

# QUARTERLY RESULTS PRESENTATION FIRST QUARTER 2022

November 8, 2021



When being **certain** is everything

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In addition, the Company’s guidance on revenue and Adjusted EBITDA is considered forward-looking information. The foregoing demonstrates the Company’s objectives, which are not forecasts or estimates of its financial position, but are based on the implementation of its strategic goals, growth prospects and growth initiatives. Management’s assessments of, and outlook for, revenue and Adjusted EBITDA set out herein are generally based on the following assumptions: (a) the Company’s results of operations will continue as expected, (b) the Company will continue effectively execute against its key strategic growth priorities, (c) the Company will continue to retain and grow its existing customer base and market share, (d) the Company will be able to take advantage of future prospects and opportunities, and realize on related synergies, including in respect of acquisitions, (e) there will be no changes in legislative or regulatory matters that negatively impact the Company’s business, (f) current tax laws will remain in effect and will not be materially changed, (g) economic conditions will remain relatively stable throughout the period, and (h) the industries the Company operates in will continue to grow consistent with past experience. The Company considers these assumptions to be reasonable in the circumstances, given the time period for such projections and targets. The achievement of target revenue set out above is subject to significant risks including: (a) that the Company will be unable to effectively execute against its key strategic growth priorities and (b) the Company will be unable to continue to retain and grow its existing customer base and market share. These estimates have been prepared by and are the responsibility of management. The Company’s independent registered public accounting firm has not conducted a review of, and does not express an opinion or any other form of assurance with respect to, these estimates.

## Non-IFRS Measures

This presentation makes reference to certain non-IFRS financial measures. These measures are not recognized measures under IFRS, do not have a standardized meaning prescribed by IFRS and may not be comparable to similar measures presented by other companies. Rather, these measures are provided as additional information to complement IFRS financial measures by providing further understanding of the Company’s results of operations from management’s perspective. The Company’s definitions of non-IFRS measures may not be the same as the definitions for such measures used by other companies in their reporting. Non-IFRS measures have limitations as analytical tools and should not be considered in isolation nor as a substitute for analysis of the Company’s financial information reported under IFRS. The Company uses non-IFRS financial measures, including “Adjusted EBITDA” and “Adjusted EBITDA Margin” to provide investors with supplemental measures of its operating performance and to eliminate items that have less bearing on operating performance or operating conditions and thus highlight trends in its core business that may not otherwise be apparent when relying solely on IFRS financial measures. The Company believes that securities analysts, investors and other interested parties frequently use non-IFRS financial measures in the evaluation of issuers. The Company’s management also uses non-IFRS financial measures in order to facilitate operating performance comparisons from period to period. Please see “Cautionary Note Regarding Non-IFRS Measures” and “Select Information and Reconciliation of Non-IFRS Measures” in the Company’s most recent Management’s Discussion and Analysis, which is available on the Company’s profile at [www.sedar.com](http://www.sedar.com), for a reconciliation of these measures to their nearest IFRS measure, an explanation of the composition of these measures and how the measures provide useful information to an investor which information is incorporated by reference herein.

For further details on certain of these Non-IFRS measures, including relevant reconciliations, see the Company’s most recent MD&A. Certain totals, subtotals and percentages may not reconcile due to rounding.

