

Disclaimers

About this Presentation

This investor presentation (this "Presentation") relates to a proposed business combination (the "Business Combination") between dMY Technology Group, Inc. IV ("dMY") and Planet Labs, Inc. (the "Company"). The information contained herein does not purport to be all-inclusive and none of dMY, the Company or their respective affiliates or representatives makes any representation or warranty, express or implied, as to the accuracy, completeness or reliability of the information contained in this Presentation.

This Presentation does not constitute (i) a solicitation of a proxy, consent or authorization with respect to any securities or in respect of the proposed Business Combination or (ii) an offer to sell, a solicitation of an offer to buy, or a recommendation to purchase any security of dMY, the Company, or any of their respective affiliates. 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, or an exemption therefrom.

Forward Looking Statements

Certain statements in this Presentation may be considered "forward-looking statements" for purposes of the federal securities laws. Forward-looking statements generally relate to our current expectations, hopes, beliefs, intentions, strategies or projections about future events or dMY's or the Company's future financial or operating performance. For example, statements regarding anticipated growth in the inabstyn in which the Company operates and anticipated growth in demand for the Company's services, projections of the Company's future financial results and other metrics and ownership of the combined company following the closing of the Business Combination are forward-looking statements. In some cases, you can identify forward-looking statements by terminology such as "pro forma," "may," "should," "could," "might," "plan," "possible," "project," "strive," "budget," "forecast," "expect," "intend," "will," "estimate," "anticipate," "believe," "predict," "potential" or "continue," or the negatives of these terms or variations of them or similar terminology, but the absence of these works does not mean that a statement is not forward-looking, Such forward-looking statements are subject to risks, uncertainties, and other factors which could cause actual results to differ materially from those expressed or implied by such forward-looking statements are subject to risks, uncertainties, and other factors which could cause actual results to differ materially from those expressed or implied by such forward-looking statements are subject to risks, uncertainties, and other factors which could cause actual results to differ materially from those expressed or implied by such forward-looking statements are subject to risks, uncertainties, and other factors which could cause actual results to differ materially from those such forward-looking statements are subject to risks, uncertainties, and other factors which could cause actual results.

These forward-looking statements are based upon estimates and assumptions that, while considered reasonable by dMY and its management, and the Company and its management, as the case may be, are inherently uncertain. Factors that may cause actual results to differ materially from current expectations include, but are not limited to: the occurrence of any event, change or other circumstances that could give rise to the termination of definitive agreements with respect to the Business Combination due to the failure to obtain approval of the stockholders of dMY, to obtain financing to complete the Business Combination or to satisfy other conditions to closing; changes to the proposed structure of the Business Combination that may be required or appropriate as a result of applicable laws or regulations or as a condition to obtaining regulatory approval of the Business Combination; the ability to meet stock exchange listing standards following the consummation of the Business Combination; the ability to recognize the anticipated benefits of the Business Combination; the risk that the Business Combination; the ability of the company as a result of the anticipated benefits of the Business Combination; the risk that the Business Combination; the ability of the combined company to grow and manage growth profitably, maintain relationships with customers and suppliers and retain its management and key employees; costs related to the Business Combination; changes in applicable laws or regulations; the possibility that the Company or the combined company may be adversely affected by other economic, business, or competitive factors; the Company's estimates of expenses and profitability; the evolution of the markets in which the Company competes; the ability of the Company to implement its strategic initiatives and continue to innovate its existing services; the ability of the Company to implement its strategic initiatives and continue to innovate its existing services; the ability of the Company to the possibility of the Com

dMY and the Company caution that the foregoing list of factors is not exclusive. Nothing in this Presentation should be regarded as a representation by any person that the forward-looking statements set forth herein will be achieved or that any of the contemplated results of such forward-looking statements will be achieved. You should not place undue reliance on forward-looking statements, which speak only as of the date they are made. Neither dMY nor the Company undertakes any duty to update these forward-looking statements.

Financial Information; Non-GAAP Financial Measures

The financial information and data contained in this Presentation is unaudited and does not conform to Regulation S-X. Such information and data may not be included in, may be adjusted in or may be presented differently in the registration statement to be filed by dMY relating to the Business Combination and the proxy statement/prospectus contained therein.

This Presentation also includes certain financial measures not presented in accordance with generally accepted accounting principles ("GAAP") including non-GAAP Gross Profit, non-GAAP Gross Profit, non-GAAP Gross Margin, Adjusted free cash flow, Adjusted free cash flow margin, agiven period. The Company defines non-GAAP gross profit plus stock-based compensation classified as cost of goods, and non-GAAP gross margin as the percentage of non-GAAP gross profit plus to company defines Adjusted free cash flow as Adjusted EBITDA less capital expenditures, and Adjusted free cash flow margin as the percentage of Adjusted free cash flow reprind. The Company defines Adjusted EBITDA as net income (loss) before interest, taxes, depreciation and amortization and stock-based compensation expense. These non-GAAP financial measures are not measures of financial performance in accordance with GAAP and may exclude items that are significant in understanding and assessing the Company's financial results. Therefore, these measures should not be considered in isolation or as an alternative to net income, cash flows from operations or other measures of profitability, liquidity or performance under GAAP. You should be aware that the Company is financial results provide useful information to management and investors regarding certain financial and business trends relating to the Company's financial condition and results of operations. dMY and the Company believe these non-GAAP financial measures or included in determining these measures.

This Presentation also includes certain projections of non-GAAP financial measures. Due to the high variability and difficulty in making accurate forecasts and projections of some of the information excluded from these projected measures, together with some of the excluded information not being ascertainable or accessible, dMY and the Company are unable to quantify certain amounts that would be required to be included in the most directly comparable GAAP financial measures without unreasonable effort. Consequently, no disclosure of estimated comparable GAAP measures is included.

Use of Projections

This Presentation contains financial forecasts for the Company with respect to certain financial results for the Company. Neither dMY's nor Company's independent auditors have audited, studied, reviewed, compiled or performed any procedures with respect to the projections for the purpose of their inclusion in this Presentation, and accordingly, they did not express an opinion or provide any other form of assurance with respect the reto for the purpose of this Presentation. These projections are destinated and accordingly, they did not express a popinion or provide any other form of assurance with respect for the purpose of this Presentation, retrain of the above-mentioned projected information has been provided for purposes of providing comparisons with historical data. The assumptions and estimates underlying the prospective financial information are inherently uncertain and are subject to a wide variety of significant business, economic and competitive risks and uncertainties that could cause actual results to differ materially from those contained in the prospective financial information. Accordingly, there can be no assurance that the prospective financial information in this Presentation should not be regarded as a representation by any person that the results contained in the prospective financial information will be achieved.

