Factors that may affect our results, performance, circumstances or achievements include, but are not limited to, the following: increased information technology security threats and sophisticated computer crime; foreign political and economic risks including supply-chain difficulties; regulations that could restrict our operations such as economic sanctions and export restrictions; changes in U.S. trade policies; indirect effects of the Russia – Ukraine conflict; market instability including inflation and recessionary pressures; risks related to doing business with China; catastrophic events; inability to protect our intellectual property; open source technology exposure, including risks related to artificial intelligence; failure to compete effectively or to respond to rapid technological changes; consolidation in our industry; difficulty in predicting the length and strength of any downturn or expansion period of the market we target; factors that adversely affect the pricing and demand for our product lines; dependency on a small number of large customers; dependency on a single manufacturing facility per product line; dependency on a limited number of suppliers; difficulty in integrating current or future acquisitions; lengthy sales cycle and customer delays in orders; risks related to conditions in Israel, including related to the recent attack by Hamas and other terrorist organizations from the Gaza Strip and Israel’s war against them; risks related to our convertible notes; currency fluctuations; and quarterly fluctuations in our operating results. We cannot guarantee future results, levels of activity, performance or achievements. The matters discussed in this presentation also involve risks and uncertainties summarized under the heading “Risk Factors” in Nova’s Annual Report on Form 20-F for the year ended December 31, 2023, filed with the Securities and Exchange Commission on February 20, 2024. These factors are updated from time to time through the filing of reports and registration statements with the Securities and Exchange Commission. Nova Ltd. does not assume any obligation to update the forward-looking information contained in this presentation.

Use of Non-GAAP Adjusted Financial Measures
This presentation provides financial measures that exclude amortization of acquired intangible assets, acquisition-related expenses, inventory step-up and contingent consideration revaluation, stock-based compensation expenses, revaluation of operating lease liabilities and remeasurement of intercompany loans, amortization of debt discount and issuance costs and tax effect of non-GAAP adjustment, as applicable, and are therefore not calculated in accordance with generally accepted accounting principles (GAAP). Management believes that these non-GAAP financial measures provide meaningful supplemental information regarding Nova’s performance because they reflect our operational results and enhance management’s and investors’ ability to evaluate Nova’s performance before charges or benefits considered by management to be outside Nova’s ongoing operating results. The presentation of this non-GAAP financial information is not intended to be considered in isolation or as a substitute for the financial information prepared and presented in accordance with GAAP. Management believes that it is in the best interest of its investors to provide financial information that will facilitate comparison of both historical and future results and allow greater transparency to supplemental information used by management in its financial and operational decision making. A reconciliation of each GAAP to non-GAAP financial measure discussed in this presentation is contained in the accompanying financial tables.

Forward-Looking Statements
This presentation contains forward-looking statements within the meaning of safe harbor provisions of the Private Securities Litigation Reform Act of 1995 relating to future events or our future performance, such as statements regarding, but not limited to, anticipated growth opportunities and projections about our business and its future revenues, expenses and profitability. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, levels of activity, performance or achievements to differ materially from any future results, levels of activity, performance or achievements expressed or implied in those forward-looking statements.
Nova is a leading innovator and a key provider of **metrology** solutions for advanced **process control** used in semiconductor manufacturing.
A TRUSTED PARTNER

We measure ourselves by our ability to transcend expectations and boundaries

We partner with our customers to craft innovative process control solutions enhanced with unique value
Revealing the Invisible
Actionable Insight, Critical Foresight

- **Dimensional**
- **Materials**
- **Chemical**
- **Optical**
- **X-Ray**
- **Analysis**

**Advanced Software**

**Gate-All-Around**
- A4
- X100
- A15
- 150M Transistors
- 16B

**Advanced Memory**
- 64 Layers
- 400

**Advanced Packaging**
- Flip-Chip Bump
- X30
- 300µm Pitch
- <10µm
Solid Track Record
Outperforming the Market by >50%

- Proven execution
- Outperforming the industry
- Doubling revenues every 5 years
- Resilient business model

Wide Metrology Coverage
Differentiated Portfolio
Organic Growth Engines
Diverse Markets & Nodes
Global Footprint
Diverse Revenue Streams

Annual Revenues
2008 $39M
2013 $112M
2018 $251M
2023 $518M

5 Year CAGR
Nova +16%
WFE +10%

WFE source: Gartner; CAGR: 2018-2023, Company product revenues
Quarterly Performance

Q1 24 Highlights

- Record Non-GAAP net income
- Record operating and free cash flow, with gross margin growing to 61%
- Continued adoption of advanced portfolio by leading customers for advanced applications

<table>
<thead>
<tr>
<th>Company Guidance</th>
<th>Revenue</th>
<th>EPS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Q2 2024</td>
<td>$144-$152M</td>
<td>$1.07-$1.21 (GAAP)</td>
</tr>
<tr>
<td></td>
<td></td>
<td>$1.27-$1.42 (non-GAAP)</td>
</tr>
</tbody>
</table>

