Filed by: LivePerson, Inc.
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Subject Company: LivePerson, Inc.
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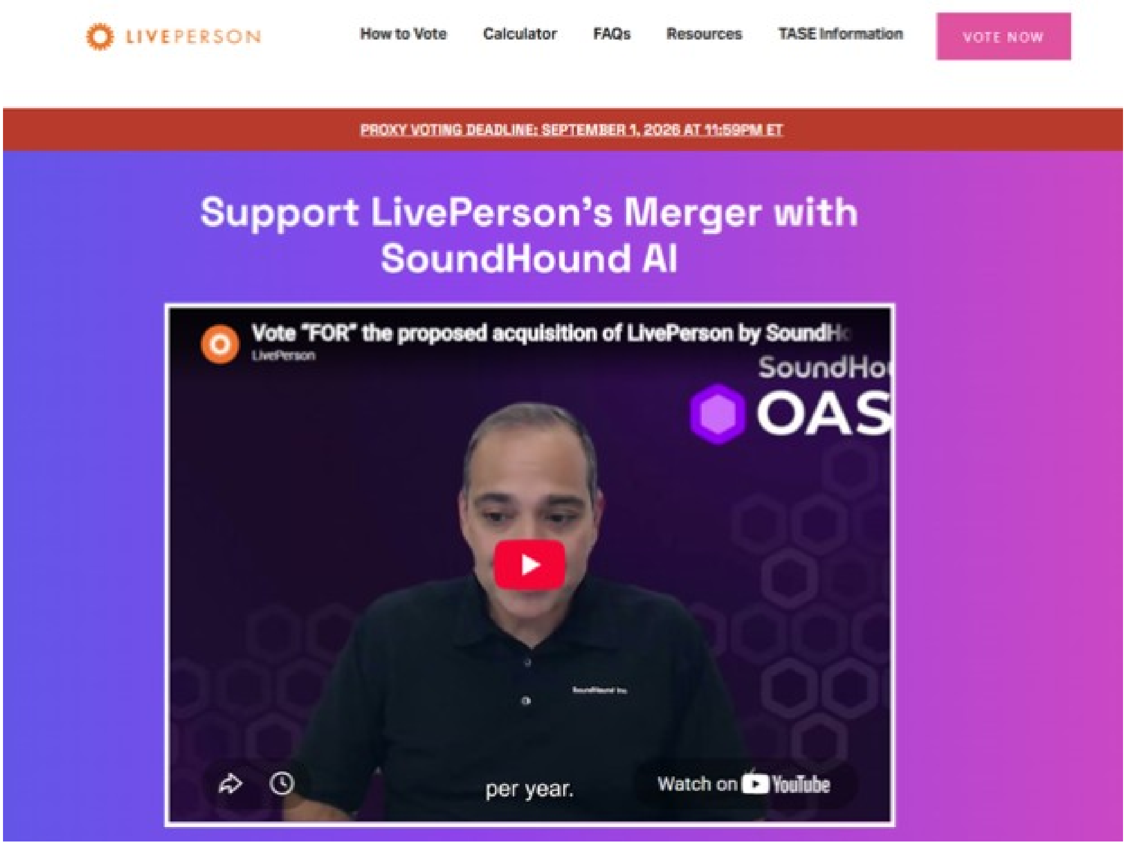

The proposed transaction would combine SoundHound's industry-leading voice and agentic AI platform with LivePerson's enterprise digital engagement and AI assurance capabilities.

Together, the companies are expected to create a complete, trusted conversational AI platform with greater scale, broader customer reach — including 25 of the Fortune 100 — and expanded opportunities to innovate, cross-sell and serve enterprises across voice and digital channels.

By voting "FOR," LivePerson stockholders have the opportunity to participate in the future of the combined company, supported by SoundHound's strong balance sheet, engineering resources and proven AI innovation.

The LivePerson Board unanimously recommends that stockholders vote "FOR" the transaction.

Your vote is important. Approval of the merger proposal requires the affirmative vote of a majority of all outstanding shares of LivePerson common stock. Not voting has the same effect as a vote against the transaction. Please vote today, before the September 2, 2026 special meeting.

