

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

FORM 8-K

CURRENT REPORT  
Pursuant to Section 13 or Section 15(d)  
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 28, 2023

**American Oncology Network, Inc.**  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of  
incorporation or organization)

001-40177  
(Commission File Number)

85-3984427  
(I.R.S. Employer  
Identification Number)

14543 Global Parkway, Suite 110  
Fort Myers, FL  
(Address of principal executive offices)

33913  
(Zip Code)

(833) 886-1725  
(Registrant's telephone number, including area code)

Digital Transformation Opportunities Corp.  
10250 Constellation Blvd, Suite 23126  
Los Angeles, CA 90067  
(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 Securities Exchange Act of 1934:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Class A common stock, par value \$0.0001, per share	AONC	The Nasdaq Stock Market LLC
Warrants, each whole warrant exercisable for one share of Class A common stock	AONCW	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 or Rule 12b-2 of the Securities Exchange Act of 1934.

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.**

Attached as Exhibit 99.1 to this Current Report on Form 8-K, and incorporated into this Item 7.01 by reference, is a copy of a corporate presentation deck (the "Corporate Presentation") that will be used in connection with an investor presentation webinar to be conducted on September 29, 2023, by American Oncology Network, Inc., a Delaware corporation ("AON").

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. This Current Report on Form 8-K will not be deemed an admission as to the materiality of any information contained in this Item 7.01, including Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

Exhibit No.	Description
<a href="#">99.1*</a>	<a href="#">Corporate Presentation - September 29, 2023</a>
104	Cover Page Interactive Data File, formatted in Inline Extensible Business Reporting Language (iXBRL).

\*Furnished herewith.

The exhibits to this Current Report on Form 8-K may contain hypertext links to information on our website or other parties' websites. The information on our website and other parties' websites is not incorporated by reference into this Current Report on Form 8-K and does not constitute a part of this Form 8-K.

**Forward-Looking Statements**

Certain statements in this Current on Form 8-K are forward-looking statements. Forward-looking statements generally relate to future events including future financial or operating performance of AON. Forward-looking statements generally relate to future events or AON's assumptions prove incorrect, actual results could differ materially from the results implied by these forward-looking statements. There may be additional risks that AON does not presently know or that AON currently believes are immaterial that could also cause actual results to differ from those contained in the forward-looking statements. In addition, forward-looking statements reflect AON's expectations, plans or forecasts of future events and views as of the date of this communication. AON anticipates that subsequent events and developments will cause AON's assessments to change. However, while AON may elect to update these forward-looking statements at some point in the future, AON specifically disclaims any obligation to do so, unless required by applicable law. These forward-looking statements should not be relied upon as representing AON's assessments as of any date subsequent to the date of this communication. AON gives no assurance that AON will achieve its expectations. Accordingly, undue reliance should not be placed upon the forward-looking statements.

These forward-looking statements are based upon estimates and assumptions that, while considered reasonable by AON and its management, are inherently uncertain and are inherently subject to risks, variability and contingencies, many of which are beyond AON's control. Factors that may cause actual results to differ materially from the results implied by these forward-looking statements include, but are not limited to: the incurrence of significant costs in connection with being a public company, including unexpected costs or expenses; potential litigation relating to the business combination; litigation and regulatory proceedings relating to our business; our ability to make continued investments in oncology practices and affiliated care providers; risks related to the complexity of the reimbursement process for our network practices and our dependence on reimbursement from third-party payors, which could lead to delays, denials, or uncertainties in the reimbursement process; our ability to maintain the listing of the AON Class A Common Stock and AON Warrants on Nasdaq; our ability to maintain an effective system of internal controls over financial reporting and remediate material weaknesses; and other factors detailed under the section entitled "Risk Factors" in the filings we make with the Securities and Exchange Commission and our annual and quarterly reports.

AON cautions that the foregoing list of factors is not exclusive or exhaustive and investors should not place undue reliance upon any forward-looking statements, including projections, which speak only as of the date made. If any of these risks materialize or AON's assumptions prove incorrect, actual results could differ materially from the results implied by these forward-looking statements. There may be additional risks that AON does not presently know or that AON currently believes are immaterial that could also cause actual results to differ from those contained in the forward-looking statements. In addition, forward-looking statements reflect AON's expectations, plans or forecasts of future events and views as of the date of this communication. AON anticipates that subsequent events and developments will cause AON's assessments to change. However, while AON may elect to update these forward-looking statements at some point in the future, AON specifically disclaims any obligation to do so, unless required by applicable law. These forward-looking statements should not be relied upon as representing AON's assessments as of any date subsequent to the date of this communication. AON gives no assurance that AON will achieve its expectations. Accordingly, undue reliance should not be placed upon the forward-looking statements.



