Your workforce transformation partner™

FIRST QUARTER 2021 INVESTOR CONFERENCE CALL

May 6, 2021

INTRODUCTION TO YOUR DEDICATED TEAM

Working with you side by side, everyday

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Your trusted workforce transformation partner

CAUTIONARY NOTE ABOUT FORWARD-LOOKING STATEMENTS AND NON-GAAP FINANCIAL MEASURES

This presentation contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), including statements about the anticipated effects of the COVID-19 pandemic and related events on our business and results of operations. The Private Securities Litigation Reform Act of 1995 provides a "safe harbor" for forward looking statements. Forward–looking statements are not statements of historical facts, but rather reflect our current expectations concerning future events and results. We use words such as "expects," "intends," "believes," "may," "will," "should," "could," "anticipates," "estimates," "plans" and similar expressions to indicate forward-looking statements, but their absence does not mean a statement is not forward-looking. Because these forward-looking statements are based upon management's expectations and assumptions and are subject to risks and uncertainties, there are important factors that could cause actual results to differ materially from those expressed or implied by these forward-looking statements, including, but not limited to, those factors set forth under Item 1A – Risk Factors of our most recent Form 10-K and those other risks and uncertainties detailed in our periodic reports and registration statements filed with the Securities and Exchange Commission ("SEC"). We caution that these risk factors may not be exhaustive. We operate in a continually changing business environment, and new risk factors emerge from time to time. We cannot predict these new risk factors, nor can we assess the effect, if any, of the new risk factors on our business or the extent to which any factor or combination of factors may cause actual results to differ from those expressed or implied by these forward-looking statements.

If any one or more of these expectations and assumptions proves incorrect, actual results will likely differ materially from those contemplated by the forward-looking statements. Even if all of the foregoing assumptions and expectations prove correct, actual results may still differ materially from those expressed in the forward-looking statements as a result of factors we may not anticipate or that may be beyond our control. While we cannot assess the future impact that any of these differences could have on our business, financial condition, results of operations and cash flows or the market price of shares of our common stock, the differences could be significant. We do not undertake to update any forward-looking statements made by us, whether as a result of new information, future events or otherwise. You are cautioned not to unduly rely on such forward-looking statements when evaluating the information presented in this presentation

Non-GAAP Financial Measures

This presentation includes non-GAAP financial information. This non-GAAP information is in addition to, not a substitute for or superior to, measures of financial performance or liquidity determined in accordance with US GAAP. The Securities and Exchange Commission's Regulation G applies to any public disclosure or release of material information that includes a non-GAAP financial measure and requires: (i) the presentation of the most directly comparable financial measure calculated and presented in accordance with US GAAP and (ii) a reconciliation of the differences between the non-GAAP financial measure presented and the most directly comparable financial measure calculated and presented in accordance with US GAAP. The required presentations and reconciliations are contained in this presentation and can also be found at our website at www.gpstrategies.com.

- Introductions – **Candice Hester**
- Operational Update – **Adam Stedham**
- Financial Review – **Mike Dugan**
- Q&A
- Closing

