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Forward Looking Statements
Certain statements included in this Presentation are not historical facts but are forward-looking statements. Forward-looking statements generally are accompanied by words such as “believe,” “may,” “will,” “estimate,” “continue,” “anticipate,” “intend,” “expect,” “should,” “would,” “plan,” “predict,” “potential,” “seem,” “seek,” “future,” “outlook,” and similar expressions that predict or indicate future events or trends or that are not statements of historical matters, but the absence of these words does not mean that a statement is not forward-looking. These forward-looking statements include, but are not limited to, statements regarding estimates and forecasts of other financial and performance metrics and projections of market opportunity.

These statements are based on various assumptions, whether or not identified in this Presentation, and on the current expectations of Newtown’s and Appgate’s management and are not predictions of actual performance. These forward-looking statements are provided for illustrative purposes only and are not intended to serve as, and must not be relied on by any investor as, a guarantee, an assurance, a prediction or a definitive statement of fact or probability. Actual events and circumstances are difficult or impossible to predict and will differ from expectations. Many actual events and circumstances are beyond the control of Newtown and Appgate. Some important factors that could cause actual results to differ materially from those in any forward-looking statements could include changes in domestic and foreign business, market, financial, political and legal conditions. These forward-looking statements are subject to a number of risks and uncertainties, including but not limited to: the impact of the ongoing COVID-19 pandemic, the impact of catastrophic natural disasters and events, and man-made problems such as power disruptions, computer viruses, data breaches, and terrorism, Appgate’s history of losses and its relatively limited operating history, Appgate’s current or future revenue amount of indebtedness and the associated restrictive covenants, the failure of more organizations to implement technology platform(s), Appgate’s inability to attract new customers, Appgate’s inability to retain and renew customers, the impact of Appgate’s highly competitive industry and the associated possibility of loss of market share to competitors, the inability of Appgate to maintain and enhance its reputation, the deterioration in Appgate’s relationships with its channel partners, Appgate’s dependence on third parties to contribute to its business growth, the inability to maintain and enhance the Appgate brand, the inability to effectively develop, train, and expand Appgate’s sales and marketing capabilities, the length and unpredictable nature of Appgate’s sales cycles, Appgate’s failure to continuously develop or introduce new enhancements to its product offerings and resultant inability to remain competitive, Appgate’s failure to adequately fund research and development efforts or complete successful acquisitions in order to remain competitive, any potential breaches of Appgate’s internal networks, the lack of interoperability between Appgate’s solutions and the network and security infrastructure of Appgate’s customers, Appgate’s failure to sufficiently invest in IT security may adversely impact the revenue and profitability, the failure to meet customer satisfaction expectations, the inability to comply with service level commitments under customer contracts, Appgate’s reliance on key technical, sales and management personnel, the inability to maintain rights to the incorporation of third party technology into offerings, Appgate’s reliance on the incorporation of open source and licensed software into its product offerings, costly legal actions, the potential claims of intellectual property infringement against Appgate, Appgate’s potential involvement in other litigation that may adversely affect Appgate, the inability to protect Appgate’s intellectual property rights, the inability to continue sales to governmental organizations due to changes in contracting or fiscal policies of such governmental organizations, the inherent risks related to highly regulated and rapidly changing government regulation and Appgate’s relationships with governmental import and export controls, which could limit Appgate’s global expansion, the inability to satisfy data protection, security, privacy or other government and industry-specific requirements or regulations, the inability to maintain compliance with anti-corruption, anti-bribery and similar laws, the risks inherent in Appgate’s international operations including currency exchange rate fluctuations, the inability to service outstanding debt due to insufficient cash flows from business, the failure to raise additional capital necessary to expand operations, the inability to maintain an effective system of internal controls, the potential exposure to tax laws of the various jurisdictions in which Appgate operates, the limited use of net operating loss carryforwards and certain other tax attributes, Appgate’s failure to meet certain closing conditions to consummate the Potential Business Combination, Appgate’s failure to realize synergies with Newtown in the Potential Business Combination, and Appgate’s failure to successfully list on a major public exchange after the consummation of the Potential Business Combination. If any of these risks materialize or our assumptions prove incorrect, actual results could differ materially from the results implied by these forward-looking statements. There may be additional risks that neither Newtown or Appgate presently know or that Newtown or Appgate currently believe are immaterial that could also cause actual results to differ from those contained in the forward-looking statements.
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Any financial projections in this Presentation are forward-looking statements that are based on assumptions that are inherently subject to significant uncertainties and contingencies, many of which are beyond Newtown’s and Appgate’s control. While all projections are necessarily speculative, Newtown and Appgate believe that the preparation of prospective financial information involves increasingly higher levels of uncertainty the further out the projection extends from the date of preparation. The assumptions and estimates underlying the projected results are inherently uncertain and are subject to a wide variety of significant business, economic and competitive risks and uncertainties that could cause actual results to differ materially from those contained in the projections. The inclusion of projections in this Presentation should not be regarded as an indication that Newtown and Appgate, or their respective representatives and advisors, considered or consider the projections to be a reliable prediction of future events.