How to Vote

The Special Meeting of Stockholders is scheduled to be held on September 2, 2026 at 10:00 a.m. Eastern Time. Cast your vote today online, by phone or by mail. The deadline to vote is 11:59 p.m. Eastern Time on September 1, 2026. If you do not vote, it has the same effect as voting against the transaction.

If you don't have your proxy card, have any questions or need any assistance in authorizing a proxy or voting your shares, please contact our proxy solicitor MacKenzie Partners, Inc. at 1-800-322-2885 or by e-mail at proxy@mackenziepartners.com.

TASE shareholders should refer to the FAQ here. For additional questions, please contact Gelbart Kahana Investor relations, Nir Zalik, nirz@gk-biz.com or 052-4004129.

Online

Before the Meeting
Go to www.proxyvote.com or scan the QR Barcode from your proxy card. Have your proxy card in hand when you access the website and follow the instructions to obtain your records and to create an electronic voting instruction form.

During the Meeting
You may attend the meeting via the Internet and vote during the meeting here.

Phone

Call 1-800-690-6903

Use any touch-tone telephone to transmit your voting instructions up until 11:59 p.m. Eastern Time the day before the cut-off date or meeting date. Have your proxy card in hand when you call and then follow the instructions.

Don't have your proxy card? Call 1-800-322-2885 to speak with a specialist.

Mail

Mark, sign and date your proxy card and return it in the postage-paid envelope we have provided or return it to Vote Processing, c/o Broadridge, 51 Mercedes Way, Edgewood, NY 11717.

Ownership Calculator

Adjust the sliding bar for SOUN 10-day VWAP and input a stock price for LivePerson to calculate the estimated per-share consideration. Market data as of the prior trading day's close is included below the calculator for reference.

Estimated per-share merger consideration

SOUN 10-day VWAP **$7.43**

$4.00 floor $7.00 - cap $12.00 $15.00

Current LPSN price

2.85

The VWAP is inside the $7.00–$12.00 collar, so the implied value is approximately $3.33 per LPSN share.

Implied value per LPSN share
$3.33

Premium vs current LPSN price
+16.8%

For illustrative purposes only. The actual per-share merger consideration will be determined at closing based on the 10-trading-day volume-weighted average price of SOUN common stock measured before closing (subject to a $7.00 floor and $12.00 cap), the final fully diluted share count, and possible adjustments, including in the event LivePerson balance sheet cash at closing differs from forecast. The above calculations are based on the fully diluted share count as of April 21, 2026 of 12,808,377. As of July 6, 2026, the record date for the special meeting, the fully diluted share count was 12,930,974. The ultimate consideration to be paid in the transaction will be based on the final fully diluted share count as of the closing date. This tool does not constitute investment advice.

SOUN	LPSN
SoundHound AI	LivePerson
PRICE	PRICE
$7.16	**$2.88**
As of closing on August 19, 2026	As of closing on August 19, 2026

*Stockholders who hold their shares through the Tel Aviv Stock Exchange (TASE) will receive cash instead of SoundHound shares, and the amount of such cash per share is expected to be substantially equivalent to the per share value of the SoundHound shares.

Benefits of the Transaction

Comprehensive Agentic AI Platform for Enterprise	Enhanced AI Capabilities for LivePerson Customers	Expanded Customer Base and Vertical Diversification
Upsell and Cross-Sell Opportunities	Strong Combined Financial Profile and Balance Sheet	Proven SoundHound Acquisition Track Record

Frequently Asked Questions

✕ What are the benefits of the transaction with SoundHound?

The combination brings together SoundHound's voice AI and LivePerson's digital conversational AI, two complementary businesses serving enterprise customers. We believe the transaction will expand the combined customer base across more industries, create cross-sell opportunities (including offering SoundHound's voice AI to LivePerson customers, a frequently requested capability), and combine SoundHound's billions of annual voice interactions with LivePerson's roughly one billion monthly digital messages to build a stronger data foundation for AI innovation.

LivePerson stockholders will also benefit from SoundHound's stronger balance sheet and engineering scale, and because most stockholders will receive SoundHound stock, they can participate in the combined company's future.

LivePerson's board of directors unanimously recommends that stockholders vote "FOR" the merger proposal.

× What will LivePerson stockholders receive if the transaction is completed?

