



Second Quarter 2014 Financial Highlights

August 7, 2014

SAFE HARBOR

This presentation contains forward-looking statements. All statements other than statements of historical facts contained in this presentation, including statements regarding TrueCar, Inc.'s ("TrueCar" or the "Company") future growth potential and opportunities, expectations regarding future revenues, Adjusted EBITDA, Adjusted EBITDA margins and non-GAAP expenses, long-term financial objectives, business strategy, plans and objectives are forward-looking statements. These forward-looking statements are subject to a number of risks, uncertainties, and assumptions that may prove incorrect, any of which could cause our results to differ materially from those expressed or implied by such forward-looking statements. Among the risks and uncertainties that could cause our results to differ materially from those expressed or implied by such forward-looking statements include: our ability to manage our growth especially in light of our limited operating history; our dependence upon our affinity group marketing partners, especially USAA; compliance with U.S. federal and state laws and regulations directly or indirectly applicable to our business; our ability to compete effectively in an increasingly competitive market and to enhance our brand; our ability to continue to expand our dealer network and to increase our user traffic and the number of transactions between our dealer network and our users, our ability to successfully develop and introduce complementary new products to address our target markets and to continue to enhance our mobile solutions; consumer demand, global supply chain challenges and macroeconomic issues that affect the automobile industry; security breaches in our systems or other service disruptions; our ability to protect our intellectual property rights; and other risks and uncertainties described more fully under the heading "Risk Factors" in TrueCar's registration statement on Form S-1 filed, and its quarterly report on Form 10-Q to be filed, with the Securities and Exchange Commission. Moreover, the company operates in a very competitive and rapidly changing environment. New risks emerge from time to time. It is not possible for TrueCar management to predict all risks, nor can it assess the impact of all factors on its business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements the company may make. All forward-looking statements in this press release are based on information available to us as of the date hereof, and we assume no obligation to update these forward-looking statements, which speak only as of their respective dates.

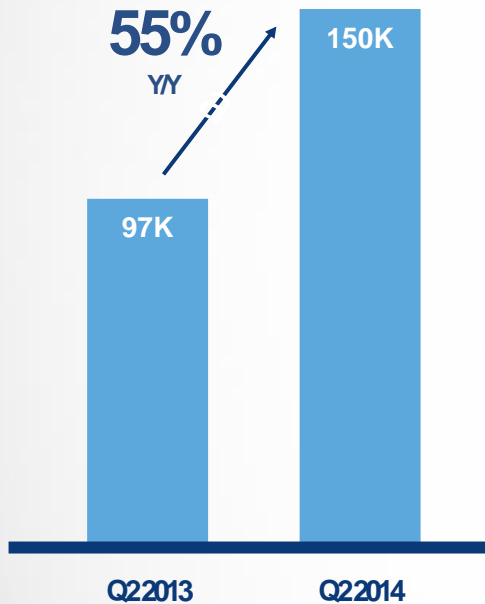
In addition to U.S. GAAP financials, this presentation includes certain non-GAAP financial measures. These non-GAAP measures are in addition to, not a substitute for or superior to, measures of financial performance prepared in accordance with U.S. GAAP. A reconciliation of these non-GAAP financial measures to the respective nearest GAAP measure is set forth in the Appendix to this presentation.

Q2'14 HIGHLIGHTS

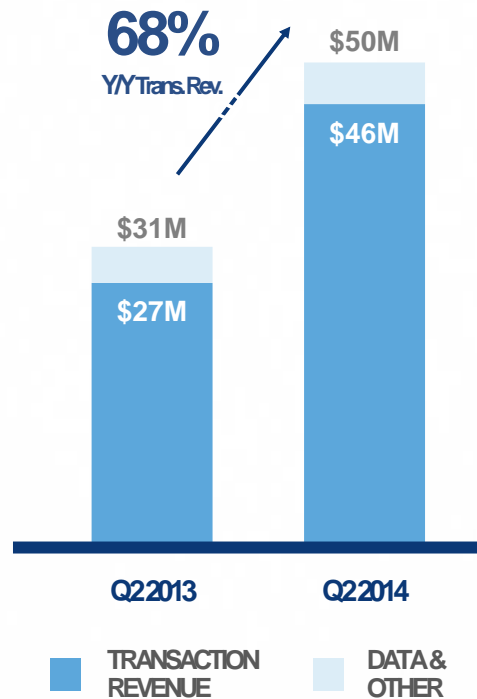
- Record quarterly revenue of \$50.5 million, up 62% year-over-year
- Transaction revenue of \$46.1 million, up 68% year-over-year
- TrueCar users purchased a record 149,527 cars from TrueCar Certified Dealers
- TrueCar's Certified Network of Franchise Dealers increased to 7,682, up 24% year-over-year
- Revenue per franchise dealer grew for the sixth consecutive quarter, to an average of \$6,195 per dealer, an increase of 36% over the same quarter last year
- Adjusted EBITDA of \$1.5 million. Expect to see scaling in Adjusted EBITDA and Adjusted EBITDA margins starting next quarter