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Important Information for Investors and Stockholders
Newtown and Appgate and their respective directors and executive officers, under SEC rules, may be deemed to be participants in the solicitation of proxies of Newtown’s shareholders in connection with the Potential Business Combination. Investors and security holders may obtain more detailed information regarding the names and interests in the Potential Business Combination of Newtown’s directors and officers in Newtown’s filings with the SEC.

This Presentation is not a substitute for the registration statement or for any other document that Newtown may file with the SEC in connection with the Potential Business Combination. INVESTORS AND SECURITY Holders ARE URGED TO READ THE DOCUMENTS FILED WITH THE SEC CAREFULLY AND IN THEIR ENTIRETY WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION. Investors and security holders may obtain free copies of other documents filed with the SEC by Newtown through the website maintained by the SEC at http://www.sec.gov.

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REVENUE
> $40 million revenue projected in FY 2021

MARTET
Leader in Forrester Wave™ Zero Trust
$38 Billion TAM by 2025 (1)

RETAILION
> 125% net dollar retention (Appgate SDP)

CUSTOMER BASE
650+ Customers
Including Departments of Defense & Homeland Security

TALENT BASE
~360 Employees
GIAC, CISSP, CISM Certified Specialists
HQ: Miami, FL

Note: Unaudited numbers
(1) Adroit Market Research
## APPGATE MANAGEMENT TEAM

<table>
<thead>
<tr>
<th>Position</th>
<th>Name</th>
<th>Previous Leadership Roles</th>
</tr>
</thead>
<tbody>
<tr>
<td>CEO</td>
<td>Barry Field</td>
<td>&gt; 30 years experience leading IT infrastructure and software companies</td>
</tr>
<tr>
<td>CFO</td>
<td>Rene Rodriguez</td>
<td>&gt; 15 years experience as a finance executive</td>
</tr>
<tr>
<td>CRO</td>
<td>Alberto Arango</td>
<td>&gt; 30 years experience in the armed services and government</td>
</tr>
<tr>
<td>CMO</td>
<td>Julie Preiss</td>
<td>&gt; 10 years cybersecurity marketing expertise, &gt;20 years in the B2B hi-tech industry</td>
</tr>
<tr>
<td>CTO</td>
<td>Kurt Glazemakers</td>
<td>&gt; 10 years as a software-defined-perimeter expert, 20 years in the B2B hi-tech industry</td>
</tr>
<tr>
<td>SVP of Products</td>
<td>Jason Garbis</td>
<td>&gt; 30 years of product management, engineering, and consulting experience.</td>
</tr>
</tbody>
</table>

### Previous Leadership Roles:

- CEO of Cryptzone
- Partner at Medina Capital
- SVP Global Sales Cloud and Cybersecurity at Verizon
- SVP of Global Sales at Terremark
- CFO of Cytterra
- CFO of Medina Capital
- VP of Financial Planning & Controller at Terremark
- President Obama’s Federal Chief Information Security Office (first in nation’s history)
- Retired U.S. Air Force officer and combat veteran
- Adjunct Faculty Member, Carnegie Mellon
- Global Sales for Easy Solutions
- VP of Sales at British Telecom
- Head of LATAM Sales at Internet Security Systems
- SVP Communications at Cytterra
- Head of Global Marketing at Rsaq, Damballa and Dell Secureworks
- CTO of Cryptzone
- CTO of CloudFounders
- CTO Europe, Terremark
- VP of Products, Cryptzone
- Director of Products, RSA
BOARD OF DIRECTORS

BARRY FIELD
APPGATE CEO

> 30 years experience leading IT infrastructure and software companies

Previous Leadership Roles:
- CEO of Cryptzone
- Partner at Medina Capital
- SVP Global Sales Cloud and Cybersecurity at Verizon
- SVP of Global Sales at Terremark

