

## First Quarter 2018

### Regulation G - Non-GAAP Measures

The Company defines mobile traffic and engagement metrics (including MAU, DAU, chats per day, and new users per day) to include mobile app traffic for all properties and mobile web traffic for MeetMe, Skout and Lovoo.

The Company uses Adjusted EBITDA and Non-GAAP Net Income, which are not calculated and presented in accordance with U.S. generally accepted accounting principles (“GAAP”), in evaluating its financial and operational decision making and as a means to evaluate period-to period comparison. The Company uses these non-GAAP financial measures for financial and operational decision-making and as a means to evaluate period-to-period comparisons. The Company presents these non-GAAP financial measures because it believes them to be an important supplemental measure of performance that is commonly used by securities analysts, investors and other interested parties in the evaluation of companies in our industry. We refer you to the reconciliations below.

The Company defines Adjusted EBITDA as earnings (or loss) from operations before interest expense, benefit or provision for income taxes, depreciation and amortization, stock-based compensation, warrant obligations, non-recurring acquisition, restructuring or other expenses, gain or loss on cumulative foreign currency translation adjustment, gain on sale of asset, bad debt expense outside the normal range, and goodwill and long-lived asset impairment charges. The Company excludes stock-based compensation because it is non-cash in nature. The Company defines Non-GAAP Net Income as earnings (or loss) before benefit or provision for income taxes, amortization of intangibles, goodwill and long-lived asset impairment charges, non-recurring acquisition and restructuring costs, bad debt expense outside the normal range and non-cash stock based compensation.

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	For the Three Months Ended				
	3/31/2017	6/30/2017	9/30/2017	12/31/2017	3/31/2018
<b>Net income (loss)</b>	<b>\$ 445,846</b>	<b>\$ 856,595</b>	<b>\$ 2,222,722</b>	<b>\$ (68,116,890)</b>	<b>\$ (4,212,661)</b>
Interest expense	2,332	175,254	244,361	438,445	607,686
Income tax expense (benefit)	292	(2,732,356)	(2,202,152)	11,637,816	(252,187)
Depreciation and amortization	1,684,839	2,965,175	2,969,570	3,954,243	3,629,603
Stock-based compensation expense	1,134,158	2,368,192	2,299,696	2,665,232	2,168,925
Goodwill impairment	—	—	—	56,428,861	—
Acquisition and restructuring	1,500,429	3,769,425	3,378,838	3,502,800	3,349,951
Loss (gain) on foreign currency transactions	2,200	9,229	(9,357)	30,416	(103,043)
<b>ADJUSTED EBITDA</b>	<b>\$ 4,770,096</b>	<b>\$ 7,411,514</b>	<b>\$ 8,903,678</b>	<b>\$ 10,540,923</b>	<b>\$ 5,188,274</b>

**THE MEET GROUP, INC. AND SUBSIDIARIES**  
**RECONCILIATION OF GAAP NET (LOSS) INCOME TO ADJUSTED EBITDA**  
**(UNAUDITED)**

	<b>Three Months Ended March 31,</b>	
	<b>2018</b>	<b>2017</b>
Net (loss) income	\$ (4,212,661)	\$ 445,846
Interest expense	607,686	2,332
Income tax (benefit) expense	(252,187)	292
Depreciation and amortization	3,629,603	1,684,839
Stock-based compensation expense	2,168,925	1,134,158
Acquisition and restructuring	3,349,951	1,500,429
(Gain) loss on foreign currency transactions	(103,043)	2,200
Adjusted EBITDA	<u>\$ 5,188,274</u>	<u>\$ 4,770,096</u>
GAAP basic net (loss) income per common stockholder	<u>\$ (0.06)</u>	<u>\$ 0.01</u>
GAAP diluted net (loss) income per common stockholder	<u>\$ (0.06)</u>	<u>\$ 0.01</u>
Basic adjusted EBITDA per common stockholder	<u>\$ 0.07</u>	<u>\$ 0.08</u>
Diluted adjusted EBITDA per common stockholder	<u>\$ 0.07</u>	<u>\$ 0.07</u>
Weighted average shares outstanding:		
Basic	<u>71,981,487</u>	<u>61,093,810</u>
Diluted	<u>75,849,484</u>	<u>66,204,620</u>