Industry and Market Data

In this Presentation, dMY and the Company rely on and refer to certain information and statistics obtained from third-party sources which they believe to be reliable. Neither dMY nor the Company has independently verified the accuracy or completeness of any such third-party information. Some data is also based on the good faith estimates of the Company and dMY which are derived from their respective reviews of internal sources as well as the independent sources described above. This Presentation contains preliminary information only, is subject to change at any time and, is not, and should not be assumed to be, complete or to constitute all the information necessary to adequately make an informed decision reparding your enagement with Company and dMY.

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Highly Differentiated dMY Technology Franchise

7 transactions in 13 months, deploying \$2B in total capital¹



Harry You Co-Chairman

- Former EVP, Office of Chairman of EMC
- Former President, CFO and Co-Founder of GTY
- Former CEO of Bearing Point and CFO of Oracle and Accenture



Niccolo De Masi CEO

- Mobile pioneer Software & Hardware
- Former CEO of Glu Mobile, Monstermob and Hands-On Mobile
- Chairman of Glu Mobile; Board of IonQ, Jagex, GENI & RSI







- \$230m in trust
- \$160m PIPE
- Consumer internet







- \$276m in trust
- \$330m PIPE
- Sports data



- \$350m PIPE
- Quantum computing

dMY Technology Group IV NYSE: DMYQ



- \$345m in trust
- \$200m PIPE
- Whole earth data



World Class Team



William Marshall
Chief Executive Officer, CoFounder



Robbie Schingler Chief Strategy Officer, Co-Founder



Kevin Weil President, Product and Business



Ashley Fieglein Johnson Chief Financial and Operating Officer



James Mason Senior Vice President of Space Systems



Rosanne Saccone Chief Marketing Officer



Kristi Erickson Chief People Officer



Brian Hernacki Senior Vice President of Software



Charlie Candy
Chief Revenue Officer



Laura Malinasky Chief Legal and Compliance Officer



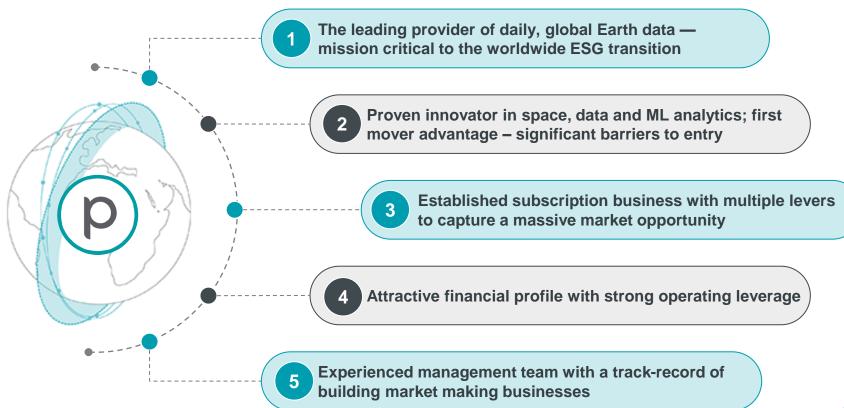
Planet indexes the Earth and makes it searchable, the way Google indexes the internet.



What will you discover?

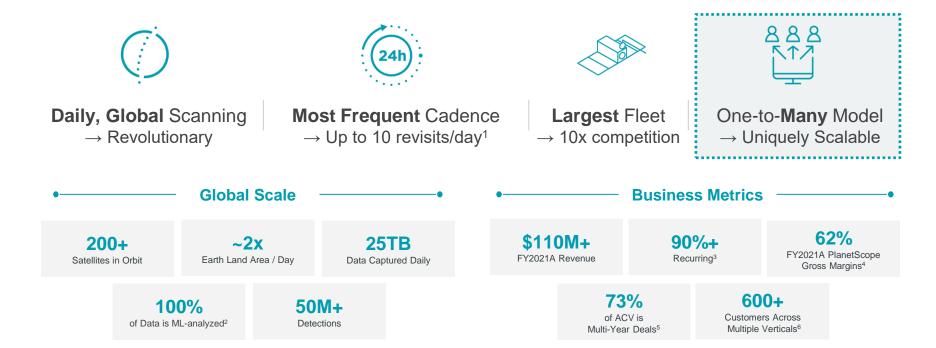


Key Investment Highlights





Planet is a One-to-Many Data Platform



Note: FYE January 31st

¹ Revisits/day is defined as number of times Company satellites image a particular area of interest on a given day.

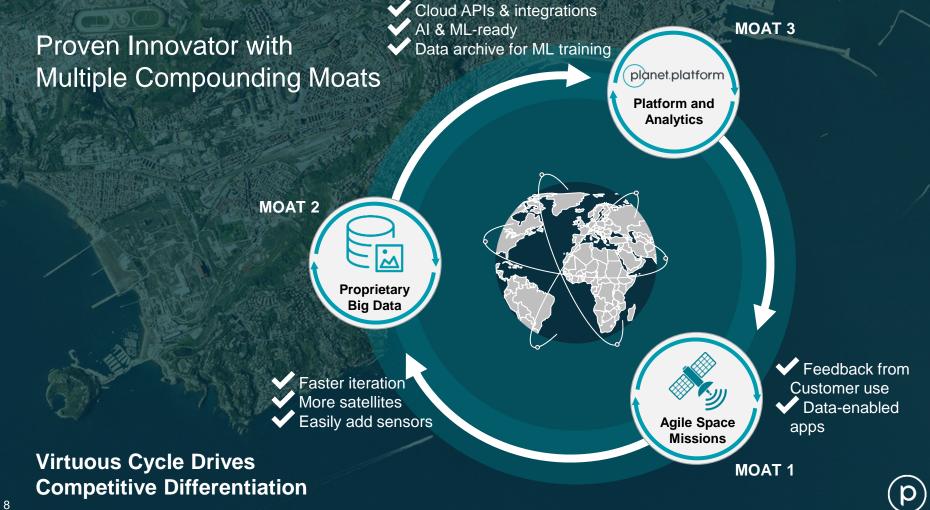
² ML-analyzed describes Planet's machine learning capabilities.

³ Recurring contracts are defined as those that are either subscription-based or have a minimum commitment of usage.

⁴ PlanetScope represents 73% of FY2021A revenue. Gross Profit used to calculate gross margin reflects non-GAAP Gross Profit relative to net revenue. Non-GAAP Gross Profit includes Depreciation & Amortization costs and adds back stock-based compensation classified as cost of goods.