**SIGNATURE**

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

Dated: September 28, 2023

**AMERICAN ONCOLOGY NETWORK, INC.**

By: /s/ Todd Schonherz

Name: Todd Schonherz

Title: Chief Executive Officer



# Delivering Better Care Together

Investor Presentation  
September 2023

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# Disclaimer

## General

This presentation is for use by prospective supporters and investors in American Oncology Network, Inc. (the "Company") as described herein. The presentation was created for individuals to make an evaluation of the subject matter contained herein and to assist them in evaluating the Company. In all cases, interested parties should conduct their own investigation and analysis of the Company and the data contained in this presentation. The Company does not make any representation or warranty as to the accuracy or completeness of this presentation and shall have no liability for any representations (express or implied) contained herein, or for any omissions from this presentation, or any other written or oral communication transmitted to the recipient in the course of the recipient's evaluation of the Company. The information presented in this presentation is proprietary and confidential. It may not be reproduced or communicated in any manner, verbally, electronically, or otherwise, without the written consent of the Company. If you have agreed to receive this presentation, you shall be deemed to be in agreement that this information is proprietary and confidential, and fully understand and agree to refrain from transference of same to any other individuals or business entities. If you do not wish to be bound by this agreement, please return this document to the Company. Additionally, the presentation is covered by U.S. copyright laws. Therefore, reproduction or dissemination of contents may be in violation of federal law.

## Industry and Market Data; Trademarks

This presentation also contains estimates and other statistical data made by independent parties and by the Company relating to market size and growth and other data about the Company's industry. This data involves a number of assumptions and limitations, and you are cautioned not to give undue weight to such estimates. In addition, projections, assumptions, and estimates of the future performance of the markets in which the Company operates are necessarily subject to a high degree of uncertainty and risk. Any trademarks, servicemarks, trade names and copyrights of the Company and other companies contained in this Presentation are the property of their respective owners.

## Financial Information; Non-GAAP Financial Measures

The financial information and data contained in this presentation has not been audited in accordance with PCAOB standards and does not conform to the requirements of Regulation S-X promulgated by the Securities and Exchange Commission ("SEC"). Accordingly, such information and data may not be included in, may be adjusted in, or may be presented differently in, any proxy statement, prospectus or other report or document to be filed or furnished by DTCC or the Company with the SEC.

Some of the financial information and data contained in this presentation, such as Gross Profit, Gross Profit margin, Adjusted EBITDA and Adjusted EBITDA margin, have not been prepared in accordance with the United States generally accepted accounting principles ("GAAP"). The Company believes that the use of Gross Profit and Adjusted EBITDA provides an additional tool to assess operational performance and trends in, and in comparing our financial measures with other similar companies, many of which present similar non-GAAP financial measures to investors. The Company's non-GAAP financial measures may be different from non-GAAP financial measures used by other companies. The presentation of non-GAAP financial measures is not intended to be considered in isolation or as a substitute for, or superior to, financial measures determined in accordance with GAAP. The principal limitation of Adjusted EBITDA is that it excludes significant expenses and income that are required by GAAP to be recorded in the Company's financial statements. A reconciliation of Gross Profit and Adjusted EBITDA to the most directly comparable GAAP measure is included elsewhere in this presentation. Because of the limitations of non-GAAP financial measures, you should consider the non-GAAP financial measures presented in this presentation in conjunction with AGN's financial statements and the related notes thereto.

In addition, this presentation contains run rate financial information with respect to AGN's revenue, gross profit, operating expenses and Adjusted EBITDA based on AGN's quarterly results for the fiscal period ended June 30, 2023. Such financial information constitutes forward-looking information, is for illustrative purposes only and should not be relied upon as necessarily being indicative of future results. The assumptions and estimates underlying such financial information are inherently uncertain and are 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 such financial information. See "Forward-Looking Statements" below and the Risk Factors included at the end of this presentation. Actual results may differ materially from the results contemplated by such 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 financial information will be achieved. The independent auditors of AGN have not audited, reviewed, compiled or performed any procedures with respect to such financial information for the purpose of their inclusion in this presentation, and accordingly, have not expressed an opinion or provided any other form of assurance with respect thereto for the purpose of this presentation.