AGENDA

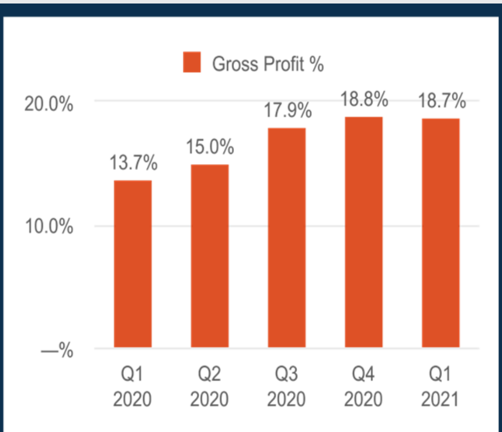
TRANSFORM WITH US

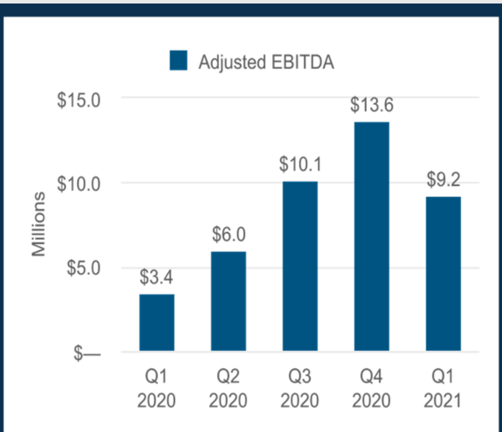
GP STRATEGIES

OPERATIONAL UPDATE

2021 YEAR TO DATE OVERVIEW

- We see favorable trends for the global learning market as part of the macro-economic recovery
- Our business in APAC was impacted first by COVID and is recovering most quickly, with over 10% growth Q1 2021 vs Q1 2020
- Adjusting for divestitures, our backlog at the end of Q1 2021 is approaching pre-pandemic levels
- Our sales pipeline is up 18% Q1 2021 vs Q1 2020
- Margin improvement efforts have resulted in the highest Q1 gross margin percentage for any first quarter in 10 years
- Our G&A cost reduction efforts are on track, will continue through the second quarter, and will reduce cost in Q3 and beyond
- Our focus strategy is progressing and our divestiture efforts for our assets held for sale are ongoing

