

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549
SCHEDULE 14A
(Rule 14a-101)**

**INFORMATION REQUIRED IN
PROXY STATEMENT**

SCHEDULE 14A INFORMATION

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934**

Filed by the registrant Filed by a party other than the registrant

Check the appropriate box:

| | |
|-------------------------------------|---|
| <input type="checkbox"/> | Preliminary Proxy Statement |
| <input type="checkbox"/> | Confidential, for use of the Commission only (as permitted by Rule 14a-6(e)(2)) |
| <input type="checkbox"/> | Definitive Proxy Statement |
| <input checked="" type="checkbox"/> | Definitive Additional Materials |
| <input type="checkbox"/> | Soliciting Material Pursuant to §240.14a-12 |

MIMEDX GROUP, INC.
(Name of registrant as specified in its charter)

Payment of the filing fee (check the appropriate box):

| | |
|-------------------------------------|--|
| <input checked="" type="checkbox"/> | No fee required. |
| <input type="checkbox"/> | Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11. |
| <input type="checkbox"/> | (1) Title of each class of securities to which transaction applies: |
| <input type="checkbox"/> | (2) Aggregate number of securities to which transaction applies: |
| <input type="checkbox"/> | (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined): |
| <input type="checkbox"/> | (4) Proposed maximum aggregate value of transaction: |
| <input type="checkbox"/> | (5) Total fee paid: |
| <input type="checkbox"/> | Fee paid previously with preliminary materials. |
| <input type="checkbox"/> | Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing. |
| <input type="checkbox"/> | (1) Amount previously paid: |
| <input type="checkbox"/> | (2) Form, Schedule or Registration Statement No.: |
| <input type="checkbox"/> | (3) Filing party: |
| <input type="checkbox"/> | (4) Date filed: |

On May 18, 2022, the Registrant published the following information on its website, <https://votemimedx.com>:

The logo for MIMEDX features the company name in a bold, white, sans-serif font. A light gray, curved line arches over the letters 'I' and 'M'. The background of the slide is a dark blue gradient with abstract, glowing blue and white lines and dots, suggesting a molecular or biological structure.

MIMEDX

A TRANSFORMATIONAL
PLACENTAL BIOLOGICS
COMPANY

Investor Presentation

May 2022

DISCLAIMER & CAUTIONARY STATEMENTS

Participants in the Solicitation

MIMEDX Group, Inc. (the "Company"), its directors, director nominees and certain of its executive officers are participants in the solicitation of proxies from shareholders in respect of the Company's 2022 annual meeting of shareholders (the "Annual Meeting"). The Company has filed with the Securities and Exchange Commission (the "SEC") and is mailing to shareholders a definitive proxy statement and associated WHITE proxy card in connection with the solicitation of proxies for the Annual Meeting. Details concerning the nominees of the Company's board of directors for election at the Annual Meeting are included in the Company's definitive proxy statement. BEFORE MAKING ANY VOTING DECISION, SHAREHOLDERS OF THE COMPANY ARE URGED TO READ ALL RELEVANT DOCUMENTS FILED WITH OR FURNISHED TO THE SEC, INCLUDING THE COMPANY'S DEFINITIVE PROXY STATEMENT AND ANY SUPPLEMENTS THERETO, AS THEY CONTAIN IMPORTANT INFORMATION. Information regarding the identity of the Company's participants and their respective interests in the matters to be voted on at the Annual Meeting, by security holdings or otherwise, are set forth in the Company's definitive proxy statement and other documents filed with the SEC in connection with the Annual Meeting. Information regarding subsequent changes to their holdings of the Company's securities can be found in the SEC filings on Forms 3, 4 and 5, which are available on the Company's website at www.mimedx.com or through the SEC's website at www.sec.gov. Investors and shareholders can obtain a copy of the definitive proxy statement and other documents filed by the Company free of charge from the SEC's website at www.sec.gov. The Company's shareholders can also obtain, without charge, a copy of the definitive proxy statement and other relevant filed documents from the "SEC Filings" section of the Company's website at www.mimedx.com.

This presentation includes forward-looking statements. Forward-looking statements are subject to risks and uncertainties, and the Company cautions investors against placing undue reliance on such statements. Actual results may differ materially from those set forth in the forward-looking statements. Such forward-looking statements include statements regarding:

- future sales or sales growth;
- the Company's expectations regarding its mdHACM product's potential use as a safe and effective treatment option, and that it may be an effective treatment for persons battling inflammatory conditions; the Company's plans for meetings with the U.S. Food & Drug Administration (FDA), and planned biologics license application (BLA) submissions to the FDA, and their timing; plans for future clinical trials, including the Company's decision to pursue or not pursue, and their timing;
- the effectiveness of amniotic tissue as a therapy for any particular indication or condition;
- estimates of potential market size for the Company's current and future products;
- plans for expansion outside of the U.S.;
- expected spending on clinical trials and research and development;
- the Company's long-term strategy for value creation, the status of its pipeline products, expectations for future products, and expectations for future growth;

DISCLAIMER & CAUTIONARY STATEMENTS

Additional forward-looking statements may be identified by words such as "believe," "expect," "may," "plan," "potential," "will," "preliminary," and similar expressions, and are based on management's current beliefs and expectations. Forward-looking statements are subject to risks and uncertainties, and the Company cautions investors against placing undue reliance on such statements. Actual results may differ materially from those set forth in the forward-looking statements. Factors that could cause actual results to differ from expectations include:

- future sales are uncertain and are affected by competition, access to customers, patient access to healthcare providers, and many other factors;
- the results of a clinical trial or trials may not demonstrate that the product is safe or effective, or may have little or no statistical value; the Company may change its plans due to unforeseen circumstances, and delay or alter the timeline for future trials, analyses, or public announcements; the timing of any meeting with the FDA depends on many factors and is outside of the Company's control, and the results from any meeting are uncertain; a BLA submission requires a number of prerequisites, including favorable study results and statistical support, and completion of a satisfactory FDA inspection of the Company's manufacturing facility or facilities; plans for future clinical trials depend on the results of pending clinical trials, discussion with the FDA, and other factors; and conducting clinical trials is a time-consuming, expensive, and uncertain process;
- the future market for the Company's products can depend on regulatory approval of such products, which might not occur at all or when expected, and is based in part on assumptions regarding the number of patients who elect less acute and more acute treatment than the Company's products, market acceptance of the Company's products, and adequate reimbursement for such therapies;
- the process of obtaining regulatory clearances or approvals to market a biological product or medical device from the FDA or similar regulatory authorities outside of the U.S. is costly and time consuming, and such clearances or approvals may not be granted on a timely basis, or at all, and the ability to obtain the rights to market additional, suitable products depends on negotiations with third parties which may not be forthcoming;
- whether there is full access to hospitals and healthcare provider facilities, as a continuation or escalation of access restrictions or lockdown orders resulting from the ongoing COVID-19 pandemic; and
- expected spending can depend in part on the results of pending clinical trials.

The Company describes additional risks and uncertainties in the Risk Factors section of its most recent annual report and quarterly reports filed with the Securities and Exchange Commission. Any forward-looking statements speak only as of the date of this presentation and the Company assumes no obligation to update any forward-looking statement.

Agenda

I. COMPANY OVERVIEW

II. CLEAR STRATEGY FOR VALUE CREATION

III. CORPORATE GOVERNANCE

IV. SETTING THE RECORD STRAIGHT ON PRESCIENCE POINT'S FALSE STATEMENTS AND MISLEADING ATTACKS

V. MIMEDX IS ON THE RIGHT PATH

EXECUTIVE SUMMARY

- We have a **clear strategy for long-term shareholder value creation** and recently reported our third **consecutive** quarter of double-digit growth in in MIMEDX's Advanced Wound Care & Surgical Recovery products
- The Board and management team have taken **decisive and positive actions to stabilize and transform MIMEDX** over the last three years to position the Company for long-term, sustainable growth. **We are a stronger company today than we were three years ago**
- We have restored the Company's **integrity**, transformed the **culture** of the organization, and **re-established** MIMEDX's **credibility** and **reputation**
- Prescience Point is **again** trying to unravel years of methodical progress; its latest "withhold" campaign is driven by its own **self-serving** and **short-term** interests
- The **right directors, leadership team, and strategy** are in place. We are confident that our current strategy and team will best position MIMEDX for our **next phase of growth** and for **success and value creation for shareholders**