Non-GAAP Financials, Q2 2024 mid-guidance of company forecast
Global Footprint, Diversified Exposure

3 R&D and Production Centers

27 Offices

Legend:
- R&D and Production
- Field Office: Sales & Service

USA
- California
  - 6 offices

Israel
- Rehovot; Ness Ziona
- Corporate Offices
  - 2 offices

Europe
- Germany
  - 6 offices

Korea
- 4 offices

China
- 4 offices

Japan
- 3 offices

Taiwan
- 4 offices

Singapore
- 1 office
Multiple Drivers for Secular Growth
Semiconductor Revenue Forecast – $1T by 2030

- Gen AI near-term drives data centers & HPC, longer-term: end-point devices;
  Revenues to reach $159B by 2028
- ADAS, EV/HEV, Auto-HPC to drive auto chip
  Revenues >$130B by 2031

Sources: SEMI, Gartner. 5Y CAGR 2023-2028
Government Funding Drives Technology Advancement and Global Fabrication Footprint

> $200B in Funding and Incentives by 2030

> 100 Fabrication Projects

Legend:
- Government Funding/ incentives
- New Fab facilities / construction in 2024

USA
- $80B
- 23

Europe
- $50B
- 19

China
- $30B
- 32

Korea
- $20B
- 7

Japan
- $20B
- 12

India
- $15B
- 3

Taiwan
- $15B
- 10

Source: TechInsights, Dentons, SEMI, Jefferies
Next-Gen Dimensions Driven Opportunities
Scale and Complexity Drive Metrology Intensity

- Scaled Devices, Multiple Design Steps
- Moving toward 3D architectures
- >X2 interconnect layers

**Logic**
- GAA individual Nanosheets (thickness, indent)
- Buried structures

**DRAM**
- High-Aspect Ratio Bottom gate parameters
- Tight contact holes

**Advanced Packaging**
- Buried structures
- Topography & Profile

**NAND**
- High-Aspect Ratio Bottom parameters in multi tier
- Full profile
Next-Gen Materials Driven Opportunities
Materials Diversity Drives Broader Metrology Scope

- From 12 to 67 elements
- New materials, new chemistries
- Composition, purity, stability
- Sustainability and waste management

**On-Wafer**

- Uniformity & Residues
- Dielectric composition & thickness control
- Stress & strain on multiple nanosheets
- Doping control
- TSV filling

**In-Bath**

- Optimal plating
- Highly saturated bath management
- By-Products
- Contaminants and photoresist leach

Sources: Lam Research
Increasing Complexity
Driving Higher Metrology Intensity

Increasing complexity: 14nm-5nm process steps
Increased 30% per node

Cost of a large 3nm fab:
~ $25B, 3X of a 28nm fab

HBM3E consumes ~X3 wafer supply as DDR5
Diversified Growth Engines
Increasing Share while Expanding TAM

Towards $1B

Markets
Technology
Service
Products
Inorganic
Expanding TAM
by Addressing Multiple Markets

Advanced Logic

Advanced Packaging

Legacy Nodes & specialty devices

Nova TAM
+50% by 2027

$1B

$2B

$3B

2020

2023

2027

Source: Gartner, Company Estimations
Heterogenous Integration Driven Opportunities

Continued Scaling Requires New Integrations

- Wide Adoption: Advanced Logic, HBM, 3D NAND, 3D DRAM & advanced packaging
- CMP process control critical for successful hybrid bonding
- Backside power delivery and HBM drive TSV dimensions reduction

Hybrid Bonding

- Wafer edge profile
- Backside Thinning
- Cu dishing
- Through Silicon Via

Through Silicon Via

- Logic: Backside Power Delivery
- DRAM: High Bandwidth Memory

- TSV Dimensions: profile, depth & asymmetry
- TSV reveal
- TSV PR Patterning
Diversifying
Product Offering

R&D Investment
(Net, $M)

Non-GAAP Financials 2024- Forecast

© Nova proprietary information
Core Technology

- Spectral Reflectometry (SR)
- X-Ray Photoelectron Spectroscopy (XPS) & X-Ray Fluorescence (XRF)
- HPLC, CVS, Titration, Optical Spectroscopy
- Physical Modeling
- Fleet Management

Disruptive Technology

- Spectral Interferometry (SI)
- Multi-Channel Integrated Metrology
- Generative AI
- Raman Spectroscopy
- Secondary Ion Mass Spectrometry (SIMS)
- Direct Metal Replenishment

Constantly Pushing Boundaries
Rich Metrology Portfolio

Dimensional Metrology
- Critical Dimensions
  - Nova i570® Integrated Metrology
  - Nova MMSR Standalone Metrology
  - Nova Prism Standalone Metrology

Materials Metrology
- Material Properties
  - Nova VeraFlex® XPS, XRF
  - Nova Ellips® Raman Spectroscopy
  - Nova Metrion® SIMS