MANNY MEDINA
EXECUTIVE CHAIRMAN

> 30 years of investment and managerial experience; entrepreneur in the technology and software markets

Previous Leadership Roles:
- Executive Chairman of Cyxtera
- Founder & Former Chairman of Terremark
- Founder and Managing Partner of Medina Capital

FAHIM AHMED
BOARD MEMBER

Partner at BC Partners, leading private investment firm with over $40 billion of AUM
Current board memberships include:
- Chewy (NYSE: CHWY)
- Cyxtera
- Presidio

RAYMOND SVIDER
BOARD MEMBER

Chairman and Partner at BC Partners, leading private investment firm with over $40 billion of AUM
Current board memberships include:
- Chewy (Chairman) (NYSE: CHWY)
- NAVEX Global
- GFL Environmental (NYSE: GFL)
- Altice USA (NYSE: ATUS)

JON LEDECKY
BOARD MEMBER

> 35 years of investment and operational experience

- Co-founder or initial investor in companies that have raised over $20 billion
- Sponsor of three completed SPACs
- Co-owner of New York Islanders
- Founder of U.S. Office Products in 1994
TRANSACTION SUMMARY
Zero Trust Leader Appgate Announces Merger With Newtown and Up to $100 Million Investment From Leading Alternative Asset Manager

TRANSACTION DETAILS

• Appgate is merging with Newtown Lane Marketing (OTC:NWTN) ("Newtown")

• Appgate shareholders, including BC Partners and Medina Capital, have agreed to lock up their shares post-closing

• Appgate announced up to $100 million convertible note investment from leading alternative asset manager (1) convertible into ~10% of the Company (2), at an implied $1 billion post-money valuation
  • 157.5 million pro forma shares outstanding (3)

• Appgate intends to up-list to Nasdaq or NYSE (4)

• Full merger agreement can be found in Newtown’s Form 8-K

APPGATE PRO FORMA OWNERSHIP (3)

74.4%
9.3%
9.3%
7.0%

Newton Lane Stockholders
Leading Alternative Asset Manager (as converted)
Management Pool

Existing Appgate Shareholders

(1) $50 million invested at announcement, $25 million invested at close and final $25 million is within the leading alternative asset manager’s option over the 12-month period commencing with the initial tranche; no additional debt at closing

(2) 10% ownership before management equity pool

(3) Share count and ownership are fully diluted, as converted, and assuming $100 million investment

(4) Up-list to a major exchange is dependent on completion of merger and satisfying listing criteria
The Internet wasn't created with security in mind.

The way we connect to the Internet today is diverse and complex.

Legacy technology, like VPNs, doesn't solve modern security challenges.
What technology created in 1996 are you still using today?
VPN REPLACEMENT IS INEVITABLE

- **Well-publicized vulnerabilities:** US Cert, FBI, NSA and UK’s NCSC issued numerous warnings in the last year alone
- **Open ports:** Attackers can easily find these entryways
- **Remote working:** Surge in remote access due to COVID-19 exacerbate the above issues
- **Over-entitled users:** Creates a huge attack surface

According to Gartner, **60%** of enterprises will **phase out** most of their VPNs in favor of **Zero Trust** network access by 2023

VPN MARKET IS HUGE BUT TECHNOLOGY IS OUTDATED

VPN MARKET WILL HIT $54 BILLION BY 2024

Architected in 1996, VPN has remained fundamentally UNCHANGED

(1) Global Market Insights
SOLUTION: ZERO TRUST
A modern security strategy

- Grants least-privileged access to the network by default
- Strictly enforces access controls for everyone from everywhere
- Puts the user at the center of network security
- Adopted by industry leaders & US government
THE FIERCE URGENCY OF ZERO TRUST NOW

FedScoop

Navy moving toward zero-trust network, with pandemic as pivot point
(10/15/2020)

Teleworking brings zero trust to bear at DOD as phishing attacks increase
(11/10/2020)

Why the Air Force and other services are embracing zero trust now
(12/21/2020)

Cybersecurity predictions 2021: zero-trust, politically motivated cyber attacks, and COVID-19 related issues
(12/31/2020)

Global Firms Seek Zero-Trust as 58% Suffer COVID-Era Breach
(10/13/2020)