**THE MEET GROUP, INC. AND SUBSIDIARIES**  
**RECONCILIATION OF GAAP NET (LOSS) INCOME TO NON-GAAP NET INCOME**  
**(UNAUDITED)**

	<b>Three Months Ended March 31,</b>	
	<b>2018</b>	<b>2017</b>
GAAP Net (loss) income	\$ (4,212,661)	\$ 445,846
Stock-based compensation expense	2,168,925	1,134,158
Amortization of intangibles	3,056,609	1,226,155
Income tax (benefit) expense	(252,187)	292
Acquisition and restructuring	3,349,951	1,500,429
Non-GAAP net income	<u>\$ 4,110,637</u>	<u>\$ 4,306,880</u>
GAAP basic net (loss) income per common stockholder	<u>\$ (0.06)</u>	<u>\$ 0.01</u>
GAAP diluted net (loss) income per common stockholder	<u>\$ (0.06)</u>	<u>\$ 0.01</u>
Basic Non-GAAP net income per common stockholder	<u>\$ 0.06</u>	<u>\$ 0.07</u>
Diluted Non-GAAP net income per common stockholder	<u>\$ 0.05</u>	<u>\$ 0.07</u>
Weighted average shares outstanding:		
Basic	<u>71,981,487</u>	<u>61,093,810</u>
Diluted	<u>75,849,484</u>	<u>66,204,620</u>

## Fourth Quarter 2017

### Regulation G - Non-GAAP Measures

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**THE MEET GROUP, INC. AND SUBSIDIARIES**  
**RECONCILIATION OF GAAP NET (LOSS) INCOME TO ADJUSTED EBITDA**  
**(UNAUDITED)**

	<b>Three Months Ended December 31,</b>		<b>Year Ended December 31,</b>	
	<b>2017</b>	<b>2016</b>	<b>2017</b>	<b>2016</b>
Net (loss) income	\$ (68,116,890)	\$ 9,902,922	\$ (64,591,727)	\$ 46,268,618
Interest expense	438,445	3,160	860,392	19,388
Change in warrant liability	—	—	—	864,596
Income tax expense (benefit)	11,637,816	(749,916)	6,703,600	(27,875,362)
Depreciation and amortization	3,954,243	1,802,568	11,573,827	4,069,211
<b>Stock-based compensation expense</b>	<b>2,665,232</b>	<b>1,013,145</b>	<b>8,467,278</b>	<b>3,567,987</b>
Goodwill impairment	56,428,861	—	56,428,861	—
Acquisition and restructuring	3,502,800	829,169	12,151,492	2,457,295
Loss (gain) on foreign currency adjustment	30,416	(69)	32,488	(33,416)
Adjusted EBITDA	<u>\$ 10,540,923</u>	<u>\$ 12,800,979</u>	<u>\$ 31,626,211</u>	<u>\$ 29,338,317</u>
GAAP basic net (loss) income per common stockholder	\$ (0.95)	\$ 0.17	\$ (0.94)	\$ 0.89
GAAP diluted net (loss) income per common stockholder	\$ (0.95)	\$ 0.15	\$ (0.94)	\$ 0.80
Basic adjusted EBITDA per common stockholder	\$ 0.15	\$ 0.22	\$ 0.46	\$ 0.56
Diluted adjusted EBITDA per common stockholder	\$ 0.14	\$ 0.20	\$ 0.43	\$ 0.51
Weighted average shares outstanding:				
Basic	71,808,179	58,856,831	68,743,956	51,963,702
Diluted	<u>75,965,208</u>	<u>64,121,470</u>	<u>73,198,544</u>	<u>57,745,652</u>

**THE MEET GROUP, INC. AND SUBSIDIARIES**  
**RECONCILIATION OF GAAP NET (LOSS) INCOME TO NON-GAAP NET INCOME**  
**(UNAUDITED)**

