DIAMOND™ Resorts

First Quarter 2021 Earnings Summary

BEACHWOODS RESORT• KITTY HAWK, NORTH CAROLINA, UNITED STATES

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The information in this presentation should be considered together with all information included in the Reports, including the risk factors.

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The financial information contained in this presentation is unaudited, and should be read in conjunction with the Company's 2020 Annual Report. In addition, this presentation contains non-GAAP financial information for the three months ended March 31, 2021 and March 31, 2020

Throughout this presentation, Pro Forma Adjusted EBITDA, Adjusted EBITDA, pro forma revenue, and Adjusted Free Cash Flow are used. Pro Forma Adjusted EBITDA is a non-GAAP measure used for purposes of determining compliance with covenants contained in the First Lien Notes Indenture, the Senior Notes Indenture, and the credit agreement governing the Senior Facilities which adjusts for certain non-cash and non-recurring items. Adjusted EBITDA is a non-GAAP financial measure that we believe provides helpful information with respect to our operating performance as viewed by management, including a view of our business that is not dependent on (i) the impact of our capitalization structure and (ii) items that are not part of our day-to-day operations. Pro forma revenue is a non-GAAP measure that excludes certain non-cash amortizations related to consumer financing. Adjusted Free Cash Flow is a non-GAAP measure that adjusts for net proceeds from our securitization and funding facilities. Pro Forma Adjusted EBITDA, Adjusted EBITDA, pro forma revenue, Adjusted Free Cash Flow, and other non-GAAP financial information contained in this presentation should not be considered in isolation or as alternatives to any measures of liquidity or financial performance calculated in accordance with GAAP.

See the Appendix hereto for a reconciliation of Pro Forma Adjusted EBITDA to net (loss) income, the most directly comparable financial measure prepared in accordance with GAAP.

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Executive Summary

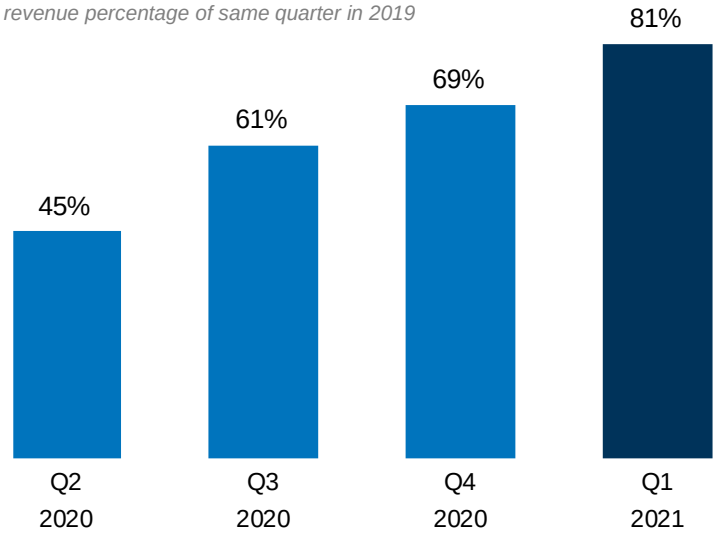
Results, Key Accomplishments, and Operational Themes

- First quarter pro forma revenue of $247 million declined by $47 million, or 16 percent, year over year. We are encouraged by the continuation of our quarterly revenue recovery trajectory. Although the first quarter of each year is seasonally slower due to vacation demand, our sales and bookings remain on a strong course back to the growth path we created prior to the pandemic.

- Pro Forma Adjusted EBITDA declined overall by $13 million, or 16 percent, to $65 million. However, our Hospitality and Management Services ("HAMS") segment improved by $3 million, or 5 percent during the year, and continues to be a consistent income source that has helped stabilize our platform. Additionally, our disciplined cost control resulted in $5 million, or 14 percent favorable impact from our Corporate segment.

Pro Forma Revenue Recovery

revenue percentage of same quarter in 2019



- Strategic talent allocation and member engagement efforts lead us to a new record volume per guest ("VPG") in the first quarter, with 25% growth from prior year and 33% from 2019. Diamond sales metrics have been a beacon of efficiency to the vacation ownership industry in the pandemic market, as this marks our fourth consecutive quarter with VPG eclipsing $4,500.

