



# Converge Technology Solutions

Software-Enabled IT & Cloud Solutions Provider

September 2022

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All figures in this document are in C\$ unless otherwise stated.

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## Company Overview – FY 2021

### About Converge

Converge is a software-enabled IT & cloud solutions provider focused on delivering advanced analytics, application modernization, cloud, cybersecurity, digital infrastructure, and digital workplace offerings to mid-market customers

**49%**  
**3 YR CAGR**



**\$ 1.5 B**

**Net  
Revenue**

**57%**  
**3 YR CAGR**



**\$ 345.7 M**

**Gross  
Profit**

**79%**  
**3 YR CAGR**



**\$ 94 M**

**Adj.  
EBITDA**

**Adj. FCF**

**\$78 M**

**83%**  
**Adj. FCF  
Conversion**

**Q4'21 Adj. EPS**

**\$0.12**

**FY21 Adj. EPS**

**\$0.35**

**+ 29%**  
**YoY**

**9.6%**  
**Gross Revenue  
Organic  
Growth<sup>1</sup>**



**\$2.3B**  
**Pro Forma Gross  
Revenue**

<sup>1</sup>Organic growth is based on invoiced revenue and includes companies that Converge has owned for at least 3 months.

# Q2'22 Financial Highlights

**+ 73%**  
**YoY**

**\$596.6M**  
**Net Revenue**

**+ 70%**  
**YoY**

**\$133M**  
**Gross Profit**

**+ 80%**  
**YoY**

**\$39.2M**  
**Adj. EBITDA**

**8.5%**  
**Gross Revenue Organic Growth<sup>1</sup>**

**\$695M**  
**Pro Forma Gross Revenue**

**Q2'22**  
**EPS**  
**\$0.14**

**+ 75%**  
**YoY**

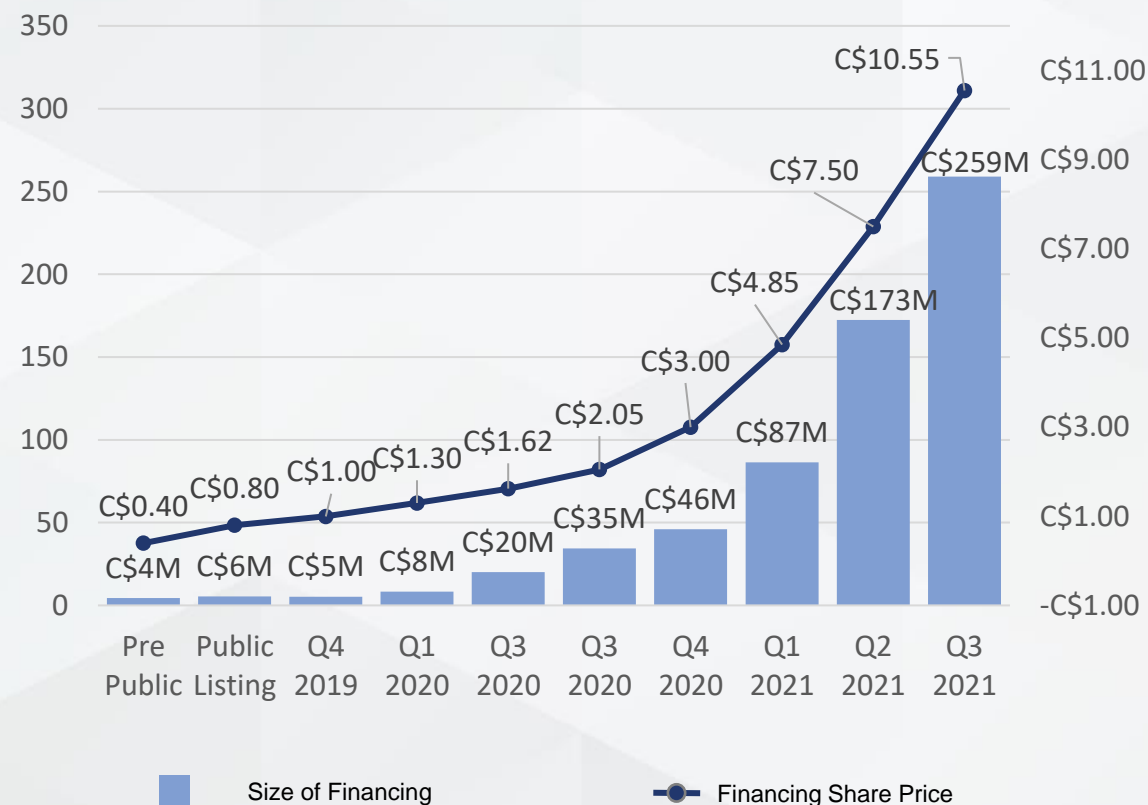
**H1'22**  
**EPS**  
**\$0.24**

**+ 50%**  
**YoY**

<sup>1</sup> Organic growth is based on invoiced revenue and includes companies that Converge has owned for at least 3 months.

<sup>2</sup> Non-IFRS measure. Refer to reconciliation to nearest IFRS measure provided in appendix to this presentation.

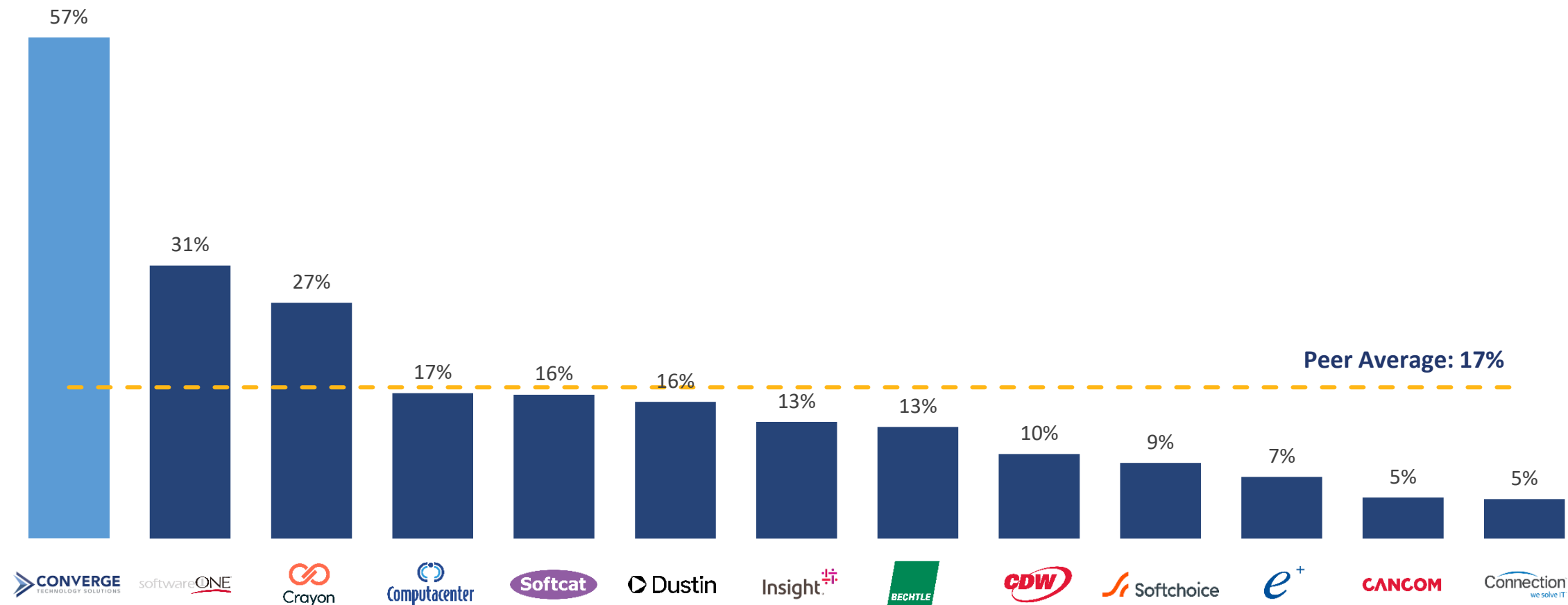
## CTS Historical Equity Financings



- Raised over \$500 million through a series of bought-deal financings in 2021 and upsized debt facilities to \$500 million in Q3-22
- Converge's equity financing size has grown from C\$45M during its pre-public financing at C\$0.40 per share to C\$259M in its latest financing at C\$10.55 per share
- CTS added to S&P/TSX Composite Index as of market close on September 17, 2021

# Gross Profit Growth Peer Benchmarking

3-Year Average Gross Profit Growth <sup>(1)</sup>



Source: Company filings.  
1. Based on last three reported fiscal year gross profits. Restated financial figures used where applicable.