COMPANY OVERVIEW

**OUR PLACENTAL
BIOLOGICS ARE
TRANSFORMING
MEDICINE AND
PATIENTS' LIVES**

MIMEDX

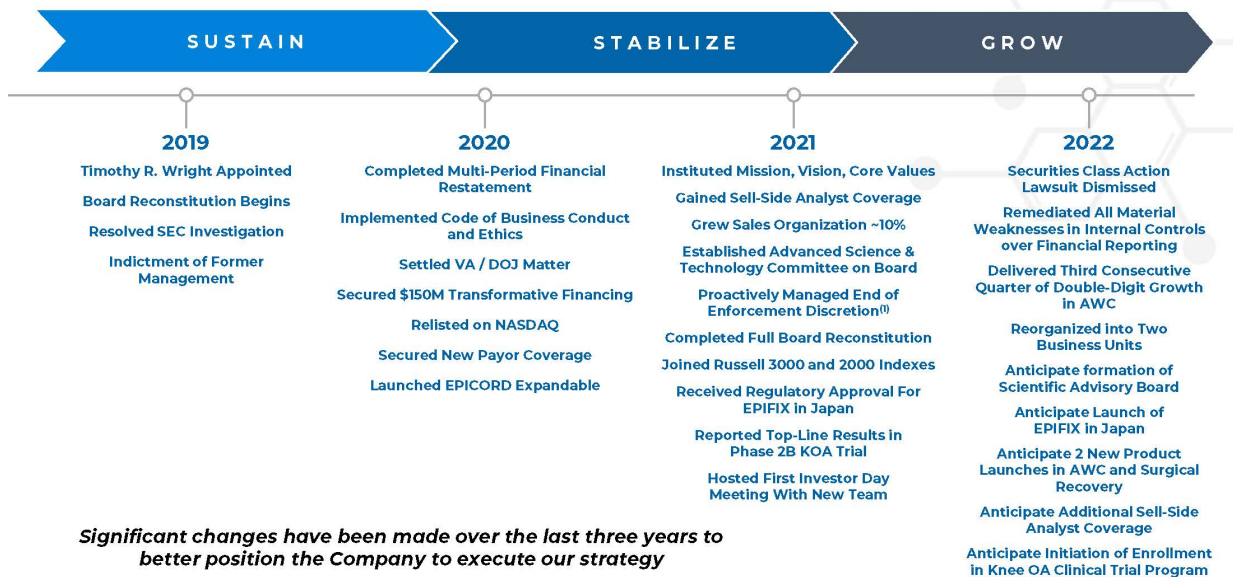
LEADING PRODUCT PORTFOLIO POSITIONED FOR GROWTH

| | | | | |
|--|---|--|--|--|
| MDXG | \$257.5M TTM Net Sales | 83.1% TTM Gross Margin | (\$12.4M) TTM Net Loss | \$12.0M TTM Adjusted EBITDA ¹ |
| 13.4% Year-over-year Revenue growth in Wound Care & Surgical business ² | 800+ Employees ³ | \$558M Market Cap ⁴ | \$75.7M Cash at 3/31/22 | |
| 2,000,000+ Allografts Distributed ⁵ Purion. | EPIFIX[®] EPICORD[®] | AMNIOFIX[®] AMNIOCORD[®] | 50+ Clinical & Scientific Publications | 100% National Payor Coverage for DFUs ⁶ |
| 300M+ people worldwide suffering from hip and knee OA ⁷ | 30M (U.S.) with diabetes ⁸ 2.9M chronic wounds ⁹ | In a recent peer-reviewed study, the average cost/episode with EPIFIX was ~\$3000 less versus other advanced treatments ¹⁰ | 42% of the low risk-of-bias studies in AHRQ assessment were on MIMEDX products ¹¹ | |

¹ TTM refers to the trailing twelve months ended March 31, 2022, and is calculated for any measure by adding the results for the full year ended December 31, 2021 to the results for the quarter ended March 31, 2022 and subtracting the results for the quarter ended March 31, 2020. Adjusted EBITDA is a non-GAAP measure consisting of GAAP net loss excluding (i) depreciation, (ii) amortization of intangibles, (iii) intangible expenses, (iv) income tax provision, (v) costs incurred in connection with Audit Committee investigation and rectification, (vi) impairment of intangible assets, and (vii) non-cash compensation. Refer to Item 7 of our Annual Report on Form 10-K for the year ended December 31, 2021 filed with the SEC on February 25, 2022 (the "2022 Annual Report") for defined terms and reconciliation to the nearest GAAP measure. ² Year-over-year growth based on sales of our Advanced Wound Care products, which includes Section 503 products (as defined in our 2021 Annual Report for Q1 2022 compared to Q1 2021), (2) as of December 31, 2021. (3) Based on closing stock price on May 17, 2022. Assume conversion of Series D shares. (4) As of May 17, 2022. (5) UnitedHealthcare Commercial Medical Policy 20220302H, Arava Policy, CPT® 20, Skin and Soft Tissue Substitutes, Amnion Policy, 202003001H, Allergenic Anaphylaxis, Synthetic and Composite Products for Wound Healing and Soft Tissue Grafting, Cigna Policy, 0066, Tissue Engineered Skin Substitutes, Humana Policy, HCS-0370-0371, Skin and Tissue Substitutes. (6) Sabin S, Kohli A, Smith E, et al. Global, regional and national burden of osteoarthritis 1990-2019: a systematic analysis of the Global Burden of Disease Study 2019. *Lancet*. 2020;395(10264):1342-1355. (7) Sabin S, Kohli A, Smith E, et al. Global, regional and national burden of osteoarthritis 1990-2019: a systematic analysis of the Global Burden of Disease Study 2019. *Lancet*. 2020;395(10264):1342-1355. (8) Sabin S, Kohli A, Smith E, et al. Global, regional and national burden of osteoarthritis 1990-2019: a systematic analysis of the Global Burden of Disease Study 2019. *Lancet*. 2020;395(10264):1342-1355. (9) Sabin S, Kohli A, Smith E, et al. Global, regional and national burden of osteoarthritis 1990-2019: a systematic analysis of the Global Burden of Disease Study 2019. *Lancet*. 2020;395(10264):1342-1355. (10) Temelchik, WH, Armstrong, DC, Cheng, T, et al. Cost-effectiveness of dehydrated human amnion/chorion membrane allografts in lower extremity diabetic ulcer treatment. *Journal of Wound Care*. 2012;23(4):20-28. (11) Snyder, M, et al. Agency for Healthcare Research and Quality. <https://www.ahrq.gov/medicarecoverage/determinationprocess/submittingaclaim.pdf>. Published February 2020. Accessed October 15, 2023. AHRQ's Agency for Healthcare Research and Quality.



THE BOARD AND MANAGEMENT TEAM'S ACCOMPLISHMENTS SINCE 2019 HAVE TRANSFORMED MIMEDX

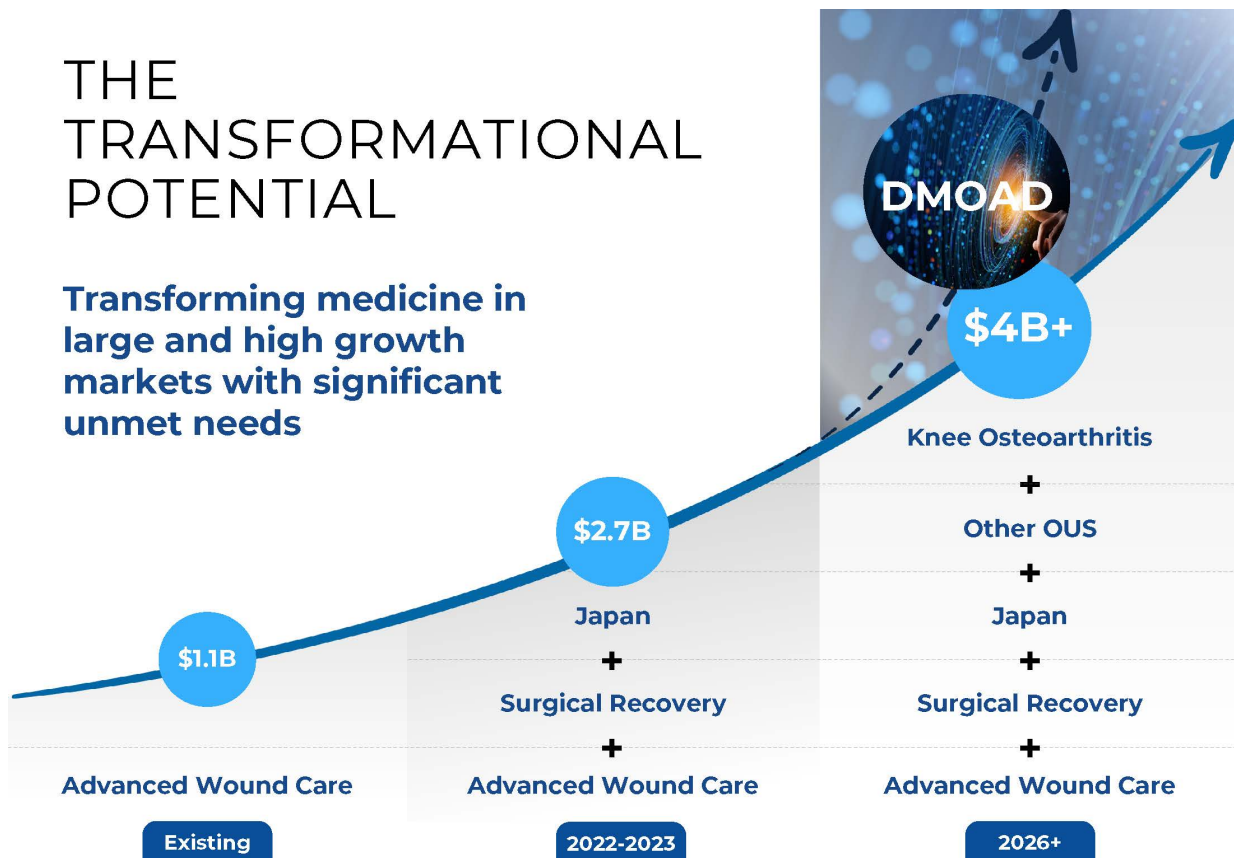


Our leadership team has been completely rebuilt and successfully accomplished a number of key governance, operational and financial milestones. We are a stronger MIMEDX today

⁽¹⁾ The FDA exercised enforcement discretion under limited conditions with respect to pre-market approval requirements for certain HCT/Ps through May 31, 2021. After May 31, 2021, we no longer sell our micronized and particulate products in the United States, and do not intend to sell such products in the United States until the FDA grants pre-market approval.