- Our Centum membership tier is a great success. Launched mid-December, Diamond's new highest loyalty level requires a purchase for qualifying members to join. In just one quarter of operation, we have rapidly enrolled over 800 of our most invested VIPs to enjoy exclusive perks offered with Centum membership, such as a dedicated concierge.

- We are excited to have completed the grand openings of Flamingo Beach Resort and Royal Palm Beach Resort, two of our premier coastal properties in the Caribbean Islands. These desirable destinations add to the already rich portfolio of resorts Diamond has to offer to its members and prospective buyers.

First Quarter 2021 Summary Performance

DIAMOND Resorts

Pro Forma Revenue

For the three months ended March 31, 2021, pro forma revenue of $247 million decreased $47 million (16%) on a year over year basis, driven primarily by the following:

- $8 million decrease in Management and Member Services revenue
- $28 million decrease in Vacation Interests Sales, net, due to a $37 million decrease in contract sales and $19 million of unfavorable reportability; partially offset by $27 million favorable loan loss provision
- $4 million decrease in Consumer Financing Interest, exclusive of amortizations of net portfolio premium and loan origination costs
- $6 million decrease in Other revenue

	Three Months Ended March 31, 2020			Three Months Ended March 31, 2021		
($ in millions)	As Reported	+ / - Pro Forma Adjustments	Pro Forma Revenue	As Reported	+ / - Pro Forma Adjustments	Pro Forma Revenue
Revenues						
Management and member services revenue	$ 108.6	$ -	$ 108.6	$ 100.3	$ -	$ 100.3
Vacation Interests sales:						
Contract Vacation Interests sales	175.6	-	175.6	138.2	-	138.2
Less: deferral of incentives	(8.8)	-	(8.8)	(7.8)	-	(7.8)
Plus/(less): reportability	16.1	-	16.1	(2.7)	-	(2.7)
Vacation Interests sales	182.9	-	182.9	127.7	-	127.7
Provision for uncollectible Vacation Interests sales revenue	(100.6)	45.0	(55.6)	(28.8)	-	(28.8)
Vacation Interests sales, net	82.3	45.0	127.3	98.9	-	98.9
Consumer financing interest:						
Consumer financing interest	35.4	-	35.4	31.2	-	31.2
Amortization of loan origination costs	(5.0)	5.0	-	(3.8)	3.8	-
Amortization of net portfolio premium	(2.5)	2.5	-	(1.8)	1.8	-
Consumer financing interest, net	27.9	7.5	35.4	25.6	5.6	31.2
Other	21.1	1.9	23.0	16.7	-	16.7
Total revenues	**$ 239.9**	**$ 54.4**	**$ 294.3**	**$ 241.5**	**$ 5.6**	**$ 247.1**

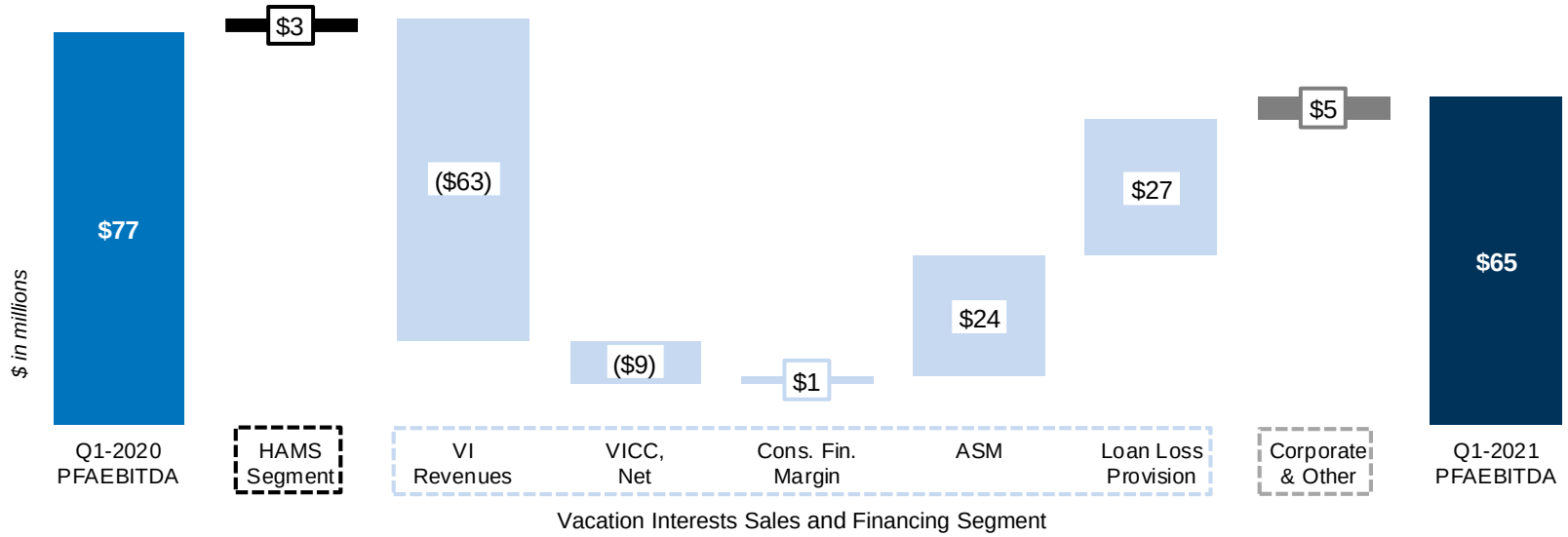
First Quarter 2021 Summary Performance (cont.)

