Filed by Stratasys Ltd.
(Commission File No. 001-35751)
Pursuant to Rule 425 of the Securities Act of 1933
and deemed filed Pursuant to Rule 14a-12
of the Securities Exchange Act of 1934
Form F-4 No. 333-272759
Subject Company: Desktop Metal, Inc. (Commission File No. 001-38835)

The following presentation was made available on the Stratsys Ltd. investor relations website (https://investors.stratasys.com/) on September 14, 2023.





3D System's ("DDD") current proposal significantly undervalues Stratasys ("SSYS")

- The revised proposal reflects a nominal value of \$15.26 per share for Stratasys, representing a premium of only 15% as of September 11, 2023, and only 3% premium to the unaffected closing stock price of Stratasys shares as of May 24
- Proposal is ~35% lower than the value implied by 3D Systems' July 13, 2023 proposal
- DDD continues to trade at a premium multiple to SSYS despite declining growth and significantly lower margins

Serious concerns about DDD' short-to-medium-term growth prospects

- DDD reported Q2 results on August 9, 2023, missing its own guidance as well as street expectations, and significantly guiding down 2023 fiscal estimates
- Sales to Align Technologies (23% of DDD revenue) are declining and at high risk

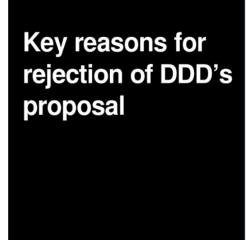
Key reasons for rejection of DDD's proposal

Structural challenges to a path to attractive profitability

- DDD's portfolio already operates at gross margins that are significantly below the gross margins of Stratasys: DDD is at 39%, while Stratasys is at 49%
- Consensus 2023 estimates for DDD's EBITDA remain negative
- If DDD's dental business declines due to Align shifting its sourcing, DDD's profitability could fall even further and weigh down the margins of a combined company

4 Net synergy potential is materially lower than what DDD is broadcasting

- DDD was unable to furnish any credible support backing its claim of cost synergies of more than \$110M
- Based on analysis performed by a leading consulting firm, we estimate cost synergies of \$74 – 88M
- Based on detailed work performed by Stratasys management and independent advisors, there will be approximately \$50mm of annual negative revenue synergies



Significant regulatory consummation risks and extended timeline to closing of 9 to 18 months

- Likely require a lengthy and extensive regulatory review process, an extended duration to closing and significant costs to obtain the required regulatory approvals
- This extended timeline to closing creates significant risks of employee attrition and channel disruption

Serious concerns regarding the ability of DDD's management team to run a combined company

- DDD management has repeatedly missed estimates and lowered guidance; SSYS' management team, in contrast, has delivered superior performance
- Skepticism regarding DDD management's ability to deliver synergies based on lack of track record
- The combined entity will have a weak pro forma balance sheet \$57M in cash and \$460M in debt



DDD's current proposal significantly undervalues SSYS **(2**)

Serious concerns about DDD's shortto-medium-term growth prospects



Structural challenges to a path to attractive profitability



Net synergy potential is materially lower than what DDD is broadcasting



Significant regulatory consummation risks and extended timeline to closing of 9 to 18 months

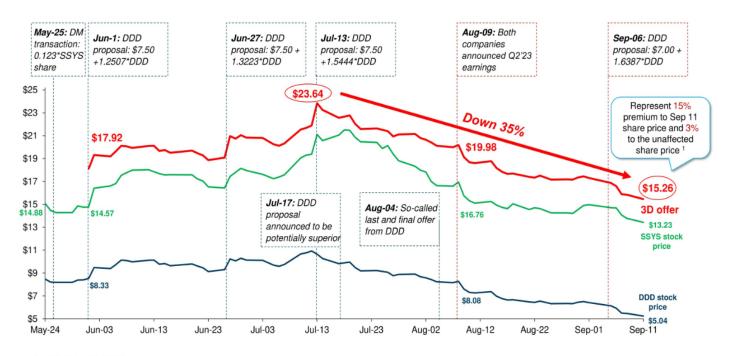


Serious concerns regarding the ability of DDD's management team to run a combined company