Most LivePerson stockholders* will receive shares of SoundHound common stock in exchange for their LivePerson shares.

The consideration represented approximately $3.33 in value per LivePerson share as of announcement of the transaction on April 21, 2026, a premium of approximately 22% over the 30-day volume-weighted average price of LivePerson stock prior to such announcement.

The exact number of SoundHound shares you receive will not be finalized until closing, because it depends on SoundHound's stock price near closing. This price is calculated using the 10-day volume-weighted average price ending three days prior to closing. This 10-day VWAP is subject to a "collar": if it is above $12.00 per share, $12.00 will be used, and if it is below $7.00 per share, $7.00 will be used. In addition, the aggregate consideration is subject to possible downward adjustment based on LivePerson's cash balance shortly before closing, as described in the proxy statement/prospectus.

The below calculator tool provides an estimate of the implied value of the per-share consideration to be received by LivePerson stockholders based on varying values of SoundHound's 10-day VWAP.

Adjust the sliding bar for SOUN 10-day VWAP and input a stock price for LivePerson to calculate the estimated per-share consideration.

Estimated per-share merger consideration

SOUN 10-day VWAP **$7.43**

$4.00 floor $7.00 · cap $12.00 $15.00

Current LPSN price

2.85

The VWAP is inside the $7.00–$12.00 collar, so the implied value is approximately $3.33 per LPSN share.

Implied value per LPSN share
$3.33

Premium vs current LPSN price
+16.8%

For illustrative purposes only. The actual per-share merger consideration will be determined at closing based on the 10-trading-day volume-weighted average price of SOUN common stock measured before closing (subject to a $7.00 floor and $12.00 cap), the final fully diluted share count, and possible adjustments, including in the event LivePerson balance sheet cash at closing differs from forecast. The above calculations are based on the fully diluted share count as of April 21, 2026 of 12,808,377. As of July 6, 2026, the record date for the special meeting, the fully diluted share count was 12,930,974. The ultimate consideration to be paid in the transaction will be based on the final fully diluted share count as of the closing date. This tool does not constitute investment advice.

*Stockholders who hold their shares through the Tel Aviv Stock Exchange (TASE) will receive cash instead of SoundHound shares, and the amount of such cash per share is expected to be substantially equivalent to the per share value of the SoundHound shares.

✕ Why does LivePerson believe this is the best path forward for the company?

The transaction is the outcome of a comprehensive review of strategic alternatives with the objective of maximizing stockholder value.

Following this process, LivePerson's board of directors unanimously determined that the transaction is in the best interests of LivePerson and its stockholders and represents the best alternative for maximizing stockholder value, including compared to continuing as a standalone company.

The board also weighed the risks of continuing to operate independently, including LivePerson's significant debt burden, ongoing competitive pressures, and recent revenue declines.

As disclosed in the proxy/prospectus, and subject to the factors described therein, LivePerson's secured noteholders have agreed to a significant discount to the approximately $350 million of principal amount of secured notes currently outstanding, plus applicable redemption or repurchase premia and accrued interest to which they would be otherwise contractually entitled. Absent these concessions, there would be no value available to distribute to LivePerson shareholders. Instead, common shareholders have the opportunity to convert distressed standalone equity into equity of a combined company with a healthy balance sheet, broader capabilities and enhanced scale.

✕ When is the transaction expected to be completed?

The transaction is expected to close in the second half of 2026, subject to the satisfaction of closing conditions, including approval of the merger proposal by LivePerson stockholders at the special meeting.

✕ What happens if the transaction is not completed?

If the transaction is not completed, LivePerson stockholders will not receive any consideration for their shares and will remain stockholders of LivePerson. LivePerson will continue as an independent public company listed on Nasdaq, and its management will continue to operate the business on a standalone basis.

However, as described in detail in the proxy statement/prospectus, failure to complete the transaction carries substantial risks to LivePerson and its stockholders, including:

- **Debt & Liquidity Pressures:** LivePerson may not have sufficient capital or cash flows to satisfy or refinance its debt obligations as they come due.
- **Turnaround & Market Challenges:** LivePerson would remain exposed to ongoing top-line contraction, customer retention pressures, and intensified competition from larger competitors with significantly greater financial resources.
- **Commercial & Market Disruption:** The announcement and pendency of the transaction may disrupt customer and partner relationships. If the deal fails to close, the market price of LivePerson common stock could decline substantially, and LivePerson may also be subject to transaction termination fee obligations under the Merger Agreement.