FINANCIAL HIGHLIGHTS

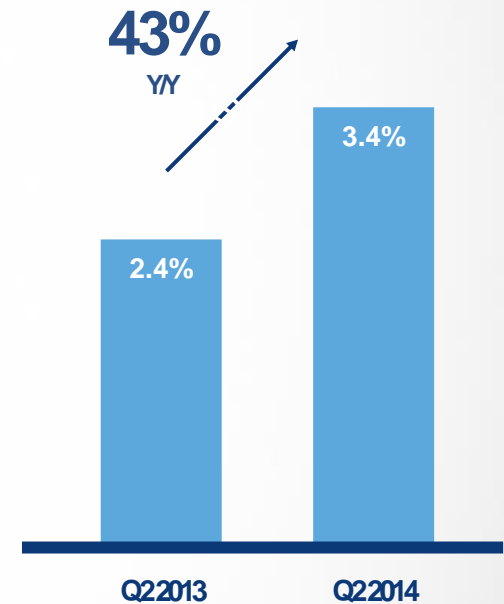
UNITS



REVENUE

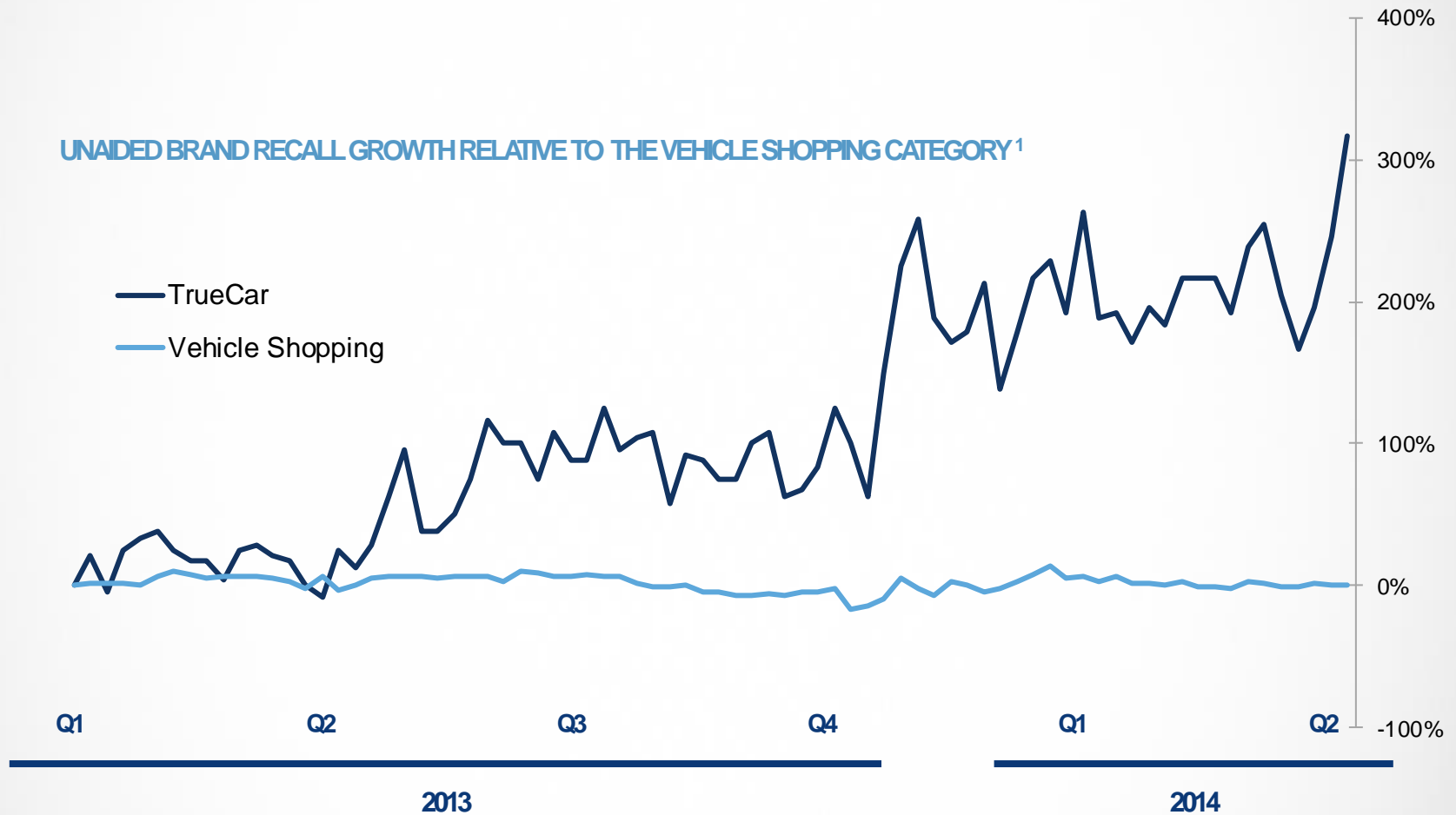


MARKET SHARE



TRUECAR UNAIDED BRAND RECALL

UNAIDED BRAND RECALL GROWTH RELATIVE TO THE VEHICLE SHOPPING CATEGORY¹

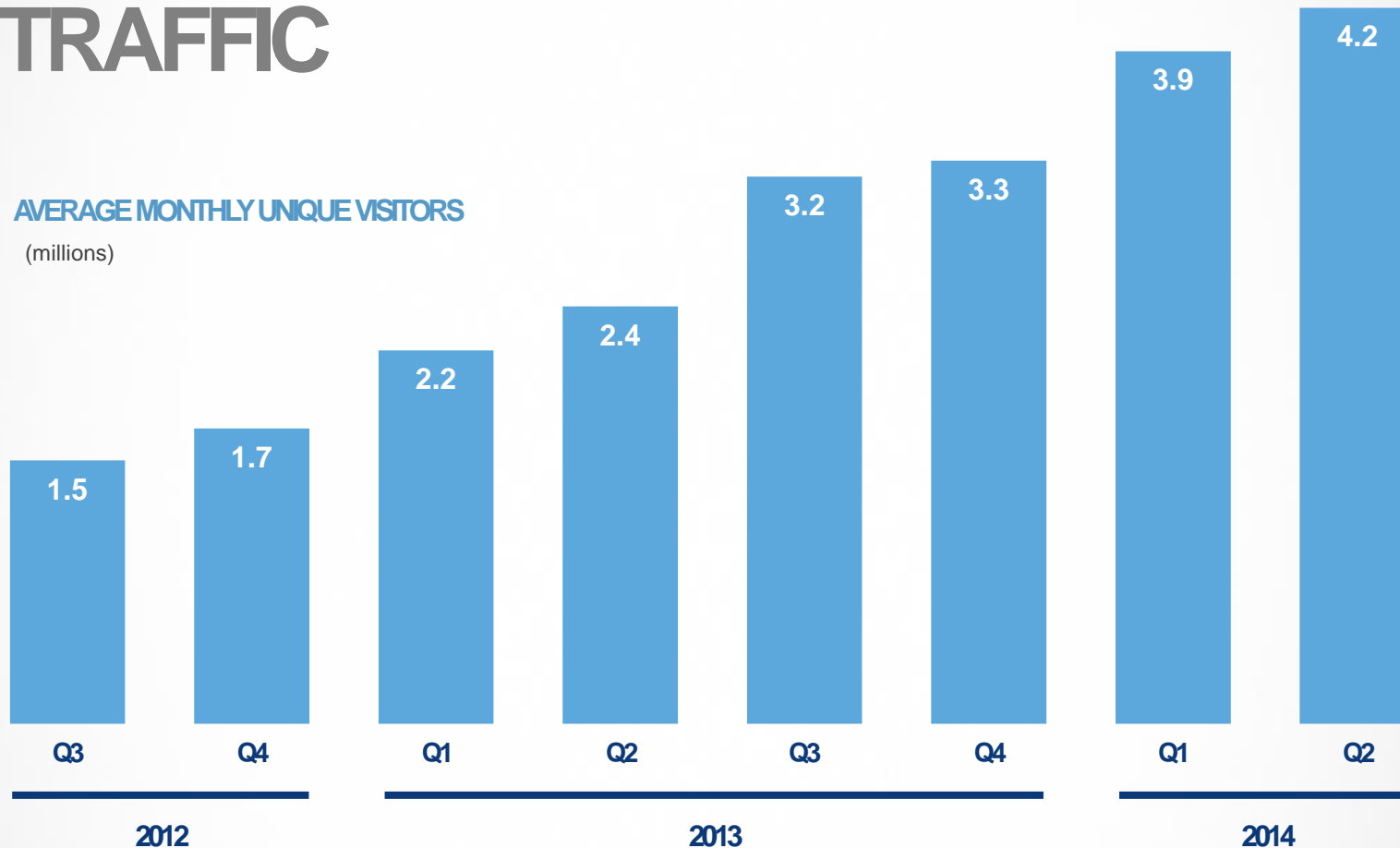


(1) Based on Google Trends index data for the period 1/1/13 to 6/30/14; Includes TrueCar search terms: "truecar," "true car," "truecar.com"; Vehicle Shopping is a subcategory of Autos & Vehicles.

TRAFFIC

AVERAGE MONTHLY UNIQUE VISITORS

(millions)



YY Growth:

108%

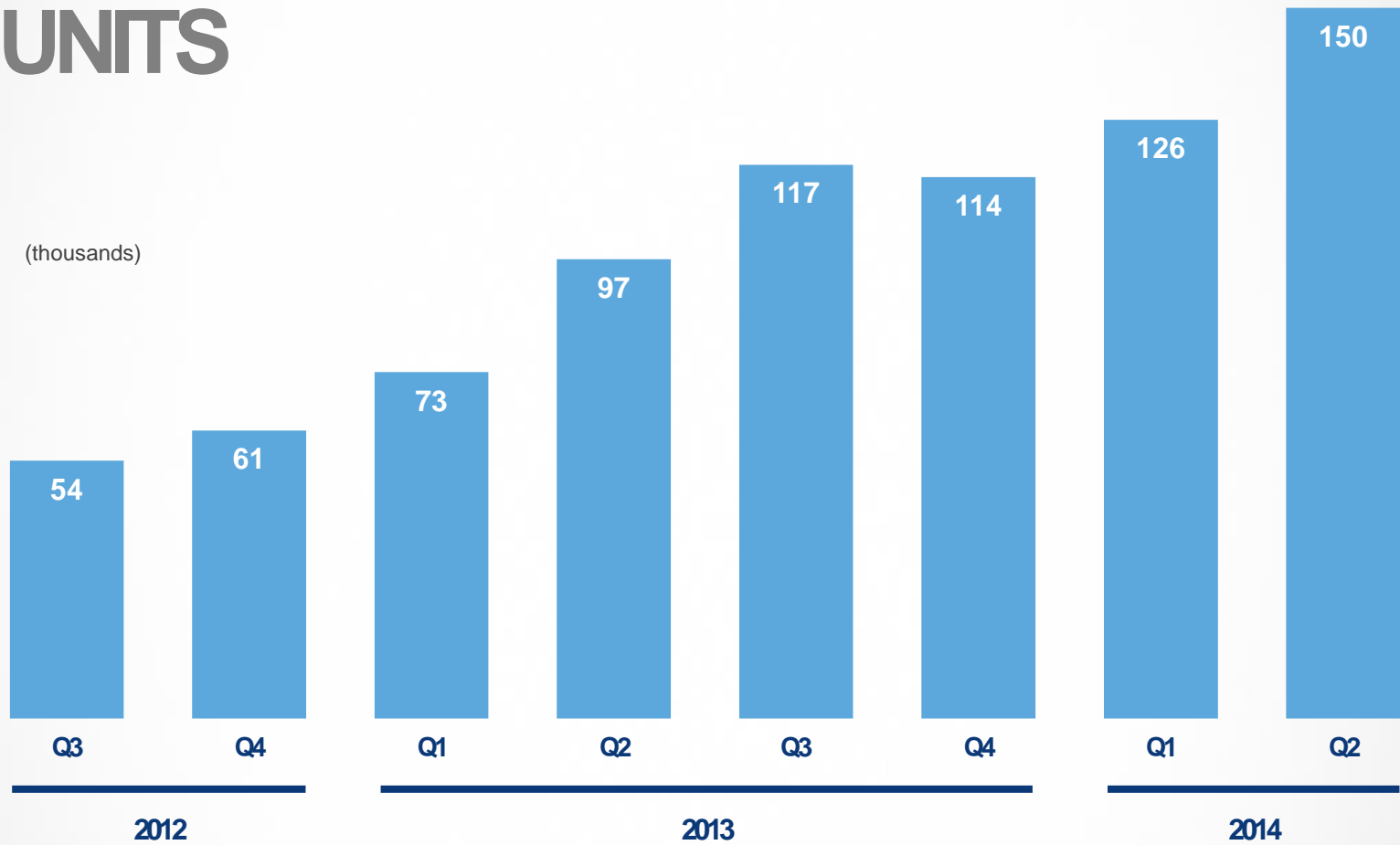
91%

80%

72%

UNITS

(thousands)



YY Growth:

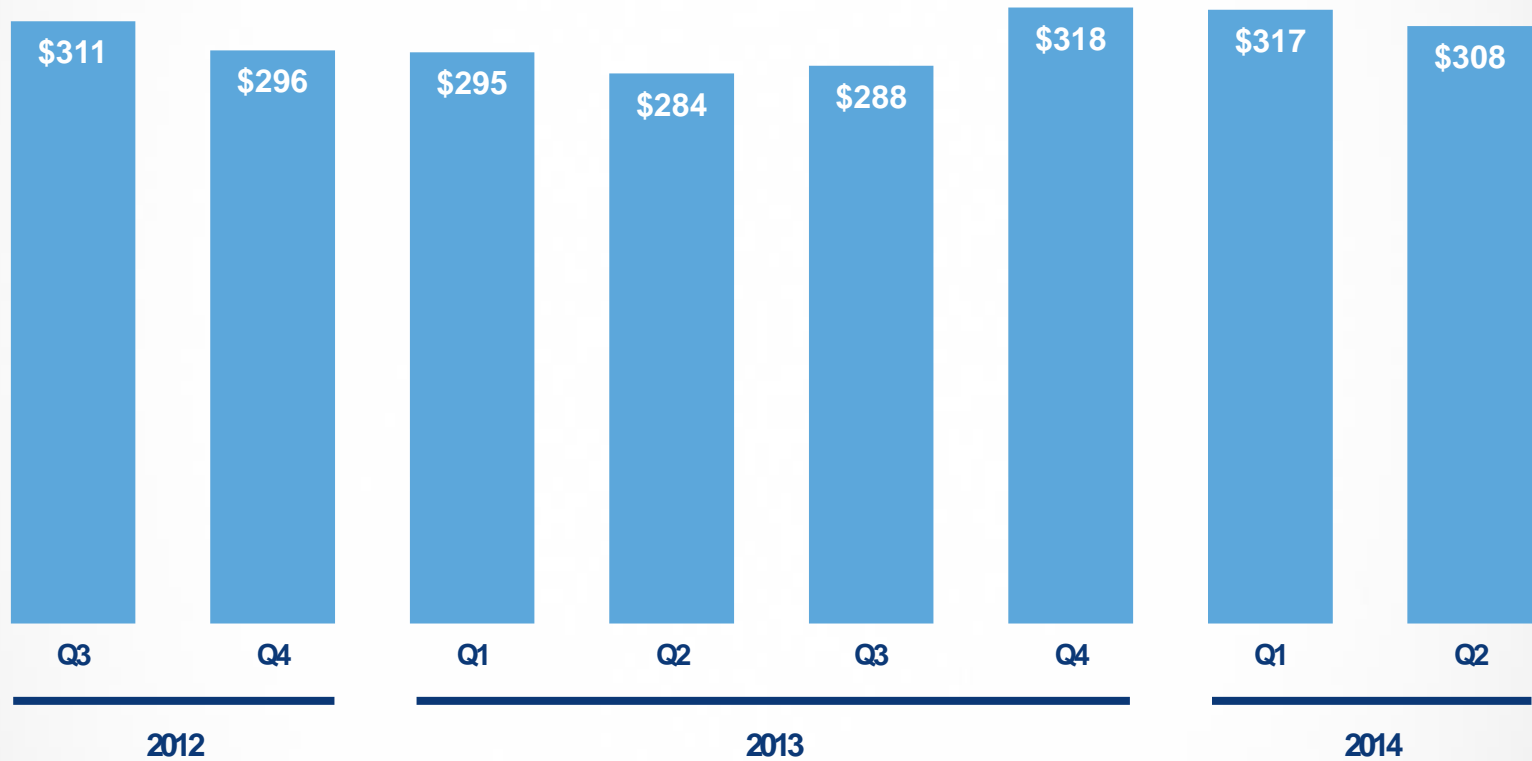
115%

88%

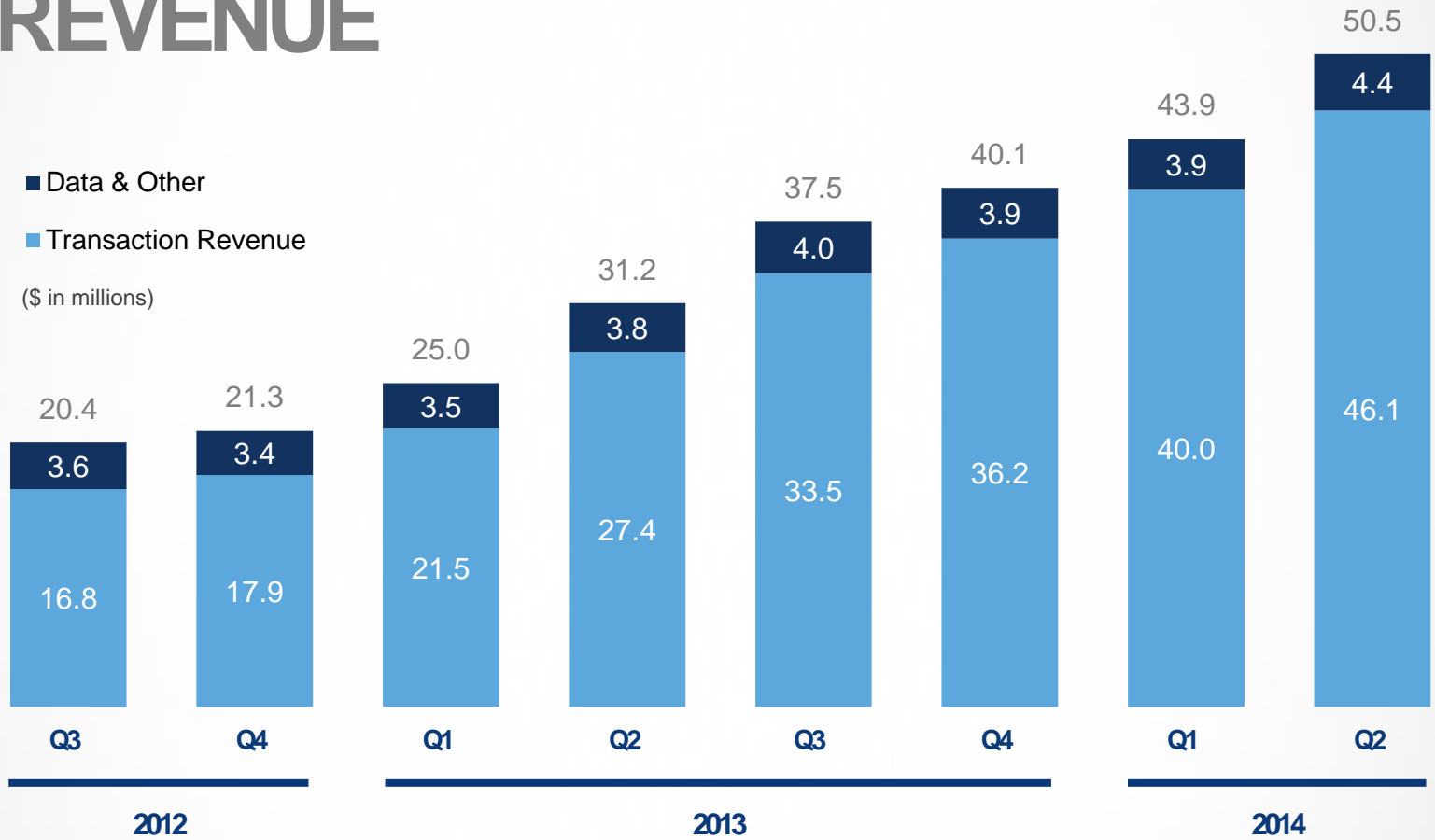
73%

55%

MONETIZATION



REVENUE

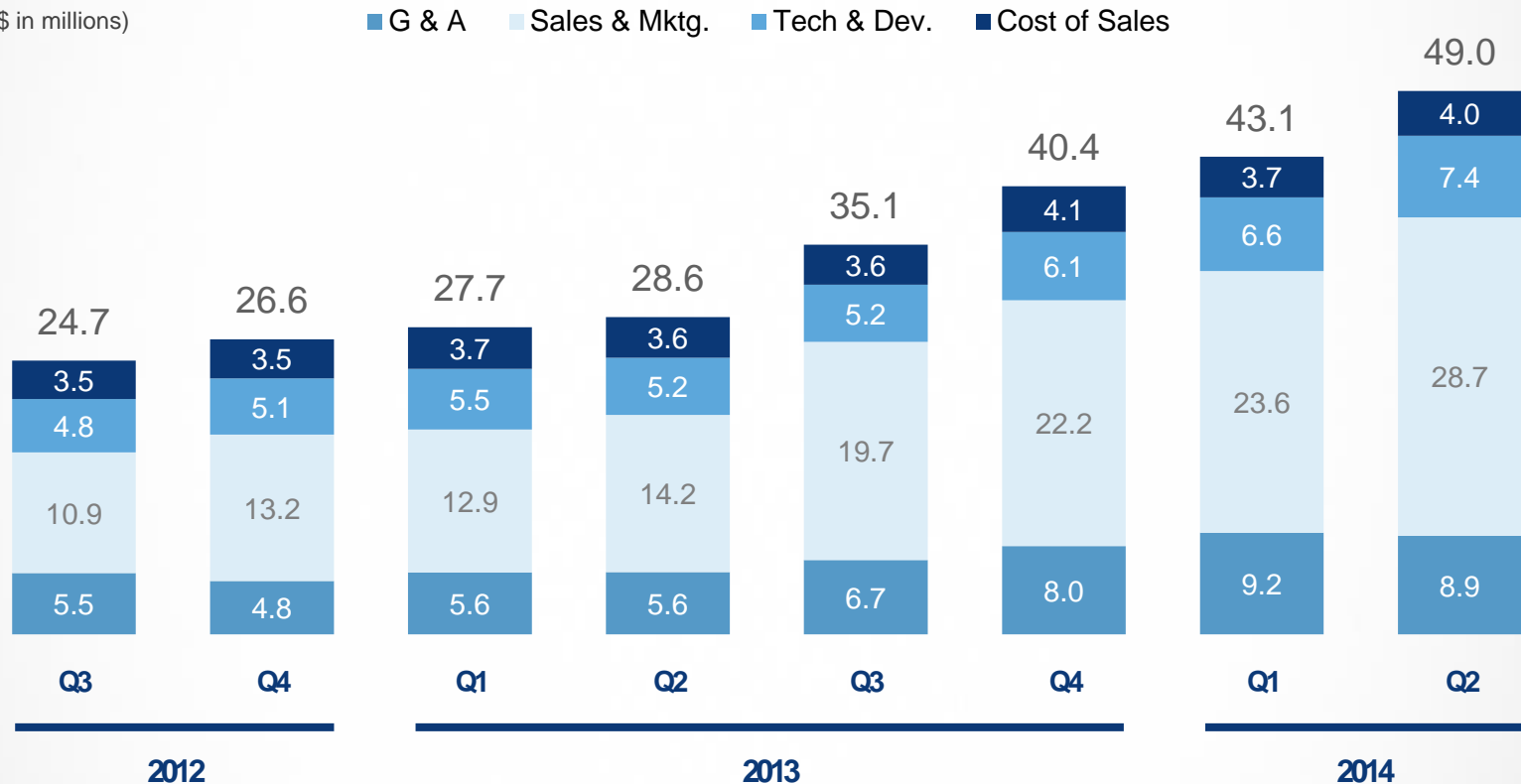