Pro Forma Adjusted EBITDA

For the three months ended March 31, 2021, Pro Forma Adjusted EBITDA decreased $13 million (16%) compared to prior year, primarily driven by:

- $3 million (5%) increase in Hospitality and Management Services segment
- $20 million (35%) decrease in the Vacation Interests Sales and Financing segment due to:
  - $63 million decrease in Vacation Interests revenues
  - $9 million increase in Net Vacation Interests Carrying Costs ("VICC")
  - $1 million increase in Net Consumer Financing Interest margin
  - $24 million favorable Advertising, Sales, and Marketing ("ASM") expense
  - $27 million favorable Loan Loss Provision
- $5 million (14%) favorable Corporate & Other expenses

Diamond's Pro Forma Adjusted EBITDA is defined per our credit agreements. For financial comparison purposes, please note this allows us certain addbacks, including vacation interests cost of sales and amortization related to consumer financing activities (such as loan origination costs and discount & debt issuance costs). Refer to our Pro Forma Adjusted EBITDA reconciliations on pages 10-11 for additional details.



Adjusted Free Cash Flow Reconciliation

($ in millions)	Q1-2020	Q1-2021
Free Cash Flow Reconciliation[1]		
Net Cash Provided by Operating Activities	($3.3)	$79.4
Less: Non-Inventory Capex	(11.6)	(4.9)
Free Cash Flow	(14.9)	74.5
Plus: Net Securitization and Funding Facility Proceeds	75.9	(84.7)
Adjusted Free Cash Flow	61.0	(10.2)
Excluding Acquisition Related, Restructuring / Severance, and other non-recurring[2]	16.8	16.5
Adjusted Free Cash Flow, excluding Non-Recurring Expenses	77.8	6.3
Excluding Net Corporate Debt Expense	50.2	40.1
Unlevered Adjusted Free Cash Flow	**$128.0**	**$46.4**

1) Includes amounts for Dakota Holdings Parent Company

2) This line item is the P&L impact of non-recurring charges added back to the cash flow calculation

Capital Structure *(excludes Dakota Holdings Parent Company)*

($ in millions)	As of March 31, 2021 Amount Outstanding	Maturity	Coupon	Leverage xLTM PFAEBITDA
Unrestricted Cash	$187			
Cash + Unpledged Receivables	*344*			
Corporate Revolver	-	6/2/2023	*L + 600bps*	
Term Loan B	863	9/2/2023	*L + 375bps*	
Secured Notes	500	9/1/2023	*7.750%*	
Total Secured Debt	**$1,363**		***5.331%***	**6.3x**
Net Secured Debt	***$1,176***			***5.5x***
Net Secured Debt (including receivables)	***$1,019***			***4.7x***
Unsecured Notes	591	9/1/2024	*10.750%*	
Insurance Notes Payable	26	Varies	*2.990%*	
Other Notes Payable	1	Varies	*4.443%*	
Total Gross Debt	**$1,981**		***6.917%***	**9.2x**
Total Net Debt	***$1,794***			***8.3x***
Total Net Debt (including receivables)	***$1,637***			***7.6x***