✕ Am I entitled to vote at the LivePerson special meeting?

Yes, if you owned LivePerson common stock as of the close of business on July 6, 2026, the record date for the special meeting. You can submit your vote now, please see the information below.

✕ How can I vote my shares?

If you are a stockholder* of record, you can vote four ways:

Online at www.proxyvote.com or scan the QR Barcode from your proxy card. Have your proxy card in hand when you access the website and follow the instructions to obtain your records and to create an electronic voting instruction form. You may also vote during the virtual meeting at www.virtualshareholdermeeting.com/LPSN2026SM.

By Phone at 1-800-690-6903. Use any touch-tone telephone to transmit your voting instructions up until 11:59 p.m. Eastern Time the day before the cut-off date or meeting date. Have your proxy card in hand when you call and then follow the instructions.

By Mail: Mark, sign and date your proxy card and return it in the postage-paid envelope we have provided or return it to Vote Processing, c/o Broadridge, 51 Mercedes Way, Edgewood, NY 11717.

If your shares are held through a broker or bank, follow the voting instructions your broker or bank sends you.

*If you hold shares through the TASE, you must return a signed proxy card along with an ownership certificate to LivePerson's Israeli counsel, Arnon, Tadmor-Levy, per the instructions in the proxy statement.

✕ If I hold shares on the TASE, how do I vote my shares?

If you hold your shares through a member of the Tel Aviv Stock Exchange, the voting process is different from the process for other stockholders.

To vote, you must complete, sign, and date the proxy card and return it, together with an ownership certificate confirming that you owned your TASE shares on the July 6, 2026 record date, to LivePerson's Israeli counsel, Arnon, Tadmor-Levy, c/o Moshe Pasker, Azrieli Center (Square Tower), Tel Aviv, Israel, 6702101, or by email to MosheP@ArnonTL.com. Your materials must be received no later than 7:00 p.m. Israel time on September 1, 2026.

Stockholders may alternatively vote via the Israeli Securities Authority's Electronic Voting System (https://votes.isa.gov.il) up to six (6) hours before the time set for the Meeting. Stockholders should contact the TASE member (bank, broker, custodian) through which they hold their TASE shares to receive the necessary personal identifying number and access code to vote through the Electronic Voting System.

The form of proxy card for TASE holders is available at www.magna.isa.gov.il and maya.tase.co.il.

For additional information click here.

✕ How many votes am I entitled to?

You are entitled to one vote for each share of LivePerson common stock you held as of the July 6, 2026 record date.

✕ When do I need to vote my shares by?

You can submit your vote NOW. You do not need to wait until the special meeting on September 2. Please see question 7 for details.

The special meeting will be held on September 2, 2026 at 10:00 a.m. Eastern Time. Internet and telephone votes must be submitted by 11:59 p.m. Eastern Time on September 1, 2026 (the day before the meeting), and mailed proxy cards must be received before the meeting. You may also vote electronically during the meeting before the polls close.

TASE holders must deliver their proxy card and ownership certificate to LivePerson's Israeli counsel by 7:00 p.m. Israel time on September 1, 2026.

Regardless of method, LivePerson encourages stockholders to vote as soon as possible.

✕ Can I change my vote if I've already voted?

Yes. You can change your vote at any time before it is exercised at the special meeting by submitting a new vote by Internet or telephone at a later date, by signing and returning a later-dated proxy card, by sending a written notice of revocation to LivePerson, Inc., 530 Seventh Ave, Floor M1, New York, New York 10018, Attention: Corporate Secretary, or by attending and voting at the virtual special meeting.

If your shares are held through a broker, bank, or other nominee, contact them for instructions on how to change your vote.

If you hold shares through the Tel Aviv Stock Exchange, you must file a new signed proxy card with LivePerson's Israeli counsel, Arnon, Tadmor-Levy, no later than 7:00 p.m. Israel time on September 1, 2026.

✕ What did I receive in the mail?