## No Offer or Solicitation

This presentation shall not constitute a solicitation of a proxy, consent or authorization with respect to any securities or in respect of the proposed transaction. This presentation shall also not constitute an offer to sell or the solicitation of any 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 of 1933, as amended.

INVESTMENT IN ANY SECURITIES DESCRIBED HEREIN HAS NOT BEEN APPROVED OR DISAPPROVED BY THE SEC OR ANY OTHER REGULATORY AUTHORITY NOR HAS ANY AUTHORITY PASSED UPON OR ENDORSED THE MERITS OF THE OFFERING OR THE ACCURACY OR ADEQUACY OF THE INFORMATION CONTAINED HEREIN. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.



## Forward Looking Statements

This presentation includes statements that are, or may be deemed, "forward-looking statements" under applicable securities laws. In some cases, these forward-looking statements can be identified by the use of forward-looking terminology, including the terms "plan," "believe," "expect," "anticipate," "intend," "outlook," "estimate," "forecast," "project," "continue," "could," "may," "might," "possible," "potential," "predict," "should," "would" and other similar words and expressions, but the absence of these words does not mean that a statement is not forward-looking. The forward-looking statements are based on projections prepared by, and are the responsibility of AON's management teams.

By their nature, forward-looking statements involve risks and uncertainties because they relate to events, competitive dynamics, regulatory and scientific developments and depend on the economic circumstances that may or may not occur in the future or may occur on longer or shorter timelines than anticipated. Although we believe that we have a reasonable basis for each forward-looking statement contained in this presentation; we caution you that forward-looking statements are not guarantees of future performance and that our actual results of operations, financial condition and liquidity, and the development of the industry in which we operate may differ materially from the forward-looking statements contained in this presentation.

In addition, even if our results of operations, financial condition and liquidity, and the development of the industry in which we operate are consistent with the forward-looking statements contained in this presentation, they may not be predictive of results or developments in future periods. Any forward-looking statements that we make in this presentation speak only as of the date of such statement, and we undertake no obligation to update such statements to reflect events or circumstances after the date of this presentation except as required by law.



## Today's Presenters



**Todd Schonherz**  
Chief Executive Officer

Prior Experience – 31 years



**David Gould**  
Chief Financial Officer

Prior Experience – 26 years









### Cheryl's Story

- Patient of Dr. Gerald Miletello with Hematology Oncology Clinic in Baton Rouge, LA
- 4 physician practice with 3 locations
- Strategic research site for Sarah Cannon Research Institute
- Patient received calls from care management to check in between appointments and AON pharmacy to monitor progress
- Received immunotherapy and oral oncolytics targeting specific cancer cells

*"It's a wonderful community-based practice and everything you need is right there," said Cheryl. "They take you in and get your labs done; then you see the doctor and go for treatment, if needed. The pharmacy is onsite, and your next appointments are scheduled and on your calendar before you leave. It's almost seamless."*

– Cheryl Campbell, breast cancer patient





## Investment Highlights





# Oncology Is A Large, Fragmented Market

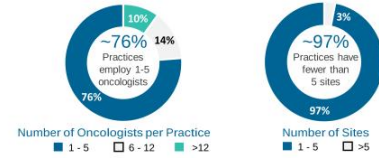
## Large and Growing Market



## Nationwide Opportunity<sup>(8)</sup>



## Highly Fragmented Provider Base<sup>(10)</sup>



1) CDC - Interactive Summary Health Statistics for Adults 2021

2) Cancer Epidemiology Biomarkers & Prevention 2020; Medical care costs associated with cancer survivorship in U.S.

3) JAMA 2020; US health care spending by payer and health condition

4) IQVIA 2022 Global Oncology Trends Report; Average 11 NAs per year 2012- 2016 vs average 21 NAs per year 2017 - 2021

5) IQVIA 2022 Global Oncology Trends Report

6) ASCO, State of the Oncology Workforce in America, May 2022

7) American Society of Clinical Oncology

8) Key Trends in Tracking Supply and Demand of Oncologists; American Society of Clinical Oncology, 2020

9) Includes services in Washington D.C.