Memo: LTM 03/31/2021 Pro Forma Adjusted EBITDA[1]	***$215***

Liquidity as of 3/31/2021:	
Unrestricted Cash	$187
Unpledged Receivables [2,3]	157
Undrawn Corporate Revolver	30
Total Liquidity	**$374**

	2021	2022	2023	2024	2025	2026+
Maturities	$34	$7	$1,349	$591	-	-
Cumulative Maturities		*$41*	*$1,390*	*$1,981*	*$1,981*	*$1,981*

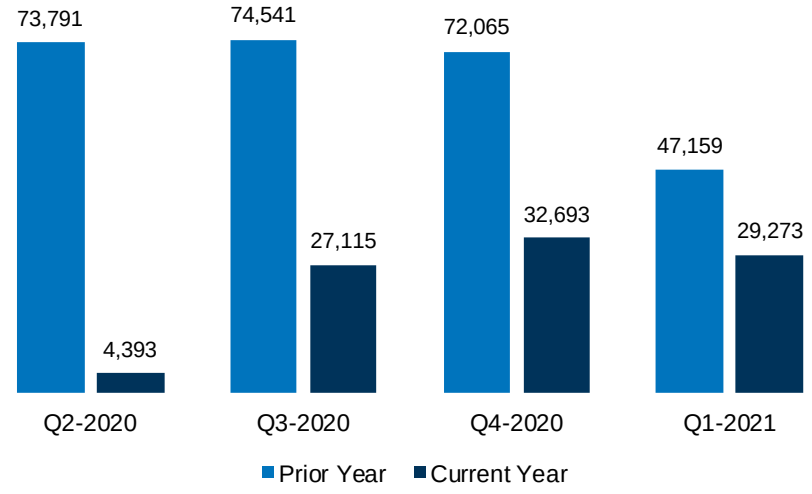
Warehouses Available Capacity

- At the end of the period, the Company had $542 million of total undrawn warehouse capacity to support the monetization of current and future loan originations

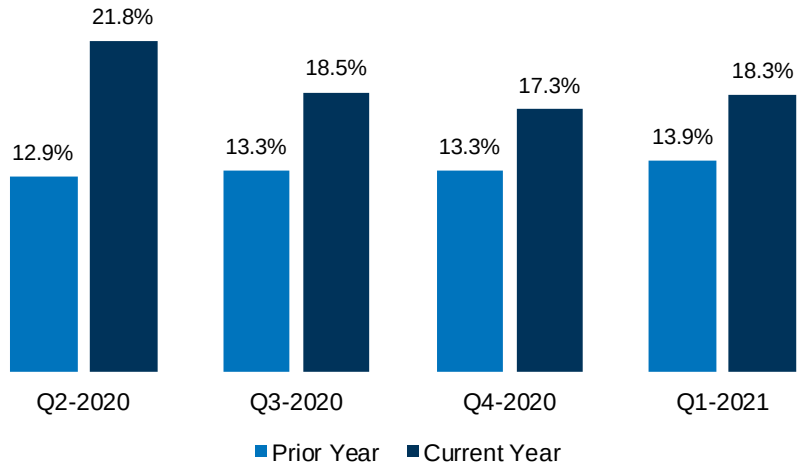
1) *Excludes certain non-recurring and pro forma adjustments; please refer to LTM Pro Forma AEBITDA reconcilliation for more details*
2) *A portion of the $157 million of unpledged receivables to be set aside for substitution purposes*
3) *Unpledged receivables at estimated advance rate ranging from 80%-86%*