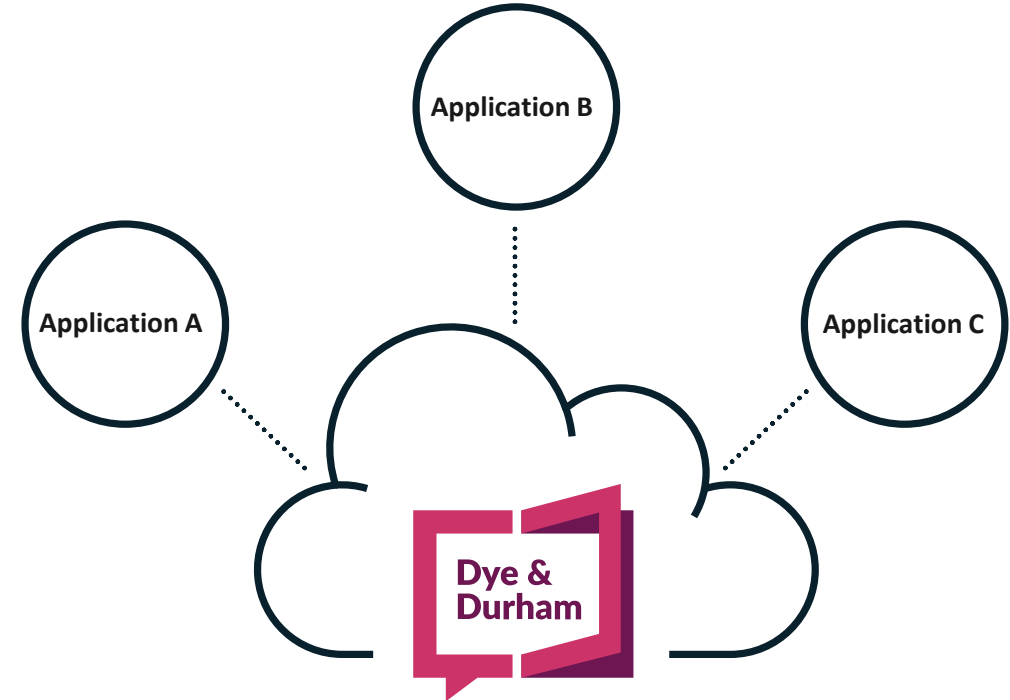
# | DYE & DURHAM OVERVIEW

- Matt Proud, Chief Executive Officer

# | DYE & DURHAM AT-A-GLANCE

- ✓ 50,000+ customers
- ✓ ~160% Net Revenue Retention<sup>1</sup>
- ✓ \$452 million of annualized revenue<sup>2</sup>
- ✓ \$250 million of annualized Adjusted EBITDA<sup>3,4</sup>
- ✓ 50%+ Adjusted EBITDA margin consistently
- ✓ 120% Q1 Adjusted EBITDA CAGR since Q1 FY 2019
- ✓ \$1.7 billion is available cash for acquisitions

1. Net Revenue Retention defined as described in the Company's prospectus dated July 13, 2020.
2. Annualized revenue is a non-IFRS measure. Annualized revenue is defined as Q1 FY2022 revenue multiplied by four. Please see "Non-IFRS Measures" and "Forward-Looking Statements".
3. Annualized Adjusted EBITDA is a non-IFRS measure. Annualized revenue is defined as Q1 FY2022 Adjusted EBITDA multiplied by four. Please see "Non-IFRS Measures" and "Forward-Looking Statements".
4. Adjusted EBITDA is a non-IFRS measure. Please see "Non-IFRS Measures".



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Workflow Software



Regulatory Information  
and Data

# | EXECUTING ON STRATEGY

- A strong focus on significantly expanding the value proposition of our software platform as we unite other key parts of the software ecosystem around our customers
- Completed two significant acquisitions for an aggregate purchase price of \$317.4 million
- Significant value creation through integration, delivering on cost synergies and strategic revenue opportunities, which has resulted in a post synergy acquisition EBITDA multiple of 5.4x on all capital deployed since IPO
- Secured \$1.7 billion of available capital<sup>1</sup> that will provide significant cash for accretive acquisitions as we execute on our "Build to a Billion strategy"
- Continued to build scale