Agenda

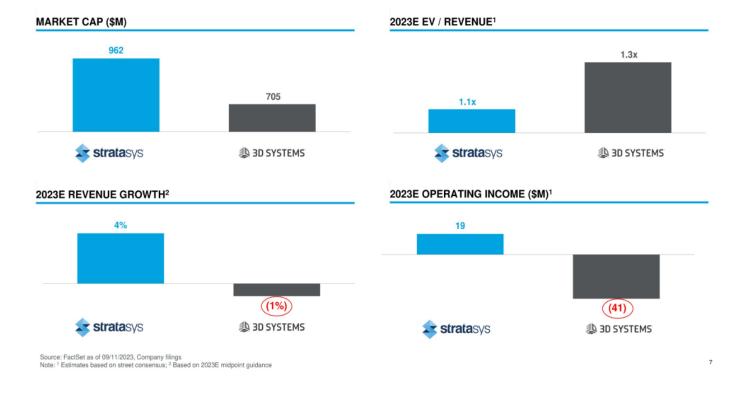
.

Value of DDD's latest offer has decreased by ~35%



Source: FactSet as of 09/11/2023
Note: Offer prices calculated based on Trident proposal of \$7.50 in cash and 1.2507x exchange ratio per share as of 06/01/2023, \$7.50 in cash and 1.3223x exchange ratio per share as of 06/27/2023, \$7.50 in cash and 1.5444x exchange ratio per share as of 07/13/2023, and \$7.00 in cash and 1.6387x exchange ratio per share as of 08/27/2023; \$7.50 in cash and 1.5444x exchange ratio per share as of 07/13/2023, and \$7.00 in cash and 1.6387x exchange ratio per share as of 08/27/2023; \$7.50 in cash and 1.5444x exchange ratio per share as of 07/13/2023, and \$7.00 in cash and 1.6387x exchange ratio per share as of 08/27/2023; \$7.50 in cash and 1.5444x exchange ratio per share as of 08/27/2023, and \$7.00 in cash and 1.6387x exchange ratio per share as of 08/27/2023; \$7.50 in cash and 1.5444x exchange ratio per share as of 08/27/2023, and \$7.00 in cash and 1.6387x exchange ratio per share as of 08/27/2023; \$7.50 in cash and 1.5444x exchange ratio per share as of 08/27/2023; \$7.50 in cash and 1.5444x exchange ratio per share as of 08/27/2023; \$7.50 in cash and 1.5444x exchange ratio per share as of 08/27/2023; \$7.50 in cash and 1.5444x exchange ratio per share as of 08/27/2023; \$7.50 in cash and 1.5444x exchange ratio per share as of 08/27/2023; \$7.50 in cash and 1.5444x exchange ratio per share as of 08/27/2023; \$7.50 in cash and 1.5444x exchange ratio per share as of 08/27/2023; \$7.50 in cash and 1.5444x exchange ratio per share as of 08/27/2023; \$7.50 in cash and 1.5444x exchange ratio per share as of 08/27/2023; \$7.50 in cash and 1.5444x exchange ratio per share as of 08/27/2023; \$7.50 in cash and 1.5444x exchange ratio per share as of 08/27/2023; \$7.50 in cash and 1.5444x exchange ratio per share as of 08/27/2023; \$7.50 in cash and 1.5444x exchange ratio per share as of 08/27/2023; \$7.50 in cash and 1.5444x exchange ratio per share as of 08/27/2023; \$7.50 in cash and 1.5444x exchange ratio per share as of 08/27/2023; \$7.50 in cash and 1.5444x exchange ratio per share as of 08/27/2023; \$7