Quarterly Vacation Ownership Sales KPIs

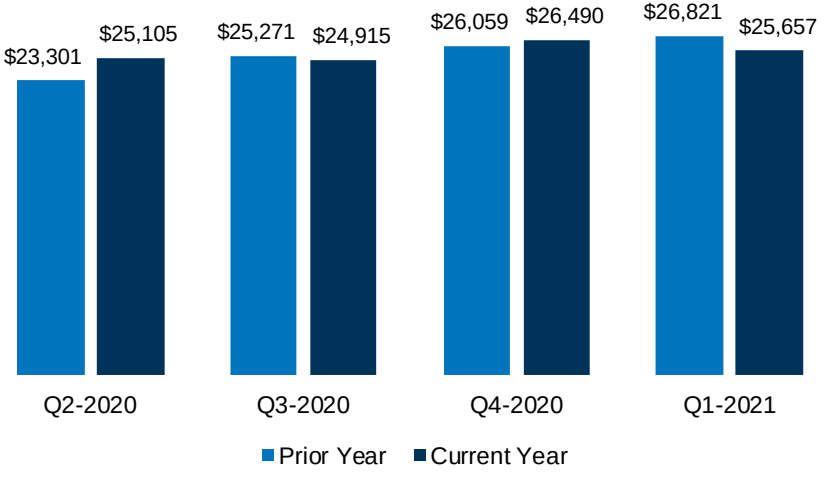
Tours



Close Rate



Average Transaction Size



Volume per Guest

DIAMOND™ Resorts

Appendix

Earnings Summary by Segment – First Quarter

($ in millions)	Three Months Ended March 31, 2020				Three Months Ended March 31, 2021			
	Hospitality and Management Services	Vacation Interests Sales and Financing	Corporate and Other	Total	Hospitality and Management Services	Vacation Interests Sales and Financing	Corporate and Other	Total
Revenues								
Management and member services revenue	$ 108.6	$ -	$ -	$ 108.6	$ 100.3	$ -	$ -	$ 100.3
Vacation Interests sales:								
Contract Vacation Interests sales	-	175.6	-	175.6	-	138.2	-	138.2
Less: deferral of incentives	-	(8.8)	-	(8.8)	-	(7.8)	-	(7.8)
Plus/(less): reportability	-	16.1	-	16.1	-	(2.7)	-	(2.7)
Vacation Interests sales	-	182.9	-	182.9	-	127.7	-	127.7
Provision for uncollectible Vacation Interests sales revenue	-	(100.6)	-	(100.6)	-	(28.8)	-	(28.8)
Vacation Interests sales, net	-	82.3	-	82.3	-	98.9	-	98.9
Consumer financing interest:								
Consumer financing interest	-	35.4	-	35.4	-	31.2	-	31.2
Amortization of loan origination costs	-	(5.0)	-	(5.0)	-	(3.8)	-	(3.8)
Amortization of net portfolio premium	-	(2.5)	-	(2.5)	-	(1.8)	-	(1.8)
Consumer financing interest, net	-	27.9	-	27.9	-	25.6	-	25.6
Other	2.4	18.7	-	21.1	2.0	14.7	-	16.7
Total revenues	**111.0**	**128.9**	**-**	**239.9**	**102.3**	**139.2**	**-**	**241.5**
Costs and Expenses								
Management and member services expense	55.9	-	-	55.9	44.5	-	-	44.5
Vacation Interests cost of sales	-	19.1	-	19.1	-	19.6	-	19.6
Advertising, sales, and marketing	-	93.8	-	93.8	-	70.2	-	70.2
Vacation Interests carrying cost, net	-	17.7	-	17.7	-	26.2	-	26.2
Loan portfolio	0.9	7.8	-	8.7	0.8	5.8	-	6.6
General and administrative	-	-	34.1	34.1	-	-	28.9	28.9
Depreciation and amortization	-	-	29.4	29.4	-	-	29.8	29.8
Consumer financing interest expense	-	9.2	-	9.2	-	8.6	-	8.6
Impairments and other write-offs	-	14.1	-	14.1	-	-	-	-
Goodwill impairment	-	103.4	-	103.4	-	-	-	-
Gain on disposal of assets	-	-	(0.6)	(0.6)	-	-	-	-
Stock-based compensation	-	-	0.5	0.5	-	-	1.7	1.7
Non-recurring adjustments[1]	-	11.0	5.9	16.9	0.6	0.6	15.3	16.5
Total operating costs and expenses	**56.8**	**276.1**	**69.3**	**402.2**	**45.9**	**131.0**	**75.7**	**252.6**
Interest income	-	-	(0.9)	(0.9)	-	-	(0.2)	(0.2)
Corporate indebtedness interest expense	-	-	51.1	51.1	-	-	40.3	40.3
Income (loss) before benefit for income taxes	54.2	(147.2)	(119.5)	(212.5)	56.4	8.2	(115.8)	(51.2)
Benefit for income taxes	-	-	(27.0)	(27.0)	-	-	(7.0)	(7.0)
Net Income (loss)	**$ 54.2**	**$ (147.2)**	**$ (92.5)**	**$ (185.5)**	**$ 56.4**	**$ 8.2**	**$ (108.8)**	**$ (44.2)**