1. Net of current credit facility

# | SUMMARY FINANCIAL RESULTS

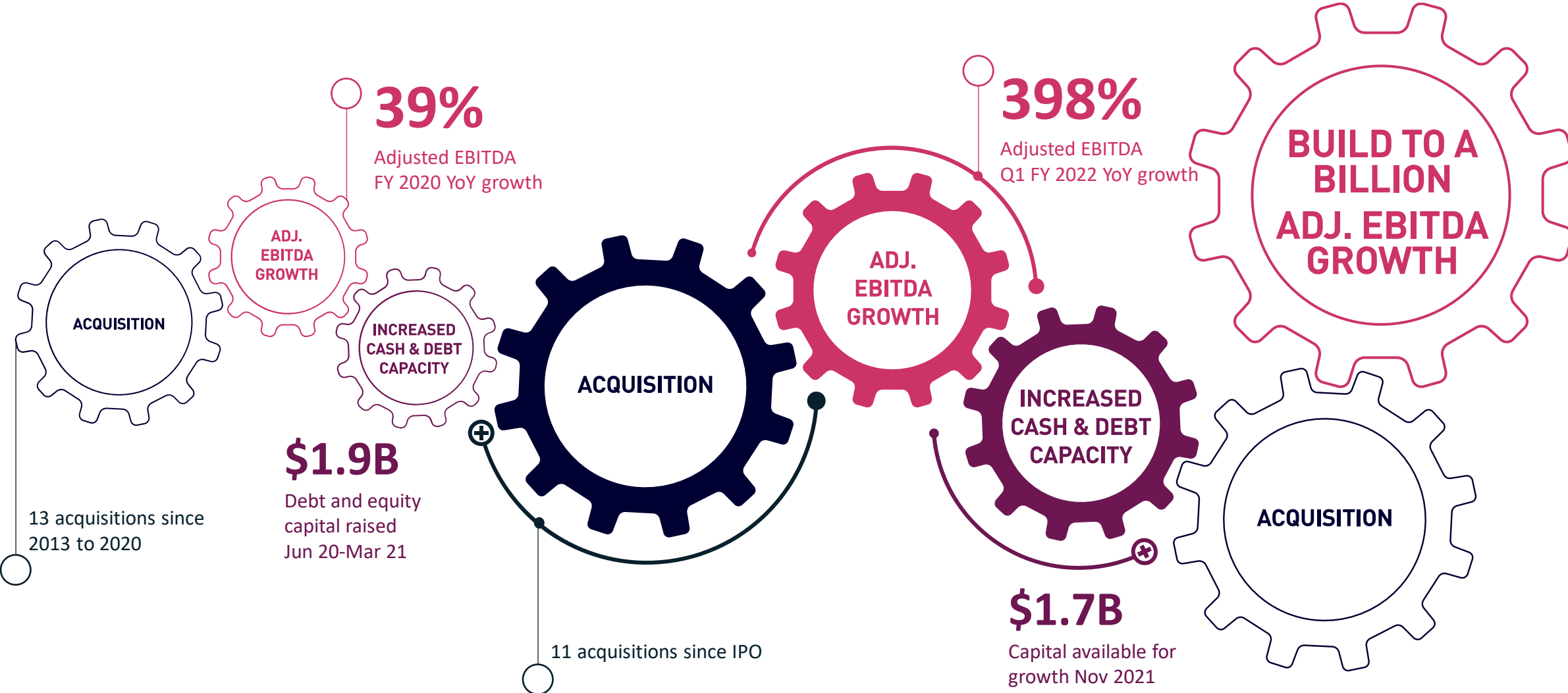
- Dye & Durham has its strongest quarter yet, with meaningfully higher YOY and QoQ revenue and Adjusted EBITDA
- The Company continues to exhibit world class and industry leading Adjusted EBITDA Margin

## Q1 FY2022 Results

| In Millions CAD        | Actuals | Annualized <sup>2</sup> |
|------------------------|---------|-------------------------|
| Revenue                | \$112.6 | \$450.4                 |
| Adjusted EBITDA        | \$62.4  | \$249.6                 |
| Adjusted EBITDA Margin | 55.4%   | 55.4%                   |

1. Adjusted EBITDA Margin is a non-IFRS measure. Please see “Non-IFRS Measures”.  
 2. Annualized revenue , Adjusted EBITDA and Adjusted EBITDA Margin are a non-IFRS measure. Such measures are defined as the Q1 FY2022 measure multiplied by four. Please see “Non-IFRS Measures” and “Forward-Looking Statements”.