You received the proxy statement/prospectus for the special meeting and a proxy card (or, if you hold shares through a broker or bank, a voting instruction form).

These materials began mailing on or about July 9, 2026, and are also available free of charge at www.proxyvote.com.

If you hold shares in more than one account, you may receive more than one proxy card, and you should vote each one.

✕ I hold my shares through a broker. Do I still need to act?

Yes. If you hold your LivePerson shares through a brokerage account (for example,with a firm like Fidelity, Schwab, or Robinhood), rather than directly registered in your own name, your broker cannot vote your shares on the merger proposal without instructions from you. If you do not provide voting instructions, your shares will not be voted on the merger, which has the same effect as a vote "AGAINST" the transaction.

To make sure your shares are counted, follow the instructions on the voting instruction form your broker or bank sent you. You can typically vote online,by phone, or by mail using that form. If you did not receive a voting instruction form, or have questions about how to vote your shares, contact your broker or bank directly, or reach LivePerson's proxy solicitor, MacKenzie Partners, at (800) 322-2885 or by email at proxy@mackenziepartners.com.

✕ Who can I contact if I have additional questions?

Contact LivePerson's proxy solicitor, MacKenzie Partners, Inc., toll-free at (800) 322-2885 or by email at proxy@mackenziepartners.com. They can also provide additional copies of the proxy materials.

Resources

Stockholder Letters

August 7, 2026
August 4, 2026
July 28, 2026
July 23, 2026
July 10, 2026

Definitive Proxy Statement

Transaction Announcement Press Release

Long Form FAQ

Forward-Looking Statements

This website contains "forward-looking statements" within the meaning of the U.S. federal securities laws about the expectations, beliefs, plans, intentions, prospects, financial results and strategies relating to SoundHound AI's proposed acquisition of LivePerson. Such forward-looking statements include, among others, statements regarding the timing of filing the definitive proxy/prospectus and timing of LivePerson's special meeting, obtaining regulatory approvals, the timing of closing of the proposed acquisition, and the parties' expectations, intentions, strategies, assumptions or beliefs about future events, results of operations or performance or that do not solely relate to historical or current facts. Forward-looking statements are predictions, projections and other statements about future events or conditions that are based on current expectations and assumptions and, as a result, are subject to risks and uncertainties. Many factors could cause actual future events to differ materially from the forward-looking statements in this communication, including: (1) the occurrence of any event, change, or other circumstance that could give rise to the right of one or both of the parties to terminate the definitive merger agreement between LivePerson and SoundHound; (2) the possibility that the transaction does not close when expected or at all due to the failure to satisfy all of the conditions to closing on a timely basis or at all, including the failure to obtain the required shareholder approvals or to consummate the notes restructuring transactions contemplated by the Notes Restructuring Agreement; (3) the risk that the benefits from the transaction may not be fully realized or may take longer to realize than expected, including as a result of changes in, or problems arising from, general economic and market conditions, interest and exchange rates, monetary policy, trade policy (including tariff levels), laws and regulations and their enforcement, and the degree of competition in the geographic and business areas in which LivePerson and SoundHound operate; (4) any failure to promptly and effectively integrate the businesses of LivePerson and SoundHound; (5) the possibility that the transaction may be more expensive to complete than anticipated, including as a result of unexpected factors or events; (6) reputational risk and potential adverse reactions of LivePerson's or SoundHound's customers, employees or other business partners, including those resulting from the announcement, pendency or completion of the transaction; (7) the diversion of management's attention and time to the transaction from ongoing business operations and opportunities; and (8) the outcome of any legal proceedings that may be instituted against LivePerson or SoundHound or in connection with the transaction. Further information on factors that could affect the forward-looking statements and expectations above are contained in the filings that LivePerson and/or SoundHound AI have filed, or that will be filed, with the U.S. Securities and Exchange Commission (the "SEC"), including as set forth in the Form S-4 and the proxy statement/prospectus contained therein, as well as the documents incorporated by reference therein.

All forward-looking statements are expressly qualified in their entirety by the cautionary statements set forth above. Forward-looking statements speak only as of the date they are made, and LivePerson does not undertake or assume any obligation to update publicly any of these statements to reflect actual results, new information or future events, changes in assumptions, or changes in other factors affecting forward-looking statements, except to the extent required by applicable law.

