

**Cipher
Mining**

Presentation for Business Update

MAY 6, 2025

Forward-Looking Statements

This communication contains certain forward-looking statements within the meaning of the federal securities laws of the United States. The Company intends such forward-looking statements to be covered by the safe harbor provisions for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995 and includes this statement for purposes of complying with these safe harbor provisions. Any statements made in this communication that are not statements of historical fact, such as, statements about the Company's beliefs and expectations regarding its future results of operations and financial position, its planned business model and strategy, its bitcoin mining and HPC data center development, timing and likelihood of success, capacity, functionality and timing of operation of data centers, expectations regarding the operations of data centers, potential strategic initiatives, such as joint ventures and partnerships, and management plans and objectives, are forward-looking statements and should be evaluated as such. These forward-looking statements generally are identified by the words "may," "will," "should," "expects," "plans," "anticipates," "could," "seeks," "intends," "targets," "projects," "contemplates," "believes," "estimates," "strategy," "future," "forecasts," "opportunity," "predicts," "potential," "would," "will likely result," "continue," and similar expressions (including the negative versions of such words or expressions).

These forward-looking statements are based upon estimates and assumptions that, while considered reasonable by Cipher and its management, are inherently uncertain. Such forward-looking statements are subject to risks, uncertainties, and other factors that could cause actual results to differ materially from those expressed or implied by such forward looking statements. New risks and uncertainties may emerge from time to time, and it is not possible to predict all risks and uncertainties. Many factors could cause actual future events to differ materially from the forward-looking statements in this communication, including but not limited to: volatility in the price of Cipher's securities due to a variety of factors, including changes in the competitive and regulated industry in which Cipher operates, Cipher's evolving business model and strategy and efforts it may make to modify aspects of its business model or engage in various strategic initiatives, variations in performance across competitors, changes in laws and regulations affecting Cipher's business, and the ability to implement business plans, forecasts, and other expectations and to identify and realize additional opportunities. The foregoing list of factors is not exhaustive. You should carefully consider the foregoing factors and the other risks and uncertainties described in the "Risk Factors" section of Cipher's Annual Report on Form 10-K for the fiscal year ended December 31, 2024 filed with the Securities and Exchange Commission ("SEC") on February 25, 2025, and in Cipher's subsequent filings with the SEC. These filings identify and address other important risks and uncertainties that could cause actual events and results to differ materially from those contained in the forward-looking statements. Forward-looking statements speak only as of the date they are made. Readers are cautioned not to put undue reliance on forward-looking statements, and Cipher assumes no obligation and, except as required by law, does not intend to update or revise these forward-looking statements, whether as a result of new information, future events, or otherwise.

Website Disclosure

The Company maintains a dedicated investor website at <https://investors.ciphermining.com/investors> ("Investors' Website"). Financial and other important information regarding the Company is routinely posted on and accessible through the Investors' Website. Cipher uses its Investors' Website as a distribution channel of material information about the Company, including through press releases, investor presentations, reports and notices of upcoming events. Cipher intends to utilize its Investors' Website as a channel of distribution to reach public investors and as a means of disclosing material non-public information for complying with disclosure obligations under Regulation FD. In addition, you may sign up to automatically receive email alerts and other information about the Company by visiting the "Email Alerts" option under the Investors Resources section of Cipher's Investors' Website and submitting your email address.

Non-GAAP Financial Measures

This communication includes supplemental financial measures for Adjusted Earnings (Loss) and Adjusted Earnings (Loss) per share – diluted, in each case that exclude the impact of (i) the non-cash change in fair value of derivative asset, (ii) share-based compensation expense, (iii) depreciation and amortization, (iv) deferred income tax expense, (v) nonrecurring gains and losses and (vi) the non-cash change in fair value of warrant liability. These supplemental financial measures are not measurements of financial performance under accounting principles generally accepted in the United States ("GAAP") and, as a result, these supplemental financial measures may not be comparable to similarly titled measures of other companies. Management uses these non-GAAP financial measures internally to help understand, manage, and evaluate our business performance and to help make operating decisions. We believe the use of these non-GAAP financial measures can also facilitate comparison of our operating results to those of our competitors by excluding certain items that vary in our industry based on company policy.