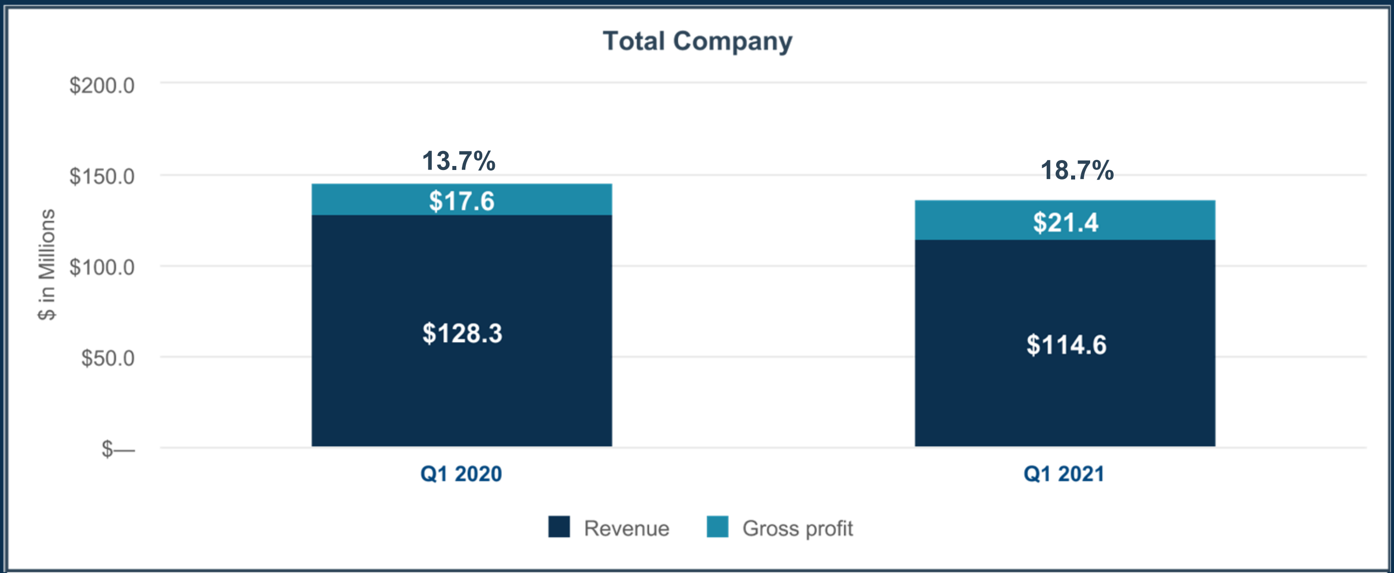




GP STRATEGIES

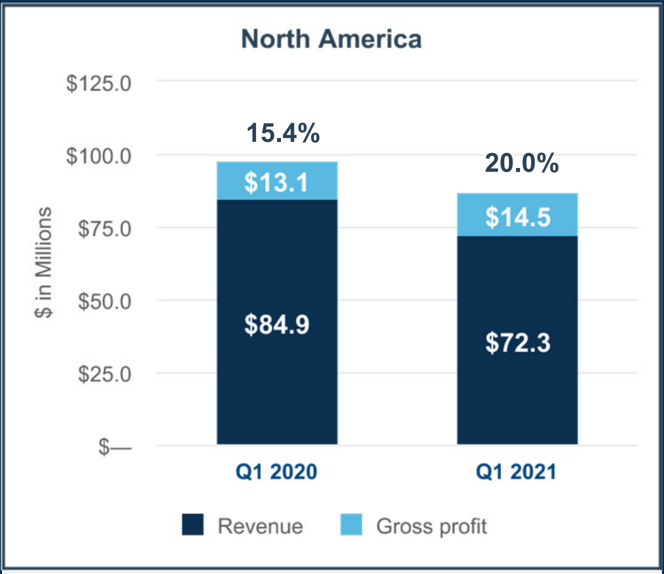
FINANCIAL REVIEW

REVENUE & GROSS PROFIT COMPANY – FIRST QUARTER

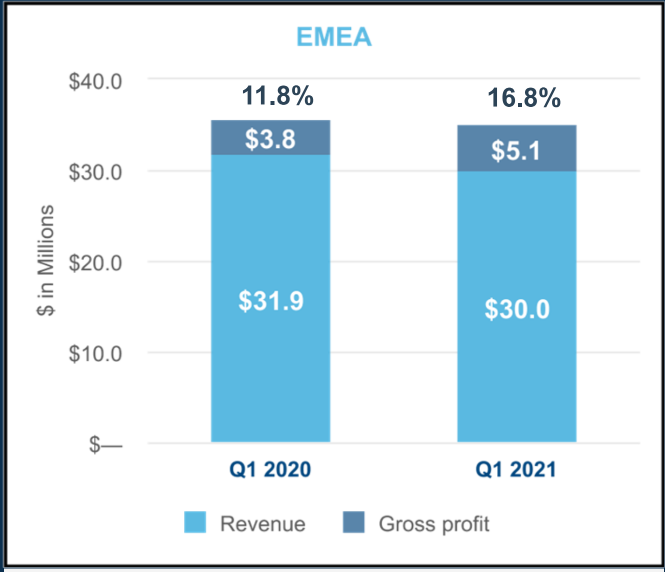


- **Total revenue down $13.7M or 10.7%**
  - At least a $7.0M decrease due to COVID-19 impact
  - A $2.8M decrease due to divestitures
  - Excluding COVID-19 impact, divestitures and foreign currency impact, there was a net decline in Revenue of $6.7M
    - $5.9M decrease in North America
    - $2.0M decrease in EMEA
    - $1.1M increase in Emerging Markets
  - Offsetting these decreases was a $2.8M increase due to Foreign currency impact
- **Gross profit up $3.8M or 21.7%**
  - Improving gross margin is due to operating restructuring initiatives implemented in fiscal year 2020 that resulted in reduced costs and improved efficiencies