	<b>Three Months Ended December 31,</b>		<b>Year Ended December 31,</b>	
	<b>2017</b>	<b>2016</b>	<b>2017</b>	<b>2016</b>
GAAP Net (loss) income	\$ (68,116,890)	\$ 9,902,922	\$ (64,591,727)	\$ 46,268,618
<b>Stock-based compensation expense</b>	<b>2,665,232</b>	<b>1,013,145</b>	<b>8,467,278</b>	<b>3,567,987</b>
Amortization of intangibles	3,370,712	1,364,850	9,353,171	2,507,433
Income tax expense (benefit)	11,637,816	(749,916)	6,703,600	(27,875,362)
Goodwill impairment	56,428,861	—	56,428,861	—
Acquisition and restructuring	3,502,800	829,169	12,151,492	2,457,295
Non-GAAP net income	<u>\$ 9,488,531</u>	<u>\$ 12,360,170</u>	<u>\$ 28,512,675</u>	<u>\$ 26,925,971</u>
GAAP basic net (loss) income per common stockholder	\$ (0.95)	\$ 0.17	\$ (0.94)	\$ 0.89
GAAP diluted net (loss) income per common stockholder	\$ (0.95)	\$ 0.15	\$ (0.94)	\$ 0.80
Basic Non-GAAP net income per common stockholder	\$ 0.13	\$ 0.21	\$ 0.41	\$ 0.52
Diluted Non-GAAP net income per common stockholder	\$ 0.12	\$ 0.19	\$ 0.39	\$ 0.47
Weighted average shares outstanding:				
Basic	71,808,179	58,856,831	68,743,956	51,963,702
Diluted	<u>75,965,208</u>	<u>64,121,470</u>	<u>73,198,544</u>	<u>57,745,652</u>

## Third Quarter 2017

### Regulation G - Non-GAAP Measures

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**THE MEET GROUP, INC. AND SUBSIDIARIES**  
**RECONCILIATION OF GAAP NET INCOME TO ADJUSTED EBITDA**  
**(UNAUDITED)**

	<b>Three Months Ended September 30,</b>		<b>Nine Months Ended September 30,</b>	
	<b>2017</b>	<b>2016</b>	<b>2017</b>	<b>2016</b>
Net income	\$ 2,222,722	\$ 4,392,409	\$ 3,525,163	\$ 36,365,696
Interest expense	244,361	4,123	421,947	16,228
Change in warrant liability	—	318,983	—	864,596
Benefit from income taxes	(2,202,152)	—	(4,934,216)	(27,125,446)
Depreciation and amortization	2,969,570	761,460	7,619,584	2,266,642
Stock-based compensation expense	2,299,696	911,490	5,802,046	2,554,842
Acquisition and restructuring	3,378,838	467,777	8,648,692	1,628,126
(Gain) loss on foreign currency adjustment	(9,357)	1,206	2,072	(33,347)
Adjusted EBITDA	<u>\$ 8,903,678</u>	<u>\$ 6,857,448</u>	<u>\$ 21,085,288</u>	<u>\$ 16,537,337</u>
GAAP basic net income per common stockholder	<u>\$ 0.03</u>	<u>\$ 0.08</u>	<u>\$ 0.05</u>	<u>\$ 0.73</u>
GAAP diluted net income per common stockholder	<u>\$ 0.03</u>	<u>\$ 0.07</u>	<u>\$ 0.05</u>	<u>\$ 0.65</u>
Basic adjusted EBITDA per common stockholder	<u>\$ 0.12</u>	<u>\$ 0.13</u>	<u>\$ 0.31</u>	<u>\$ 0.33</u>
Diluted adjusted EBITDA per common stockholder	<u>\$ 0.12</u>	<u>\$ 0.12</u>	<u>\$ 0.29</u>	<u>\$ 0.30</u>
Weighted average shares outstanding:				
Basic	<u>71,800,274</u>	<u>53,231,369</u>	<u>67,711,324</u>	<u>49,649,221</u>
Diluted	<u>76,078,563</u>	<u>59,048,821</u>	<u>72,425,863</u>	<u>55,604,866</u>

**THE MEET GROUP, INC. AND SUBSIDIARIES**  
**RECONCILIATION OF GAAP NET INCOME TO NON-GAAP NET INCOME**  
**(UNAUDITED)**