Non-GAAP financial measures are subject to material limitations as they are not in accordance with, or a substitute for, measurements prepared in accordance with GAAP. For example, we expect that share-based compensation expense, which is excluded from the non-GAAP financial measure, will continue to be a significant recurring expense over the coming years and is an important part of the compensation provided to certain employees, officers and directors. Similarly, we expect that depreciation and amortization will continue to be a recurring expense over the term of the useful life of the related assets. Our non-GAAP financial measures are not meant to be considered in isolation and should be read only in conjunction with our consolidated financial statements included elsewhere in this communication, which have been prepared in accordance with GAAP. We rely primarily on such consolidated financial statements to understand, manage and evaluate our business performance and use the non-GAAP financial measures only supplementally.



Key Indicators as of March 31, 2025

CIPHER TOTAL BITCOIN MINED

585 BTC



Q4 2024

602 BTC



Q1 2025

REVENUES

\$42m



Q4 2024

\$49m

Q1 2025

SELF-MINING EFFICIENCY

18.9 J/TH

Operating Fleet Efficiency

POWER PRICE

2.7 c/kwh

Weighted Average Power Price⁽¹⁾

COST PER BITCOIN

\$23,379

Q1 All-In Electricity Cost per BTC⁽²⁾

CURRENT OPERATIONS

327 MW

Operating Capacity Including JV Capacity

PIPELINE GROWTH

2.8 GW

Future Capacity at 7 Sites⁽³⁾

Note: Values represented are approximations

(1) Represents the expected weighted average power price at Cipher's current sites

(2) Reflects reconciled combined electricity cost from Q1 2025, including TDU charges, taxes, settlement charges, TDSP charges, customer charges, 2021 storm surcharge, and net of revenue generated from opportunistic power sales

(3) Includes Black Pearl, Barber Lake, Stingray, Reveille, Mikeska, Milnsing, and McLennan and assumes all load studies / regulatory approvals are passed to reach full potential capacity



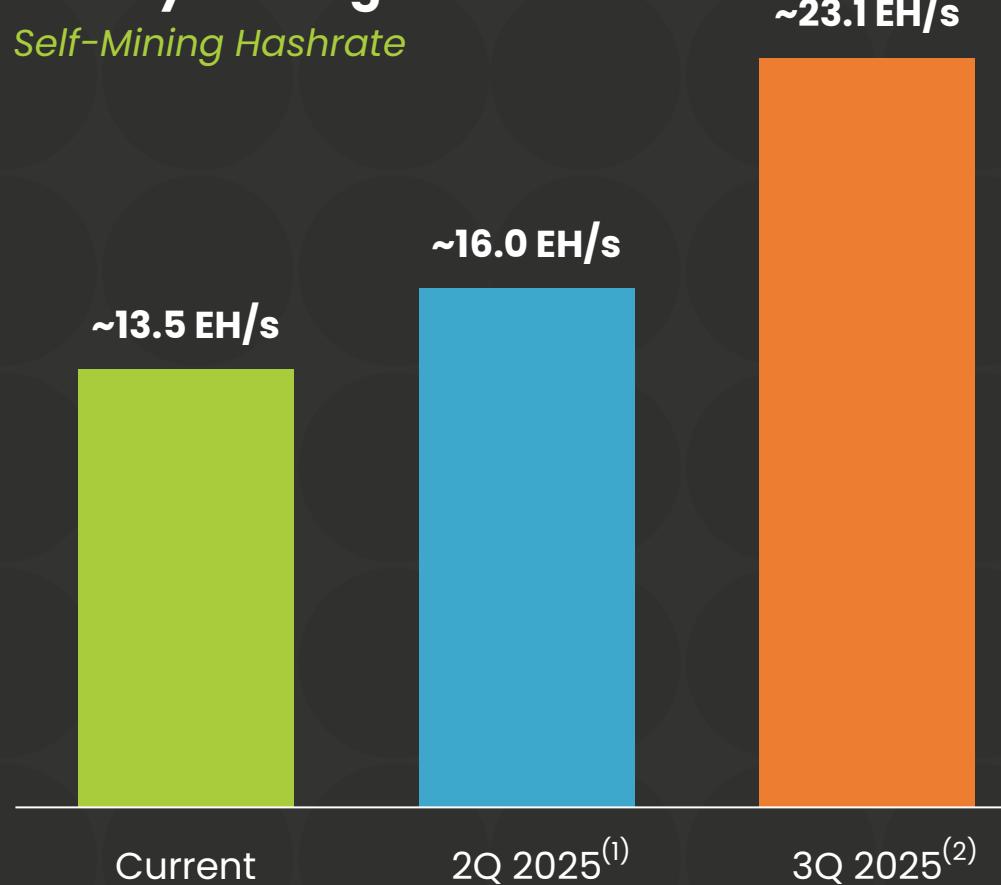
First Quarter Growth Update

Steady Progress Amid Market Uncertainty

- **Bitcoin Mining**
 - Black Pearl Phase I
 - Nearing completion of substation and buildings
 - On track for early deployment of ~2.5 EH/s in 2Q 2025
 - Expanding with focus on low-cost power and curtailment monetization
- **HPC**
 - Tenant focus at Barber Lake and Black Pearl Phase II
 - Continued interest across portfolio sites with multiple tenants under NDA
 - Signed joint venture term sheet with Fortress to secure financing for Barber Lake site