SSYS continues to trade at a discount despite superior performance





DDD's current proposal significantly undervalues SSYS



Serious concerns about DDD's short-tomedium-term growth prospects



Structural challenges to a path to attractive profitability



Net synergy potential is materially lower than what DDD is broadcasting



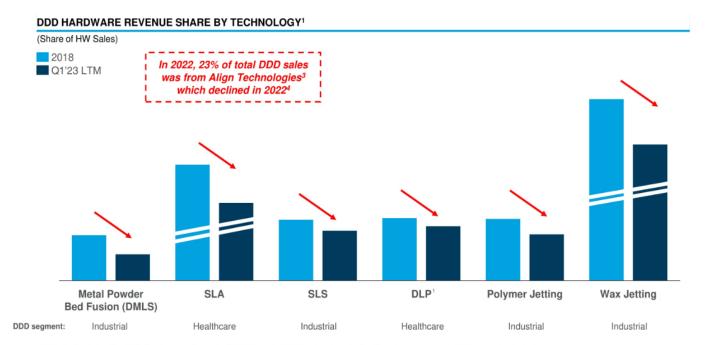
Significant regulatory consummation risks and extended timeline to closing of 9 to 18 months



Serious concerns regarding the ability of DDD's management team to run a combined company

Agenda

DDD's core businesses are losing share across the board



¹ DLP share is calculated from 2018 when they entered the market (2017 had no sales); 3 DDD broker universe implies Align as its largest customer; 4 DDD Investor Communications

DDD's Healthcare business continues to deteriorate

(6/20/2023 view) \$261 M	(Current view) \$261M		DDD position ⁴	Revenue outlook	Commentary ⁵
		\$234M Strong (Orthodontic)	➤ Declining business in orthodontic and restorative ➤ Sales to Align (20%+ of DDD revenue) are declining and at high risk		
Dental ¹	Dental ¹	Dental ¹	Weak (Restorative)	1	DLP technology is likely to disrupt DDD's SLA dental business over long term ²
			N / A (Bioprinting) ³	Uncertain	Potential commercialization uncertain and is too far in the future
Medical	Medical	Medical	Strong	t	✓ Attractive prospects of DLP technology ✓ Well positioned to succeed ✗ Significantly below overall corporate margins
2022A revenue	2022A revenue	LTM Q2'23 revenue			

Source: Company filings, Management assessment; ¹ Assumes similar split between medical and dental revenue. Per 10-K one dental customer accounts for >20% of revenue; ² DLP share of aligners is increasing: based on iData research, DLP accounted for 13.9% of the 3D aligner position in 2020 and grew to 22.1% in 2022. This is mostly driven by DLP's advantageous throughput, accuracy improvements, and the availability of low-cost solutions; ³ Bioprinting does not currently contribute to revenue; ⁴ SSYS management view based on CONTEXT Shipment Report; ⁵ SSYS management view

DDD's Industrial business continues to be weak with only few bright spots

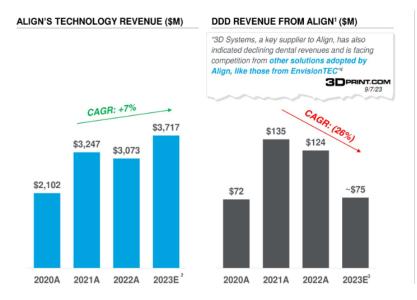
(6/20/2023 view)	(Current view)		DDD position ²	Revenue outlook	Commentary ³
\$277M	\$277M				X Lacks technology needed to succeed in
Metal ¹	Metal ¹	\$251M		0	metal mass production
SLS ¹	SLS ¹	Metal ¹ SLS ¹	Weak	?	Good position in unique medical applications
	Other industrial	Other industrial	Weak	1	Cutdated technology
Other industrial			Strong in SLA and MJP jewelry	ı	CJP is aging technologySLA technology is losing share
2022A revenue	2022A revenue	LTM Q2'23 revenue			

Source: Company filings, CONTEXT End Market Report; Management Assessment; ¹ SSYS management view based on sum of Hardware and Materials sales as reflected in CONTEXT Shipment and Materials Report; ² SSYS management view based on CONTEXT Shipment Report; ³ SSYS management view

Sales to Align Technologies (23% of DDD revenue)1 are at high risk

Align appears to be in the process of diversifying its suppliers, reducing procurement from DDD...