	<b>Three Months Ended September 30,</b>		<b>Nine Months Ended September 30,</b>	
	<b>2017</b>	<b>2016</b>	<b>2017</b>	<b>2016</b>
GAAP Net income	\$ 2,222,722	\$ 4,392,409	\$ 3,525,163	\$ 36,365,696
Stock-based compensation expense	2,299,696	911,490	5,802,046	2,554,842
Amortization of intangibles	2,378,152	381,916	5,982,459	1,142,583
Benefit from income taxes	(2,202,152)	—	(4,934,216)	(27,125,446)
Acquisition and restructuring	3,378,838	467,777	8,648,692	1,628,126
Non-GAAP net income	<u>\$ 8,077,256</u>	<u>\$ 6,153,592</u>	<u>\$ 19,024,144</u>	<u>\$ 14,565,801</u>
GAAP basic net income per common stockholder	<u>\$ 0.03</u>	<u>\$ 0.08</u>	<u>\$ 0.05</u>	<u>\$ 0.73</u>
GAAP diluted net income per common stockholder	<u>\$ 0.03</u>	<u>\$ 0.07</u>	<u>\$ 0.05</u>	<u>\$ 0.65</u>
Basic Non-GAAP net income per common stockholder	<u>\$ 0.11</u>	<u>\$ 0.12</u>	<u>\$ 0.28</u>	<u>\$ 0.29</u>
Diluted Non-GAAP net income per common stockholder	<u>\$ 0.11</u>	<u>\$ 0.10</u>	<u>\$ 0.26</u>	<u>\$ 0.26</u>
Weighted average shares outstanding:				
Basic	<u>71,800,274</u>	<u>53,231,369</u>	<u>67,711,324</u>	<u>49,649,221</u>
Diluted	<u>76,078,563</u>	<u>59,048,821</u>	<u>72,425,863</u>	<u>55,604,866</u>

## Second Quarter 2017

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**THE MEET GROUP, INC. AND SUBSIDIARIES**  
**RECONCILIATION OF GAAP NET INCOME TO ADJUSTED EBITDA**  
**(UNAUDITED)**

	<b>Three Months Ended June 30,</b>		<b>Six Months Ended June 30,</b>	
	<b>2017</b>	<b>2016</b>	<b>2017</b>	<b>2016</b>
Net income	\$ 856,595	\$ 29,618,389	\$ 1,302,441	\$ 31,973,286
Interest expense	175,254	5,360	177,586	12,105
Change in warrant liability	—	787,391	—	545,614
Benefit from income taxes	(2,732,356)	(27,219,764)	(2,732,064)	(27,125,446)
Depreciation and amortization	2,965,175	753,918	4,650,014	1,505,182
Stock-based compensation expense	2,368,192	915,572	3,502,350	1,643,352
Acquisition and restructuring	3,769,425	1,160,349	5,269,854	1,160,349
Loss (gain) on foreign currency adjustment	9,229	(18,201)	11,429	(34,553)
Adjusted EBITDA	<u>\$ 7,411,514</u>	<u>\$ 6,003,014</u>	<u>\$ 12,181,610</u>	<u>\$ 9,679,889</u>
GAAP basic net income per common stockholder	<u>\$ 0.01</u>	<u>\$ 0.61</u>	<u>\$ 0.02</u>	<u>\$ 0.67</u>
GAAP diluted net income per common stockholder	<u>\$ 0.01</u>	<u>\$ 0.55</u>	<u>\$ 0.02</u>	<u>\$ 0.59</u>
Basic adjusted EBITDA per common stockholder	<u>\$ 0.11</u>	<u>\$ 0.12</u>	<u>\$ 0.19</u>	<u>\$ 0.20</u>
Diluted adjusted EBITDA per common stockholder	<u>\$ 0.10</u>	<u>\$ 0.11</u>	<u>\$ 0.17</u>	<u>\$ 0.18</u>
Weighted average shares outstanding:				
Basic	<u>70,122,234</u>	<u>48,218,184</u>	<u>65,632,962</u>	<u>47,838,466</u>
Diluted	<u>74,885,903</u>	<u>54,061,306</u>	<u>70,569,243</u>	<u>53,863,966</u>

**THE MEET GROUP, INC. AND SUBSIDIARIES**  
**RECONCILIATION OF GAAP NET INCOME TO NON-GAAP NET INCOME**  
**(UNAUDITED)**