THE TRANSFORMATIONAL POTENTIAL

Transforming medicine in large and high growth markets with significant unmet needs



BioMed GPS SmartTrak GlobalData Tissue Engineered-Skin Sub Data Model Wound Management Year 2020 - retrieved Sept 2021 GlobalData Knee Reconstruction Data Model United States 2020, 3rd party proprietary assessment; Management estimates; OUS = Outside of United States; DMOAD = Disease Modifying Osteoarthritis Drug

The background is a deep blue gradient with abstract light trails and hexagonal patterns, suggesting a digital or technological theme. The text is centered in the upper half of the image.

CLEAR STRATEGY FOR VALUE CREATION

CLEAR STRATEGY FOR LONG-TERM VALUE CREATION

R&D

- Accelerate KOA program
- Increase Product Vitality Index
- Advance portfolio of scientific evidence

OPERATIONS

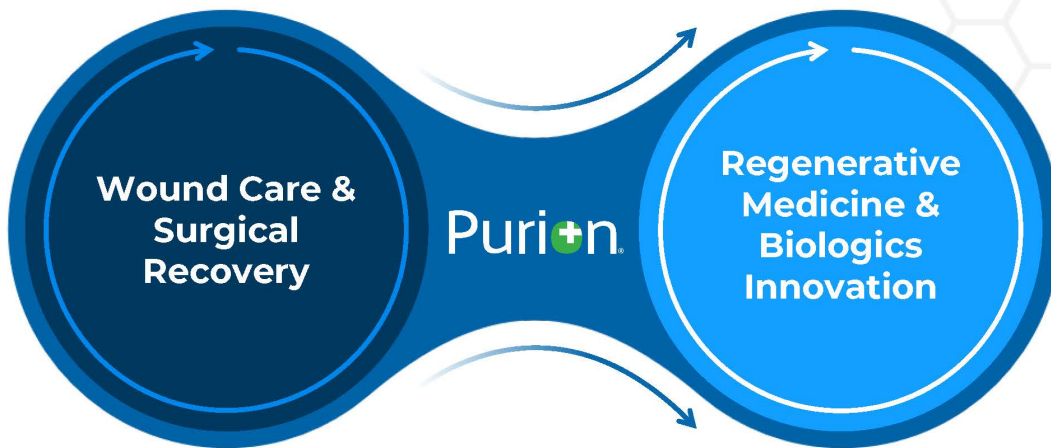
- Implement CGMP throughout supply chain
- Leverage cost base
- Optimize quality, processes and scale

COMMERCIAL

- Achieve sustainable double-digit growth targets
- Realize opportunities beyond AWC into Surgical Recovery
- Expand international footprint

Strong capital position enables investment to sustain growth initiatives

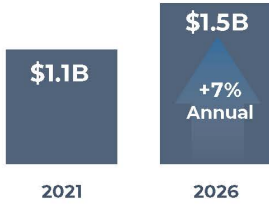
PIONEER IN PLACENTAL BIOLOGICS



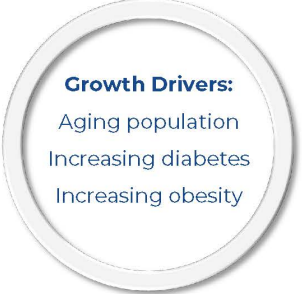
Distinct drivers of significant shareholder value with current and future growth potential

ADVANCED WOUND CARE IS AN UNDERSERVED MARKET WITH GROWTH POTENTIAL

Total Addressable Market



- Diabetic foot ulcers
- Venous leg ulcers
- Pressure ulcers
- Complex wounds



GROWTH DRIVEN BY EXPANDING ACCESS & COMMERCIAL EXCELLENCE

Leading Portfolio

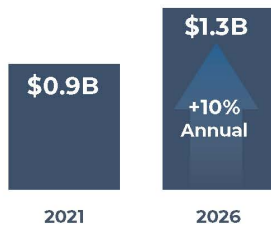


Key Initiatives

- Targeting Points of Aggregation
- Selling Value versus Features & Benefits
- Educate – Build Market Awareness
- New Products & Services
- Expand Reimbursement Coverage

EXPANSION INTO SURGICAL RECOVERY MARKET PROPELS GROWTH

Total Addressable Market



- Tissue augmentation
- Barrier properties
- Surgical closure



GROWTH DRIVEN BY MARKET DEVELOPMENT

Leveraging Portfolio

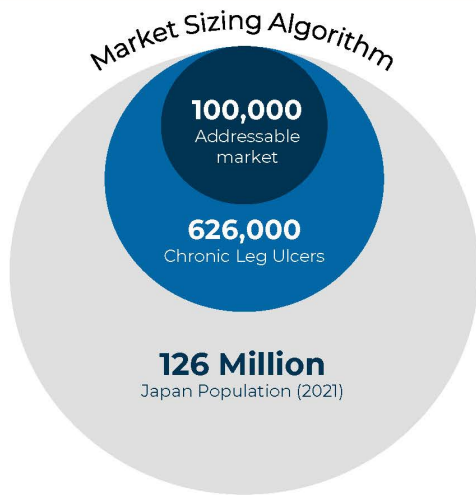
AMNIOFIX® AMNIOBURN®
AMNIOCORD® AMNIOFIX®
FENESTRATED

Targeting Unmet Needs

- Expand Reach in O.R.
- Procedural Training
- KOL Development by Specialty
- New Product Launches
- Clinical & Economic Evidence

INTERNATIONAL EXPANSION INTO JAPAN IN 2022

Japan Market Overview



Strategy

- Received regulatory approval in June 2021 to market EPIFIX in Japan
- Approval includes broad label coverage for all hard-to-heal wounds
- Currently in dialogue with the Ministry of Health regarding reimbursement and related timeline
- Elements of go-to-market strategy in place: KOLs identified, gained support of prominent medical societies, trained ~200 physicians on use of product, selected clinical sites for product evaluations, selected local distributor

EPIFIX product launch planned shortly following reimbursement approval – MIMEDX to be first amniotic tissue to market in Japan

2022 LAUNCHES EXPAND PLACENTAL PORTFOLIO



AMNIOEFFECT™

Wide range of sizes
up to 9 cm x 20 cm

Improved handling for
minimally invasive
procedures



Placental Collagen Matrix

Particulate format fulfills
key portfolio gap

Retains key extracellular
matrix components

**Anticipate two new, organic products launched per year;
future year new product launches would present additional upside opportunity**

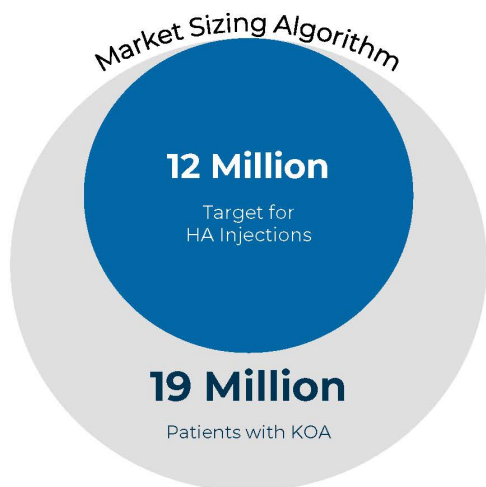
MID-TERM GROWTH EXPECTATIONS DRIVEN BY TREATMENT TRANSFORMATION AND ONGOING PORTFOLIO INNOVATION



**Anticipate two new, organic products launched per year;
future year new product launches would present additional upside opportunity**

Management estimates of annual revenue growth rate.

SIGNIFICANT UNMET CLINICAL NEED IN KNEE OSTEOARTHRITIS



Multiple factors drive overall transformation

Value Multipliers

- Product Label
- Dosing Regimen
- Bilateral Application
- Prophylactic Use
- Place in Treatment Algorithm
- Clinical Trial Results
- DMOAD

DMOAD
substantially
amplifies market
opportunity

mdHACM HOLDS POTENTIAL TO REDUCE PAIN AND INCREASE FUNCTION IN KOA

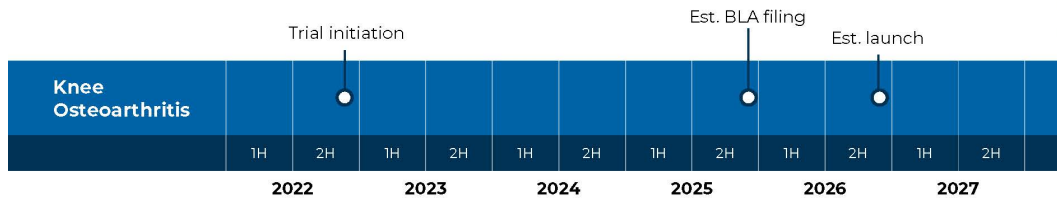
- >> Phase 2B study did not meet primary endpoints, but demonstrated statistically significant and clinically meaningful improvement within Pre-Interim analysis cohort
- >> Plan to commence KOA Clinical Trial Program in 2022
- >> Anticipate BLA filing in late-2025 with greater probability of success

Pre-Interim Analysis Cohort

| 190-patient Cohort | 3 months | 6 months |
|--------------------|----------|----------|
| WOMAC Pain | p=0.032 | p=0.009 |
| WOMAC Function | p=0.046 | p=0.009 |
| WOMAC Total | p=0.038 | p=0.008 |

Dr. Vibeke Strand
MIMEDX
Investor Day
(Dec. 7, 2021)