Steady Scaling

Self-Mining Hashrate



⁽¹⁾ Assumes energization of Phase I of Black Pearl site with deployment of previously utilized rigs from the Odessa site

⁽²⁾ Assumes energization of Phase I 150 MW of Black Pearl site with deployment of rigs under Bitmain option and previously utilized rigs from the Odessa site



Active Treasury Management

LIQUIDITY STRATEGY OUTPERFORMANCE

+16%

vs Hold Bitcoin

+2%

vs Daily Liquidation

Q1 METRICS

9.6%

Avg. % Hedged⁽¹⁾

\$90m

Liquidity Unlocked

WEIGHTED AVERAGE SPOT PRICE (Q1 2025)

\$95,991

Cipher Strategy⁽²⁾

\$82,500

Hold Bitcoin⁽³⁾

\$93,703

Daily Liquidation⁽⁴⁾

PERFORMANCE ENHANCED BY:

**OTC
Hedges**

**Deliverable
Forwards**

**Bitcoin-backed
Loans**

Note: Values represented are approximations

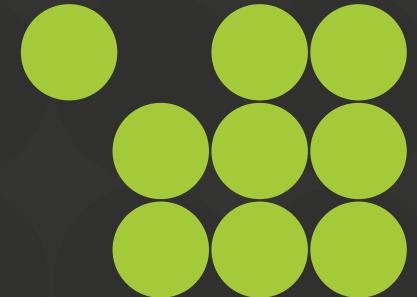
(1) Reflects average percentage of inventory hedged through Q1 2025

(2) Reflects the weighted average inventory spot liquidation price blended with the value of spot liquidation of deliverable forwards and the mark to market of OTC hedges

(3) Reflects no liquidation and assumes all daily production valued at March 31, 2025, closing spot price

(4) Reflects the weighted average daily spot price assuming full liquidation of daily production





Current Portfolio

Operational Highlights



Odessa – 86% of BTC Production⁽¹⁾



~11.3 EH/s

Current Operating
Hashrate



207 MW

Total Power
Capacity



~\$20,899

All-in Electricity
Cost per BTC
Q1-2025⁽²⁾



~17.6 J/TH

Odessa
Fleet Efficiency⁽³⁾



⁽¹⁾ Reflects approximate percentage of Cipher's April 2025 BTC production

⁽²⁾ Reflects electricity cost from Q1 '25, including TDU charges and net of revenue generated from opportunistic power sales

⁽³⁾ Reflects the estimated fleet efficiency at Odessa as of April 2025

Operational Highlights

Alborz, Bear & Chief – 14% of BTC Production⁽¹⁾



~4.4 EH/s

Current Operating
Hashrate⁽²⁾



120 MW

Total Power
Capacity



~\$39,988

All-in Electricity
Cost per BTC
Q1-2025⁽³⁾



~25.7 J/TH

JV Sites
Fleet Efficiency⁽⁴⁾

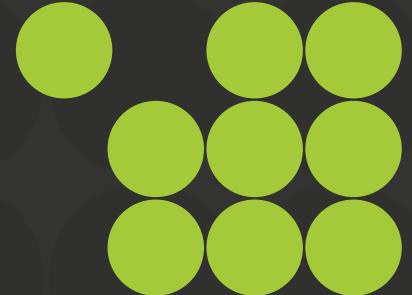


(1) Reflects approximate percentage of Cipher's April 2025 BTC production

(2) Joint venture with WindHQ LLC, of which Cipher owns ~2.2 EH/s

(3) Reflects reconciled combined electricity cost from Q1 '25, including taxes, settlement charges, TDSP charges, customer charges, and 2021 storm surcharge

(4) Reflects the estimated fleet efficiency at the joint venture sites as of April 2025



