site coverage (potential to expand to 4,000 additional sites with current clients alone)

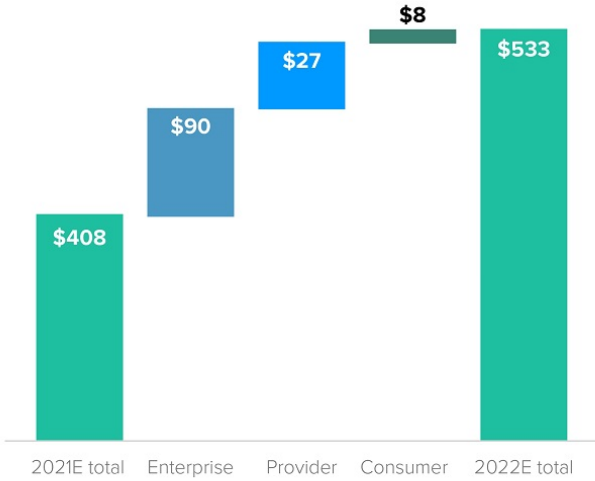


Sustained Growth into 2022 and Beyond



Key business initiatives driving growth in 2021 projected to continue through 2022

2021E – 2022E Revenue Bridge (\$, in millions)



Enterprise:

- “Land and expand” existing relationships
- **Scale existing health plans** and other enterprise clients
- Activation of marketplace solutions at the same rate as in 2021 (~4% of contracted SAM of \$1B)
- New clients
- **Continue adding other health plans** and key enterprise clients
- Expand health security
 - Scale **facility readiness** and **digital vaccine assistant**

Provider:

- New client **growth consistent with historical rates**
- Expand **value-based care & remote patient monitoring**
- Payment integrity growth through reinsurance brokers and other reseller partnerships



2022 Growth Drivers: Enterprise

Sharecare's core revenue growth levers for 2022 are centered on building embedded client relationships to optimize enrollments and upsell complementary solutions, as well as ramping new clients with increased sales resources – segment will enter 2022 at \$270M revenue run-rate.

Expand current accounts

- **Grow tentpole customers**, across Blues/Medicaid/Medicare Advantage
 - Upside to expand into 40M, 25M and 16M eligible lives with three clients alone
- **Upsell digital therapeutics**
- Drive **increased activations**

Add new logos

- Significant investment in sales (105 new salespeople) driving pipeline
- In discussions with new states, providers, and payors, as well as the federal government, to **expand health security footprint**
- **Cross-sell 200+ hospital customers in provider**

Introduce new products

- Co-developing **new digital health offerings** with key partners to bring to market in Q1 2022, including healthcare advocacy
- Expand digital therapeutics into new categories – driven by condition prevalence, client demand, and market opportunity
 - Exploring hypertension (\$40.4B TAM) as a potential expansion vertical



2022 Growth Drivers: **Provider**

Sharecare's core provider revenue growth levers for 2022 are centered on adding new clients to our robust 6K+ customer portfolio, through key distribution partners and direct sales efforts – segment will enter 2022 at \$120M revenue run-rate.

Expand current accounts

- **Expand provider solutions** to additional 4K sites that exist within our customer base of 6,000+ clients
- Added 50% to our sales team to **increase velocity**

Add new logos

- **Leverage key channel partners to accelerate sales** (MSK, cardio)
- Momentum on **closing new ACO partnerships** in 2021 to increase CMS gainsharing revenue potential in 2022
- **Expanding new payment integrity partnerships**

Introduce new products

- Remote patient monitoring



Successful Execution of Repositioning and Integration



Sharecare acquired Healthways' Population Health division in August 2016

Established the foundation that sets up Sharecare for accelerated growth

2017

\$241M

REVENUE

Unprofitable

- **Planned for over \$90M degradation of unprofitable, legacy contracts** while focusing on digitally-enabled revenue streams and high-value clients
- **Retained \$150M in revenue** from large customers with significant headroom to grow
- Managed through many dissatisfied clients while **preserving key accounts like CareFirst, Anthem, and State of Georgia**
- Acquired **lifestyle & disease management coaching products** driving digital therapeutics business

2020

\$190M

REVENUE

Profitable

Highly-accretive, transformative acquisition consummated for **net purchase price of \$5M**



DIFFERENTIATED FINANCIAL PERFORMANCE

Historical Financial Summary

(\$, in millions)