...and building printing capabilities in-house that could displace DDD altogether



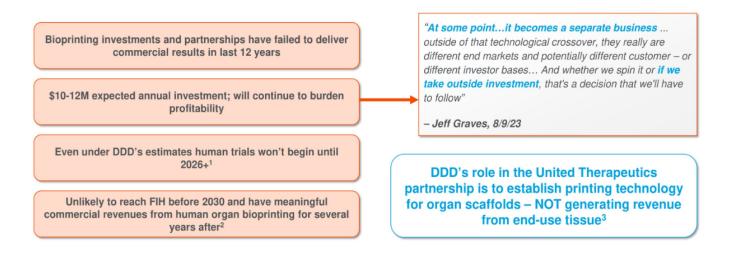
"Align and Cubicure have worked together for many years...The agreement to acquire Cubicure ...will support our long-term growth strategy by enabling us to scale our 3D printing operations to eventually direct print millions of custom appliances per day"

> align Press release, 9/6/23

Align acquired Cubicure to print aligners directly which would eliminate the need to create dental molds, the current method that DDD technology enables

Source: Company earnings transcript as of Q2 2023
Note: 1 Based on DDD 10-K, DDD broker universe implies Align as its largest customer; 2 Reflects H1'23 annualized sales adjusted for H1'23/H1'22 growth rate; 3 Reflects proportionate FY revenue based on reported largest customer top line 12 contribution: 4 https://3dprint.com/303196/align-technologies-buys-cubicure-to-reinforce-direct-3d-printing-capabilities/

While bioprinting could be a growth area, its success remains unproven with lengthy and uncertain regulatory approval processes ahead



Even after 12 years of focus on bioprinting, there have been no meaningful commercial results making it hard to attribute material value to the business

Source: Company earnings transcript

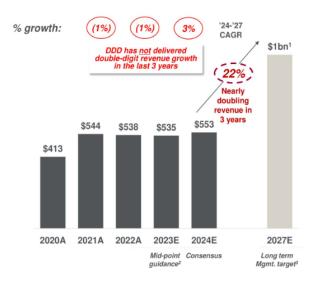
1 DDD's Q1'23 earnings call dated 06/27/23; ² While there is no typical length of time it takes for a drug to be tested and approved, SSYS management believes it might take at least 7 years or more to complete all 3 phases of clinical trials before the licensing stage. Generally when human cells are involved, regulation is much stricter and can further delay commercialization; ³ October 27, 2021 3D Systems press release

DDD's 2027 revenue target is highly ambitious given current business trends and lack of near-term growth drivers

KEY DATA POINTS

- 1 DDD's core businesses are losing share across the board
- 2 DDD's Healthcare business continues to deteriorate
- 3 DDD's Industrial business continues to be weak with only few bright spots
- 4 Sales to Align Technologies (23% of DDD revenue) are declining and at high risk1
- 5 While bioprinting could be a growth area, its success remains unproven with lengthy and uncertain regulatory approval processes ahead

ORGANIC REVENUE (EXCLUDING DIVESTITURES) (\$M)



Source: Company filings, Investor presentation, Earnings transcripts;
Notes: 1 Based on DDD 10-K; 2 Guidance announced by management from Q2 2023 earnings presentation; 3 Long-term target announced by management from May-22 investor presentation



DDD's current proposal significantly undervalues SSYS



Serious concerns about DDD's shortto-medium-term growth prospects



Structural challenges to a path to attractive profitability



Net synergy potential is materially lower than what DDD is broadcasting



Significant regulatory consummation risks and extended timeline to closing of 9 to 18 months