Development Pipeline

Black Pearl

Black Pearl

**300 MW**

Total Power Capacity

**70 Acres**

Total Acreage

- Energization expected in 2Q 2025
- Data center construction progressing on schedule
 - Received all four substation transformers
 - Substantially completed the core and shell and ready to receive rigs for first 50 MW data hall
- Phase I envisions 150 MW of air-cooled rigs generating up to ~2.5 EH/s⁽¹⁾ in Q2 '25 and ramping up to ~9.6 EH/s⁽²⁾ in Q3 '25
- Evaluating BTC mining or HPC for 150 MW of Phase II capacity



(1) Reflects deployment of previously utilized rigs from the Odessa site and assumes fleet efficiency of ~29.3 J/TH

(2) Reflects deployment of rigs under Bitmain option and previously utilized rigs from the Odessa site; assumes fleet efficiency of ~14.7 J/TH



Barber Lake

Barber Lake



300 MW

Approved
Power Capacity



587 Acres

Total
Acreage

- Signed Fortress as JV financing partner
- Site is energized and ready for construction
- Site features:
 - Newly constructed high-to-mid voltage substation
 - Approvals for 300 MW of interconnection / agreements necessary to participate in the ERCOT market
 - Signed MOU for additional 500 MW data center
 - Favorable water flow rates suitable for evaporative cooling applications for HPC / PUE optimization



Stingray

Stingray



100 MW

Approved
Power Capacity



250 Acres

Total
Acreage

- Energization expected in 3Q 2026
- Site features:
 - 250 acres of owned land in West Texas
 - Approvals for 100 MW of interconnection / agreements necessary to participate in the ERCOT market