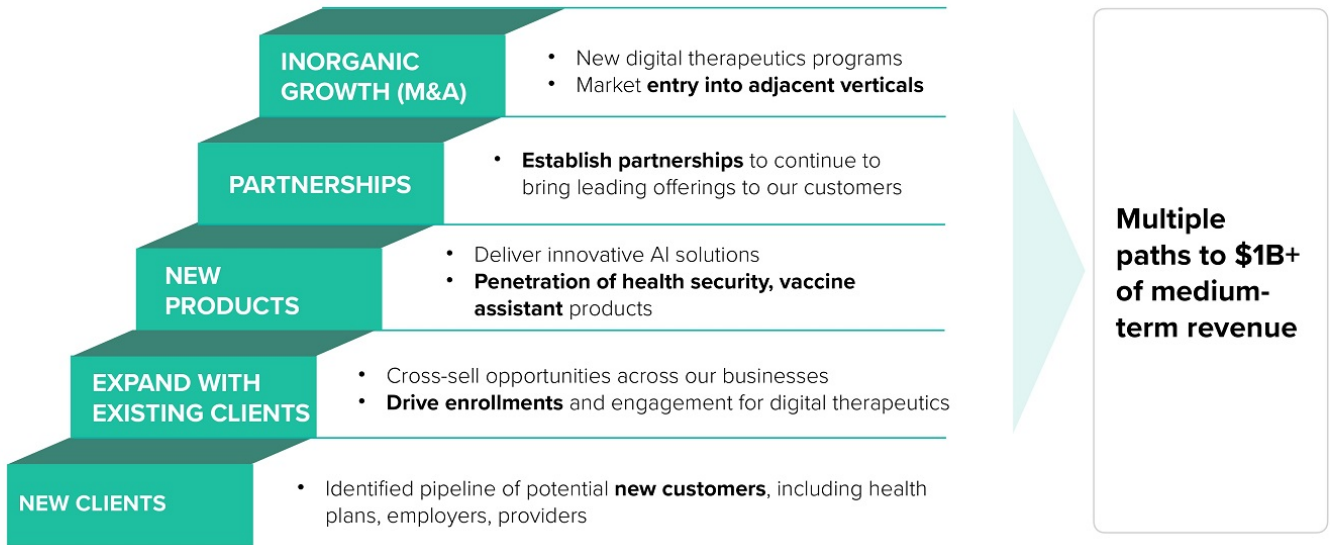


- **Normalized revenue** reflects annual growth for the core, high-value segments and clients
- Focus on **operational efficiency** driving increased profitability during Healthways turnaround
- **2020 adversely impacted by COVID:** Elective surgery, physicians visits, and in-patient diabetes visits reduced

	2017A	2018A	2019A	2020E	CAGR%
Enterprise solutions (reported)	\$241	\$210	\$203	\$190	(7.5%)
Total revenue (reported)	\$347	\$342	\$340	\$330	(1.6%)
Enterprise solutions (normalized)	\$151	\$160	\$181	\$190	8.1%
Total revenue (normalized)	\$257	\$292	\$318	\$330	8.8%



Built for Scale and Accelerated Revenue Growth





CATEGORY OF ONE

Acquisition Expertise



ACQUISITION EXPERTISE

M&A Is a Core Competency



- Our management team has completed multiple successful acquisitions
- We have been active in the digital health space and plan to remain acquisitive
 - The market should expect us to close at least one transaction per year
- We have historically used illiquid common stock as currency, but plan to use a combination of cash and stock going forward
 - In determining the mix of capital, we will be deliberate in managing equity dilution
- Greater flexibility in deal consideration will allow for an expanded universe of opportunities to consider



ACQUISITION EXPERTISE

M&A Approach



Sharecare's acquisition strategy is designed to accelerate profitable revenue growth, build upon Sharecare's leadership and brand equity in digital health, and create sustainable shareholder value.

Characteristics of attractive acquisitions:

- Broadens the product portfolio (upsell and cross-sell opportunities)
- Increases client TAM (point solutions/digital therapeutics)
- Expands customer footprint (clients/members)
- Provides additive technology (AI)
- Accretive from a revenue and/or EBITDA perspective (drives shareholder value)



Roadmap is developed to address internal needs by business unit

- Driven by market- and client-specific requirements
- “Try before we buy” to partner with targets prior to acquiring the assets

Proactive sourcing strategy

- Extensive database of opportunities
- Senior management leverages long-standing networks
- Entrepreneurs often reach out to express interest in being acquired
- Support from investment banking community

Hyper focus on integration: sales, product development, synergies



CATEGORY OF ONE

Transaction Overview



Pro Forma Capitalization and Ownership

Key Deal Considerations:

- Up to \$770M of cash from Falcon and PIPE investors
- \$401M of PF cash at closing to drive additional investments and M&A
- \$275M of secondary sale relative to \$450M of total invested capital
 - Represents less than 7% of total PF equity value
 - Pro-Rata selling of secondary shares by senior leadership in the transaction
- Post-money EV/2021E revenue of 9.5x