# A REPEATABLE PLAYBOOK: ACQUIRE, INTEGRATE AND DRIVE ADJ. EBITDA

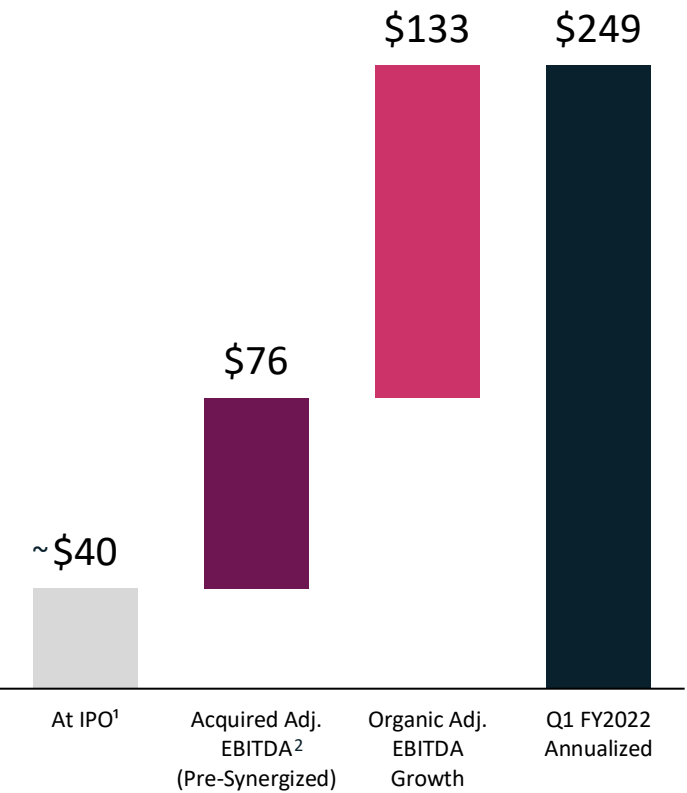




# TRACK RECORD OF DELIVERING ON SYNERGIES

## Adjusted EBITDA Growth Since IPO

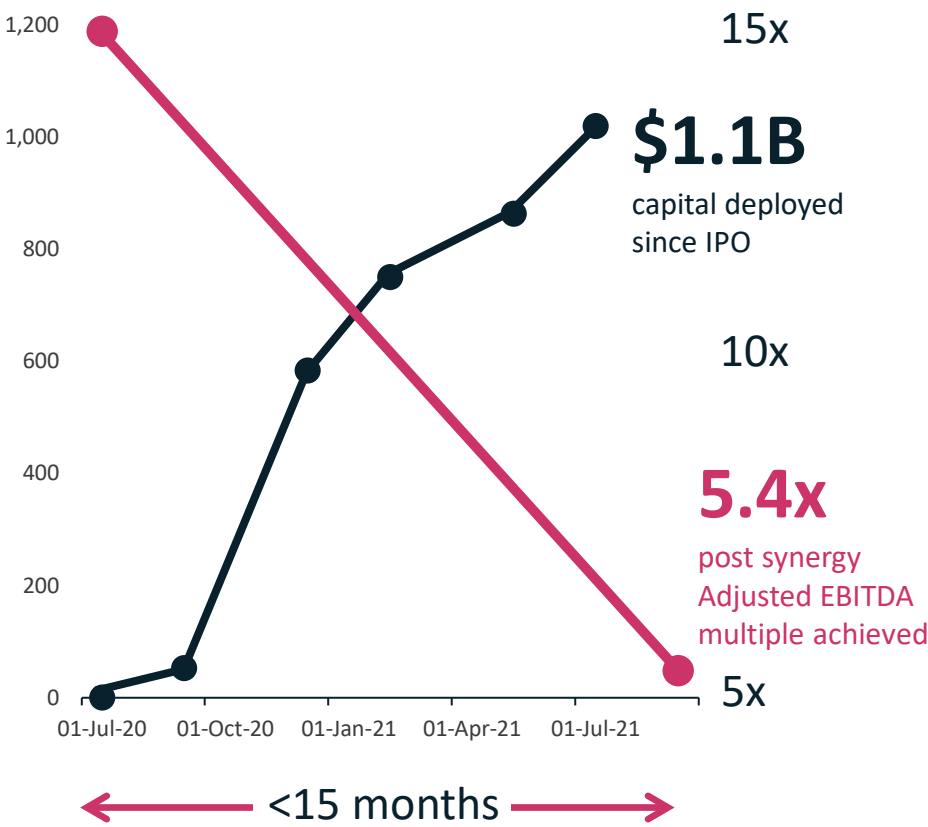
(C\$ millions)



from  
**14.9x**  
down to  
**5.4x**  
in less than  
**15 months**

## Post-synergistic Performance on Capital Deployed since IPO

(C\$ millions)