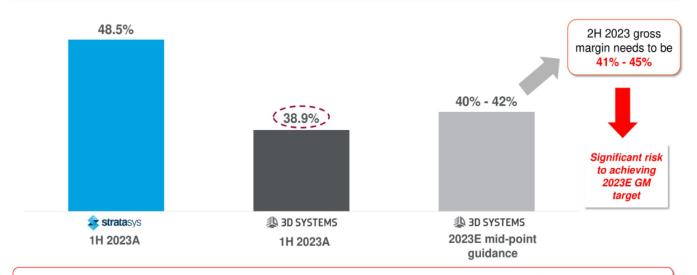


Serious concerns regarding the ability of DDD's management team to run a combined company

Agenda

DDD also operates at materially discounted gross margins

NON-GAAP GROSS MARGIN PERFORMANCE AND OUTLOOK



Challenges in Dental business likely to drive challenges in medium to longer term

Source: Company filings



DDD's current proposal significantly undervalues SSYS



Serious concerns about DDD's shortto-medium-term growth prospects



Structural challenges to a path to attractive profitability



Net synergy potential is materially lower than what DDD is broadcasting



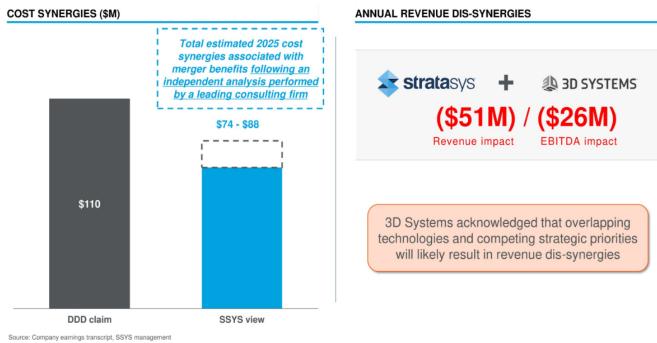
Significant regulatory consummation risks and extended timeline to closing of 9 to 18 months



Serious concerns regarding the ability of DDD's management team to run a combined company

Agenda

Cost synergies are substantially lower than DDD's estimate with significant concerns around revenue dis-synergies





DDD's current proposal significantly undervalues SSYS



Serious concerns about DDD's shortto-medium-term growth prospects



Structural challenges to a path to attractive profitability



Net synergy potential is materially lower than what DDD is broadcasting



Significant regulatory consummation risks and extended timeline to closing of 9 to 18 months



Serious concerns regarding the ability of DDD's management team to run a combined company

Agenda

Extended regulatory review could have adverse impact on both businesses

- There is a high risk of a lengthy and extensive regulatory review process for a transaction with DDD. If the transaction were to close, then it has potential to take 9-18 months
- The significantly elongated timeline to close increases the risk of key employee attrition
- Customers and channel partner disruption is expected
- Severe limitations on ability of SSYS to pursue other acquisition opportunities during long pendency of the transaction



DDD's current proposal significantly undervalues SSYS



Serious concerns about DDD's shortto-medium-term growth prospects



Structural challenges to a path to attractive profitability



Net synergy potential is materially lower than what DDD is broadcasting



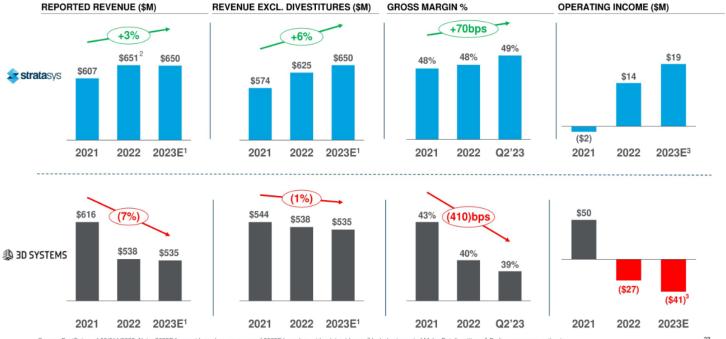
Significant regulatory consummation risks and extended timeline to closing of 9 to 18 months



Serious concerns regarding the ability of DDD's management team to run a combined company

Agenda

In the past 3 years, SSYS outperformed DDD across the board



Source: FactSet as of 09/011/2023; Note: 2023E forecast based on consensus; 1/2023E based on mid-point guidance; 2 Includes impact of MakerBot divestiture; 3 Broker consensus estimates