Reveille, Mikeska, Milsing, McLennan

Reveille



70 MW

Total Power Capacity



55 Acres

Total Acreage

Mikeska



500 MW

Total Power Capacity⁽¹⁾



100 Acres

Total Acreage

Milsing



500 MW

Total Power Capacity⁽¹⁾



187 Acres

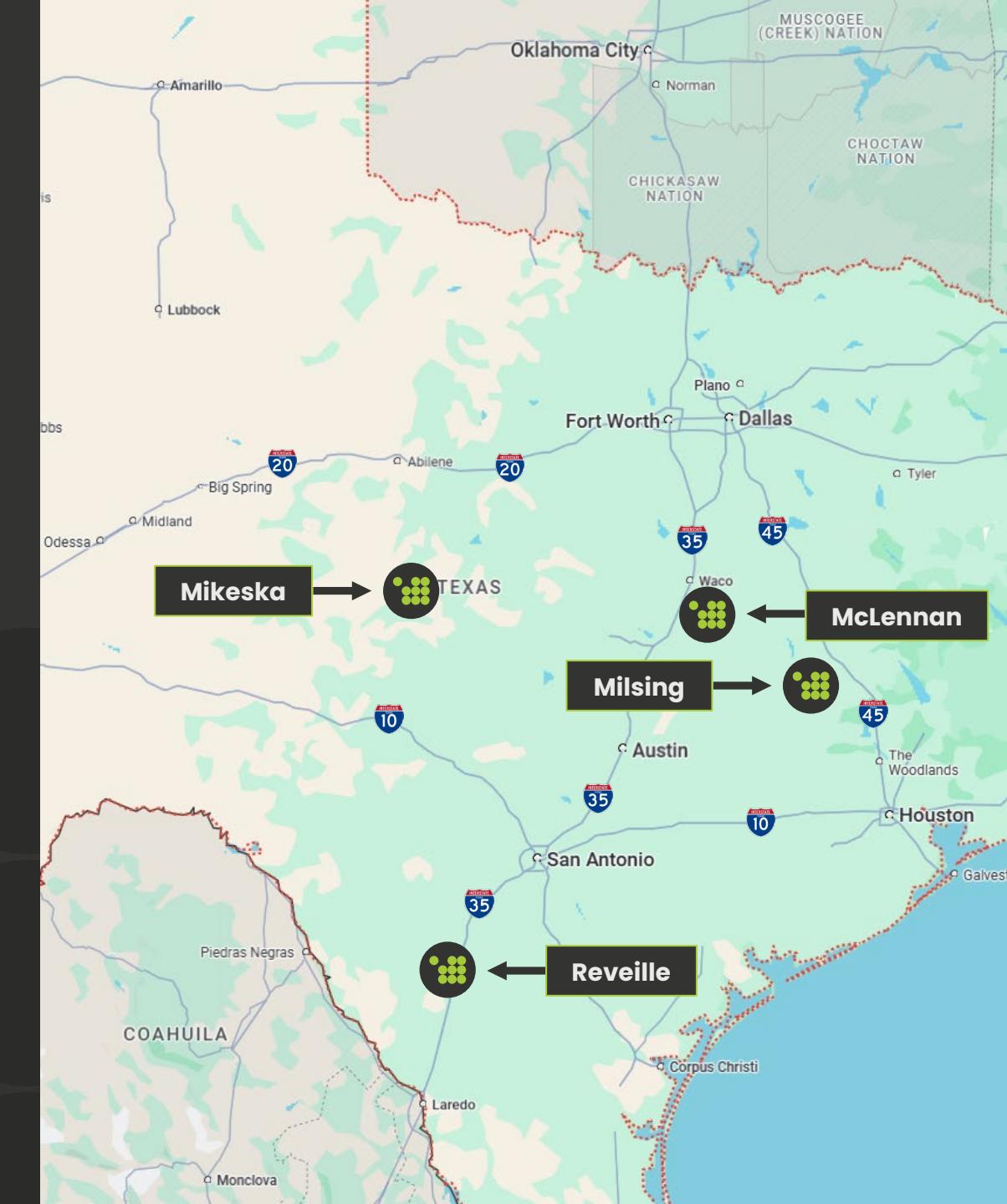
Total Acreage

McLennan

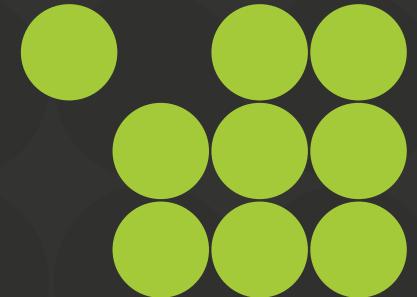


500 MW

Total Power Capacity⁽¹⁾



(1) Reflects total potential capacity of 500 MW per site – pending load studies and ERCOT LFL approval



Financial Update

Q1 2025 Quarter Over Quarter Financial Highlights

GAAP NET EARNINGS

\$18m  **(\$39m)**
Q4 2024 Q1 2025

ADJUSTED EARNINGS

\$51m  **\$6m**
Q4 2024 Q1 2025

REVENUES

\$42m  **\$49m**
Q4 2024 Q1 2025

GAAP NET EARNINGS PER SHARE

\$0.05  **(\$0.11)**
Q4 2024 Q1 2025

ADJUSTED EARNINGS PER SHARE

\$0.14  **\$0.02**
Q4 2024 Q1 2025



Q1 2025 Year Over Year Financial Highlights

GAAP NET EARNINGS

\$40m  **(\$39m)**
Q1 2024 Q1 2025

ADJUSTED EARNINGS

\$63m  **\$6m**
Q1 2024 Q1 2025

REVENUES

\$48m  **\$49m**
Q1 2024 Q1 2025

GAAP NET EARNINGS PER SHARE

\$0.13  **(\$0.11)**
Q1 2024 Q1 2025

ADJUSTED EARNINGS PER SHARE

\$0.21  **\$0.02**
Q1 2024 Q1 2025



Results of Operations QoQ and YoY Comparison

	Three Months Ended		Three Months Ended March 31,	
	March 31, 2025		2025	
	\$	48,959	\$	48,137
Revenue - bitcoin mining				
Costs and operating (expenses) income				
Cost of revenue		(14,894)	(18,200)	(14,894)
Compensation and benefits		(14,303)	(16,737)	(14,303)
General and administrative		(8,951)	(9,294)	(8,951)
Depreciation and amortization		(43,467)	(36,317)	(43,467)
Change in fair value of derivative asset		7,330	11,260	7,330
Power sales		991	1,679	991
Equity in income (losses) of equity investees		(5,292)	(1,392)	(5,292)
Unrealized (losses) gains on fair value of bitcoin		(20,178)	14,091	(20,178)
Realized gains on sale of bitcoin		12,196	26,435	12,196
Other gains		(479)	3,333	(479)
Total costs and operating expenses		(87,047)	(25,142)	(87,047)
Operating (loss) income		(38,088)	17,080	(38,088)
Other income (expense)				
Interest income		190	357	190
Interest expense		(777)	(589)	(777)
Change in fair value of warrant liability		-	-	-
Other expense		(156)	(1,309)	(156)
Total other expense		(743)	(1,541)	(743)
(Loss) income before taxes		(38,831)	15,539	(38,831)
Current income tax expense		(779)	(323)	(779)
Deferred income tax benefit (expense)		635	2,295	635
Total income tax expense		(144)	1,972	(144)
Net (loss) income	\$	(38,975)	\$ 17,511	\$ (38,975)
(Loss) income per share - basic and diluted	\$	(0.11)	\$ 0.05	\$ (0.11)
Weighted average shares outstanding - basic		360,514,620	348,100,875	360,514,620
Weighted average shares outstanding - diluted		360,514,620	364,351,092	360,514,620
				304,397,979