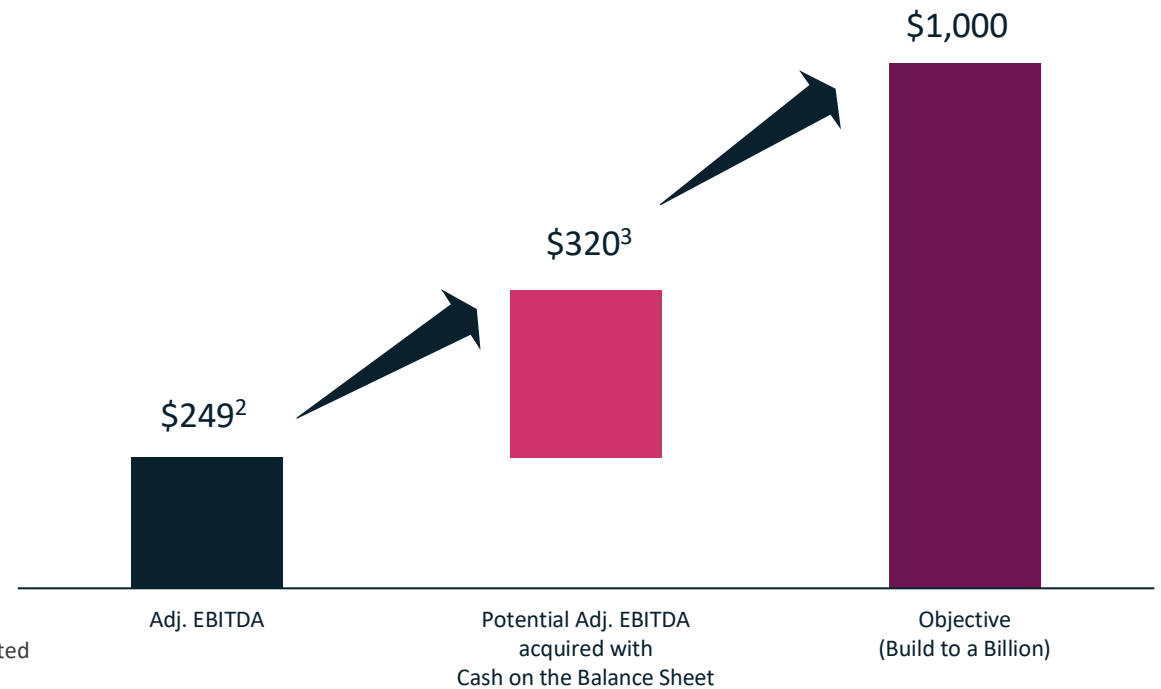
1. FY2020 Adjusted EBITDA is a non-IFRS measure. Please see "Non-IFRS Measures".  
2. Management records

# ILLUSTRATIVE ADJUSTED EBITDA EXPANSION OVER TIME

- \$1.7B of cash on hand for acquisitions<sup>1</sup>, well capitalized to advance its "Build to a Billion" objective
- The Company has a repeatable process established to monitor, assess, execute and integrate acquisitions and bring them down to 5x Adjusted EBITDA post synergies
- Acquisition pipeline continues to support "Building to a Billion"
- M&A pipeline remains over \$500 million in pre-synergy Adjusted EBITDA

## ADJUSTED EBITDA CAPACITY

(C\$ millions)



1. Upon close of Ares credit facility, excluding fees for facility
2. Annualized Adjusted EBITDA is a non-IFRS measure. Annualized Adjusted EBITDA is defined as Q1 FY2022 Adjusted EBITDA multiplied by four. Please see "Non-IFRS Measures" and "Forward-Looking Statements".
3. Illustrative Adjusted EBITDA assuming deployment of \$1.7B in capital and achieving 5x Adjusted EBITDA multiple