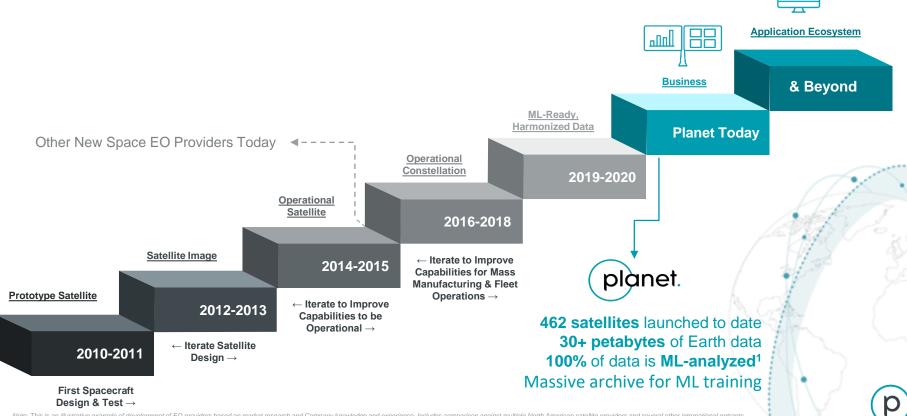
⁵ Represents percentage of Company Annual Contract Value contracted with a term that exceeds 1 year.

A customer is defined as a distinct entity which has a commercial relationship with Company, i.e. subscription agreements or one-off purchases of data. As of end of period January 2021.



Planet is Years Ahead of the Competition

A Scaled Next Generation Commercial Geospatial Company



Planet is 'the Bloomberg Terminal' for Earth Data





Planet's Data is Mission Critical

A field of crops shows early signs of infestation...

and a farmer saves this season's crop yield.

Without daily data

Agriculture companies lose revenue and competitive advantage

A plane departs from a location of interest...

and a **government** maintains situational awareness and reduces conflict.

Without daily data

Governments lack situational awareness – risking national security and citizen safety.

A paper company can monitor their supply chain...

and track deforestation, a cause of up to 20% of annual Greenhouse Gas emissions¹.

Without daily data

Companies lack information to report important ESG metrics – excluding them from key investor portfolios.

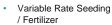


Established Subscription Business Across Many Large Verticals

Mapping / Internet

Representing Annual Revenue of \$110M+, Across 600+ Customers¹

Aariculture



- Crop Yield
- Directed Scouting
- Harvest Planning













Security & Safety

Vessel Monitoring

Natural Resource

Emergency Response

U.S. National

Reconnaissance Office²

Multiple Strategic Ministries of

Defense in Europe, the Middle East, and Africa

Multiple Strategic Ministries

of Defense in Asia Pacific

Multiple Strategic Security &

Intelligence Agencies in Latin and South America

Protection



Civil



- Environmental
- Disaster Management













Google

Topography

GIS

Road Detection





Forestry





Supply Chain Sustainability









Energy





Monitoring Spill & Disaster Management









Finance



FSG Metrics

Trading Strategies

Investment Research

Multiple Hedge Funds

Multiple Multinational

Investment Banks

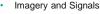
Multiple Investment

Research

Firms

Large Financial

Data Provider



Insurance



Risk Assessment



Multiple Agriculture Crop Insurance Firms

> Multiple Insuretech Companies

Large Automobile Insurance Company





Planet is at the Center of Two Multi-Trillion Dollar Global Economic Shifts

\$100 T Cumulative value created by 2025¹

DIGITAL TRANSFORMATION

Big Data & Al are unleashing a significant opportunity across industry; from Agriculture to Transportation to Forestry to Government, Planet delivers the data needed to create digital efficiencies and reduce cost.

\$53 T

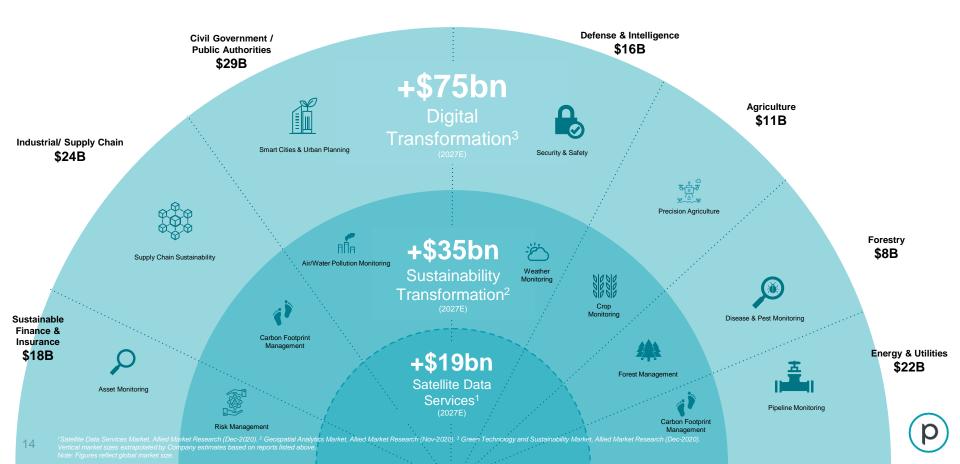
Global ESG assets by 2025²

SUSTAINABILITY TRANSFORMATION

Planet can help countries measure their regulations, banks measure their green bonds, companies measure their ESG goals – valuing natural systems in the economy.



Planet Has a Massive Market Opportunity



Simplifying Earth Data with ML to Deliver High Value in One Platform...





Multi-modal data enhancement

On-demand in the cloud and via API

Computer vision for color-correction

Harmonized time series

Multiple Levers for Growth



Scaling in Existing Verticals

Through investment in sales, marketing and software solutions



Expansion into New Verticals

Through **software solutions** that move up the stack



Establish Platform Ecosystem

Create a robust apps ecosystem



New Sensors & Data Sets

Meet market demand with new proprietary data

Additional Growth Vectors

Not Factored Into Our Model

Advanced Predictive Analytics and Modeling

To deliver customer value by forecasting future outcomes

Enable Long-Tail Adoption

With simple **consumer- like tools** for any user and apps ecosystem

Fusion of Novel Data Sets

To combine new products and capabilities with synergistic impact

Strategic Acquisitions

To accelerate all the above



Compelling Subscription KPIs



Predictable Subscription and Usage-Based Model



Long Term Multi-Year Contracts



Track Record of Upsell Expansion



Diverse Customer Base Across Multiple Verticals

90%+ Recurring¹

70%+ Multi-Year Deals²

110%+ **Net Dollar Retention Rate**

600+ **Customers Across Multiple Markets**



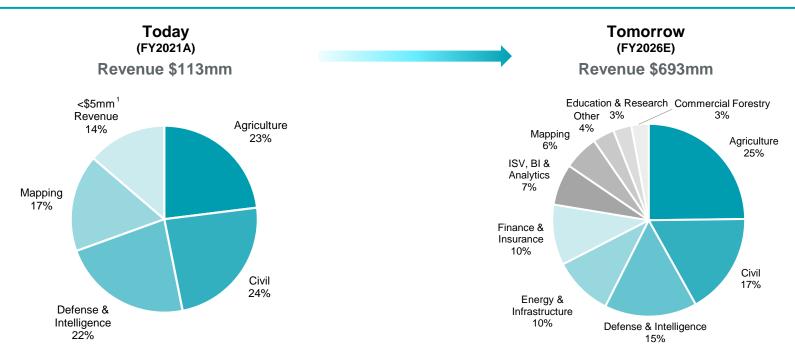
Strong Growth Over the Last 5 Years...