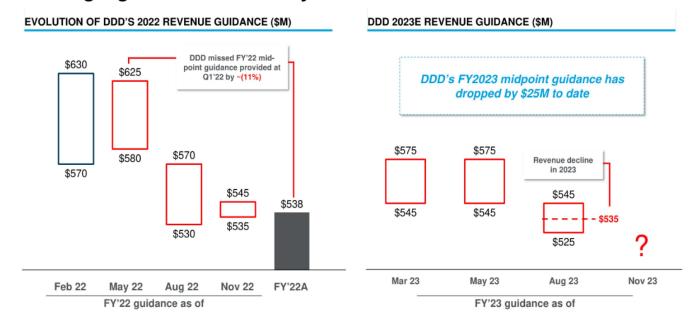
DDD has repeatedly missed consensus¹

ACTUALS VS CONSENSUS

		🕸 3D SYSTI	EMS	strata sys		
Fiscal quarters (FYE 12/31)	Revenue	Adjusted EBITDA	EPS	Revenue	Adjusted EBITDA	EPS
3Q20	✓	N/A	✓	✓	✓	✓
4Q20	✓	x (5%)	x (18%)	✓	✓	✓
1Q21	✓	✓	✓	✓	✓	✓
2Q21	✓	✓	✓	✓	✓	✓
3Q21	✓	✓	✓	✓	✓	✓
4Q21	✓	✓	✓	✓	✓	✓
1Q22	✓	x (70%)	x (1,100%)	✓	✓	✓
2Q22	x (3%)	x (137%)	x (600%)	✓	✓	✓
3Q22	x (1%)	✓	✓	-	✓	✓
4Q22	x (1%)	x (5%)	✓	✓	✓	✓
1Q23	x (5%)	x (236%)	x (29%)	✓	✓	✓
2Q23	x (5%)	x (203%)	x (21%)	✓	✓	✓
Quarters beat	7/12	5/12	7/12	12/12	12/12	12/12

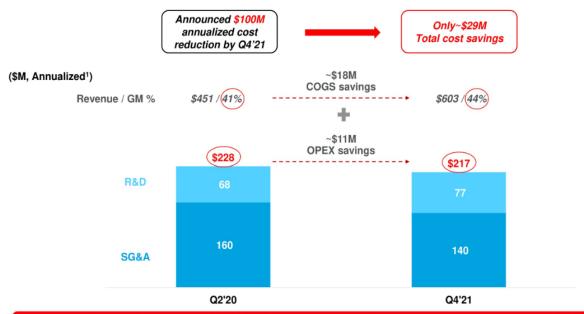
Source: FactSet, Company filings; ¹ Including a few days after so-called "last and final offer to SSYS on August 4, 2023

DDD has history of reducing guidance, including most recent Q2 '23, creating significant uncertainty for SSYS shareholders



Note: 1 2023 revenue guidance (Q1'23)

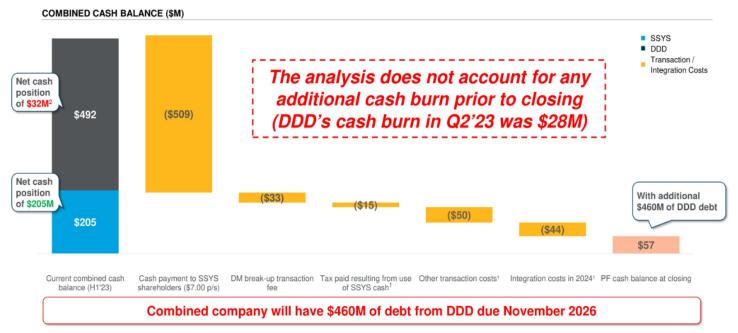
DDD failed to realize its own targeted cost optimization program



DDD may have achieved ~\$29M of total cost savings, far undershooting its stated goal of \$100M (despite divesting 2 businesses)

Source: Company filings, Investor presentation, Earnings transcripts. Notes: † Represents Non-GAAP financials.