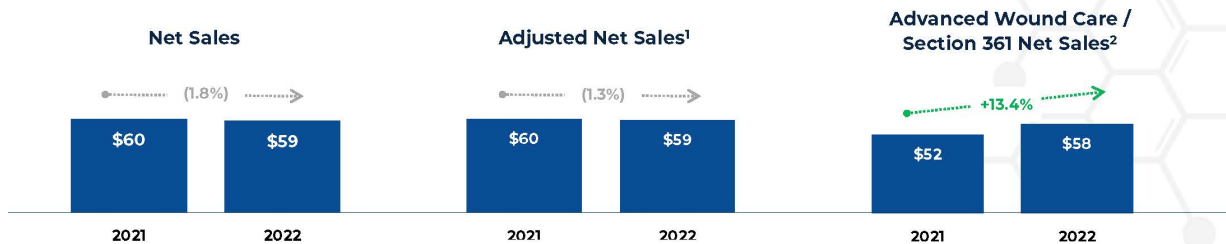
MIMEDX has learned much from this trial and I think they will further refine the final product characterization and **we should be optimistic that we will see positive results from future trials with this product.**



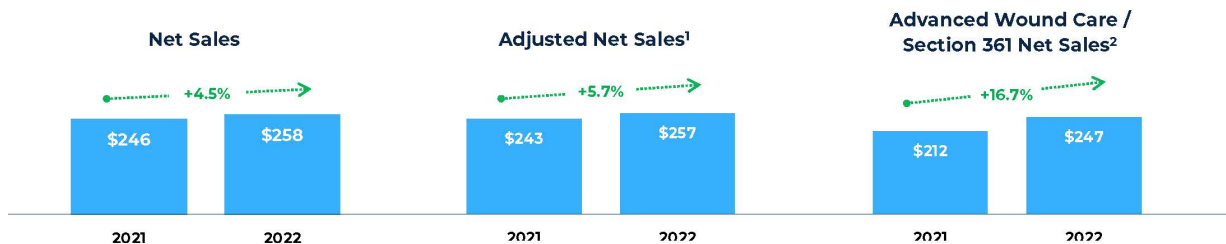
mdHACM = micronized dehydrated Human Amnion Chorion Membrane; WOMAC = Western Ontario and McMaster Universities Osteoarthritis Index; BLA = Biologics License Application; Timeline represents current plans and estimates only. Actual results and timing may differ materially. There can be no assurance that clinical trials are conducted or completed on schedule, that trial results are favorable, or that we obtain regulatory approval for our products and indications.

ADVANCED WOUND CARE CONTINUES TO EXHIBIT STRONG DOUBLE-DIGIT GROWTH

Results for the Three Months Ended March 31 (\$M)



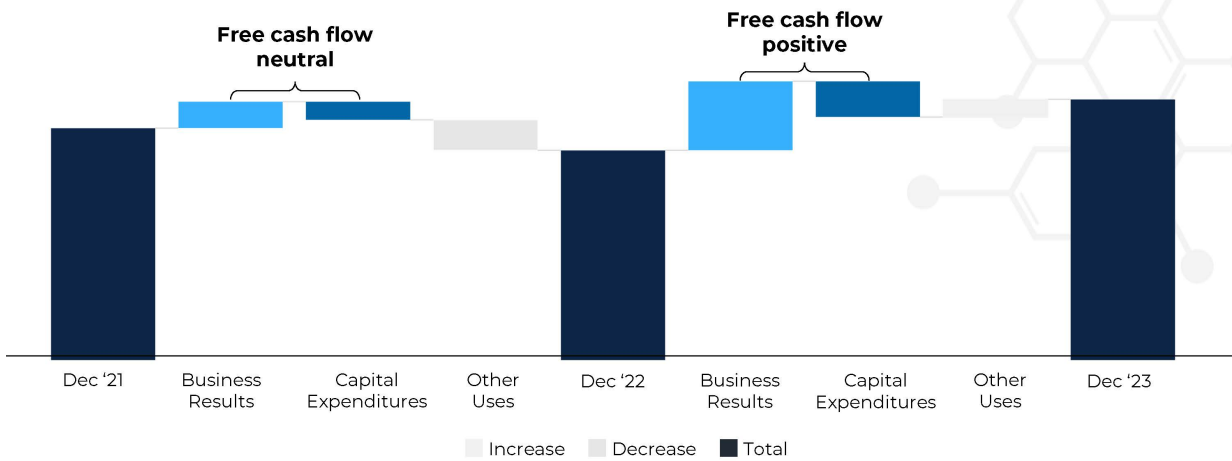
Results for TTM Ended March 31 (\$M)



MIMEDX Expects Sales of Its Advanced Wound Care / Section 361 Products to Grow 11% to 14% in 2022, with Growth Expected to Accelerate as the Year Progresses

(1) Adjusted net sales excludes revenue recognized from cash collections on remaining contracts. Adjusted net sales is a non-GAAP measurement. (2) Section 361 includes Tissue + Cord sales. Section 351 includes Micronized + Particulate sales. Advanced Wound Care / Section 361 and Section 351 Sales are Non-GAAP metrics. These two metrics allow investors to better understand the trend in sales between the two different product groups.

EXISTING CASH LEVELS ARE SUFFICIENT TO SUPPORT NEAR-TERM R&D EFFORTS



Cash and cash equivalents at March 31, 2022 = \$75.7 million

Expect two clinical trials for Knee OA indication to cost less than \$30 million; incurred over three years

Over the 12 – 15 months ending December 2022, we continue to expect:

- Base business to be cash flow neutral
- Overall revenue to return to levels consistent with those prior to end of Enforcement Discretion⁽¹⁾

Business Results represents expected Adjusted EBITDA. Other Uses include debt service, and investigation, restatement and related expenses.

(1) The FDA exercised enforcement discretion under limited conditions with respect to pre-market approval requirements for certain HCT/PS through May 31, 2021. After May 31, 2021, we no longer sell our micronized and particulate products in the United States, and do not intend to sell such products in the United States until the FDA grants pre-market approval.

DIFFERENTIATED VALUE PROPOSITION OF TRANSFORMATION DRIVES GROWTH

Sustainable above-market growth from commercial business in multiple therapeutic areas with significant unmet need

Native and multimodal therapeutic properties of placental tissue provide vast range of organic product innovation

KOA indication represents blockbuster biologic opportunity

Underlying mechanism of action and proprietary tissue engineering offer new insights into disease modifying potential

Talented, skilled and seasoned management team and Board in place



CORPORATE GOVERNANCE

OUR BOARD IS COMPRISED OF THE KEY SKILLSETS NECESSARY TO CONTINUE TO LEAD MIMEDX THROUGH THIS NEXT STAGE OF GROWTH

Current Board Skills Matrix

| | Senior Leadership (Public C-Level / Board Experience) | Investor Relations Experience | Operational Expertise | Financial Expertise | M&A Expertise | Med Tech / Life Sciences Industry Experience | Risk Management | Diversity | Research and Regulatory Expertise (MD / PhD) | Clinical Drug Development Experience |
|---------------------|---|-------------------------------|-----------------------|---------------------|---------------|--|-----------------|------------|--|--------------------------------------|
| Timothy Wright | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | - | - | ✓ |
| Kathleen Behrens | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| James Bierman | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | - | - | - |
| Phyllis Gardner | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| William Hawkins III | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | - | - | - |
| Michael Giuliani | ✓ | ✓ | - | - | - | ✓ | ✓ | - | ✓ | ✓ |
| Martin Sutter | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | - | - | - |
| Todd Newton | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | - | - | - |
| Cato Laurencin | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Total | 9/9 | 9/9 | 8/9 | 8/9 | 8/9 | 9/9 | 9/9 | 3/9 | 4/9 | 5/9 |

OUR BOARD MEMBERS BRING DIVERSE SKILLSETS THAT HAVE BEEN CRITICAL FOR MIMEDX'S TURNAROUND

Each specific member of the Board was deliberately selected to Sustain, Stabilize, and Grow the Company

SUSTAIN

- Turbulent period in the Company's history
- Numerous financial, accounting, operational and governance issues
- Need for strong leadership
- Added 3 directors selected by Prescience Point



M. Kathleen Behrens, PhD

- Combination of Board and management leadership as Founder, CEO, and/or Chair of biotechnology companies
- Independent life sciences consultant and investor
- Board Chair
- Total Public Board Experience: 9

Joined:
June 2019



K. Todd Newton

- Robust experience in finance and auditing as Executive VP, CFO, and COO of ArthroCare during Company turnaround
- Former CEO of Apollo Endosurgery
- Chair of Audit Committee
- Total Public Board Experience: 3

Joined:
June 2019



James L. Bierman

- C-level leadership as former President and CEO (COO and CFO) of Owens & Minor, a Fortune 500 company
- Auditing background as former Partner at Arthur Andersen
- Chair of Compensation Committee
- Total Public Board Experience: 6

Joined:
June 2019

STABILIZE

- Foundation put in place to restore credibility with key stakeholders including investors, employees, and regulators



Timothy R. Wright

- Critical leadership skills with over 30+ years in life sciences, med tech, and regenerative medicine
- Deep operational, spin-out, and turnaround experience
- Total Public Board Experience: 4

Joined:
May 2019



William A. Hawkins III

- Deep leadership and M&A experience in large-cap med tech as Chairman and CEO of Medtronic
- Former President and CEO of Immucor
- Chair of Ethics & Compliance Committee
- Total Public Board Experience: 8

Joined:
November 2020



Martin P. Sutter

- Long-term investor perspective with experience at 30+ portfolio company investments
- Co-Founder and Managing Director of EW Healthcare Partners
- Chair of Nominating & Corporate Governance Committee
- Total Public Board Experience: 12

Joined:
July 2020

GROW

- With the Company stabilized, MIMEDX can focus on driving growth through expanding clinical data and R&D



Michael J. Giuliani, MD

- 4 decades of clinical and regulatory experience
- Former VP, Research and Development at Covidien (Mallinckrodt)
- Total Public Board Experience: 1

Joined:
November 2020



Cato T. Laurencin, MD, PhD

- Pioneer of regenerative engineering; CEO of the CT Convergence Institute
- Member of the National Academy of Sciences
- Chair of Advanced Science & Technology Committee
- Total Public Board Experience: 4

Joined:
November 2020



Phyllis I. Gardner, MD

- Deep clinical and R&D experience
- Professor of Medicine at Stanford University with 35+ years of experience in academia, medicine and industry
- Total Public Board Experience: 10

Joined:
March 2021

Note: Total Public Board Experience represents all lifetime current and past public board roles, including at MIMEDX.