10) Oncology practice landscape in 2018; Oncology Practice Management



# Community Oncology Plays A Critical Role In The Ecosystem

## Key Benefits



### Cost Effective

Community treatment on average is substantially cheaper than treatment done in a hospital setting



### Personal

Community oncologists take the time to get to know their patients and their unique needs



### Accessible

Clinics are located in the communities where patients live and work

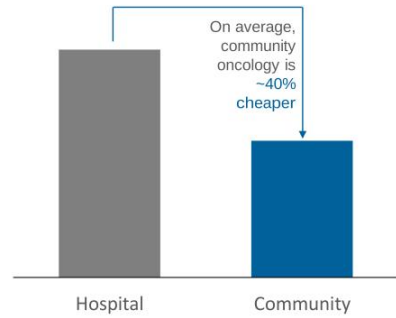


### High Quality & Cutting Edge

Majority of new cancer drugs are studied in clinical trials conducted in community oncology practices

## Cost of Care <sup>(1)</sup>

Cost of Cancer Treatment  
(indexed to Hospital = 100)



Community oncology is aligned with two critical structural trends in healthcare: (1) the shift from volume to value and (2) increasing focus on social determinants of health



## Substantial Scale Benefits Exist In The Industry

Larger oncology platforms have numerous advantages:

- 1 Improved pricing due to purchasing scale and advanced formulary
- 2 Broader recruitment efforts
- 3 Greater access to various constituents (payors, pharma, clinical trials, etc.)
- 4 Integrated, in-house services (e.g., specialty pharmacy, pathology lab)
- 5 Centralized operations and technology platform

*AON's advantages vs.  
other network models*



## AON's Fully-Integrated Model



AON offers community oncology practices benefits of scale through an integrated care platform, while preserving local practice autonomy



# AON's Platform Drives Revenue Growth And Diversification

## Specialty Pharmacy

- ◆ In-house AON specialty pharmacy "insources" revenue to the practice
- ◆ Access to >92% of oral oncolytics
- ◆ 80% average script capture rate
- ◆ Hands-on patient assistance & support
- ◆ In-network with major PBMs



## Clinical Research

- ◆ Network-wide data analytics and trial matching
- ◆ Provide access to diverse patient demographics
- ◆ Currently offering 100+ clinical trials

## Laboratory & Pathology

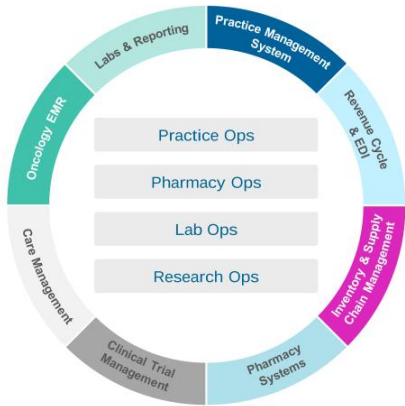
- ◆ Centralized CLIA-certified, CAP-accredited lab
- ◆ Better turnaround times
- ◆ 24/7 access to pathologists
- ◆ Integrated into AON EMR system
- ◆ Access to novel technologies such as next-generation sequencing ("NGS")

## Radiation Therapy & Imaging

- ◆ Support investment in select practices/markets
- ◆ Opportunity to significantly expand practice capabilities
- ◆ Enhances patient treatment options in-house



## Robust Tech Platform Underpins Operations, Driving Efficiencies



One platform connects patient records, pharmacy, pathology lab, and back office, creating improved service levels and care outcomes



Automates workflows in key areas such as revenue cycle management, increasing clinical efficiency



Centralized formulary and care navigator allows AON's expert medical team to push new insights to practices, raising the quality of care



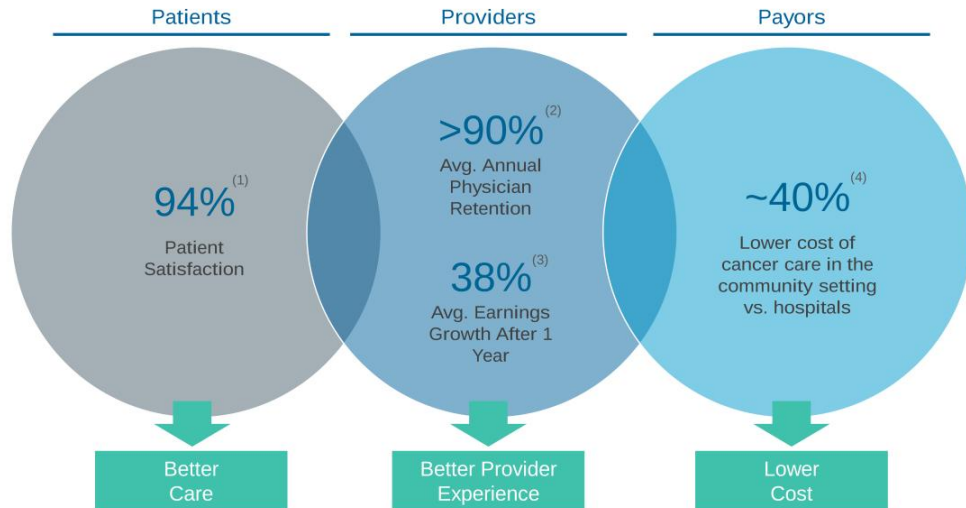
Data warehouse and decision support drives objective clinical and practice operations