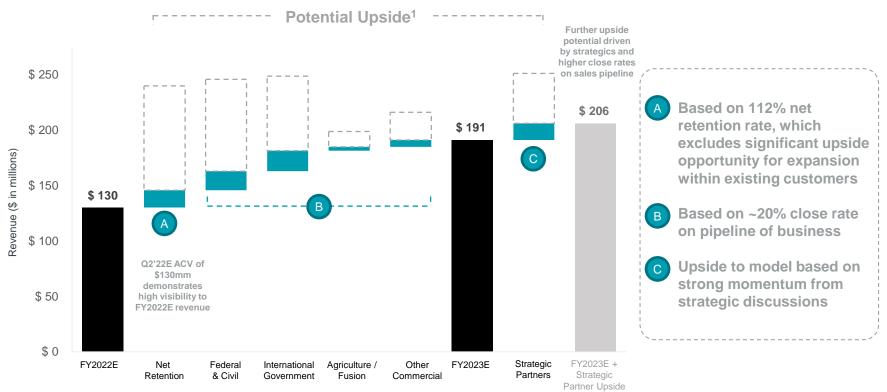
Highly Diversified and Differentiated Revenue Base

Revenue by Vertical



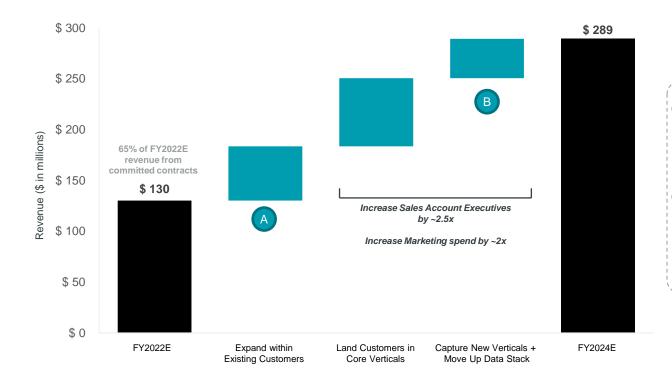


Strong Pipeline for Near-Term Growth





Multiple Levers to Accelerate Revenue

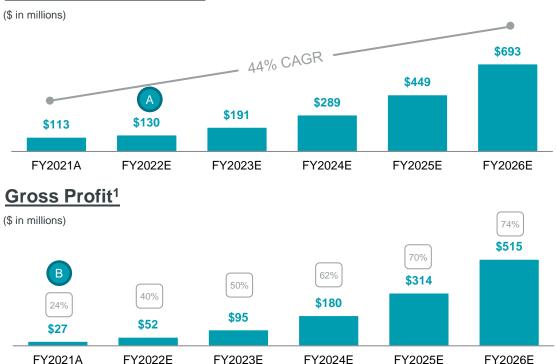


- A Grow Customer Success headcount by ~2x to drive customer retention and upsell
- B Grow Software Engineering headcount by ~2x and develop wide distribution of new products such as Data Fusion



...And a Path to Significant Scale with Compelling Unit Economics

Consolidated Revenue



- A 65% of FY2022E revenue from committed contracts
- PlanetScope (~73% of FY2021A Revenue) had gross margins of ~62% in FY2021A (including Depreciation & Amortization)



Clear Path to Profitability and Robust Cash Flow Generation

Adjusted EBITDA¹ Unaudited, (\$ in millions) \$ 187 15% \$ 67 (9%)(28%)(3%)\$(11) \$(10) \$(36) \$(39) FY2021A FY2022F FY2023F FY2024F FY2025E FY2026F Adjusted Free Cash Flow² Unaudited. (\$ in millions) 20% \$ 140 5% (42%)(15%)(36%)(30%)\$ 24 \$(41) \$(43) \$(55) \$(58)

FY2023E

- **Transaction proceeds fund** growth investments through Adjusted EBITDA breakeven
- **Significant FCF generation** driven by one-to-many business model and revenue scale relative to maintenance capex for constellation



FY2021A

FY2022E

FY2025E

FY2026F

FY2024F

A Business Model with Strong Operating Leverage

	Description	Commentary	Long-Term Target ¹
cogs	Cloud Hosting CostsMission Operations TeamsTechnical SupportProfessional Services	 Low incremental cost to serve a data subscription model Self-serve model drives high gross margins 	15-20%
R&D	 Spacecraft & Engineering Operations Software Development & Data Science 	 R&D investments in tools for enhanced data insights and analytics Space investments in new ESG data sets and ML-readiness 	16-19%
S&M	 Sales (Direct & Channel) Marketing Customer Success 	 Scalable model through platform ecosystem Multi-year subscription model drives high Customer Lifetime Value 	24-27%
G&A	 Corporate Functions (Finance, HR, Legal, Regulatory) Overhead allocated across departments 	Scales with absorption of public company costs	6-9%
Capex	 Space Capex includes Bill of Materials, manufacturing, and launch ground stations (non-leased) Leasehold improvements 	Agile approach drives manufacturing efficiency and reduced Bill of Materials costs Satellite payback period <1 year	5-8%





Proposed Transaction Summary

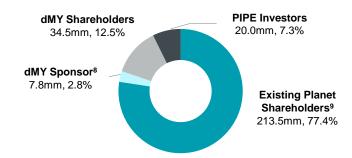
(\$ in millions, except per share amounts)

addition, he will purchase PIPE shares.

Key Transaction Terms

- Pro forma enterprise value of \$2,250mm
- Existing Planet shareholders will retain 77% ownership in the pro forma company
- Net proceeds of \$434mm (after transaction expenses and paydown of existing debt) will go to the balance sheet³

Illustrative Pro Forma Ownership⁷



¹ Pro Forma Net Debt / (Cash) includes pre-transaction cash of \$74mm and cash proceeds of \$434mm from the transaction.

⁹ Excludes 27mm of earnout shares subject to the same earnout conditions as described above for the sponsor founder shares.