Estimated Transaction Sources & Uses¹

(\$ in millions)

Sources	
Cash from Falcon Capital Acquisition Corp.	\$345
Cash from PIPE	425
Strategic preferred investment ²	25
Total Sources	\$795
Uses	
Cash to existing shareholders	\$275
Cash to balance sheet	401
Cash to repay existing debt	65
Estimated transaction expenses	54
Total uses	\$795

Pro Forma Ownership:

- Sharecare investors and insiders to own 80%
- Proper alignment with senior management and employees for long-term value creation
 - Senior management/employee ownership (incl. stock options): 22%
 - Senior leadership locked up for 12 months (subject to performance triggers)
- SPAC IPO/PIPE investors will own 20%

Post-Money Valuation at Close

(\$ In millions)

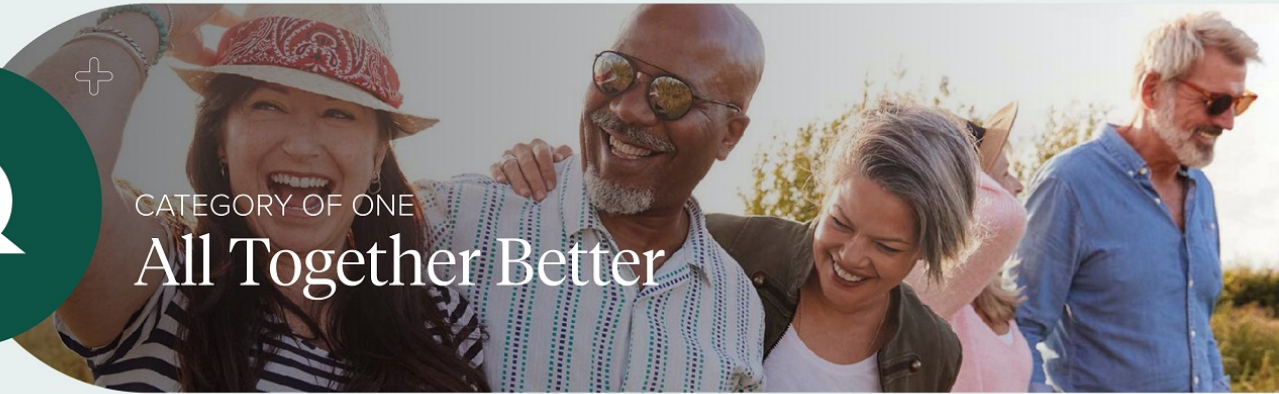
PF transaction	
Sharecare pre-money equity value	\$ 3,768
(+) SPAC IPO shares	345
(+) PIPE & strategic preferred investment	450
(+) Founder shares ¹	56
(-) Secondary sale	(275)
Total equity value	\$ 4,343
(+) Debt at close	0
(-) Cash at close	(401)
PF Enterprise value	\$ 3,942
PF EV / 21E revenue	9.5 x

¹ Gives effect to surrender 15% of Founder shares held by Sponsor and a transfer of 5% to a Sharecare charity, 75% of the remaining 80% to convert to Class A shares upon closing of the merger. Balance subject to stock price-performance based earnouts. Assumes no earnout or warrant exercise at closing. Assumes no redemptions. ²\$25-50M of convertible preferred stock, 5-year mandatory redemption, terms to be finalized per definitive documentation.
Note: Includes the \$175M acquisition of doc.ai, with consideration in the form of \$146M in stock and \$29M in cash.



CATEGORY OF ONE

All Together Better



sharecare

B2B2P

Category of One

Comprehensive
Platform

Innovative digital health platform based on human-centric design.

Diversified
Revenue & Scale

Diversified portfolio with opportunity to **capture \$1B++ in incremental revenue from existing customers.**

Data &
Innovation

At the **intersection of technology, healthcare, and media** creating data-driven solutions.

Differentiated
Financial
Performance

Positioned for success with **strong revenue visibility, scale, and profitability.**



Watch: Sharecare - Category of One

CareFirst



BeWell



DELTA



BlueCross
BlueShield

108



Q&A

 Qsharecare



Appendix

Reconciliation to Historical Adjusted EBITDA

(\$, in millions)

	2017A	2018A	2019A
Net Loss	(\$43)	(\$55)	(\$40)
Interest income	(0)	(0)	(0)
Interest expense	19	26	29
Loss on share of equity method investment	1	2	–
Other expense	0	0	1
Income tax (expense) benefit	3	0	0
Loss from operations	(\$20)	(\$27)	(\$10)
Depreciation & amortization	17	20	24
Transaction/closing costs	2	3	3
Stock option expense	2	8	4
Severance	5	4	4
Adjusted EBITDA	\$6	\$8	\$25