No Offer or Solicitation

This communication is not intended to be, and shall not constitute, an offer to sell, buy or exchange or the solicitation of an offer to sell, buy or exchange any securities, or a solicitation of any vote or approval, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offering of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the Securities Act.

Additional Information and Where to Find It

In connection with the proposed transaction, SoundHound AI has filed with the U.S. Securities and Exchange Commission (the "SEC") a registration statement on Form S-4 (the "Form S-4") that includes a definitive proxy statement of LivePerson and that constitutes a prospectus of SoundHound AI with respect to the shares of the SoundHound AI common stock to be issued in the proposed transaction, dated July 9, 2026 (the "proxy statement/prospectus"). The proxy statement/prospectus was filed with the SEC on July 9, 2026 by LivePerson, and the mailing of the proxy statement/prospectus to LivePerson's stockholders began on or about the same date. Each of SoundHound AI and LivePerson may also file other relevant documents with the SEC regarding the proposed transaction.

This communication is not a substitute for the Form S-4, the proxy statement/prospectus or any other document that SoundHound AI or LivePerson has filed, or may file, with the SEC in connection with the proposed transaction. INVESTORS AND SECURITY HOLDERS OF SOUNDHOUND AI AND LIVEPERSON ARE URGED TO READ THE FORM S-4, THE PROXY STATEMENT/PROSPECTUS AND ANY OTHER RELEVANT DOCUMENTS FILED WITH THE SEC, AS WELL AS ANY AMENDMENTS OR SUPPLEMENTS TO THOSE DOCUMENTS, CAREFULLY IN THEIR ENTIRETY IF AND WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT THE PROPOSED TRANSACTION. Investors and security holders will be able to obtain copies of these documents (if and when available), as well as other filings containing information about SoundHound AI and LivePerson, free of charge on the SEC's website at www.sec.gov. Copies of the documents filed with, or furnished to, the SEC by the Company will be available free of charge on SoundHound AI's website at https://investors.soundhound.com/financial-information/sec-filings. Copies of the documents filed with, or furnished to, the SEC by LivePerson will be available free of charge on LivePerson's website at https://ir.liveperson.com/financial-information/sec-filings. The information included on, or accessible through, SoundHound AI's or LivePerson's website is not incorporated by reference into this communication.

Participants in the Solicitation

SoundHound, LivePerson and their respective directors and executive officers may be deemed to be participants in the solicitation of proxies with respect to the proposed transaction under the rules of the SEC. Information about the directors and executive officers of SoundHound, including a description of their direct or indirect interests, by security holdings or otherwise, is set forth in SoundHound's definitive proxy statement for its 2026 annual meeting of stockholders under the heading "Proposal 1 – Election of Directors", which was filed with the SEC on April 9, 2026 and is available at https://www.sec.gov/ix?doc=/Archives/edgar/data/0001840856/000121390026041978/ea0285618-01.htm . Information about the directors and executive officers of LivePerson and their ownership of

LivePerson equity interests can be found in the section entitled "Interests of LivePerson Directors and Executive Officers in the Mergers" and "Owners and Management of LivePerson" included in the proxy/prospectus, which was filed with the SEC on July 9, 2026 and is available at https://www.sec.gov/Archives/edgar/data/1102993/000121390026076759/ea0297465-01.htm . Further information about the directors and executive officers of LivePerson may be found in its amendment to its Annual Report on Form 10-K for the year ended December 31, 2025 under the headings "Directors, Executive Officers and Corporate Governance," "Executive Compensation," "Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters" and is available at: https://www.sec.gov/ix?doc=/Archives/edgar/data/0001102993/000110299326000020/lpsn-20251231.htm; in the Form 3 and Form 4 statements of beneficial ownership and statements of changes in beneficial ownership filed with the SEC by LivePerson's directors and executive officers; and is in other documents filed by LivePerson with the SEC. Additional information regarding the interests of the participants in the solicitation of proxies will be included in other relevant materials to be filed with the SEC if and when they become available. You should read the Form S-4 and the proxy statement/prospectus carefully before making any voting or investment decisions. You may obtain free copies of these documents using the sources indicated above.