Substantial investments made since inception to built an integrated technology platform that ties together our clinical and operational ecosystems





# Compelling Value Proposition For Patients, Providers, And Payors



<sup>1)</sup> Overall score, AON 2022 patient survey data  
<sup>2)</sup> Average annual gross physician retention (1/1/10 – 9/20/22)

<sup>3)</sup> Please see footnotes on page 17

<sup>4)</sup> Represents reduction in per person per month average total care costs per study conducted by the Community Oncology Alliance in 2018



### Community Setting

Access to quality providers where patients live



### Fully Integrated

In house lab, pharmacy, and care coordination



### Personalized Treatment

Best-in-class technology and access to the latest treatment options



### Holistic Care

Whole-person approach, with commitment to addressing social determinants of health



## A Differentiated Offering To Physicians

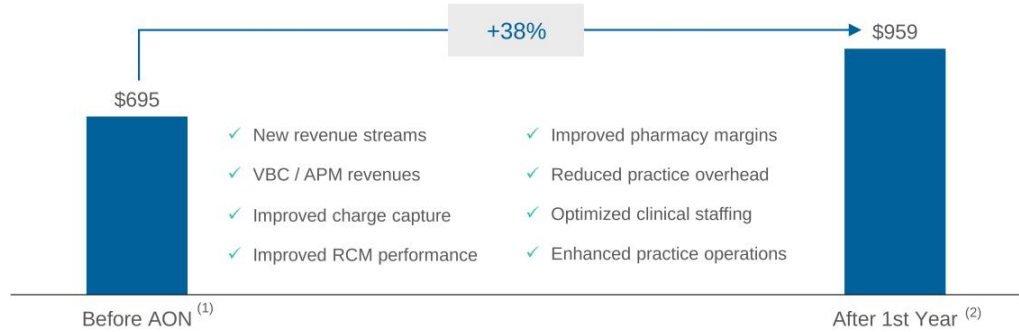


	AON	Fully Independent	Other Network Models	Employed Model (e.g., Hospital)
Operational Autonomy	✓	✓	✓	
Purchasing Scale	✓		✓	✓
Integrated Pharmacy and Lab	✓			✓
Centralized Back Office	✓			✓
Robust Tech Platform	✓			
Aligned Economic Incentives	✓	✓		



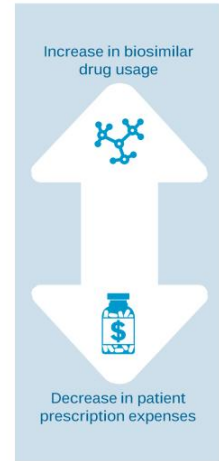
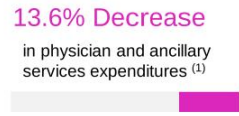
- Our goal is to align incentives with our practices: we do better when our practices grow
- The platform creates numerous ways to drive better economics for the practices
- AON also reduces administrative burden for the practices, allowing them to focus on care

## Average Pre-Distribution Pool (“PDP”) Earnings Per Physician (\$K)



17

<sup>1)</sup> PDP is practice-level margin, net of AON central service fees and all practice operating expenses, available for distribution  
<sup>2)</sup> Compares months 13-15 PDP run-rate to pre-AON baseline PDP. Includes 20 practices (98 physicians) that have been on the AON platform for 15 or more months