Note: Will Marshall and Robbie Schingler will be issued "high vote" shares with 20.1 voting power. The high vote shares will sunset into single vote common stock upon the earlier of the (i) tenth anniversary of the closing of the merger and (ii) six month anniversary of such founder no longer providing services as a director, executive officer, member of the senior leadership team or other full-time employee with an on-going substantial role at Planet; provided that the shares will automatically convert into single vote shares if the founder is terminated for cause. Shares owned by Planet Founders and Directors & Officers of dIMY will proportionally be subject to an 18-month lock-up with potential for early release after 12 months if certain conditions are met; shares owned by 5% shareholders of Planet (other than Founders), go-forward Directors & Officers of Planet and other investors in dMY Sponsor subject to a 12-month lock-up with potential for early release after 6 months if certain conditions are met. The 10% plus holders of Planet's voting stock prior to the merger include Google LLC, affiliates of Draper Fisher Jurvetson, William Marshall and Robert of Planet's Class A common stock at \$14.94 per share, which he exercised early in full. Mr. Benifed read on only be terminated with cause for the first 30 months. In



Share Price Pro Forma Shares Outstanding	\$ 10.00 276		
Equity Value	\$ 2,758		
Pro Forma Net Debt / (Cash)	(508) ¹		
Enterprise Value	\$ 2,250		
Sources			
dMY IV Shares to Planet Existing Shareholders	\$ 2,135 ²		
dMY IV Cash Held in Trust	345		
PIPE Investment	200		
Total Sources	\$ 2,680		
Uses			
Cash to Balance Sheet	\$ 434 ³		
Paydown of Existing Debt	714		
Equity to Planet Existing Investors	2,135 ⁵		
Estimated Transaction Expenses	406		
Total Uses	\$ 2,680		

² Represents 213,5mm pro forma shares owned by Planet existing shareholders valued at \$10,00 / share. Excludes unvested equity awards.

^{3 \$20} million of potential Planet transaction expenses expected to be paid out from the cash to balance sheet. Such transaction expenses could be higher than anticipated.

⁴ Includes \$65mm of debt and \$6mm of repayment fees. Debt repayment excludes convertible debt, which is treated as equity. At the proposed transaction value, all convertible notes are anticipated to convert to common stock of Planet immediately prior to the closing of the DeSPAC at a 20% discount to the consideration per share received by existing Planet equity, and are included in Existing Planet Shareholders share count.

⁵ Determined using treasury stock method. Will not be subject to any adjustments to purchase price based on cash, debt and debt-like items or working capital.

⁶ Excludes \$20mm of potential Planet transaction expenses expected to be paid out upon closing of the merger. Such transaction expenses could be higher than anticipated.

Assumes no redemptions from dMY IV's existing public shareholders. Assumes PIPE shares are issued at a price of \$10.00. Excludes unvested equity awards, the impact of dMY IV's warrants (public or private) and 10% LTIP and 2.5% ESPP to be created as part of deSPAC.

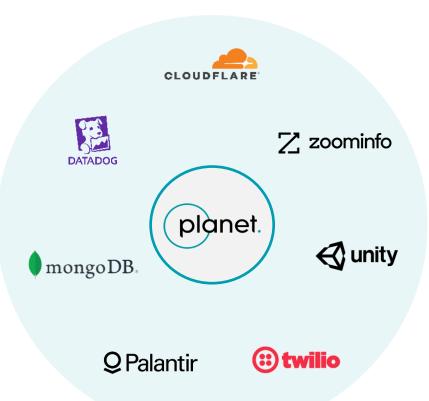
Based on 7.8mm founder shares at \$10.00. Excludes 0.22mm founder shares subject to earnout based on achievement of \$17.00 price per share, 0.22mm founder shares subject to earnout based on achievement of \$19.00 price per share, and 0.22mm founder shares subject to earnout based on achievement of \$19.00 price per share, and 0.22mm founder shares subject to earnout based on achievement of \$19.00 price per share, and 0.22mm founder shares subject to earnout based on achievement of \$10.00 price per share, and 0.22mm founder shares subject to earnout based on achievement of \$10.00 price per share, and 0.22mm founder shares subject to earnout based on achievement of \$10.00 price per share, and 0.22mm founder shares subject to earnout based on achievement of \$10.00 price per share, and 0.22mm founder shares subject to earnout based on achievement of \$10.00 price per share, and 0.22mm founder shares subject to earnout based on achievement of \$10.00 price per share, and 0.22mm founder shares subject to earnout based on achievement of \$10.00 price per share, and 0.22mm founder shares subject to earnout based on achievement of \$10.00 price per share, and 0.22mm founder shares subject to earnout based on achievement of \$10.00 price per share, and 0.22mm founder shares subject to earnout based on achievement of \$10.00 price per share, and 0.22mm founder shares subject to earnout based on achievement of \$10.00 price per share, and 0.22mm founder shares subject to earnout based on achievement of \$10.00 price per share, and 0.22mm founder shares subject to earnout based on achievement of \$10.00 price per share, and 0.22mm founder shares subject to earnout based on achievement of \$10.00 price per share, and 0.22mm founder shares subject to earnout based on achievement of \$10.00 price per share any time prior to or as of the \$10.00 price per share any time prior to or as of the \$10.00 price per share any time prior to or as of the \$10.00 price per share any time prior to or as of the \$10.00 price per share any time prior to or a

Identifying the Competitive Universe

Planet is Unique and Category-Creating

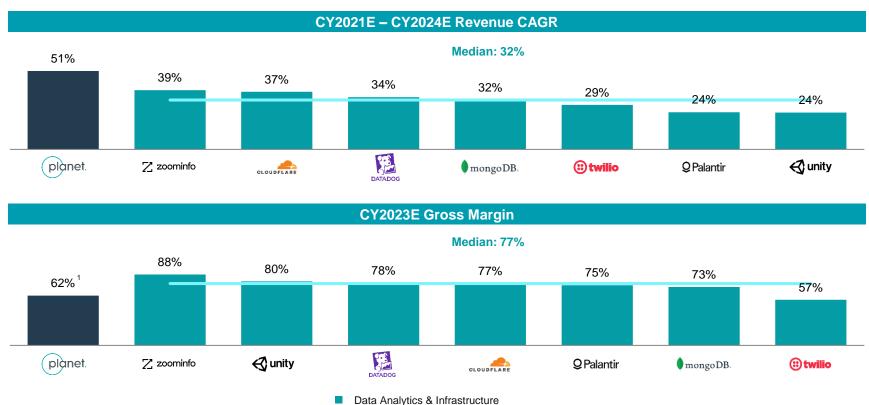
Data Analytics & Infrastructure Peers

- Similar long-term growth and margin profile
- Predictable, recurring business models
- Operating in large, underserved markets
- Competitive moats associated with platform and technology capabilities