The combined entity would have a weak pro forma balance sheet and may lead to future equity raises



1 Per management guidance and assumes 1x in cost synergies spread out over two years; 2 DDD's \$460M convertible debt due by November 2026, with conversion price of ~\$35.92

Disclaimer

Forward-Looking Statements

Forward-Looking Statements
This document contains forward-looking statements that involve risks, uncertainties and assumptions. If the risks or uncertainties ever materialize or the assumptions prove incorrect, the actual results of Stratasys Ltd, and its consolidated subsidiaries ("Stratasys") may differ materially from those expressed or implied by such forward-looking statements. Such forward-looking statements and assumptions. Stratasys and Desktop Metal. Inc. ("Desktop Metal."), including statements relating to the proposed transaction, and information regarding the businesses of Stratasys and Desktop Metal including expectations regarding cultures are such as a summary of the stransaction and the anticipated time of the transaction and the anticipated time of the stransaction and the stransaction of the stransaction and the stransaction of the stransaction of

No Offer or Solicitation

This communication is not intended to and shall not constitute an offer to buy or sell or the solicitation of an offer to buy or sell 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 U.S. Securities Act of 1933, as amended.

Disclaimer

Important Additional Information

In connection with the proposed transaction, Stratasys filed with the SEC a registration statement on Form F-4 that includes a joint proxy statement of Stratasys and Desktop Metal and that also constitutes a prospectus of Stratasys. Each of Stratasys and Desktop Metal may also file other relevant documents with the SEC regarding the proposed transaction. The registration statement was declared effective by the SEC on August 25, 2023. Stratasys filed the definitive proxy statement/prospectus was mailed to stateholders of Stratasys and Desktop Metal on or around August 28, 2023. Each of Stratasys and Desktop Metal may also file other relevant documents with the SEC regarding the proposed transaction. This document is not a substitute for the definitive proxy statement/prospectus or any other document that Stratasys or Desktop Metal may file with the SEC. This document is not a substitute for the definitive proxy statement/prospectus or registration statement or any other document that Stratasys or Desktop Metal may file with the SEC. This document is not a substitute for the definitive proxy statement/prospectus or registration statement or any other document that Stratasys or Desktop Metal may file with the SEC. This document is not a substitute for the definitive proxy statement/prospectus or registration statement or any other document that Stratasys or Desktop Metal may file with the SEC. This document is not a substitute for the definitive proxy statement pro

Participants in the Solicitation

Stratasys. Desktop Metal and certain of their respective directors and executive officers may be deemed to be participants in the solicitation of proxies in respect of the proposed transaction. Information about the directors and executive officers of Stratasys, including a description of their direct or indirect interests, by security holdings or otherwise, is set forth in Stratasys' proxy statement for its 2023 Annual General Meeting of Shareholders, which was filed with the SEC on July 12, 2023, and Stratasys' Annual General Meeting of Stockholders, which was filed with the SEC on March 3, 2023, Information about the directors are eventual foreign of Desktop Metal is cluding a description of their direct or indirect interests, by security holdings or otherwise, is contained in the joint of their director of the security of the secu

Use of Non-GAAP Financial Measures

This communication contains certain forward-looking non-GAAP measures, which are based on internal forecasts and represent management's best judgment. Reconciliation of such measures to the most directly comparable GAAP financial measures cannot be furnished without unreasonable efforts due to inherent difficulty in forecasting the amount and timing of certain adjustments that are necessary for such reconciliations and which may significantly impact our GAAP results, [in particular, sufficient information is not available to calculate certain adjustments that are required to prepare a forward-looking statement of revenue, margin and EBITDA in accordance with GAAP for fiscal years 20024 and beyond. Stratasys also believes that such reconciliations would also imply a degree of precision that would be confusing or inappropriate for these forward-looking measures, which are inherently uncertain.] All revenue, margin, EBITDA and other P&L references are non-GAAP unless specified otherwise.