OUR DIRECTOR NOMINEES BRING KEY EXPERTISE AND STERLING REPUTATIONS TO THE MIMEDX BOARDROOM

Dr. Phyllis I. Gardner brings an independent voice through her background in academia, medicine, and Boardrooms. James Bierman brings a history of healthcare senior executive operational experience



Phyllis I. Gardner, MD

Independent Director

- ✓ **Brings independent scrutiny and accountability, as evidenced by her early, original, and accurate analysis of Theranos**
- ✓ **Professor of Medicine at Stanford University with 35 years of experience in academia, medicine and industry**
- ✓ **Prior M&A expertise as senior leader:**
 - Sale of Corium (\$500mm)
 - Sale of Aerogen (Undisclosed)
 - Sale of Aronex (\$100mm)

■ **Current Public Board Experience:**

- Firebrick Pharma
- CohBar

■ **Former Public Board Experience:**

- Revance Therapeutics
- Corium International
- Parnell Pharmaceuticals
- Aerogen
- BioMarin Pharmaceutical
- Aronex Pharmaceuticals
- Pharmacyclics

■ **Selected affiliations:**

- Member of the Harvard Medical School Board of Fellows

■ **Other previous experiences include:**

- Adjunct Partner at Essex Woodlands Health Ventures (1999-2014)
- Principal Scientist, Vice President of Research at ALZA Technology Institute

■ **Education:**

- MD from Harvard University; Chief Residency at Stanford University Hospital; post-doctoral fellowships at Columbia University and University College London

**Joined:
March 2021**

- ✓ Senior Leadership / Public Board Experience
- ✓ Investor Relations Experience
- ✓ Operational Experience
- ✓ Financial Experience
- ✓ M&A Experience
- ✓ Med Tech / Life Sciences Experience
- ✓ Risk Management
- ✓ Diversity
- ✓ MD
- ✓ Clinical Drug Development Experience



James Bierman

Independent Director, Compensation Committee Chair

- ✓ **Brings Fortune 500 management and directorship experience**
- ✓ **Operational and financial experience in the healthcare sector**
- ✓ **Prior M&A expertise as senior leader:**
 - Sale of TMH to Blackstone (\$6.1B)
 - Sale of OMI to One Equity Partners (\$1.6B)
 - Acquisition of Medical Action Industries (\$208mm)
 - Acquisition of Movianto Group (€130mm)
 - Sale of DTC Diabetes Supply Business (\$63mm)

**Joined:
June 2019**

- ✓ Senior Leadership / Public Board Experience
- ✓ Investor Relations Experience
- ✓ Operational Experience
- ✓ Financial Experience
- ✓ M&A Experience
- ✓ Med Tech / Life Sciences Experience
- ✓ Risk Management

■ **Current Public Board Experience:**

- Tenet Healthcare Corporation
- Novan
- KL Acquisition Corp

■ **Former Public Board Experience:**

- Owens & Minor
- TeamHealth Holdings (Formerly TMH)

■ **Selected affiliations:**

- Member of American Institute of Certified Public Accountants (inactive)

■ **Other previous experiences include:**

- EVP and CFO of Quintiles Transnational (2000 - 2004)
- Partner at Arthur Andersen (1988 - 1998)

■ **Education:**

- M.B.A. from Cornell University; B.A. from Dickinson College

DR. GARDNER BRINGS A FIERCELY INDEPENDENT VOICE TO THE BOARD



- Dr. Gardner is a **world-renowned, well-respected clinical pharmacologist** and healthcare executive with **over 35 years of life sciences experience, including expertise in drug development**, who has served on over 19 public and private boards
- Dr. Gardner brings a highly-sought, long track record of success and strong **ethical compass**
 - Evidenced by being an early, publicly vocal skeptic of Theranos' technology at a time when the company was a Wall Street and Silicon Valley favorite
 - Dr. Gardner's instrumental role in exposing fraud at Theranos is depicted on Hulu's popular television show "The Dropout"

| Public Board Experience | Past and Present Affiliations | Portrayed in Hulu's "The Dropout" Exposing Fraud at Theranos |
|-------------------------|--|--|
| | <p>Harvard Medical School Board of Fellows</p> | |

Setting the Record Straight

- ✓ **Dr. Gardner is a highly proven and independent director widely respected for her life sciences background**
- ✓ **Dr. Gardner's deep clinical, drug development, and R&D experience provide unparalleled expertise to the MIMEDX Board to help maximize value for shareholders**

MR. BIERMAN BRINGS DECADES OF SENIOR EXECUTIVE EXPERIENCE TO THE BOARD



- Mr. Bierman has served on the Board since June 2019 and brings senior level **operational, M&A, and financial experience** in the healthcare sector to the MIMEDX Board
- Mr. Bierman is a **seasoned executive** who previously served as President and Chief Executive Officer, and as a member of the board of directors, of Owens & Minor, a Fortune 500 company and a leading distributor of medical and surgical supplies
- He currently serves on the Board of KL Acquisition, Novan and Tenet Healthcare and has served on over 7 public and private company Boards
- During Mr. Bierman's tenure as CEO of Owens & Minor, the company achieved a Total Shareholder Return (TSR) of **77.8%**, **+40.7%** above the TSR of the S&P 500 index during the same period

| Public Board Experience | Past and Present Affiliations | Recognized for His Leadership, Financial Acumen and Operational Abilities |
|-------------------------|-------------------------------|--|
| | | <p>"Jim is highly qualified with significant operational and financial experience in the healthcare sector, and we look forward to benefitting from his valuable insights and perspective"</p> <p>Ronald A. Rittenmeyer, Chairman & CEO, Tenet Healthcare September 2017</p> |

Setting the Record Straight

- ✓ **Mr. Bierman joined our board in June 2019 as part of our Board refreshment process**
- ✓ **In addition to his leadership, Mr. Bierman brings a wealth of experience in financial and operational strategies, M&A , and a health care industry perspective**

Source: FactSet.

= Current Public Directorship

DR. BEHRENS IS WELL-SUITED TO CHAIR THE MIMEDX BOARD



- Dr. Behrens brings a combination of **Board and management leadership** experience, most notably as Founder and CEO of the KEW Group, a private oncology company and Chairwoman of Sarepta Therapeutics, a **multi-billion-dollar medical research and drug development company**
- Dr. Behrens has **technical training in life sciences, including a Ph.D. in Microbiology, experience managing healthcare and life sciences companies** and **significant investing and financing experience**. She served as a general partner for RS Investments and Robertson, Stephens & Co., two leading investment and capital markets firms
- She currently serves on the Boards of Sarepta Therapeutics and IGM Biosciences and has served on 9 public company boards throughout her career

| Public Board Experience | Past and Present Affiliations | Dr. Behrens Was Nominated to the MIMEDX Board By Prescience Point |
|-------------------------|-------------------------------|---|
| | | <p>"Prescience believes that Dr. Behrens Wiley's substantial experience in the financial services and biotechnology sectors, as well as in healthcare policy, makes her a well-qualified candidate for the Board."</p> <p>Prescience Point May 29, 2019</p> |

Setting the Record Straight

- ✓ **Dr. Behrens has served on the Board since June 2019 and was nominated as a director because of her substantial experience in the financial services and biotechnology sectors, as well as in healthcare policy**
- ✓ **Dr. Behrens brings a wealth of experience as a former public-market biotechnology securities analyst and venture capitalist**

IMPROVEMENTS BY MANAGEMENT AND BOARD HAVE POSITIONED MIMEDX FOR THE FUTURE

MIMEDX has adopted approximately 70 corporate governance reforms since 2019

Selected Key Governance Enhancements



100% Refreshed Board Since 2019



Resolved FDA and SEC Regulatory and Litigation Issues



90% Refreshed Management Since Tim Wright Joined the Company in 2019



Amended Bylaws to Limit Outside Board Participation



Separated Chair and CEO Roles



New Charters for Board Committees



New Ethics & Compliance and Advanced Science & Technology Committees



Eliminated Staggered Board



Relisted on NASDAQ



Adopted Proxy Access



Recruited new Chief Financial Officer and Chief Accounting Officer

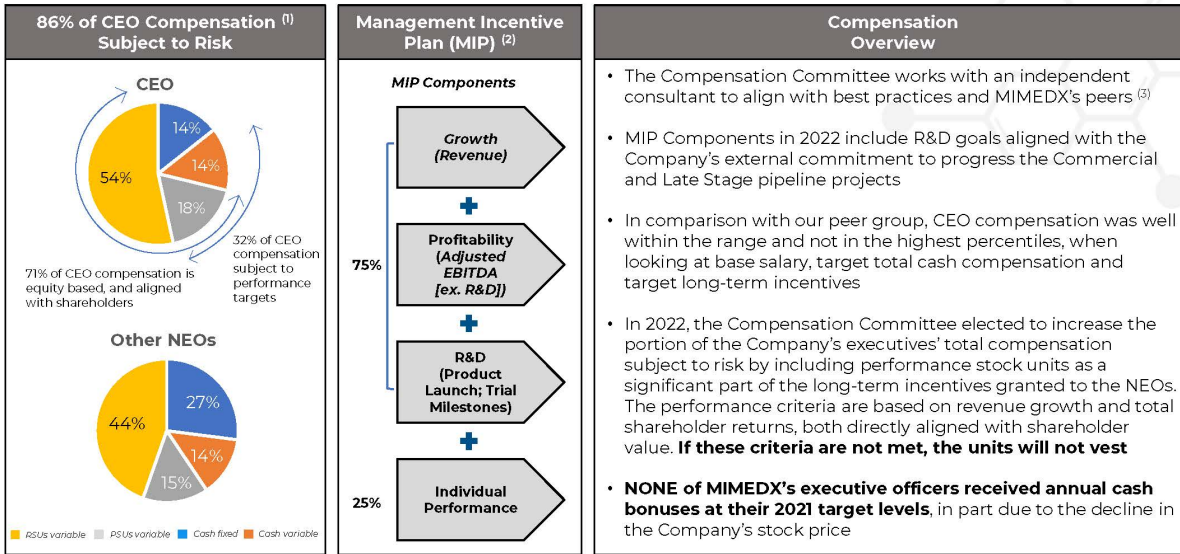


Decreased Ownership Threshold for Calling Special Meetings

MIMEDX's Management and Board have now resolved the Company's legacy issues and are fully focused on future growth