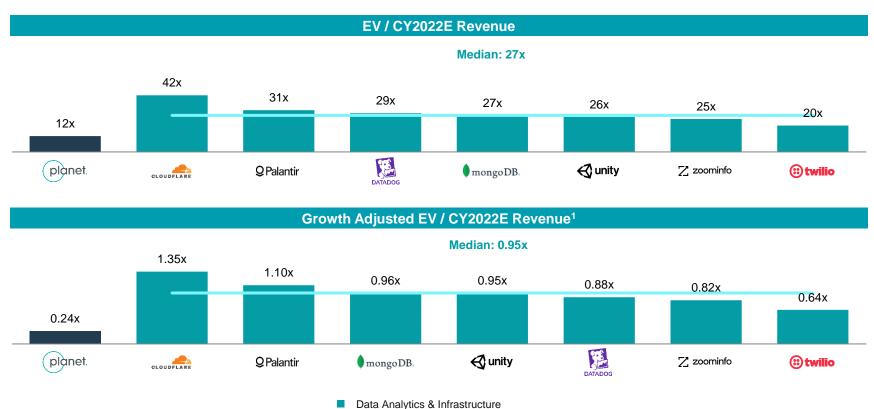


Operational Benchmarking



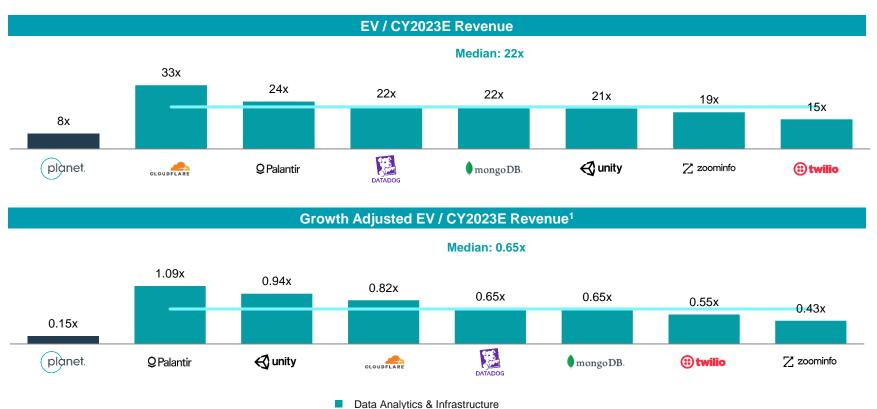


Valuation Benchmarking





Valuation Benchmarking







Driving Results for Customers



Case Study - Agriculture

Goal: Help farmers optimize input and build a stronger business



CHALLENGE

Obtain granular visibility
of the field to make the
right decisions in a timely
manner



ACTION

Detect problems, prescribe actions and track progress with PlanetScope

Monitoring



RESULTS

Farmers spent less time in the field scouting, saw less crop damage and reduced input costs



Driving Results for Customers



Case Study – State Government

Goal: Help with Permit Enforcement, Compliance & Land Reclamation



CHALLENGE

Enforce regulations cross 9
million acres of surface
land



ACTION

Track leased and to-beleased land with PlanetScope Monitoring & Analytics



RESULTS

Discovered **53 trespasses** and generated **>30% ROI**



Driving Results for Customers



Case Study – Government

Goal: Protect global forest ecosystems



CHALLENGE

Identify and track deforestation across the world's tropical forests



ACTION

Provide Monthly Basemaps imaging of tropics spanning across 70+ countries



RESULTS

4k+ users in 120 countries leveraging insights to reduce deforestation











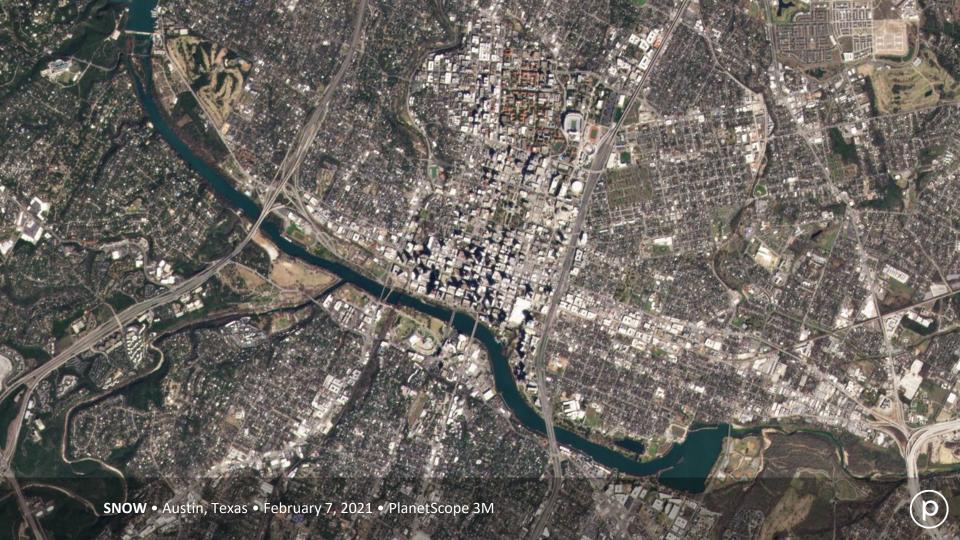






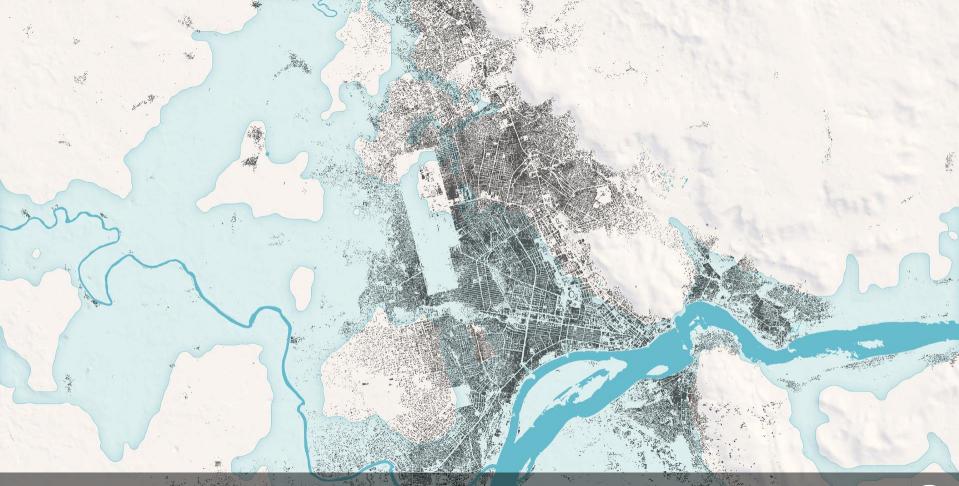




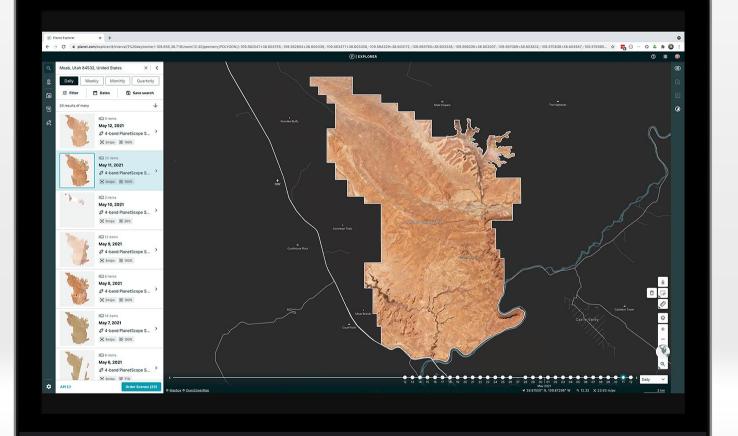












Reconciliation of Non-GAAP Financials

(\$ in millions)