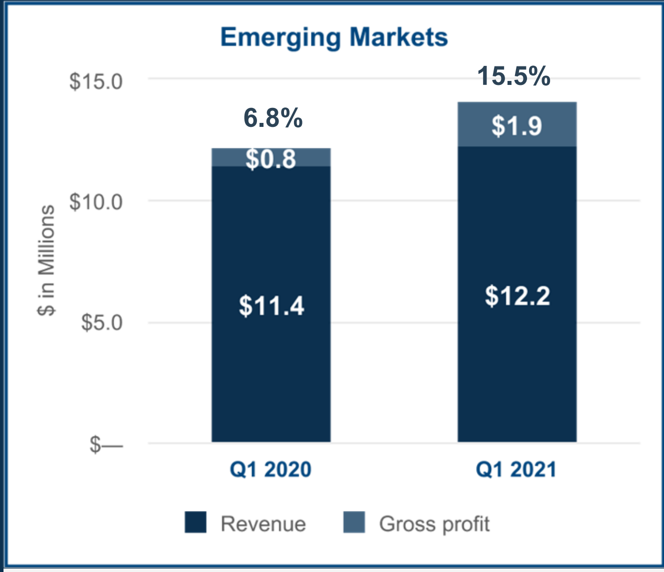
REVENUE & GROSS PROFIT BY SEGMENT – FIRST QUARTER



- **Total segment revenue down $12.6M or 14.8%**
  - $4.3M decrease due to COVID-19 impact
  - $2.8 decrease due to divestitures
  - Excluding COVID-19, divestitures and foreign currency impacts
    - $1.2M increase in OPS
    - $3.8M decrease in TPS
    - $3.3M decrease in APS
  - $0.3 increase due to FX impact
- **Total segment gross profit up $1.4M or 11.0%**
  - Gross margin improved due to reduced costs and improved efficiencies. In addition there was also a license sale of $0.9 in our TPS Energy services and a $0.5M license sale in our OPS Leadership practice in the three months ended March 31, 2021, respectively.



- **Total segment revenue down $1.9M or 6.0%**
  - $2.4M decrease due to COVID-19 impact
  - Excluding COVID-19 and foreign currency impacts
    - $1.8M decrease in OPS
    - $0.2M decrease in APS
  - $2.4M increase due Fx impact
- **Total segment gross profit up $1.3M or 33.7%**
  - Gross margin improved due to reduced costs and improved efficiencies



- **Total segment revenue up $0.8M or 7.0%**
  - $0.3M decrease due to COVID-19 impact
  - Excluding COVID-19 and foreign currency impact
    - $2.0M increase in OPS
    - $0.9M decrease in APS
- **Total segment gross profit up $1.1M or 143.3%**
  - Gross margin improved due to reduced costs and improved efficiencies

SG&A EXPENSES

	($'s in millions)			
	Q1 2021	**Q1 2020**	**$ Inc. (Dec.)**	**% Change**
General & administrative expenses	$14.8	$17.3	$(2.4)	(14.2)%
Sales & marketing expenses	2.5	1.8	0.6	34.2%

GENERAL & ADMINISTRATIVE

- The decrease in general and administrative expenses is primarily due to:
  - -$2.8M net reduction in G&A labor and expenses
  - -$0.7M net change in Bad Debt reserve adjustment
  - -$0.5M less amortization expense resulting from the sale of the IC Axon Division

  Partially offset by:
  - +$0.9M of legal costs associated with the two Assets held for sale
  - +$0.7M of other outside costs that are not expected to continue going forward

SALES & MARKETING EXPENSES

- Sales and marketing expense was up primarily due to increased investment in global sales resources

STATEMENT OF OPERATIONS - OTHER ITEMS

	($'s in millions)		
	Q1 2021	Q1 2020	$ Inc. (Dec.)
Restructuring charges	$0.7	$—	$0.7
Loss on change in fair value of contingent consideration	0.3	—	0.3
Gain on sale of business	—	1.1	(1.1)
Interest expense	0.2	1.0	(0.8)
Other expense	0.8	0.5	0.3
Income tax expense (benefit)	0.4	(0.6)	1.1
Effective income tax rate	20.4%	32.7%	(12.3)%

RESTRUCTURING CHARGES: During the first quarter of 2021, we incurred $0.6 million of restructuring charges resulting from consulting fees performed to assist with the implementation of opportunities to improve the efficiencies of our general and administrative support functions and $0.1 million of restructuring costs related to the loss on the sale of inventory resulting from the closing of our body shop in Thailand.