<i>Transaction Revenue Y/Y:</i>	99%	102%	86%	68%
<i>Total Revenue Y/Y:</i>	84%	88%	75%	62%

NON-GAAP EXPENSES ¹

EXPENSES

(\$ in millions)



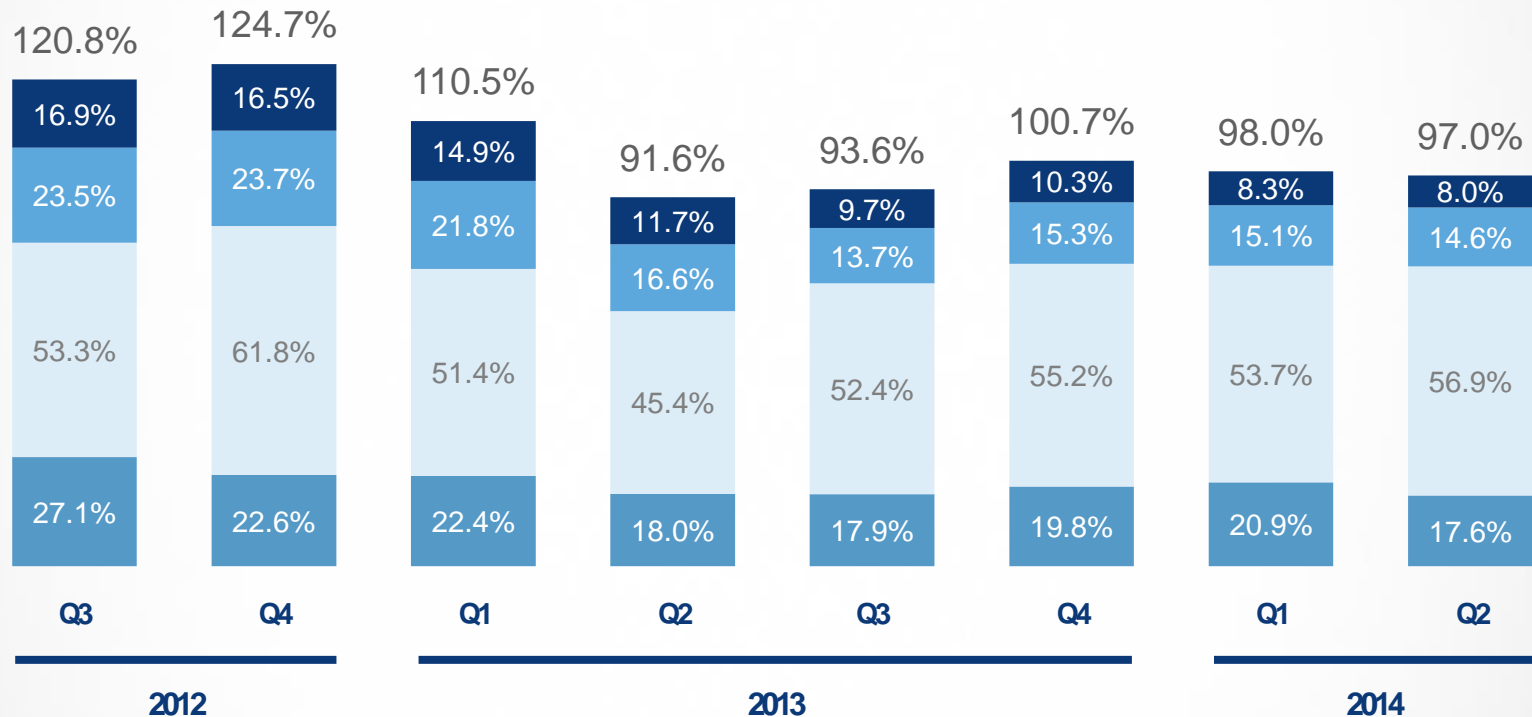
(1) See the attached Appendix and the Statements of Operations tab of the Q2 historical metrics file uploaded to <http://ir.true.com> for reconciliations to GAAP expenses.