Non-GAAP Gross Profit

	FY2021A
Gross Profit	\$ 26
(+) Stock-Based Compensation ¹	1
Non-GAAP Gross Profit	\$ 27

Adjusted EBITDA and Adjusted Free Cash Flow

Net Income (Loss)	<u>FY2021A</u> \$ (127)
(+) Taxes	1
(+) Net Interest and Other Income	39
(+) Depreciation & Amortization	62
(+) Stock-Based Compensation	14
Adjusted EBITDA	\$ (11)
(-) Capex	(30)
Adjusted Free Cash Flow	\$ (41)



Risk Factors Summary

All references below to "we," "us" or "our" refer to the business of Planet Labs Inc. (the "Company"). The risks described below summarize certain of the risks related to the Company faces or relating to an investment in the Company. A more extensive discussion of these risks will be disclosed in future documents filed or furnished by the Company and/or dMY Technology Group, Inc. IV ("dMY Technology Group") with the United States Securities and Exchange Commission ("SEC") following execution of definitive agreements in connection with the proposed transactions between the Company and dMY Technology Group.

Risks Related to our Business and Industry

- We have a limited history of operating at our current scale and under our current strategy, which makes it difficult to predict our future operating results, and we may not achieve our expected operating results in the future.
- We have a history of operating losses and we anticipate our operating expenses will increase substantially in the foreseeable future. As a result, we may not achieve or sustain profitability in the future.
- Our daily scan of the Earth is a data set that has not existed before. If the market for our products and services built upon this data set fails to grow as we expect, or if our current customers or prospective customers fail to adopt our platform, our business, financial condition and results of operations could be harmed.
- There is increasing competition from commercial entities and governments in our markets, and if we do not compete effectively, our business, financial condition and results of operations could be harmed.
- Our international operations create business and economic risks that could impact our financial results.
- If we or our third-party service providers experience, or are unable to protect against, cyber-attacks, ransomware, security incidents, or security breaches, or if unauthorized parties otherwise obtain access to our customers' data, our data, or our platform, then our platform may be perceived as not being secure, we may become unable to meet our service level commitments, our reputation may be harmed, demand for our platform and products may be reduced, and we may incur significant liabilities or additional expenses which may not be covered by existing cyber insurance.
- Interruption or failure of our infrastructure, or loss of our data storage, could hurt our ability to effectively perform our daily operations and provide our products and
- services, which could damage our reputation and harm our operating results. We process, store and use personal information and other data, which subjects us to governmental regulation and other legal obligations related to privacy, and any
- failure to comply with such obligations could harm our business.
- We may experience a number of issues such as delayed launches, we may suffer launch failures, our satellites may fail to reach their planned orbital locations, the cost of satellite launches may significantly increase and or satellite launch providers may not have sufficient capacity. An y such issue could result in the loss of our satellites or cause significant delays in their deployment, which could harm our business, prospects, financial condition and results of operations.
- We may experience a failure of ground operations infrastructure, interference with our satellite signals or geomagnetic solar storms that impair the performance of our satellites, which could harm our business, prospects, financial condition and results of operations.
- Our satellites may not be able to capture Earth images due to weather, natural disasters or other external factors, or as a result of constellation of satellites having restrained capacity.
- If we are unable to develop and release product and service enhancements and new products and services to respond to rapid technological change, or to develop new
- designs and technologies for our satellites, in a timely and cost-effective manner, our business, financial condition and results of operations could be harmed. Our business depends, in part, on sales to large enterprises and U.S. and foreign governmental entities, which are subject to a number of challenges and risks that may
- make our sales cycle, forecasting processes, and deployment processes more difficult to predict, require greater time and expense or negatively impact our business. The competitive position of our products depends in part on their ability to operate with third-party products and services, and if we are not successful in maintaining and
- expanding the compatibility of our products with such third-party products and services, our business, financial position, and operating condition and results of operations could be harmed. If our satellites fail to operate as intended, our ability to collect imagery and market our products and services successfully could be materially and adversely affected.
- Our revenue, results of operations and reputation may be negatively impacted if our products fail to meet contractual requirements or our products contain defects or fail to operate in the expected manner
- We are partially dependent on resellers of our imagery for a portion of our revenue. If these resellers fail to market or sell our products and services successfully, our
- business would be harmed. Downturns or volatility in general economic conditions, including as a result of the current COVID-19 pandemic or any other outbreak of an infectious disease, could
- have a material adverse effect on our business, financial condition, results of operations and liquidity. Our business, financial condition, results of operations, and prospects may be harmed if we are unable to sell our existing and new customers multiple of our data
- We depend on a limited number of suppliers for critical supplies and services, for research, development, manufacturing and launch of our satellites, which could in turn
- harm our business, prospects, financial condition and results of operations. The loss of any one or more of these suppliers or their failure to supply us with the necessary supplies or services on a timely basis could cause delays in our research, development or satellite manufacturing and adversely affect our business.
- We may be unable to establish supply relationships for necessary components and may be required to develop alternative relationships with different component suppliers, which could delay the introduction of our products, increase the costs for components more than anticipated, and negatively impact our business.
- The effects of the ongoing COVID-19 pandemic have materially affected how we and our customers, vendors, and partners are operating our businesses, and the duration and extent to which this will negatively impact our future business and operations, results of operations, financial condition, and cash flows remain uncertain.
- We have limited experience with respect to determining the optimal prices and pricing structures for our products and services which may impact our financial results.
- The loss of one or more of our key personnel, or our failure to attract, hire, retain and train other highly qualified personnel in the future, could harm our business, financial condition and results of operations. Failure to effectively develop and expand our sales and marketing capabilities could harm our ability to increase our customer base and achieve broader market
- We believe our long-term value as a company will be greater if we focus on growth, which may negatively impact our profitability.
- acceptance of our products and platform.
- We have substantial customer concentration, with a limited number of customers accounting for a substantial portion of our revenues and accounts receivable.
- Our business is capital intensive and we may not be able to raise adequate capital to finance our business strategies, or we may be able to do so only on terms that significantly restrict our ability to operate our business, and as a result raises substantial doubt about our ability to continue as a going concern.
- Our indebtedness could adversely affect our financial condition, our ability to raise additional capital to fund our operations, our ability to operate our business, our ability to react to changes in the economy or our industry and our ability to pay our debts and could divert our cash flow from operations for debt payments.
- We have experienced, and expect to continue to experience, seasonality in our business and fluctuations in our operating results due to usage-based contracts.
- We may face exposure to foreign currency exchange rate fluctuations.
- We rely upon third-party providers of cloud-based infrastructure to host our products. Any disruption in the operations of these third-party providers, limitations on capacity or interference with our use could adversely affect our business, financial condition and results of operations.
- Our business depends on a strong brand. If we are not able to maintain and enhance our brand, our ability to retain or expand our base of customers will be impaired and our business and operating results will be harmed.
- If we cannot maintain our company culture as we grow, our success and our business and competitive position may be harmed.
 - Our past and future acquisitions will require significant management attention. Our acquisitions could disrupt our business, dilute stockholder value or adversely affect
- our operation results Issues in the use of artificial intelligence, including machine learning and computer vision (together, "Al"), in our geospatial data and analytics platforms may result in reputational harm or liability.