	<b>Three Months Ended June 30,</b>		<b>Six Months Ended June 30,</b>	
	<b>2017</b>	<b>2016</b>	<b>2017</b>	<b>2016</b>
GAAP Net income	\$ 856,595	\$ 29,618,389	\$ 1,302,441	\$ 31,973,286
Stock-based compensation expense	2,368,192	915,572	3,502,350	1,643,352
Amortization of intangibles	2,378,152	381,916	3,604,307	760,666
Benefit from income taxes	(2,732,356)	(27,219,764)	(2,732,064)	(27,125,446)
Acquisition and restructuring	3,769,425	1,160,349	5,269,854	1,160,349
Non-GAAP net income	<u>\$ 6,640,008</u>	<u>\$ 4,856,462</u>	<u>\$ 10,946,888</u>	<u>\$ 8,412,207</u>
GAAP basic net income per common stockholder	<u>\$ 0.01</u>	<u>\$ 0.61</u>	<u>\$ 0.02</u>	<u>\$ 0.67</u>
GAAP diluted net income per common stockholder	<u>\$ 0.01</u>	<u>\$ 0.55</u>	<u>\$ 0.02</u>	<u>\$ 0.59</u>
Basic Non-GAAP net income per common stockholder	<u>\$ 0.09</u>	<u>\$ 0.10</u>	<u>\$ 0.17</u>	<u>\$ 0.18</u>
Diluted Non-GAAP net income per common stockholder	<u>\$ 0.09</u>	<u>\$ 0.09</u>	<u>\$ 0.16</u>	<u>\$ 0.16</u>
Weighted average shares outstanding:				
Basic	<u>70,122,234</u>	<u>48,218,184</u>	<u>65,632,962</u>	<u>47,838,466</u>
Diluted	<u>74,885,903</u>	<u>54,061,306</u>	<u>70,569,243</u>	<u>53,863,966</u>



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**THE MEET GROUP, INC. AND SUBSIDIARIES**  
**RECONCILIATION OF GAAP NET INCOME ALLOCABLE TO COMMON STOCKHOLDERS TO ADJUSTED EBITDA**  
**(UNAUDITED)**

	<b>For the Three Months Ended March 31,</b>	
	<b>2017</b>	<b>2016</b>
Net Income Allocable to Common Stockholders	\$ 445,846	\$ 2,354,898
Interest expense	2,332	6,745
Depreciation and amortization	1,684,839	751,264
Stock-based compensation expense	1,134,158	727,780
Change in warrant liability	—	(241,777)
(Benefit) provision for income taxes	292	94,317
Acquisition and restructuring costs	1,500,429	—
Cumulative effect of foreign currency adjustment	2,200	(16,352)
Adjusted EBITDA	<u>\$ 4,770,096</u>	<u>\$ 3,676,875</u>
GAAP basic net income per common stockholder	<u>\$ 0.01</u>	<u>\$ 0.05</u>
GAAP diluted net income per common stockholder	<u>\$ 0.01</u>	<u>\$ 0.04</u>
Basic adjusted EBITDA per common stockholder	<u>\$ 0.08</u>	<u>\$ 0.08</u>
Diluted adjusted EBITDA per common stockholder	<u>\$ 0.07</u>	<u>\$ 0.07</u>
Weighted average number of shares outstanding, Basic	<u>61,093,810</u>	<u>47,458,748</u>
Weighted average number of shares outstanding, Diluted	<u>66,204,620</u>	<u>53,666,626</u>

**THE MEET GROUP, INC. AND SUBSIDIARIES**  
**RECONCILIATION OF GAAP NET INCOME TO NON-GAAP NET INCOME**  
**(UNAUDITED)**

	<b>For the Three Months Ended March 31,</b>	
	<b>2017</b>	<b>2016</b>
GAAP Net Income	\$ 445,846	\$ 2,354,898
Amortization of Intangibles	1,226,155	378,750
Stock-based compensation expense	1,134,158	727,780
Benefit (provision) for income taxes	292	94,317
Acquisition and restructuring costs	1,500,429	—
Non-GAAP Net Income	<u>\$ 4,306,880</u>	<u>\$ 3,555,745</u>
GAAP basic net income per common stockholder	<u>\$ 0.01</u>	<u>\$ 0.05</u>
GAAP diluted net income per common stockholder	<u>\$ 0.01</u>	<u>\$ 0.04</u>
Basic Non-GAAP net income per common stockholder	<u>\$ 0.07</u>	<u>\$ 0.07</u>
Diluted Non-GAAP net income per common stockholder	<u>\$ 0.07</u>	<u>\$ 0.07</u>
Weighted average number of shares outstanding, Basic	<u>61,093,810</u>	<u>47,458,748</u>
Weighted average number of shares outstanding, Diluted	<u>66,204,620</u>	<u>53,666,626</u>