NON-GAAP EXPENSES ¹

EXPENSES

(% of revenue)

■ G & A ■ Sales & Mktg. ■ Tech & Dev. ■ Cost of Sales

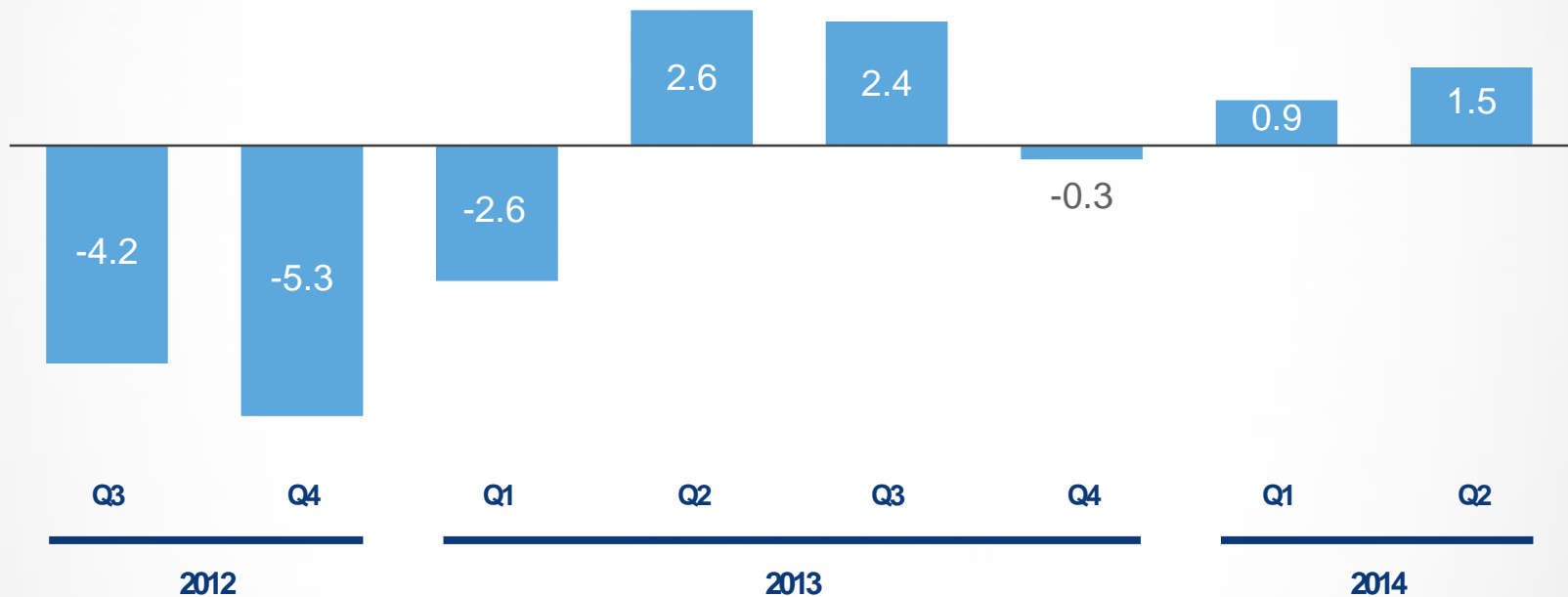


(1) See the attached Appendix and the Statements of Operations tab of the Q2 historical metrics file uploaded to <http://ir.true.com> for reconciliations to GAAP expenses.

ADJUSTED EBITDA ¹

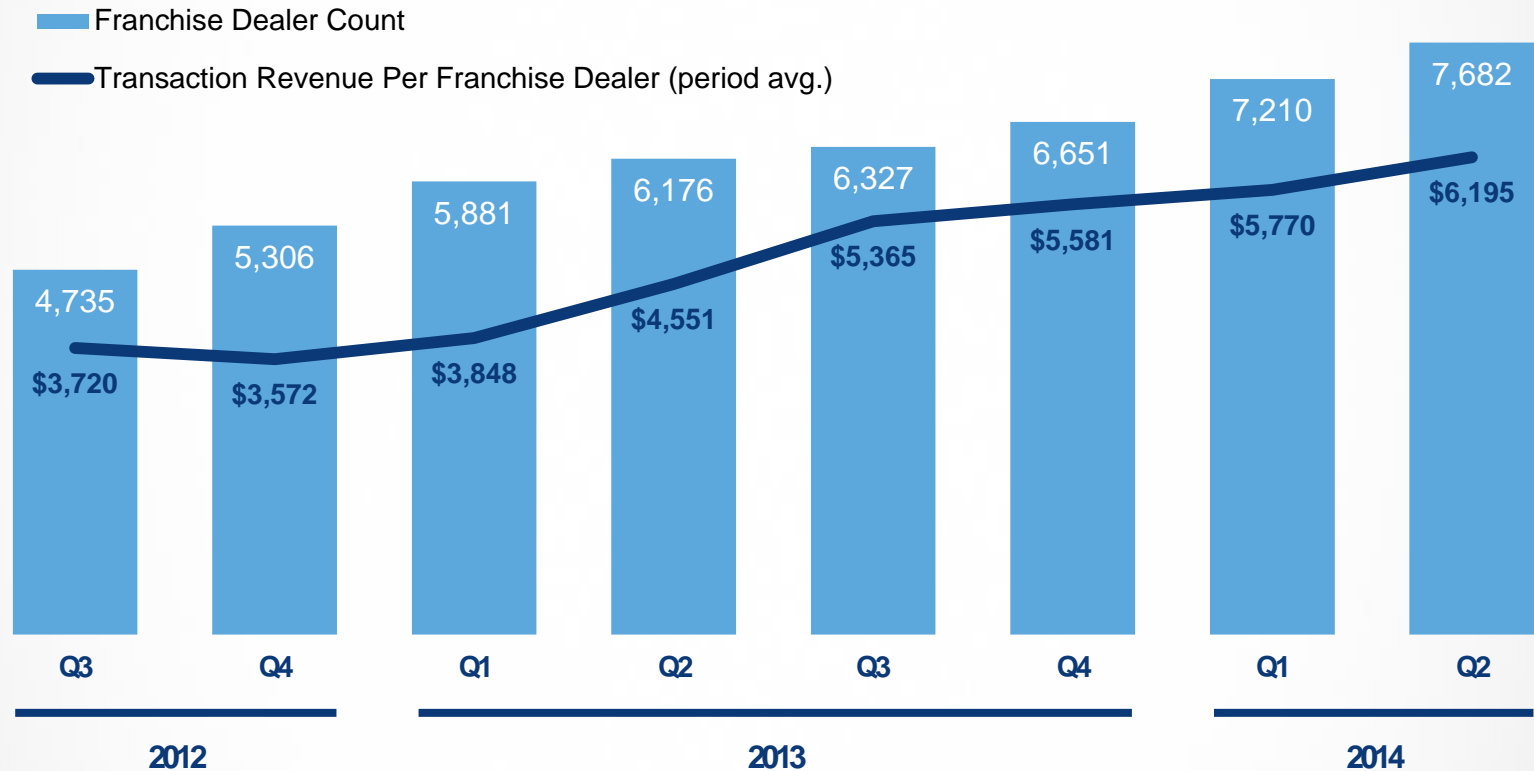
ADJUSTED EBITDA

(\$ in millions)