Note: In thousands, except for share and per share amounts



Non-GAAP Adjusted Earnings QoQ and YoY Comparison

	Three Months Ended		Three Months Ended March 31,	
	March 31, 2025	December 31, 2024	2025	2024
Reconciliation of Adjusted Earnings:				
Net (loss) income	\$ (38,975)	\$ 17,511	\$ (38,975)	\$ 39,900
Change in fair value of derivative asset	(7,330)	(11,260)	(7,330)	(7,359)
Share-based compensation expense	9,132	10,267	9,132	8,317
Depreciation and amortization	43,467	36,317	43,467	17,244
Deferred income tax (benefit) expense	(635)	(2,295)	(635)	5,178
Other losses - nonrecurring	479	—	479	—
Change in fair value of warrant liability	—	—	—	(250)
Adjusted (loss) earnings	<u>\$ 6,138</u>	<u>\$ 50,540</u>	<u>\$ 6,138</u>	<u>\$ 63,030</u>
Reconciliation of Adjusted Earnings per share - diluted:				
Net loss per share - diluted	\$ (0.11)	\$ 0.05	\$ (0.11)	\$ 0.13
Change in fair value of derivative asset per diluted share	(0.02)	(0.04)	(0.02)	(0.03)
Share-based compensation expense per diluted share	0.03	0.03	0.03	0.03
Depreciation and amortization per diluted share	0.12	0.11	0.12	0.06
Deferred income tax (benefit) expense per diluted share	—	(0.01)	—	0.02
Other losses - nonrecurring per diluted share	—	—	—	—
Change in fair value of warrant liability per diluted share	—	—	—	—
Adjusted (loss) earnings per diluted share	<u>\$ 0.02</u>	<u>\$ 0.14</u>	<u>\$ 0.02</u>	<u>\$ 0.21</u>

Note: In thousands, except for per share amounts



Consolidated Balance Sheets



Note: In thousands, except for share and per share amounts

	March 31, 2025	December 31, 2024
ASSETS		
Current assets		
Cash and cash equivalents	\$ 23,173	\$ 5,585
Accounts receivable	758	596
Receivables, related party	300	2,090
Prepaid expenses and other current assets	2,970	3,387
Bitcoin	52,024	92,651
Receivable for bitcoin collateral	32,497	32,248
Derivative asset	42,835	31,648
Total current assets	154,557	168,205
Restricted cash	14,392	14,392
Property and equipment, net	477,972	480,865
Deposits on equipment	122,502	38,872
Intangible assets, net	9,043	8,881
Investment in equity investees	48,499	53,908
Derivative asset	50,165	54,022
Operating lease right-of-use asset	12,192	12,561
Security deposits	19,776	19,782
Other noncurrent assets	4,694	3,958
Total assets	\$ 913,792	\$ 855,446
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities		
Accounts payable	\$ 29,879	\$ 22,699
Accrued expenses and other current liabilities	66,300	69,824
Finance lease liability, current portion	3,903	3,798
Operating lease liability, current portion	3,200	3,127
Short-term borrowings	35,459	32,330
Total current liabilities	138,741	131,778
Asset retirement obligations	20,801	20,282
Finance lease liability	6,315	7,331
Operating lease liability	9,506	9,833
Deferred tax liability	3,634	4,269
Total liabilities	178,997	173,493
Commitments and contingencies (Note 13)		
Stockholders' equity		
Preferred stock, \$0.001 par value; 10,000,000 shares authorized, none issued and outstanding as of March 31, 2025, and December 31, 2024	-	-
Common stock, \$0.001 par value, 500,000,000 shares authorized, 371,313,598 and 361,432,449 shares issued as of March 31, 2025 and December 31, 2024, respectively, and 370,857,699 and 350,783,817 shares outstanding as of March 31, 2025, and December 31, 2024, respectively	371	361
Additional paid-in capital	954,812	863,015
Accumulated deficit	(220,387)	(181,412)
Treasury stock, at par, 455,899 and 10,648,632 shares at March 31, 2025 and December 31, 2024, respectively	(1)	(11)
Total stockholders' equity	734,795	681,953
Total liabilities and stockholders' equity	\$ 913,792	\$ 855,446