# CANADA



# UNITED KINGDOM



# AUSTRALIA



# IRELAND



# | FINANCIAL REVIEW

- Avjit Kamboj, Chief Financial Officer

## | Q1 FY2022 HIGHLIGHTS

**\$112.6** Million  
Revenue

**\$62.4** Million  
Adj. EBITDA

**\$22.1** Million  
Net Income

**55%**  
Adjusted  
EBITDA Margin

**414%**  
Y-o-Y Revenue  
Growth<sup>1</sup>

**398%**  
Y-o-Y Adjusted  
EBITDA Growth<sup>1</sup>

1. 3-months ended September 30, 2021 vs 3-months ended September 30, 2020

# KEY FINANCIAL METRICS

## Q1 FY2022 Results vs. Comparative Periods

| In Millions CAD       | Q1 FY2022 | Q1 FY2021 | YOY Change (\$) | Q4 FY2021 | QOQ Change (\$) |
|-----------------------|-----------|-----------|-----------------|-----------|-----------------|
| Revenue               | \$112.6   | \$21.9    | \$90.7          | \$84.4    | \$28.2          |
| Direct Costs          | \$15.6    | \$2.4     | \$13.2          | \$12.1    | \$3.5           |
| Expenses <sup>1</sup> | \$34.6    | \$7.0     | \$27.6          | \$23.2    | \$11.4          |
| Adjusted EBITDA       | \$62.4    | \$12.5    | \$49.9          | \$49.1    | \$13.3          |
| Debt <sup>2</sup>     | \$238.9   | \$241.9   | \$(3.0)         | \$86.7    | \$152.2         |
| Cash                  | \$135.0   | \$429.3   | \$294.3         | \$16.5    | \$118.5         |

1. Excludes stock-based compensation, finance costs, amortization and depreciation, acquisition, restructuring and other costs and income taxes

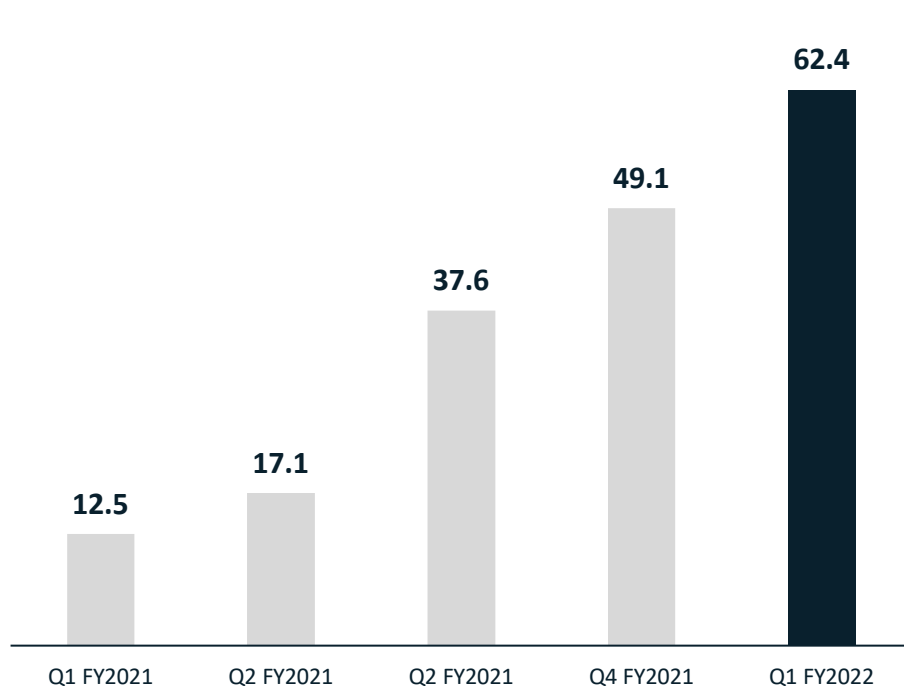
2. Principal amount outstanding under credit facilities. Excludes convertible debentures.