2021 – Top NA Sell Business Partner

2021 – Beacon Award for Outstanding Technology SSS

2021 – IBM Data and AI Business Unit Excellence

2021 – IBM Business Unit Excellence Award for Digital Trust

Platinum Partner Status



2020, 2021 & 2022 Ingram Micro Cloud Reseller of the Year Award for North America

2022 Ingram Micro Women in Cloud Female Leader of the Year Award, Rochelle Manns

2021 – Ingram Micro Blue Series Partner of the Year & CORE Partner of the Year NA



2022 – Advantage Partner of the Year

2021 – Elite Partner Status



2021 – Diamond Status



2021 – North America SMB Partner of the Year

2021 – Platinum Partner Status



2022 – Fast Growth 150 List Ranked #29

2022 –Solution Provider 500 List Ranked #36

2022 – Tech Elite 250 Category



2021 – Top NA IBM and Red Hat Synergy Partner

Premier/APEX Partner Status



MC: Data Center Virtualization

MC: Network Virtualization

MC: VMware Cloud on AWS

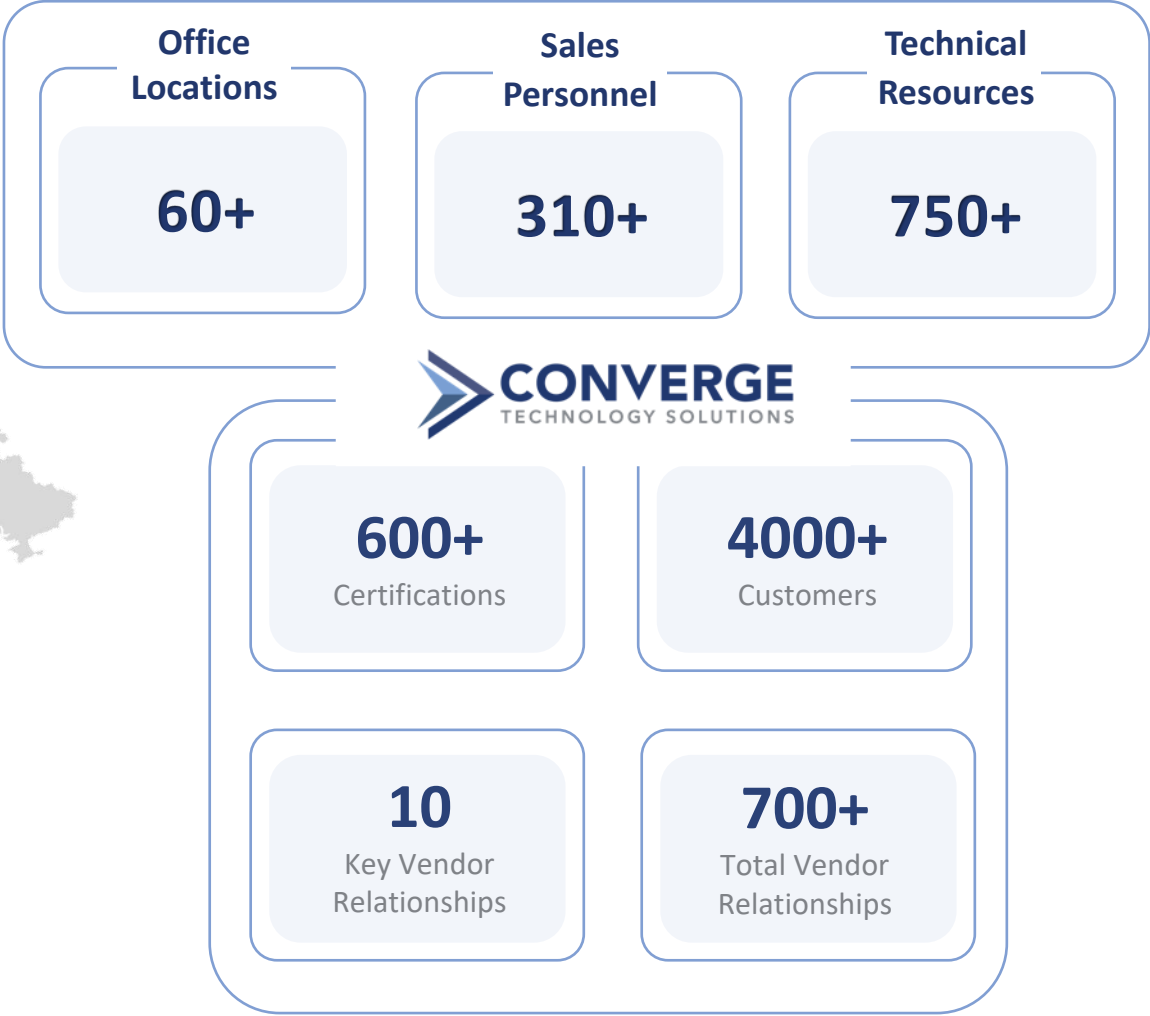
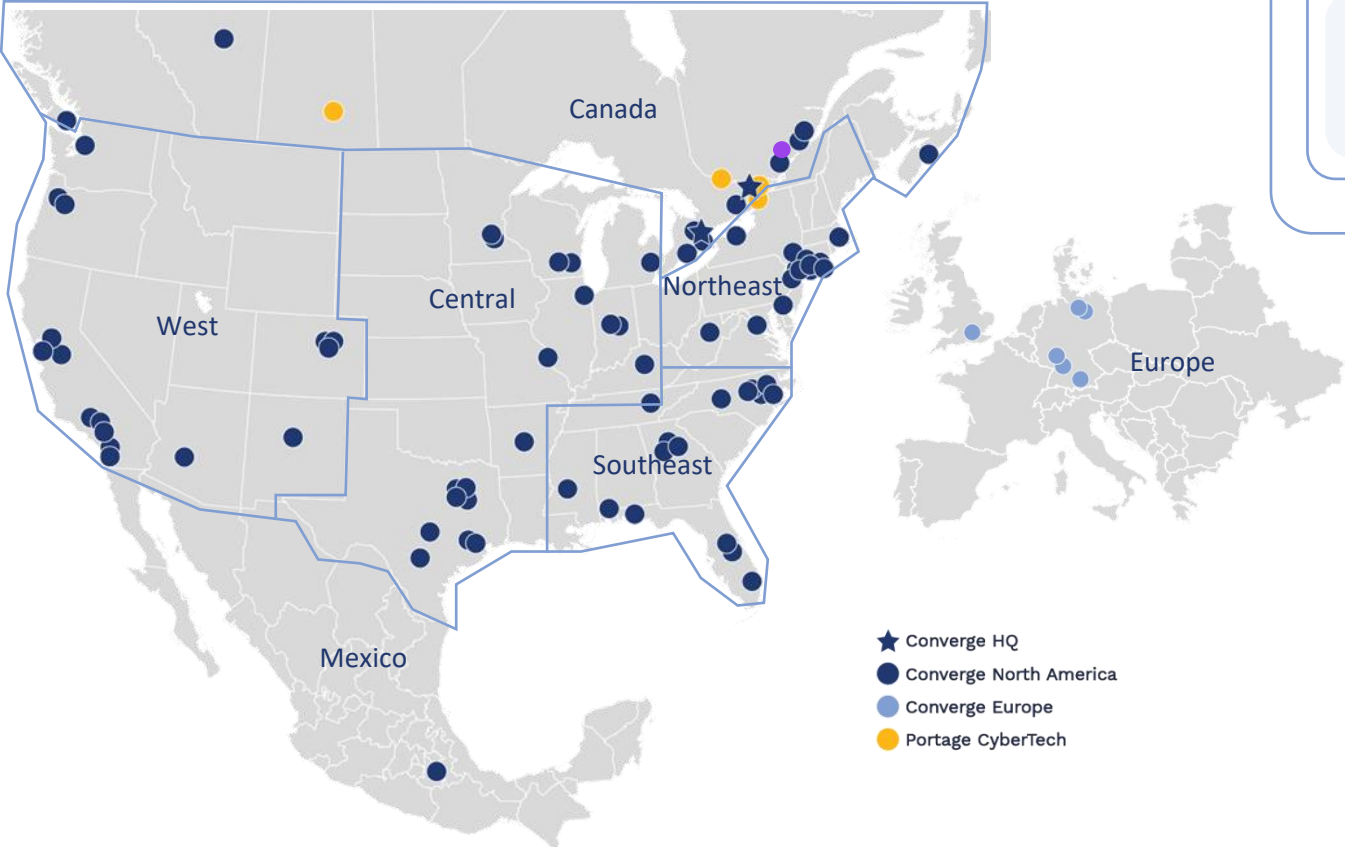
MC: Cloud Mgmt and Automation