Forbes

Why Zero Trust Should Be The Top Security Initiative for 2020
(01/31/2020)

Growing Imperative for Cybersecurity: Zero Trust
(11/09/2020)

Zero-Trust Effort Rise with the Tide of Remote Working
(07/13/2020)

Today’s Interdependent Workplace Requires the Zero Trust Model
(07/01/2020)

Wall Street Journal

DARK Reading

cybernews

info security

STRATEGY | INSIGHT | TECHNOLOGY
SOFTWARE DEFINED PERIMETER (SDP)

The right way to achieve Zero Trust with Appgate

Makes Networks Invisible
Single Packet Authorization hides network entry points

Least-Privileged Access
For all users across all resources from everywhere

Dynamic Policy Resolution
Real-time, context-based policy enforcement

Easily Integrated
Works with existing IT and security tools and processes

Watch Video: How Appgate SDP Works
“Any enterprise seeking a simple but effective way to eliminate the threats present for enterprises using hybrid infrastructure should explore Appgate’s offerings.”

"The vendor's strong presence in a variety of already engaged Zero Trust mega-enterprises and DoD organizations speaks to the offering's capability and is indicative of its ability to power enterprises on a long-term journey to Zero Trust."

—Dr. Chase Cunningham, Forrester

Source: Forrester, Zero Trust eXtended Ecosystem Platform Providers, Q3 2020
APPGATE IS A PROVEN ZERO TRUST PARTNER

FEDERAL DESIGNATIONS

Federal information processing standard
Certified product
Continuous diagnosis and mitigation program
Approved product
Common criteria certified
Only SDP offering

SAMPLE GLOBAL CUSTOMERS

rackspace
Finra
weight watchers
NEQUI
NORWEGIAN CRUISE LINE
Secureworks
Government of Canada
DATADOG
FIFTH THIRD BANK

DoD- Approval-to-Operate (ATO)
WHY APPGATE WINS

**BETTER SECURITY**
Creates a secure network perimeter around each user

**REDUCED RISK**
The attack surface is all but eliminated

**COST SAVINGS**
Reduces need for costly legacy hardware

**TIME SAVED**
Deploys in days or weeks, not months or years

**MORE EFFICIENT**
Works with other security tools and makes them better

**HYBRID IT**
Works with any IT environment
EXPANSION OF USE CASES
Land and Expand Strategy

ZERO TRUST USE CASE EXPANSION
More Than Just VPN Replacement

- Mergers & Acquisitions
- Branch Office Consolidation
- Zero Trust Architecture
- Third-Party Risk
- Secure DevOps

CUSTOMER LICENSE EXPANSION

<table>
<thead>
<tr>
<th>Top 10 Oil &amp; Gas Company</th>
<th>Top 10 European Airline</th>
<th>Next-Gen Cloud Monitoring Company</th>
<th>Leading Managed Cloud Computing Company</th>
</tr>
</thead>
<tbody>
<tr>
<td>Initial: 200</td>
<td>Initial: 500</td>
<td>Initial: 30</td>
<td>Initial: 2,200</td>
</tr>
<tr>
<td>Current: 20,200</td>
<td>Current: 8,000</td>
<td>Current: 2,255</td>
<td>Current: 6,613</td>
</tr>
<tr>
<td>101x</td>
<td>16x</td>
<td>75x</td>
<td>3x</td>
</tr>
</tbody>
</table>

appgate
“Appgate SDP simplified a lot of things for us...we were able to trim our firewall policies from about 50 policies to now two or three.”

Deryk Motietall, Sr. Manager of Infrastructure, WW (formerly Weight Watchers)

“Appgate's Zero Trust architecture enabled all of our employees to work remotely from the safety of their homes, while maintaining the highest level of security required by our clients.”

Chris Edwards, Founder & CEO, The Third Floor

“Exemplary deployment experience and vendor relationship. Appgate SDP exceeds expectations.”

CISO, Transportation Industry
IN CLOSING...

- Cybersecurity is more important than ever: **Zero Trust is the future**
- Appgate is a scalable platform purpose-built for today’s complex, **hybrid IT**
- Trusted by more than **650 global enterprises** and government entities
- High-growth industry: business poised to **scale – and win**
- Clear levers for accelerating growth: new products, soaring **adoption of Zero Trust**, multiple distribution channels
- **Industry-leading** Board and Management team with experience to rapidly scale
Thank you.

www.appgate.com