# A TRACK RECORD OF STRONG AND RESILIENT GROWTH

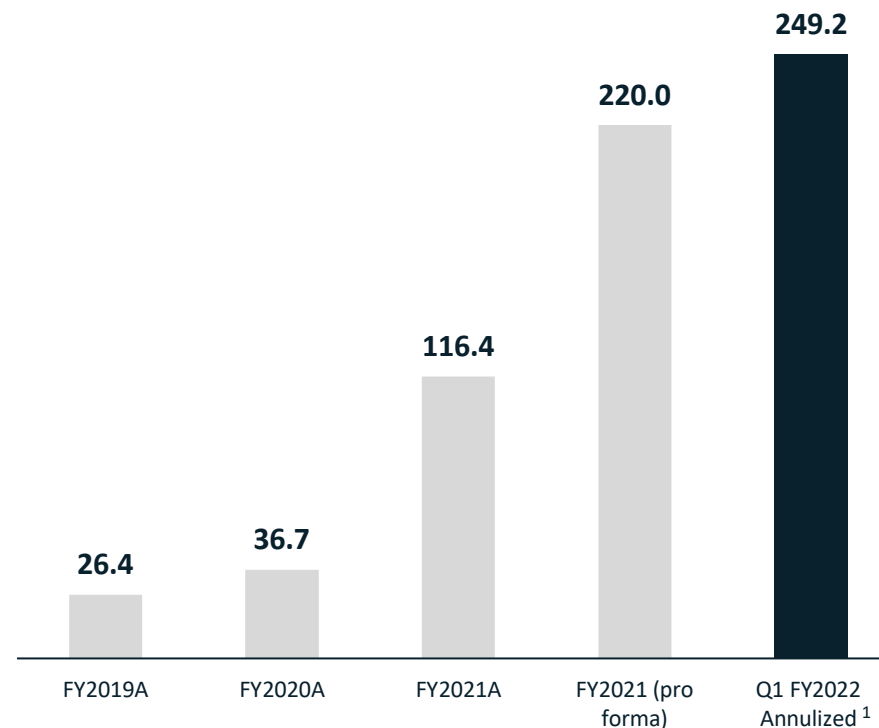
## Quarterly Adjusted EBITDA Growth

(C\$ millions)



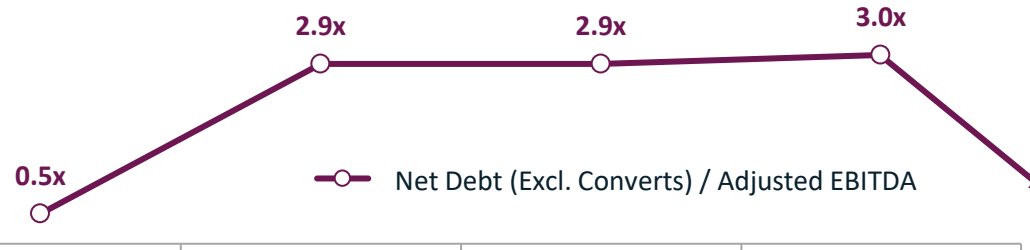
## Annual Adjusted EBITDA Growth

(C\$ millions)



1. Annualized Adjusted EBITDA is a non-IFRS measure. Annualized Adjusted EBITDA is defined as Q1 FY2022 Adjusted EBITDA multiplied by four. Please see "Non-IFRS Measures" and "Forward-Looking Statements".

# ILLUSTRATIVE ADJUSTED EBITDA & LEVERAGE OVER TIME



(C\$ millions)

|   | Initial Term Loan Only |  | With DDTL        |  |
|---|------------------------|--|------------------|--|
|   | Pro Forma<br>Financing | Acquisitions<br>Post-Synergized <sup>3</sup> | DDTL<br>Drawdown | Acquisitions<br>Post-Synergized <sup>3</sup> |
| Initial Term Loan                           | 1,520                  | 1,520  | 1,520            | 1,520  |
| DDTL  | -                      | -  | 200              | 200  |
| Senior Debt                                 | 1,520                  | 1,520  | 1,720            | 1,720  |
| Less: Cash <sup>1</sup>                     | (1,400)                | -  | (200)            | -  |
| Net Debt (Excl. Converts)                   | 120                    | 1,520  | 1,520            | 1,720  |
| Adjusted EBITDA <sup>2</sup>                | 249                    | 529  | 529              | 569  |
| Total Incremental Adjusted EBITDA           | -                      | 280  | 280              | 320  |
| Net Debt (Excl. Converts) / Adjusted EBITDA | 0.5x                   | 2.9x   | 2.9x             | 3.0x   |