# Strong "Same Practice" Growth



Practice Cash Collections (\$mm) <sup>(1)</sup>

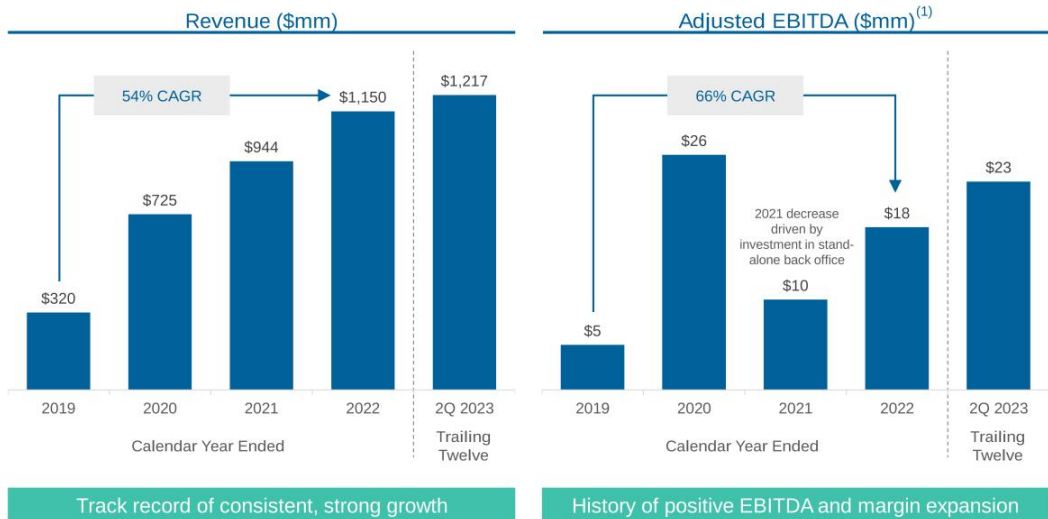


AON's unique model drives consistent, strong growth after practices join the platform

<sup>1)</sup> Unaudited cash collections data; excludes billed revenue and other GAAP revenue adjustments  
<sup>2)</sup> Adjusted CAGR based on annualized collections for each new practice in first year with AON  
<sup>3)</sup> Reflects 6 months ended June 2023, annualized