1) Excludes certain non-recurring and pro forma adjustments; please refer to following page for further details

Pro Forma Adjusted EBITDA Reconciliation – First Quarter

($ in millions)	Three Months Ended March 31, 2020				Three Months Ended March 31, 2021			
	Hospitality and Management Services	Vacation Interests Sales and Financing	Corporate and Other	Total	Hospitality and Management Services	Vacation Interests Sales and Financing	Corporate and Other	Total
Pro Forma Adjusted EBITDA Reconciliation								
Net Income (loss)	$ 54.2	$ (147.2)	$ (92.5)	$ (185.5)	$ 56.4	$ 8.2	$ (108.8)	$ (44.2)
Plus: Corporate interest expense	-	-	51.1	51.1	-	-	40.3	40.3
Corporate interest income	-	-	(0.9)	(0.9)	-	-	(0.2)	(0.2)
Benefit for income taxes	-	-	(27.0)	(27.0)	-	-	(7.0)	(7.0)
Depreciation and amortization	-	-	29.4	29.4	-	-	29.8	29.8
EBITDA	**54.2**	**(147.2)**	**(39.9)**	**(132.9)**	**56.4**	**8.2**	**(45.9)**	**18.7**
Impairments and other non-cash write-offs	-	14.1	-	14.1	-	-	-	-
Goodwill impairment	-	103.4	-	103.4	-	-	-	-
Gain on disposal of assets	-	-	(0.6)	(0.6)	-	-	-	-
Amortization of loan origination costs	-	5.0	-	5.0	-	3.8	-	3.8
Amortization of net portfolio premium	-	2.5	-	2.5	-	1.8	-	1.8
Amortization of discount and debt issuance costs	-	1.4	-	1.4	-	2.4	-	2.4
Vacation Interests cost of sales	-	19.1	-	19.1	-	19.6	-	19.6
Stock-based compensation	-	-	0.5	0.5	-	-	1.7	1.7
Non-Cash Adjustments	**-**	**145.5**	**(0.1)**	**145.4**	**-**	**27.6**	**1.7**	**29.3**
Acquisition and integration costs	-	-	0.9	0.9	-	-	5.8	5.8
Management consulting and advisory fee	-	-	1.3	1.3	-	-	1.3	1.3
Severance and restructuring costs	-	11.0	2.2	13.2	0.6	0.6	3.5	4.7
Legal settlement costs	-	-	1.8	1.8	-	-	4.7	4.7
Business interruption insurance normalization	-	2.0	-	2.0	-	-	-	-
Other	-	45.0	0.3	45.3	-	-	-	-
Non-Recurring and Pro Forma Adjustments	**-**	**58.0**	**6.5**	**64.5**	**0.6**	**0.6**	**15.3**	**16.5**
Pro Forma Adjusted EBITDA	**$ 54.2**	**$ 56.3**	**$ (33.5)**	**$ 77.0**	**$ 57.0**	**$ 36.4**	**$ (28.9)**	**$ 64.5**