MANAGEMENT COMPENSATION IS ALIGNED WITH OPERATIONAL AND FINANCIAL GOALS AND TOTAL SHAREHOLDER RETURNS

Compensation is based on a philosophy of organizational and individual performance and is aligned with shareholder value through performance factors and significant equity-based portions of total compensation



Management's compensation is well within the average range in comparison with our peer group and is based on widely accepted best practices within our industry

Source: Company disclosures and SEC filings.
 Note: Adjusted EBITDA is a non-GAAP measure. Refer to appendix for more information and reconciliation to the nearest GAAP figure.
⁽¹⁾ For 2022, long-term equity incentives include restricted stock units (RSUs) and performance stock units (PSUs). TSP from 04/27/21 - 04/27/22.
⁽²⁾ Management Incentive Plan (MIP) is the cash bonus plan applicable to all Named Executive Officers (NEOs).
⁽³⁾ Peers for compensation assessment are: AKBA, COLL, AORT, LAB, HALO, IRWD, LMMX, VIVO, NSTG, OMER, OSUR, ORGO, OFIX, PGEN, SPPL, TVTX, VINDA, VCEL



OUR STRATEGY ALSO HIGHLIGHTS MIMEDX'S COMMITMENT TO GROWING RESPONSIBLY

ESG: Commitment to Corporate Social Responsibility



“

WE HAVE AN OPPORTUNITY AND RESPONSIBILITY TO MAKE A DIFFERENCE FOR THESE PATIENTS, AND IN DOING SO, GROW A SUCCESSFUL AND MEANINGFUL HEALTHCARE COMPANY.”

- Timothy R. Wright, MIMEDX CEO



Commitment to Ethical, Sound Governance

- Independent Chief Compliance Officer and VP of Internal Audit report directly to the Board
- Conduct regular training on newly implemented Code of Conduct and Ethics
- Fully resolved ALL material weaknesses in internal control environment



Commitment to Diversity

- Formed Inclusion and Diversity Council to assess, develop and inform initiatives, then implement change
- Rolled out unconscious bias training for all leadership
- Progressed toward NASDAQ standards for diversity, with 3 of 9 board members meeting diversity guidance
- As of December 31, 2021, 55% of our employees are women, and women comprised 56% and 57% of our new hires in 2021 and 2020, respectively



Commitment to Our Patients and the Communities Where We Work and Live

- Implemented Company-wide Vision, Mission and Core Values
- Maintained full employment during COVID-19, including flexible and hybrid work environment
- Offered employees ~1900 hours of remote learning during COVID
- Strategically kept staffing levels in place despite end of the FDA's period of Enforcement Discretion
- COVID response included temperature testing, PPE distribution, onsite vaccination, and onsite test kits for employees



Commitment to Environmental Responsibility

- Core technology uses donated tissue that would otherwise be disposed as medical waste
- Lightweight, small-dimension shipments require no special storage or delivery, with minimal carbon footprint
- Donor Recovery Team maintained presence in hospital throughout COVID to ensure continuity of supply/minimal waste
- Introduced Lean Six Sigma program to address areas for efficiency & scrap reduction

Ethics, Stewardship and Compliance is Our Foundation



**SETTING THE RECORD
STRAIGHT ON PRESCIENCE
POINT'S FALSE STATEMENTS
AND MISLEADING ATTACKS**

PRESCIENCE POINT'S FALSE ARGUMENTS ARE NOT GROUNDED IN FACTS

Prescience Point's False Arguments

The Truth

1 *Prescience Point "is deeply concerned by MIMEDX's operational performance, strategic direction, and stock price performance"*

- MIMEDX is confident in the steps we are taking to advance our strategy
- We recently reported a **third consecutive quarter of double-digit growth** in our continuing portfolio of products.
- The changes we made to reorganize, retrain, and **realign our sales personnel to improve revenue generation** are working
- Under the Board's oversight, MIMEDX has also **successfully accomplished a number of governance, operational and financial milestones** that have been critical to restoring the Company's credibility, integrity and reputation, improving business liquidity, and transforming the culture of the organization
- **We are a stronger Company today than we were three years ago**

2 *"MIMEDX has badly mismanaged its clinical trials, which directly led to the disappointing results of both its Phase 2b knee OA and Phase 3 plantar fasciitis trials"*

- Throughout all clinical trials, **MIMEDX products were deemed safe with no adverse events**, substantiated by the Company's external Data Safety Monitoring Board
- Numerous improvements have been implemented in the Company's R&D, Operations and Manufacturing organizations, following the result of 2019 FDA inspections
- We have used learnings from our Phase 2B KOA and other clinical trials to augment our own efforts with **industry-leading clinical and scientific resources, including world-class experts in the field of osteoarthritis**, external consultants and third party collaborators who can help oversee clinical trial site monitoring, data management, statistical analysis, and reporting activities

Source: Company disclosures, press releases, SEC filings and other public statements.

PRESCIENCE POINT'S FALSE ARGUMENTS ARE NOT GROUNDED IN FACTS

Prescience Point's False Arguments

The Truth

3 *"MIMEDX has failed to communicate the value of its wound care business and the immense promise of its premier asset – AMNIOFIX – to the investment community ... we believe there is a good chance that MIMEDX will pursue strategic alternatives for its AMNIOFIX asset later this year"*

4 *Prescience Point has made suggestions on improving governance, including calling for shareholder representation, and suggesting Mr. Eiad Asbahi replace Dr. M. Kathleen Behrens as Chair and add Prescience Point associate Mr. Chris Li to the Board*

5 *"For the past two and a half years, Prescience Point has worked diligently to create value for all MIMEDX shareholders"*

- Through **more than 345 meetings since our relisting in 2019**, we have kept investors informed about our pipeline potential in a timely and prudent manner, consistent with SEC and FDA guidelines
- During **the Company's December 2021 Investor Day, which attracted more than 445 attendees**, we spent a significant amount of time on the AMNIOFIX/mdHACM opportunity as a potential blockbuster biologic; this included recent trial results, key findings, the Company's path forward, and possible variables in the Total Addressable Market for mdHACM
- While we believe our stock price is not reflective of our intrinsic value and progress, we note that in the last 12 months, **MIMEDX's stock has performed in line with the average of its peers**
- **Mr. Eiad Asbahi is not qualified to serve on the MIMEDX Board in any capacity**
- The Board carefully reviewed Mr. Asbahi's qualifications last year when he first nominated himself for election at the 2021 Annual Meeting. The Board determined that his **lack of public company, board and applicable life sciences industry experience would make him unqualified for our Board**
- Mr. Asbahi's **criminal conduct involving a serious illegal drug, and the fraudulent lengths he went to obtain it**, in our view, shows that he is **entirely unfit to serve on the board of this, or any other, life sciences company**
- Mr. Asbahi and Prescience Point **explicitly stated their interest in a sale of AMNIOFIX / mdHACM or the entire business** later this year. **Why?** Mr. Asbahi is motivated by **his fund's extreme concentration in MIMEDX and their need for a "fire sale"**
- As of March 28, 2022, **approximately 47% of its estimated assets under management (AUM) were invested in MIMEDX**, an ownership stake that guarantees every decision he makes will be to serve his own interests and not those of all shareholders. **The firm's recent stock sales are in direct conflict with the best interests of all other shareholders**

Source: Company disclosures, press releases, SEC filings and other public statements.

PRESCIENCE POINT'S FALSE ARGUMENTS ARE NOT GROUNDED IN FACTS

Prescience Point's False Arguments

The Truth

6

"We feel that it is imperative to make abundantly clear our dissatisfaction with the status quo, which is why we intend to vote 'Withhold' against the incumbent directors [Dr. Gardner and Mr. Bierman] standing for re-election"

7

"Despite management's consistent track record of shareholder value destruction, the Board has awarded executive compensation that is unjustified by performance and far exceeds what is paid by comparable companies"

- Members of the MIMEDX Board and senior management team have **engaged extensively with Prescience Point and its founder, Mr. Asbahi, on more than 46 occasions since 2019** – a track record Mr. Asbahi repeatedly downplays and misrepresents to his fellow holders
- Mr. Asbahi was offered a meeting with the Nominating and Governance Committee of the Board of Directors and refused because it was **"not a productive use of their time"**
- Not only did **Mr. Asbahi fail to provide any specific solutions for the Board to consider** but he was not interested in maintaining a constructive dialogue with any members of the MIMEDX leadership team or Board of Directors
- Dr. Gardner and Mr. Bierman bring **important skills, business acumen, public company board and industry experience**, including in the areas of drug development and M&A to guide and oversee the Company as fiduciaries at this critical time

- Our executive compensation is **well within the average range in comparison with our peer group** and is based on **widely accepted best practices within our industry**. The MIMEDX Compensation Committee applies best judgment and discretion in establishing targeted pay levels and is focused on attracting and retaining **best-in-class talent at all levels in our Company**
- Furthermore, **despite misstatements** from Prescience Point, **NONE of the Company's executive officers received annual cash bonuses at their 2021 target levels**, in part due to the decline in the Company's stock price

Source: Company disclosures, press releases, SEC filings and other public statements.