LOSS ON CHANGE IN FAIR VALUE OF CONTINGENT CONSIDERATION: Resulting from the sale of the Alternative Fuels Division as certain milestones are not expected to be achieved under an assigned contract through the period ending December 31, 2021.

GAIN ON SALE OF BUSINESS: $1.1 million gain recorded in quarter 1 of 2020 from the sale of the Alternative Fuels Division

INTEREST EXPENSE: decreased due to lower borrowings and interest rates under the credit facility

OTHER EXPENSE: The increase in other expense is primarily due to a $0.7 million increase in foreign currency losses in the first quarter of 2021 and a $0.1 million impairment loss on an operating lease right-of-use asset, partially offset by a $0.4 million increase in income from a joint venture.

INCOME TAX EXPENSE: The decrease in tax rate was primarily due to changes in the jurisdictional mix of earnings and the tax effects of an increase in pretax earnings.

EARNINGS SUMMARY

($'s in millions, except per share data)	Q1 2021	Q1 2020
Net income (loss)	$1.7	$(1.3)
Earnings (loss) per share – diluted	0.09	(0.08)
Adjusted EPS[1]	0.24	(0.03)
Adjusted EBITDA[1]	9.2	3.4

(1) The terms Adjusted EBITDA (earnings before interest, income taxes, depreciation and amortization) and Adjusted EPS are non-GAAP financial measures that the Company believes are useful to investors in evaluating its results. For a reconciliation of these non-GAAP financial measures to the most comparable U.S. GAAP equivalents, see the Non-GAAP Reconciliations, along with related footnotes, in the Appendices to this report.

BALANCE SHEET

SIGNIFICANT DRIVERS

- Debt was $0.0 as of 3/31/21 and $12.7M as of 12/31/20.
- Operating Cash Flow was $0.6M in Q1 2021. Cash flow in Q1 was impacted by the build up of Work in Process associated with 2 publications that will ship in Q2 of 2021, and the payment of $1.2M of the deferred tax liabilities related to COVID-19 relief
- Deferred payroll and other tax liabilities related to the CARES Act and other COVID relief was $9.2M as of 3/31/21 compared to $10.4M as of 12/31/20. By the end of 2021 this balance is expected to be down to $3.4M with the remainder of the liability being paid in 2022
- Assets held for sale includes $42.3M of assets primarily composed of goodwill, unbilled revenue, accounts receivables, right-of-use assets and $7.5M of liabilities primarily composed of deferred revenue, operating lease liabilities related to the impending sale of two business that are not in our focus industries

($'s in thousands)		December 31, 2020		March 31, 2021
Cash	$	23,076	$	10,758
Accounts and other receivable		110,575		87,230
Unbilled revenue		28,100		40,990
Prepaid expenses & other current assets		15,186		19,504
Assets held for sale		42,463		42,339
Total current assets		219,400		200,821
Property, plant & equipment, net		4,650		4,290
Operating lease ROU assets		20,862		19,025
Goodwill & intangible assets, net		126,245		125,314
Other assets		10,619		9,290
Total assets	$	381,776	$	358,740
Accounts payable & accrued expenses	$	91,572	$	75,724
Current portion operating lease liabilities		5,523		5,049
Deferred revenue		16,509		19,583
Liabilities held for sale		5,868		7,487
Total current liabilities		119,472		107,843
Long-term debt		12,748		—
Long-term portion operating lease liabilities		16,260		14,615
Other liabilities		9,950		9,686
Stockholders' Equity		223,346		226,596
Total	$	381,776	$	358,740

Q&A

LET'S WORK TOGETHER

APPENDICES

GP STRATEGIES

Non-GAAP Reconciliation – Adjusted EBITDA[(1)]

($'s in thousands) (Unaudited)	Three Months Ended March 31, 2021	2020
Net income (loss)	$ 1,724	$ (1,294)
Interest expense	181	978
Income tax expense (benefit)	441	(629)
Depreciation & amortization	1,472	2,177
EBITDA	3,818	1,232
Adjustments:		
Non-cash stock compensation expense	1,667	1,256
Restructuring charges	699	—
Severance expense	539	211
Loss on change in fair value of contingent consideration	269	—
Foreign currency transaction losses	1,249	496
Legal acquisition/divestiture and transaction costs	850	1,038
Impairment of operating lease right-of-use asset	103	255
Gain on sale of business	—	(1,064)
Adjusted EBITDA	$ 9,194	$ 3,424