Pro Forma Adjusted EBITDA Reconciliation – LTM

($ in millions)	Q1-2020	Q2-2020	Q3-2020	Q4-2020	Q1-2021	LTM
Pro Forma Adjusted EBITDA Reconciliation						
Net Loss	$ (185.5)	$ (57.1)	$ (23.9)	$ (17.3)	$ (44.2)	$ (142.5)
Plus: Corporate interest expense	51.1	42.7	40.4	40.3	40.3	163.7
Corporate interest income	(0.9)	(0.4)	(0.2)	(0.2)	(0.2)	(1.0)
(Benefit) provision for income taxes	(27.0)	(14.0)	(7.8)	1.5	(7.0)	(27.3)
Depreciation and amortization	29.4	29.7	29.3	28.7	29.8	117.5
EBITDA	**(132.9)**	**0.9**	**37.8**	**53.0**	**18.7**	**110.4**
(Gain) loss on disposal of assets	(0.6)	(0.1)	-	0.3	-	0.2
Amortization of loan origination costs	5.0	4.6	4.3	4.1	3.8	16.8
Amortization of net portfolio premium	2.5	2.3	2.0	1.9	1.8	8.0
Amortization of discount and debt issuance costs	1.4	1.3	1.2	1.1	2.4	6.0
Loss on extinguishment of debt	-	-	0.4	-	-	0.4
Vacation Interests (recoveries) cost of sales	19.1	(17.1)	6.3	3.3	19.6	12.1
Stock-based compensation	0.5	1.0	9.5	1.6	1.7	13.8
Non-Cash	**145.4**	**(8.0)**	**23.7**	**12.3**	**29.3**	**57.3**
Acquisition and integration costs	0.9	0.1	1.7	3.9	5.8	11.5
Management consulting and advisory fee	1.3	1.5	1.3	1.8	1.3	5.9
Severance and restructuring costs	13.2	1.6	4.3	3.6	4.7	14.2
Legal settlement costs	1.8	3.6	0.8	4.6	4.7	13.7
Business interruption insurance normalization	2.0	1.9	-	(0.1)	-	1.8
Other	45.3	0.1	0.3	0.1	-	0.5
Non-Recurring and Pro Forma	**64.5**	**8.8**	**8.4**	**13.9**	**16.5**	**47.6**
Pro Forma Adjusted EBITDA	**$ 77.0**	**$ 1.7**	**$ 69.9**	**$ 79.2**	**$ 64.5**	**$ 215.3**

Glossary of Terms

Allowance for Vacation Interests Notes Receivable: A balance sheet reserve, at the relevant balance sheet date, that reduces the Successor Portfolio for anticipated future defaults. The allowance is increased by the Loan Loss Provision and decreased by defaults.

Default: loans that are >120 days delinquent are considered in default and are written off at that time. Cancellation and inventory recovery begins after loans are >180 days delinquent.

Delinquency: A loan that is greater than 60 days delinquent. Loans greater than 120 days delinquent are considered defaults and are written off.

Legal Hold: Loans in "Legal Hold" status represent loans where borrowers have engaged legal representation and/or have submitted a Cease and Desist letter. These actions are typically taken under the direction of a TPE firm. Legal Hold loans are treated the same as the rest of the portfolio from an aging, delinquency, default, and write-off perspective (i.e., loans are considered delinquent at >30 days and written off at >120 days, irrespective of their Legal Hold status).

Loan Loss Provision: An expense taken to estimate the anticipated future loan defaults on both newly originated loans and any change in the anticipated future loan defaults of originated loans. The Loan Loss Provision adjusts the Allowance for Loan Loss to the current quantified estimate.

Off Premise Contact (OPC): A marketing location used to generate Frontline timeshare tours.

Predecessor Portfolio: Portfolio of Diamond receivables originated *prior to* the Merger Date (September 2, 2016). The Impairment Reserve is a reserve against the Predecessor Portfolio and is increased by a charge to Impairment expense, affecting Income Before Taxes but not Pro Forma Adjusted EBITDA.

Pro Forma Adjusted EBITDA: used throughout this presentation is calculated in accordance with the credit agreement governing our senior secured credit facilities.

Successor Portfolio: Portfolio of Diamond receivables originated *after and including* the Merger Date (September 2, 2016). The Allowance for Loan Loss is a reserve against the Successor Portfolio and is increased by the Loan Loss Provision.

Third-Party Exit (TPE) Firms: Organized third-party firms that actively target timeshare owners claiming to provide timeshare interest transfers and/or exit services for a fee. Often charge customers between $5,000 to $10,000 for assistance in "exiting" the respective customer's timeshare, which may involve sending the timeshare developer (e.g., Diamond) a Cease and Desist letter or notifying the developer that the TPE is legally representing the respective customer.

Tour: Represents the number of sales presentations at our sales centers during the period presented.

Volume per Guest (VPG): Vacation ownership interests (VOI) sales divided by the total number of tours during the period presented.

Write-off: Loans that are written off for financial statement purposes. For the Successor Portfolio, a write-off reduces both the Successor Vacation Interests Notes Receivable and the Allowance for Loan Loss. For the Predecessor Portfolio, a write-off reduces both the Predecessor Vacation Interests Notes Receivable balance and the Impairment Reserve.