- As we deploy capital and drive Adjusted EBITDA, net debt ratio remains consistent
- Digital infrastructure-like cash flows support higher leverage if necessary

## Adjusted EBITDA

Today: \$249M<sup>2</sup>

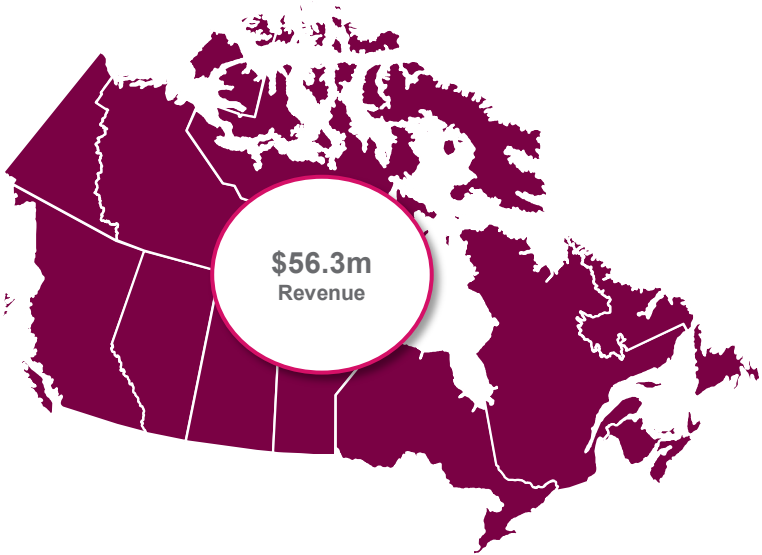
Post Acquisitions: \$569M

- \$1.4B represents the estimated cash at close net of fees and repayment of the Amended Term A Credit Facility, excluding the revolver and DDTL
- \$249M Annualized Adjusted EBITDA is defined as Q1 FY2022 Adjusted EBITDA multiplied by four. Please see "Non-IFRS Measures" and "Forward-Looking Statements".
- Assumes that management is able to reduce the acquisition multiple to the historical average of ~5x EBITDA via synergies

# | OPERATIONAL BUSINESS SNAPSHOT



Canada



UK & Ireland



Australia



| Quarter   | Number of Employees |           |              | Total |
|-----------|---------------------|-----------|--------------|-------|
|           | Canada              | Australia | UK & Ireland |       |
| Q1 FY2022 | 384                 | 359       | 708          | 1,451 |
| Q4 FY2021 | 391                 | 210       | 372          | 973   |
| Q3 FY2021 | 352                 | 233       | 233          | 818   |
| Q2 FY2021 | 178                 | 0         | 236          | 414   |



# EFFECTIVELY MANAGING INTEGRATION

## Long-tenured, well-understood, low-risk playbook

|   |  |  |   |
|---|--|--|---|
| <p><b>ESSENTIAL NATURE OF DIGITAL INFRASTRUCTURE</b></p> <p>Deeply embedded customers</p> <p>Work process mandatory, not optional</p> <p>High market share</p> <p>Limited alternatives</p> <p><b>Annuity-like revenue streams</b></p> | <p><b>LOW-RISK PLAYBOOK</b></p> <p>Independent tech stacks</p> <p>Effective back office integration</p> <p><b>No white elephants</b></p> | <p><b>DEMONSTRATED TRACK RECORD OF SUCCESS</b></p> <p>Well-established integration management team</p> <p><b>20+ acquisitions since 2013</b></p> | <p><b>INTEGRATION PLAYBOOK</b> (select components)</p> <ul style="list-style-type: none"> <li>• Migrate to D&amp;D systems and processes: HR, legal, etc.</li> <li>• Implement D&amp;D accounting policies and standards</li> <li>• Establish and implement internal controls framework</li> <li>• Integration of production IT into cloud environment</li> <li>• Transition to D&amp;D ERP</li> <li>• Migrate D&amp;D data warehouse</li> <li>• Migrate employees to D&amp;D Microsoft tenant</li> <li>• Promote key managers to D&amp;D leadership team and establish and roll out new org structure</li> <li>• Upgrade network and cybersecurity to D&amp;D standards</li> <li>• Execute and track deal synergies</li> </ul> |
|---|--|--|---|



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