# Summary Financial Performance

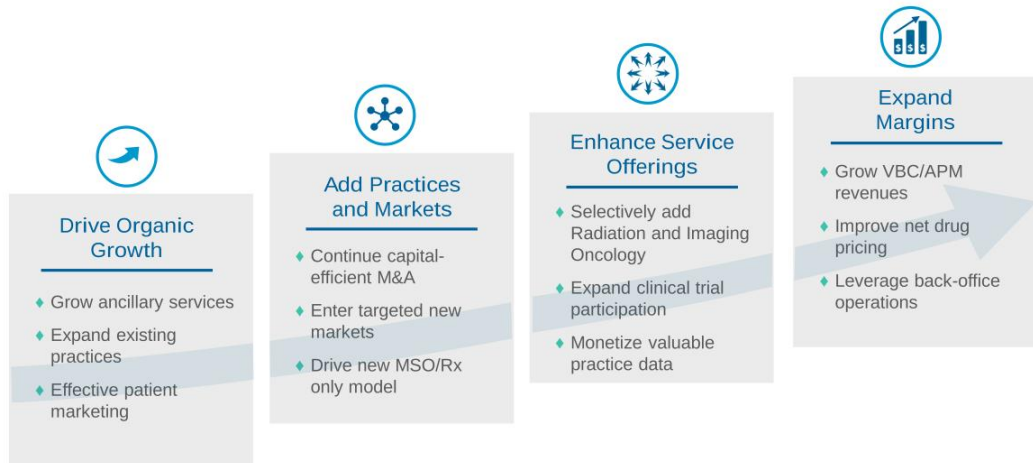


1) See Adjusted EBITDA reconciliation on page 28 for additional details





## AON Has Multiple Levers For Continued, Sustained Growth





# Led By Team With Impressive Depth And Expertise



**Todd Schonherz**  
Chief Executive Officer



31 Years of Experience



**David Gould**  
Chief Financial Officer



26 Years of Experience



**Anthony Belott**  
Chief Development Officer



32 Years of Experience



**Altı Rahman**  
Chief Strategy & Innovation Officer



15 Years of Experience



**Stephen Divers**  
Chief Medical Officer



20 Years of Experience



**James Gilmore**  
Chief Pharmacy & Clinical Services Officer



31 Years of Experience



**Karen Pilley**  
Chief Revenue Cycle Officer



26 Years of Experience



**Kristin Matisziw**  
Chief Compliance and Risk Officer



19 Years of Experience



**Mark Moch**  
Chief Information Officer



18 Years of Experience



**Erica Mallon**  
General Counsel



10 Years of Experience



## Investment Highlights



# Appendix



## Supplemental Financial Information

	Calendar Year Ended				6 Months Ended	
	2019	2020	2021	2022	6/30/2022	6/30/2023
<b>Total Revenue</b>	\$ 319,886	\$ 724,743	\$ 943,747	\$ 1,149,670	\$ 551,948	\$ 618,699
Direct Care Expenses	247,970	552,579	723,360	891,136	432,125	489,652
<b>Direct Care Margin</b>	\$ 71,916	\$ 172,163	\$ 220,387	\$ 258,534	\$ 119,823	\$ 129,047
Practice Expenses	45,287	96,283	142,428	163,081	80,886	80,281
<b>Practice Contribution</b>	\$ 26,629	\$ 75,880	\$ 77,959	\$ 95,453	\$ 38,937	\$ 48,766
SG&A	23,021	53,808	77,048	89,887	42,723	52,915
<b>Operating Income</b>	\$ 3,608	\$ 22,072	\$ 912	\$ 5,566	\$ [3,786]	\$ [4,150]
Interest Expense, net	1,148	1,084	1,292	3,266	1,055	2,842
Other Expenses (Income)	(70)	(180)	(736)	(289)	(461)	4,380
Income Tax Expense (Benefit)	(245)	(783)	460	(0)	-	-
Equity In Loss of Affiliate	-	-	-	-	-	219
<b>Net Income</b>	\$ 2,775	\$ 21,951	\$ (104)	\$ 2,589	\$ (4,380)	\$ (11,591)
Income Tax Expense (Benefit)	(245)	(783)	460	(0)	-	-
Interest Expense, net	1,148	1,084	1,292	3,266	1,110	2,968
Depreciation & Amortization	1,008	3,655	6,078	6,719	3,159	4,308
Non-Cash Compensation	20	20	20	-	10	-
Non-Recurring Expenses	-	-	1,886	5,513	1,174	10,348
<b>Adjusted EBITDA</b>	\$ 4,706	\$ 25,928	\$ 9,632	\$ 18,087	\$ 1,073	\$ 6,033
<b>Growth (%)</b>						
Revenue	n/a	126.56%	30.22%	21.82%	n/a	12.09%
Adjusted EBITDA	n/a	450.97%	-62.85%	87.77%	n/a	462.39%
<b>Margin (%)</b>						
Direct Care Margin	22.48%	23.76%	23.35%	22.49%	21.71%	20.86%
Practice Contribution Margin	8.32%	10.47%	8.26%	8.30%	7.05%	7.88%
Adjusted EBITDA	1.47%	3.58%	1.02%	1.57%	0.19%	0.98%
Adjusted EBITDA (% of Practice Contribution)	17.67%	34.17%	12.36%	16.95%	2.75%	12.37%
<b>% of Revenue Metrics</b>						
Direct Care Expenses	77.52%	76.24%	76.65%	77.51%	78.29%	79.14%
Practice Expenses	14.16%	13.29%	15.09%	14.19%	14.65%	12.98%
SG&A	7.20%	7.42%	8.16%	7.82%	7.74%	8.55%



## Non-GAAP Reconciliations

### Direct Care Margin (\$000)

	Calendar Year Ended				6 Months Ended	
	2019	2020	2021	2022	6/30/2022	6/30/2023
<b>Operating Income</b>	<b>\$3,608</b>	<b>\$22,072</b>	<b>\$912</b>	<b>\$5,566</b>	<b>(\$3,786)</b>	<b>(\$4,150)</b>
Depreciation & Amortization	1,008	3,655	6,078	6,736	3,159	4,308
SG&A	22,013	50,153	70,969	83,151	39,564	43,325
Transaction Costs	-	-	-	-	-	5,282
Practice Expenses	45,287	96,283	142,428	163,081	80,886	80,281
<b>Direct Care Margin</b>	<b>\$71,916</b>	<b>\$172,163</b>	<b>\$220,387</b>	<b>\$258,534</b>	<b>\$119,823</b>	<b>\$129,047</b>
% of Revenue	22%	24%	23%	22%	22%	21%