(1) Adjusted EBITDA is net loss adjusted to exclude compensation paid in stock, warrant expense, interest income, interest expense, loss on extinguishment of debt, taxes, depreciation and amortization, and certain other infrequently occurring items that TrueCar does not believe are indicative of ongoing results. See the attached Appendix and the Statements of Operations tab of the Q2 historical metrics file uploaded to <http://ir.true.com> for reconciliations to GAAP net income.

FRANCHISE DEALER COUNT



<i>Dealer Count Y/Y:</i>	34%	25%	23%	24%
<i>Revenue/Dealer Y/Y:</i>	44%	56%	50%	36%

Q3 2014 OUTLOOK

	Low	High
Revenue	\$51M	\$54M
Adjusted EBITDA ¹	\$2M	\$3M
<i>% of revenue</i>	3.9%	5.6%

- (1) Adjusted EBITDA is net loss adjusted to exclude compensation paid in stock, warrant expense, interest income, interest expense, loss on extinguishment of debt, taxes, depreciation and amortization, and certain other infrequently occurring items that TrueCar does not believe are indicative of ongoing results. See Appendix for reconciliation of Adjusted EBITDA to net loss.

FY 2014 OUTLOOK

	Low	High
Revenue	\$197M	\$202M
Adjusted EBITDA ¹	\$6M	\$8M
<i>% of revenue</i>	<i>3.0%</i>	<i>4.0%</i>

- (1) Adjusted EBITDA is net loss adjusted to exclude compensation paid in stock, warrant expense, interest income, interest expense, loss on extinguishment of debt, taxes, depreciation and amortization, and certain other infrequently occurring items that TrueCar does not believe are indicative of ongoing results. See Appendix for reconciliation of Adjusted EBITDA to net loss.

LONG-TERM FINANCIAL OBJECTIVES

NON-GAAP

	Q2 2014	Long-term Objectives
Gross margin	92%	92 - 95%
Technology & development	15%	10 - 12%
Sales & marketing	57%	32 - 35%
General & administrative	18%	9 - 11%
Adjusted EBITDA margin	3%	35%+

(1) See the attached Appendix and the Statement of Operations tab of the Q2 historical metrics file uploaded to <http://ir.true.com> for reconciliations to GAAP expenses.



APPENDIX

RECONCILIATION OF ADJUSTED EBITDA TO NET LOSS (unaudited)

(In thousands, except per share data)

	3 Months Ended Jun 30, 2013	3 Months Ended Jun 30, 2014
<u>Reconciliation of Adjusted EBITDA to Net Loss:</u>		
Net loss	\$ (3,802)	\$ (15,034)
Interest income	(29)	(10)
Interest expense	510	131
Depreciation and amortization	2,868	2,972
Stock-based compensation	2,043	7,395
Warrant expense	880	2,279
Change in fair value of contingent consideration	24	-
IPO-related expenses	-	3,717
Provision (benefit) for income taxes	136	67
Adjusted EBITDA	\$ 2,630	\$ 1,517

RECONCILIATION TO GAAP EXPENSES (unaudited)

(In thousands, except per share data)

	3 Months Ended Jun 30, 2013	3 Months Ended Jun 30, 2014
<u>Reconciliation of GAAP to Non-GAAP Costs and Expenses:</u>		
Cost of revenue, as reported	3,673	4,137
Stock-based compensation	28	113
Non-GAAP cost of revenue	3,645	4,024
Sales & Marketing, as reported	15,626	33,292
Stock-based compensation	580	1,307
Warrant expense	880	2,279
IPO-related expenses	-	983
Non-GAAP sales and marketing	14,166	28,723
Technology and development, as reported	5,618	8,513
Stock-based compensation	443	1,156
Non-GAAP technology and development	5,175	7,357
General and administrative, as reported	6,629	16,439
Stock-based compensation	992	4,819
Change in fair value of contingent consideration	24	-
IPO-related expenses	-	2,734
Non-GAAP general and administrative	5,613	8,886

RECONCILIATION TO NON-GAAP NET LOSS (unaudited)

(In thousands, except per share data)	3 Months Ended Jun 30, 2013	3 Months Ended Jun 30, 2014
<u>Reconciliation of Non-GAAP Net Loss to GAAP Net Loss:</u>		
Net loss, as reported	\$ (3,802)	\$ (15,034)
Stock-based compensation	2,043	7,395
Warrant expense	880	2,279
Change in fair value of contingent consideration	24	-
IPO-related expenses	-	3,717
Non-GAAP net loss	<u>\$ (855)</u>	<u>\$ (1,643)</u>
Basic shares for non-GAAP EPS	58,313	67,784
Diluted shares for non-GAAP EPS	58,313	67,784
Non-GAAP net loss per share - basic	\$ (0.01)	\$ (0.02)
Non-GAAP net loss per share - diluted	\$ (0.01)	\$ (0.02)

A close-up, low-angle shot of a blue car wheel, showing the tire and the hubcap. The wheel is the central focus, with a blurred background. The TRUECar logo is overlaid in white text on the wheel.

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