Chemical Metrology
- Chemical Analytics
  - Nova AncoScane® Front End
  - Nova Ancolyzer® Wafer Level Packaging
  - Nova DMR® Direct Metal Replenishment

Software
- Physical & Mathematical Modeling
- Big Data Analytics
- Fleet Management
# Leveraging Technology Differentiation

<table>
<thead>
<tr>
<th>Dimensional</th>
<th>Materials</th>
<th>Chemical</th>
</tr>
</thead>
<tbody>
<tr>
<td>Integrated Optical CD</td>
<td>VeraFlex® (XPS+SRF)</td>
<td>AncoScene® Front-End</td>
</tr>
<tr>
<td>Stand alone Optical CD</td>
<td>Elipson® (Inline Raman)</td>
<td>Ancolyzer® Wafer level packaging</td>
</tr>
<tr>
<td>Prism</td>
<td>Metrion® (Inline SIMS)</td>
<td>DMR® Direct Metal Replenishment</td>
</tr>
</tbody>
</table>

- **Gate-All-Around**
- **Advanced Memory**
- **Hybrid Bonding**
- **High Bandwidth Memory**

- Qualified by customers to measure related applications
Service Revenue Engine
Targeting Double-Digit Annual Growth

Non-GAAP Financials

- >5400 Active installed base
- >200 Customer sites
- X2 in 4 years
Inorganic Approach
Search Guidelines

Screening Elements

- Early Access
  Lab to Fab Technology

- Materials
  Leadership

- Adjacent
  Process Control Markets

Top Line Synergy

Operational Leverage (Accretion)

Complementary Technology

Diversification Within Core Capabilities

Transformational
Nova $1B Plan
Continuous Outperformance

- New Technologies Proliferation
- Chemical Analysis Growth
- Materials Metrology Leadership
- Diversified Markets
- Further M&A

~$700M Gross Cash Reserves
Supporting Long-Term Growth
## Financial Target Model

### Organic

<table>
<thead>
<tr>
<th><strong>Revenue</strong></th>
<th><strong>$1B</strong></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Gross Margin</strong></td>
<td><strong>57%-59%</strong></td>
</tr>
<tr>
<td><strong>R&amp;D Investment</strong></td>
<td><strong>15%-18%</strong></td>
</tr>
<tr>
<td><strong>SG&amp;A</strong></td>
<td><strong>13%-15%</strong></td>
</tr>
<tr>
<td><strong>Tax</strong></td>
<td><strong>14%</strong></td>
</tr>
<tr>
<td><strong>Investment</strong></td>
<td><strong>15%-18%</strong></td>
</tr>
<tr>
<td><strong>Share Count</strong></td>
<td><strong>32M</strong></td>
</tr>
</tbody>
</table>

### Operating Margin

- **27%-31%**

### Earnings

- **>7$**

### Non-GAAP Financials

- **$200M**
- **$400M**
- **$600M**
- **$800M**
- **$1000M**

### Timeline

- **2019**
- **2023**
- **Target**

### M&A

- **$600M**
- **$800M**
- **$1000M**
Preparing For Next Cycle Opportunities

- Increasing Manufacturing Capacity: +50% by 2025
- Tech Evaluations at Customer Sites: 20 Evaluations in Process
- R&D Plans On Track: 16% of Annual Revenue - Last 3 Years
Our ESG Vision

To become an active influencer in creating a more sustainable and equitable future.

We believe in a pragmatic approach to interlace ESG practices across daily operations, including culture, products, business, supply chain, customers, R&D and manufacturing.

Our four Pillars

Our ESG strategy is built around four pillars—each with long-term goals and areas of focus. Annual planning and investments will align with these pillars.

- **Governance**
  As our compass

- **People First**
  The individual as a whole & our community as our home

- **Innovation**
  As our mission

- **Environment**
  As our obligation
Nova’s Priority ESG topics

**Governance**
- Governance compliance
- Data Privacy & cyber security
- Ethical business practices
- Product safety and quality
- Supply Chain and Procurement Management

**Social**
- Talent Attraction & Retention
- Diversity, Equity and Inclusion
- Human capital development
- Occupational health and safety

**Environment**
- Environmental management –
- Energy, water, waste
- Carbon footprint and GHG emissions
Key Takeaways
Positioned for Continuous Growth

- Process complexity, new markets and geopolitics drive investments
- Increasing need for advanced metrology solutions

- Unique, disruptive technology portfolio
- Stronger position, penetrating new segments, expanding TAM

- Solid operational model
- Supports clear strategy for growth

- Proven performance towards 1B$
- Outperforming the Industry

- Clear ESG Vision and priorities
- Implemented across the organization

Financial Long-Term Target Model

- **Sales**: 1B$
- **Gross Margin**: 57%-59%
- **Operating Margin**: 27%-31%

Non-GAAP Financials
Thank You