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MIMEDX

PRESCIENCE POINT'S FALSE ARGUMENTS ARE NOT GROUNDED IN FACTS

Prescience Point's False Arguments

The Truth

8

"... the Company is being run primarily for the benefit of two factions – EW Healthcare Partners and management – at the expense of the broader shareholder base"

- Management and EW Healthcare Partners are **aligned with the best interest of all shareholders and are committed to maximizing shareholder returns**
- Mr. Asbahi criticizes the number of MIMEDX directors nominated by EW Healthcare Partners, a nearly 20% shareholder
- Investors should consider that **Prescience Point is positioning itself to nominate nearly half of the MIMEDX Board while only holding 6.7%** of the Company's outstanding shares

9

[The EW Healthcare Partners transaction is] "... excessive, unnecessary, and incredibly value destructive transaction epitomizes the lack of regard that the current Board and management have shown for the best interests of shareholders"

- While navigating the impacts of the COVID-19 pandemic, **MIMEDX stabilized and strengthened its balance sheet with a capital raise of \$150 million in 2020**, comprised of a \$100 million equity financing led by EW Healthcare Partners and a \$50 million debt financing provided by Hayfin Capital Management LLP, **which signified a clear turning point for the business**
- **The value of EW's convertible preferred stock is directly linked to the performance of MIMEDX common stock**, ensuring the alignment of its interests with those of all shareholders
- The transaction was the **culmination of lengthy process to review potential financing alternatives by the Board, in consultation with the Company's professional and financial advisors**
- These additional resources provided the Company with the **necessary capital to enhance its R&D, manufacturing and commercial organizations**, with additional flexibility to pursue attractive growth opportunities afforded by the Company's placental biologics portfolio

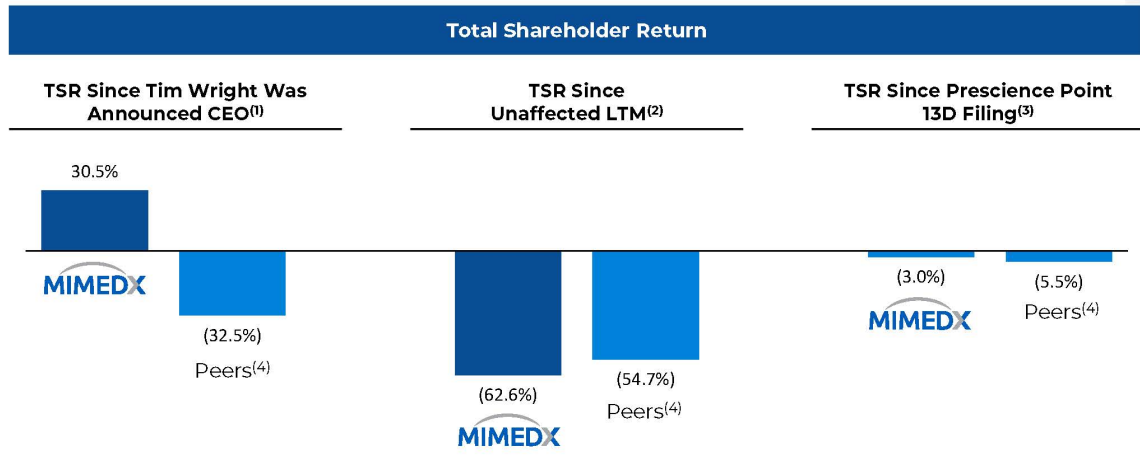
Source: Company disclosures, press releases, SEC filings and other public statements.

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MIMEDX

MIMEDX'S TSR METRICS HAVE PERFORMED IN LINE OR AHEAD OF PEERS

- While we believe our stock price is not reflective of our intrinsic value and progress, we note that in the last 12 months, **MIMEDX's stock has performed in line with the average of its peers** and reflects the current challenging market conditions
- MIMEDX has outperformed the average of its peer group since Tim Wright was announced CEO on May 9, 2019



Source: FactSet as of 05/17/22.

(1) TSR from 05/09/2019 - 05/17/2022.

(2) TSR from 04/27/21 - 04/27/22.

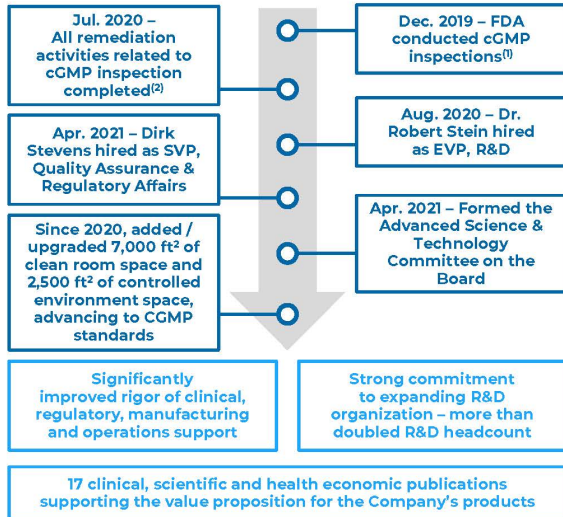
(3) TSR from 04/28/22 - 05/17/22.

(4) Peers include IART, VCEL, OROO, MDWD, AXGN, ANIK, TCMD, and RCEL. Average shown for peers.

MANAGEMENT HAS IMPLEMENTED KEY SUCCESS FACTORS FOR mdHACM CLINICAL DEVELOPMENT STRATEGY

Numerous Decisive Steps Have Been Taken to Build Supporting Infrastructure and Increase Probability for Success in R&D Initiatives and the Company's Clinical Trial Program

R&D Accomplishments Since Tim Wright Began as CEO



Positioning MIMEDX for Registrational Success in Next Clinical Trials

- 1 Comprehensive Root Cause Analysis Completed for Phase 2B KOA Study
- 2 Multi-Disciplinary Actions Launched to Mitigate Observed Study Issues
- 3 Global Pharmacovigilance System Implemented to Support Global Product and Clinical Trial Safety
- 4 Implemented Enabling Systems and Technologies for Clinical Trial Management
- 5 Lining Up Industry-Leading Clinical and Scientific Resources to Support Full Operational Management of Next KOA Study
- 6 Progressing Formation of Scientific Advisory Board with Renowned Clinical, Scientific and Academic Expertise

⁽¹⁾ 24 FDA observations.
⁽²⁾ 171 remediation actions completed.

EW HEALTHCARE PARTNERS BRINGS EXPERIENCE AND EXPERTISE TO THE BOARD AND CRITICAL FUNDING TO THE COMPANY

- EW Healthcare Partners are highly skilled investors with a track record of value creation in healthcare
 - Over a 37 year history, EW has raised over \$3 billion and invested in over 150 companies with a combined market capitalization in excess of \$50 billion
 - Their investment team has 500+ years of combined healthcare industry experience
- EW Healthcare Partners is aligned with the best interest of **all** shareholders and wants to maximize shareholder returns
 - EW has a consistent track record of creating shareholder value:** The firm has successfully built and contributed to the prosperity of numerous life science companies, with many of those companies being sold to create high returns for investors
 - EW is a highly respected healthcare investor:** their investment in MIMEDX demonstrates confidence in Management and the Board's long-term vision for the Company
 - The value of EW's convertible preferred stock is directly linked to the performance of MIMEDX common stock,** ensuring the alignment of its interests with those of all shareholders

Deep Experience In Healthcare

Selected Current Investments



Selected Successful Exits



 Regenerative Medicine



MIMEDX HAS EXTENSIVELY ENGAGED WITH PRESCIENCE POINT

By the Numbers: Prescience Point Engagement

46

Engagements with Prescience Point Since 2019

22

Calls Since 2019, including One In-person Meeting at Prescience Point's Baton Rouge Office with Senior Management

3

Of Prescience Point's Nominees Added to the Board in 2019, each of which They have since Sought to Replace

2

Distracting and Costly Campaigns Waged by Prescience Point

- ✓ *Despite their claims of poor investor outreach, MIMEDX has had more engagement with Prescience Point than any other shareholder since 2019*
- ✓ *Prescience Point refused our recent offer to meet with the Nominating & Governance Committee of the Board, stating it was "not a productive use of their time"*

Members of the MIMEDX Board and senior management team have engaged extensively with Prescience Point and its founder, Mr. Eiad Asbahi, for more than three years

PRESCIENCE POINT'S PATTERN OF STOCK SALES IS INCONSISTENT WITH ITS STATED INTENT AS A "LONG-TERM HOLDER"