- Limited insurance coverage and availability may prevent us from obtaining insurance to cover all risks of loss.
- Our projections are subject to significant risks, assumptions, estimates and uncertainties. As a result, our projected revenues, gross profit Adjusted EBITDA, Adjusted operating profit, and Adjusted Free Cash Flow may differ materially from our expectations.

Our quarterly results may fluctuate significantly and may not fully reflect the underlying performance of our business.

Risks Related to Intellectual Property, Information Technology and Data Security and Privacy

- If we are unable to protect our intellectual property, the value of our brand and other intangible assets may be diminished, and our business may be adversely affected. We may be, in the future, party to intellectual property rights claims and other litigation which are expensive to support, and if resolved adversely, could have a
- significant impact on us
- If we use open source software inconsistent with our policies and procedures or the license terms applicable to such software, we could be subject to demands to release material portions of our source code, legal expenses, damages, or costly remediation or disruption to our business,

Risks Related to Legal, Regulatory, Accounting, and Tax Matters

- We operate in a highly regulated industry and government regulations may adversely affect our ability to sell our services, may increase the expense of such services or otherwise limit our ability to operate or grow our business.
- We are subject to the requirements of the National Industrial Security Program Operating Manual for the facility security clearance of our subsidiary. Planet Labs Federal, Inc., which is a prerequisite to our ability to perform services requiring classified personnel for the U.S. government.
- We are subject to anti-corruption, anti-bribery, anti-money laundering and similar laws, and non-compliance with such laws can subject us to criminal and/or civil liability and harm our business.
- Failure to comply with governmental laws and regulations could harm our business.
- Our policies regarding customer confidential information and support for individual privacy and civil liberties could cause us to experience adverse business and
- We could be subject to changes in tax rates or the adoption of new tax legislation, whether in or out of the United States, or could otherwise have exposure to additional tax liabilities, which could harm our business.
- Our results of operations may be harmed if we are required to collect sales and use, gross receipts, value-added, or similar taxes for our products in jurisdictions where we have not historically done so.
- We may not be able to utilize a significant portion of our net operating loss, which could adversely affect our potential profitability.
- Our customers may fail to pay us in accordance with the terms of their agreements, necessitating action by us to compel payment.
- Our reported financial results may be adversely affected by changes in accounting principles generally accepted in the United States.
- If our judgments or estimates relating to our critical accounting policies are based on assumptions that change or prove to be incorrect, our results of operations could
- fall below expectations of securities analysts and investors, resulting in a decline in our stock price.

Additional Risks Related to Ownership of Planet Common Stock Following the Business Combination and Planet Operating as a Public Company The price of Planet's common stock and warrants may be volatile.

- The SEC has recently issued guidance on the accounting treatment of warrants. Such guidance may require us to restate or revise our financial statements, make new SEC filings or file amendments to existing filings or amend certain provisions of our warrant agreement.
- We have broad discretion in how we use the net proceeds from the Business Combination, and we may not use them effectively.
- If securities or industry analysts either do not publish research about us, or publish inaccurate or unfavorable research about us, our business, or our market, or, if such analysts change their recommendations regarding our common stock adversely, the trading price or trading volume of our common stock could decline.
- We do not intend to pay cash dividends for the foreseeable future.
- We may be subject to securities litigation, which is expensive and could divert management attention.
- Future resales of common stock after the consummation of the Business Combination may cause the market price of our securities to drop significantly, even if our business is doing well.
- The obligations associated with being a public company will involve significant expenses and will require significant resources and management attention, which may divert from Planet's business operations.
- If Planet fails to maintain effective internal control over financial reporting at a reasonable assurance level, Planet may not be able to accurately report Planet's financial results, which could have a material adverse effect on Planet's operations, investor confidence in Planet's business and the trading prices of Planet's securities.
- Compliance obligations under the Sarbanes-Oxley Act may make it more difficult for us to effectuate the Business Combination, require substantial financial and
- management resources and increase the time and costs of completing a business combination. We are an emerging growth company within the meaning of the Securities Act, and if we take advantage of certain exemptions from disclosure requirements available
- to emerging growth companies, this could make our securities less attractive to investors and may make it more difficult to compare our performance with other public
- The dual class structure of our post-Business Combination common stock will have the effect of concentrating voting power with New Planet's Chief Executive Officer and Co-Founder and Chief Strategy Officer and Co-Founder, which will limit an investor's ability to influence the outcome of important transactions, including a change
- We cannot predict the impact New Planet's dual class structure may have on the stock price of New Planet Class A common stock.
- Delaware law and provisions in our post-Business Combination amended and restated certificate of incorporation and amended and restated bylaws could make a takeover proposal more difficult.
- Claims for indemnification by our directors and officers may reduce our available funds to satisfy successful third-party claims against us and may reduce the amount of
- Our post-Business Combination amended and restated certificate of incorporation designates the Court of Chancery of the State of Delaware as the sole and exclusive forum for certain types of actions and proceedings and the federal district courts as the sole and exclusive forum for other types of actions and proceedings, in each case, that may be initiated by New Planet's stockholders, which could limit New Planet's stockholders' ability to obtain what such stockholders believe to be a favorable judicial forum for disputes with New Planet or New Planet's directors, officers or other employees,
- Following the Business Combination, we will operate as a Delaware public benefit corporation. As a public benefit corporation, we cannot provide any assurance that we will achieve our public benefit purpose.
- As a public benefit corporation, our focus on a specific public benefit purpose and producing a positive effect for society may negatively impact our financial
 - Our directors have a fiduciary duty to consider not only our stockholders' interests, but also our specific public benefit and the interests of other stakeholders affected by our actions. If a conflict between such interests arises, there is no guarantee such a conflict would be resolved in favor of our stockholders.
- As a Delaware public benefit corporation, we may be subject to increased derivative litigation concerning our duty to balance stockholder and public benefit interest, the occurrence of which may have an adverse impact on our financial condition and results of operations.