### Practice Contribution (\$000)

	Calendar Year Ended				6 Months Ended	
	2019	2020	2021	2022	6/30/2022	6/30/2023
<b>Operating Income</b>	<b>\$3,608</b>	<b>\$22,072</b>	<b>\$912</b>	<b>\$5,566</b>	<b>(\$3,786)</b>	<b>(\$4,150)</b>
Depreciation & Amortization	1,008	3,655	6,078	6,736	3,159	4,308
SG&A	22,013	50,153	70,969	83,151	39,564	43,325
Transaction Costs	-	-	-	-	-	5,282
<b>Practice Contribution</b>	<b>\$26,629</b>	<b>\$75,880</b>	<b>\$77,959</b>	<b>\$95,453</b>	<b>\$38,937</b>	<b>\$48,766</b>
% of Revenue	8%	10%	8%	8%	7%	8%



## Non-GAAP Reconciliations (cont.)

The company includes adjusted EBITDA because it is an important measure that our management uses to assess the results of operations, to evaluate factors and trends affecting the business, and to plan and forecast future periods.

Adjusted EBITDA is a "non-GAAP" financial measure within the meaning of Item 10 of Regulation S-K promulgated by the SEC. Management believes that this measure provides an additional way of viewing aspects of the Company's operations that, when viewed with the GAAP results, provides a more complete understanding of the Company's results of operations and the factors and trends affecting the business. However, non-GAAP financial measures should be considered a supplement to, and not as a substitution for, or superior to the corresponding measures calculated in accordance with U.S. GAAP. Non-GAAP financial measures used by management may differ from the non-GAAP measures used by other companies, including the Company's competitors. Management encourages investors and others to review the Company's financial information in its entirety, not to rely on any single financial measure.

### Adjusted EBITDA (\$000)

	Calendar Year Ended				6 Months Ended	
	2019	2020	2021	2022	6/30/2022	6/30/2023
<b>Net Income</b>	\$ 2,775	\$ 21,952	\$ (104)	\$ 2,589	\$ (4,380)	\$ (11,591)
Interest Expense, net	1,148	1,084	1,292	3,266	1,110	2,968
Depreciation & Amortization	1,008	3,655	6,078	6,719	3,159	4,308
Income Tax (Benefit) Expense	(245)	(783)	460	(0)	-	-
Non-cash stock compensation	20	20	20	-	10	-
Insourcing Transition Expenses			1,886			
Operational Transformation Expenses				1,726	1,174	-
Gain/loss on derivative liabilities						5,066
Transaction Costs				3,277		5,282
Other				510		-
<b>Adjusted EBITDA</b>	\$ 4,706	\$ 25,928	\$ 9,632	\$ 18,087	\$ 1,073	\$ 6,033
<i>% of Revenue</i>	1.5%	3.6%	1.0%	1.6%	0.2%	1.0%
<i>% of Practice Contribution</i>	17.7%	34.2%	12.4%	18.9%	2.8%	12.4%



## Risk Factors

### Risks Related to Our Business

- In order to execute our growth strategy, we will need to acquire oncology practices and affiliated care providers ("Network Practices") through AON. Our ability to grow depends upon a number of factors, including our ability to obtain referrals for cancer patient care services, identify appropriate physician practices to acquire, enter into contracts with such additional Network Practices, obtain leases, identify appropriate facilities to acquire, complete internal buildouts of new facilities within proposed timelines and budgets, and hire and retain employees including but not limited to physicians affiliated with Network Practices. We cannot guarantee that we will be successful in pursuing our growth strategy.
- Our services are concentrated in certain geographic areas and populations exposing us to unfavorable changes in local benefit costs, reimbursement rates, competition and economic conditions.
- Our Network Practices primarily depend on reimbursement from third-party payors, as well as payments by individuals, which could lead to delays, denials, or uncertainties in the reimbursement process.
- A significant portion of our revenue is derived from a limited number of health insurance and medical group companies. Those payors could take action to remove, exclude, delay, or otherwise prevent the inclusion of our Network Practices in their provider networks.

### Operational Risks and Risks Related to Our Industries

- If we are unable to attract new patients and to obtain new payor contracts our revenue growth will be adversely affected.
- Reductions in government reimbursement rates or changes in the rules governing government healthcare programs could have a material adverse effect on our financial condition and results of operations.
- We cannot predict the effect that health care reform and other changes in government programs may have on our business, financial condition or results of operations.
- A pandemic, epidemic or outbreak of an infectious disease in the United States or worldwide, such as the outbreak of COVID-19 or the continuation of such an outbreak, could adversely affect our business, financial condition, results of operations and growth.