(1) Adjusted earnings before interest, income taxes, depreciation and amortization (Adjusted EBITDA) is a widely used non-GAAP financial measure of operating performance. It is presented as supplemental information that the Company believes is useful to investors to evaluate its results because it excludes certain items that are not directly related to the Company's core operating performance. We believe that certain gains and charges such as the gain on the sale of business, legal acquisition/divestitures and transaction costs, restructuring charges and severance expense, while difficult to predict in the current environment, will vary significantly and make a quarter to quarter comparison of net income less useful to investors than a comparison of Adjusted EBITDA in understanding the impact of COVID-19 and related effects on our results of operations. The Company is unable without unreasonable efforts to estimate specific line items in Adjusted EBITDA which are necessary to a quantitative reconciliation for the forward-looking information above, due to factors including the COVID-19 pandemic and its rapidly-changing effects. Without the availability of this significant information, the Company is unable to provide such a reconciliation. Adjusted EBITDA is calculated by adding back to net income interest expense, income tax expense (benefit), depreciation and amortization, non-cash stock compensation expense, loss on the change in fair value of contingent consideration and other unusual or infrequently occurring items. For the periods presented, these other items are restructuring charges, severance expense, loss on contingent consideration, foreign currency transaction losses, legal acquisition/divestiture & transaction costs, impairment of operating lease right-of-use asset, and gain on sale of business. Adjusted EBITDA should not be considered as a substitute either for net income, as an indicator of the Company's operating performance, or for cash flow, as a measure of the Company's liquidity. In addition, because Adjusted EBITDA may not be calculated identically by all companies, the presentation here may not be comparable to other similarly titled measures of other companies.

Non-GAAP Reconciliation – Adjusted EPS(1)

($'s in thousands, except per share amounts)
(Unaudited)

	Three Months Ended March 31,					
	2021			2020		
	Gross	Net of Tax	EPS	Gross	Net of Tax	EPS
Diluted earnings (loss) per share			**$ 0.09**			**$ (0.08)**
ADJUSTMENTS:						
Restructuring charges	$ 699	$ 556	0.03	$ —	$ —	—
Severance expense	539	429	0.02	211	142	0.01
Loss on change in fair value of contingent consideration	269	181	0.01	—	—	—
Foreign currency transaction losses	1,249	994	0.05	496	334	0.02
Legal acquisition/divestiture and transaction costs	850	677	0.04	1,038	699	0.04
Impairment of operating lease right of use asset	103	69	—	255	172	0.01
Settlement of contingent consideration in shares	—	—	—	200	135	0.01
Gain on sale of business	—	—	—	(1,064)	(716)	(0.04)
Adjusted EPS			**$ 0.24**			**$ (0.03)**

(1) Adjusted Earnings per Diluted Share ("Adjusted EPS"), is a widely used non-GAAP financial measure of operating performance. It is presented as supplemental information that the Company believes is useful to investors to evaluate its results because it excludes certain items that are not directly related to the Company's core operating performance. Adjusted EPS is calculated by adding back to diluted earnings per share loss on the change in fair value of contingent consideration and other unusual or infrequently occurring items. For the periods presented, these other items are restructuring charges, severance expense, foreign currency transaction losses, legal acquisition/divestiture & transaction costs, impairment of operating lease right-of-use asset, settlement of contingent consideration in shares, gain on sale of business. Management uses Adjusted EPS to assess total Company operating performance on a consistent basis. We believe that this non-GAAP financial measure, which excludes the gain or loss on the change in fair value of acquisition-related contingent consideration and other special charges, when considered together with our U.S. GAAP financial results, provides management and investors with an additional understanding of our business operating results, including underlying trends.

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