Despite claiming to be bullish on MIMEDX, Prescience Point has sold ~17% of its position since July 2021

| Prescience Point Claim | Prescience Point Conduct |
|---|--|
| <p>"...[Prescience Point] believe[s] that AMNIOFIX [mdHACM] has a high chance of regulatory success and that the product's peak sales could exceed \$15 billion." April 2022</p> | <ul style="list-style-type: none"> Prescience Point sold 434,811 shares of MIMEDX stock on April 13, 2022, the same day they told the Company's management how bullish they were Prescience Point sold 564,561 shares of MIMEDX stock between April 8 and April 22, 2022 – all while pushing MIMEDX to add their representatives to the Board This pattern is not new. On the day of and the two days after Prescience Point published a research report with a \$31 price target, the firm sold 214,597 shares at a weighted average price of \$9.24⁽¹⁾ Prescience Point filed its 13D revealing these stock sales on January 13, 2021, the same day as the JP Morgan Healthcare Conference. Mr. Asbahi placed blame on the conference for the stock price decline in an attempt to deflect the downward pressure on the stock that Prescience Point's own sales created |
| <p>"...we believe that MIMEDX is a much more investable and shareholder-friendly company today than it was prior to the initiation of our campaign...We have been and will continue to be a champion of MIMEDX." May 2021</p> | |
| <p>"Look no further than the JP Morgan Healthcare Conference...given blunders such as these...its [MIMEDX's] share price has subsequently declined..." April 2021</p> | |

Prescience Point Stock Sales

| Date / (Filing) | Position / (% O/S) | Δ Share Count | Δ % O/S |
|--|---------------------|--------------------|---|
| 7/13/21 (13G) | 9,144,776 (8.2%) | 86,526 | +0.1% |
| 2/8/22 (13G/A) | 8,411,019 (7.5%) | (733,757) | (0.7%) |
| 4/28/22 (13D) | 7,602,577 (6.7%) | (808,442) | (0.8%) |
| Total Change Since 7/13/21 13G Filing | | (1,542,199) | (1.5%) a ~17% position reduction |

Source: Company disclosures, press releases, SEC filings.

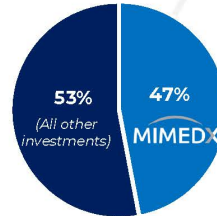
(1) Prescience Point published a research report with a \$31 price target on December 16, 2020. Per its 13D filed on January 13, 2021, the firm sold 214,597 shares at a weighted average price of \$9.24 from December 16, 2020 to December 18, 2020.

PRESCIENCE POINT'S TRUE AGENDA IS TO SEEK CONTROL OF MIMEDX AND FORCE A SALE OF THE COMPANY OR AMNIOFIX / mdHACM

- While Prescience Point attempts to distract shareholders with misleading facts and statements, their public comments betray their true motivation – **Mr. Asbahi and Prescience Point explicitly stated their goal to force a sale of AMNIOFIX / mdHACM or the entire business later this year**
- Why? Mr. Asbahi is motivated by his fund's **extreme concentration** in MIMEDX
- As of March 28, 2022, approximately **47% of its estimated assets under management (AUM)** were invested in MIMEDX
- This extreme concentration places an **increasing pressure to get the Company sold. Prescience Point has no interest in long-term value creation**
 - These are not the actions nor the motivations of a committed, long-term investor**

Prescience Point's Extreme Concentration in MIMEDX

Prescience Point's Portfolio ⁽¹⁾



"It is critically important that we all send a clear message through our WITHHOLD votes...**This will also help set the stage for next year's shareholder meeting, where four Board seats will be up for election.**"

Mr. Eiad Asbahi
May 6, 2022

Shareholders should be cautious of Prescience Point's intentions

Every decision Prescience Point makes will be driven by their interests and not those of all shareholders

While the Company regularly evaluates all strategic, financial and other market opportunities to maximize value, valuation should be a key factor and not just timing

Source: Company disclosures, press releases, SEC filings
⁽¹⁾ Approximate figures as of March 28, 2022.

The background is a deep blue gradient with abstract, glowing light trails that curve across the frame. In the upper right quadrant, there are faint, semi-transparent hexagonal patterns, suggesting a molecular or network structure. The overall aesthetic is futuristic and scientific.

**MIMEDX IS ON
THE RIGHT PATH**

THE RIGHT BOARD WITH THE RIGHT STRATEGY



We have a clear strategy for long-term shareholder value creation and are a better, stronger Company than we were three years ago



Our Board has a valuable mix of proven public company, financial, scientific and clinical skillsets that are necessary to navigate us through our next phase of growth



Dr. Phyllis Gardner, James Bierman and Dr. Kathleen Behrens bring an independent voice, senior executive experience and significant public company leadership to the MIMEDX boardroom



We believe Prescience Point is not acting on behalf of all MIMEDX shareholders with its repeated and costly attempts to replace directors, including those previously nominated by Prescience Point



After 46 engagements with us since June 2019, we believe Prescience Point is out of constructive ideas for us and wishes to launch another distracting campaign



We are on the right path with a continuing focus to keep investors informed and enhance long-term shareholder value

Vote for MIMEDX's Nominees on the WHITE Proxy Card

The background is a dark blue gradient with abstract light trails and hexagonal patterns. The light trails are composed of many thin, curved lines that create a sense of motion and depth. The hexagonal patterns are faint and semi-transparent, adding a technical or scientific feel to the design.

APPENDIX

NON-GAAP METRICS RECONCILIATION

| (\$ millions) | 2Q20 | 3Q20 | 4Q20 | 1Q21 | 2Q21 | 3Q21 | 4Q21 | 1Q22 |
|--|--------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|
| Net Sales – Reported | 53.6 | 64.3 | 68.6 | 60.0 | 68.2 | 63.1 | 67.3 | 58.9 |
| Less: Revenue Transition Impact ¹ | (1.7) | (1.0) | (0.5) | (0.3) | (0.3) | (0.3) | (0.1) | 0.0 |
| Adjusted Net Sales | 51.9 | 63.3 | 68.1 | 59.7 | 67.9 | 62.8 | 67.2 | 58.9 |
| Gross Profit | 45.4 | 54.0 | 57.8 | 50.3 | 55.4 | 53.0 | 56.7 | 49.0 |
| Less: Revenue Transition Impact ¹ | (1.5) | (0.9) | (0.4) | (0.2) | (0.3) | (0.3) | (0.1) | 0.0 |
| Adjusted Gross Profit | 44.0 | 53.1 | 57.4 | 50.1 | 55.1 | 52.7 | 56.6 | 49.0 |
| Adjusted Gross Margin | 84.8% | 83.9% | 84.3% | 83.9% | 81.3% | 83.9% | 84.2% | 83.1% |
| Adjusted EBITDA | 11.7 | 7.8 | 10.8 | 5.0 | 3.1 | 7.0 | 3.6 | (1.7) |
| Less: Capital Expenditures | (0.4) | (0.7) | (2.2) | (1.9) | (0.4) | (0.6) | (0.3) | (0.1) |
| Less: Patent Application Costs | (0.1) | 0.0 | (0.1) | (0.2) | (0.0) | (0.1) | (0.0) | (0.1) |
| Adjusted Free Cash Flow | 11.2 | 7.1 | 8.5 | 2.9 | 2.7 | 6.3 | 3.3 | (1.9) |

⁽¹⁾ Impact of revenue transition includes cash collected related to the remaining contracts and cost of sales recognized on those collections, as applicable. For a discussion of the revenue transition and the defined terms, refer to Item 8, Notes to the Consolidated Financial Statements in the MIMedX Group, Inc. Form 10-K for the years ended December 31, 2021 and 2020, and the respective Form 10-Qs for the noted quarterly periods. Note: certain figures may not foot due to rounding.

ADJUSTED EBITDA RECONCILIATION

| (\$ millions) | 2Q20 | 3Q20 | 4Q20 | 1Q21 | 2Q21 | 3Q21 | 4Q21 | 1Q22 |
|--------------------------------------|--------------|---------------|---------------|--------------|--------------|--------------|------------|---------------|
| Net (Loss) Income | (8.5) | (19.4) | (16.6) | (8.4) | (1.8) | (2.3) | 2.2 | (10.5) |
| Depreciation & Amortization | 1.7 | 1.8 | 1.6 | 1.4 | 1.5 | 1.1 | 1.1 | 1.0 |
| Interest Expense | 2.6 | 1.5 | 1.5 | 1.5 | 1.4 | 1.0 | 1.2 | 1.1 |
| Loss on Extinguishment of Debt | 0.0 | 8.2 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 |
| Income Tax | 0.0 | 0.0 | (1.0) | 0.1 | (0.0) | 0.3 | (0.1) | 0.1 |
| EBITDA | (4.2) | (7.9) | (14.5) | (5.5) | 1.1 | 0.0 | 4.4 | (8.3) |
| Investigation, Restatement & Related | 11.4 | 12.0 | 20.4 | 7.2 | (2.1) | 3.2 | (4.5) | 2.6 |
| Impairment of Intangible Assets | 0.0 | 0.0 | 1.0 | 0.0 | 0.0 | 0.0 | 0.1 | 0.0 |
| Share-Based Compensation | 4.4 | 3.7 | 3.9 | 3.2 | 4.1 | 3.8 | 3.6 | 4.0 |
| Adjusted EBITDA¹ | 11.7 | 7.8 | 10.8 | 5.0 | 3.1 | 7.0 | 3.6 | (1.7) |

⁽¹⁾ Adjusted EBITDA is a non-GAAP measure consisting of GAAP net loss excluding: (i) depreciation, (ii) amortization of intangibles, (iii) interest expense, (iv) income tax provision, (v) costs incurred in connection with the Audit Committee Investigation and Restatement, (vi) impairment of intangible assets, and (vii) share-based compensation. Refer to Item 7 of our Annual Report on Form 10-K for the year ended December 31, 2021, filed with the SEC. Note: certain figures may not foot due to rounding.