## Recent Business Highlights

- Announced 9 acquisitions since January 2022, contributing approximately \$975.6M of LTM Gross Revenue and \$59.4M of EBITDA year-to-date
- Announced €156 Million Framework Contract Win Secured by Converge subsidiary REDNET GmbH
- Announced refinancing of existing \$300 million ABL credit facility with a new five-year \$500 million global revolving credit facility led by JPM and CIBC with Scotia Bank, TD, and BMO as participating lenders. Including an uncommitted accordion feature of \$100 million, for a total borrowing capacity of up to \$600 million allowing the Company to borrow in certain foreign currencies to fund Converge's ongoing expansion globally
- Announced approval from TSX of the Company's Notice of Intention to Make a Normal Course Issuer Bid (NCIB) which commenced August 11<sup>th</sup>, 2022. Converge may purchase for cancellation up to an aggregate of 10,744,818 common shares representing 5% of the issued and outstanding Common Shares as of July 31, 2022.
- Announced a new Google Cloud Marketplace solution offering, Converge Enterprise Cloud – IBM Power for Google Cloud (IP4G) & managed security solution Converge Enterprise Cloud for IBM Guardium Insights (CECIGI)
- Recently placed 29<sup>th</sup> on the CRN® 2022 Fast Growth 150 List, 36<sup>th</sup> on CRN® 2022 Solution Provider 500 List and named to CRN® Managed Service Provider (MSP) 500 List in the Elite 150 Category & 2022 CRN® Tech Elite 250 List and placed 8<sup>th</sup> on 2022 CDN Top 100 Solution Providers List
- Achieved 2022 Ingram Micro Cloud Reseller Partner of the Year for third consecutive year and Rochelle Manns Vice President of Cloud Platforms, was awarded the first Women in Cloud Female Leader of the Year Award
- Dr. Toni Rinow elected to the Converge Board of Directors at the Virtual Annual General Meeting on June 23<sup>rd</sup>. Bringing over 20 years of international experience as a transformational finance and business leader.

# Converge Platform

Full Service Offering with Strong Support Network & Vendor Alliances



# Converge Solutions & Services



## Advanced Analytics

- Artificial Intelligence
- Machine Learning
- Business Analytics
- Data Visualization
- Data Platforming & Integration
- Financial & Operational Mgmt
- Robotic Process Automation



## Application Modernization

- Application Development
- Application Migrations
- DevOps
- Containers Services & Kubernetes Platforms
- Automation & Orchestration
- Observability & Intelligent Operations
- Integration & Middleware



## Cloud Platforms

- Cloud Foundations & Landing Zones
- Cloud Migrations
- IBM Power on Cloud
- VMware on Cloud
- Infrastructure as Code & Automation
- Cloud Governance & Operations
- FinOps & Cost Optimization



## Cybersecurity

- Threat Assessments
- Risk & Compliance
- Identity & Access
- Data Protection
- Security Intelligence & Analytics
- Response, Remediation & Maturity



## Digital Infrastructure

- Datacenter & Compute
- Intelligent Networking
- Customer Experience
- Multi-site Deployment
- Configuration Centers
- Infrastructure Security



## Digital Workplace

- Voice & Unified Communications
- Workplace Productivity Solutions
- Endpoint Management Solutions
- Virtual Desktop Solution
- End User Compute

IN EACH OF THE ABOVE SOLUTION AREAS, WE DELIVER A FULL SPECTRUM OF SERVICES:



## Advisory Services

Architecture Planning & Insights  
Roadmap Design & Prioritization  
Software Asset Management  
Strategic Transformation  
Workshops & Assessments



## Consulting & Implementation

Agile Methodology & DevSecOps  
Build & Design  
Integration & Support  
Program & Project Management



## Managed Services

Service Desk & Managed ITSM  
Managed Applications (AMS)  
Security Operations Center (SOC)  
Infrastructure Operations Center (IOC)

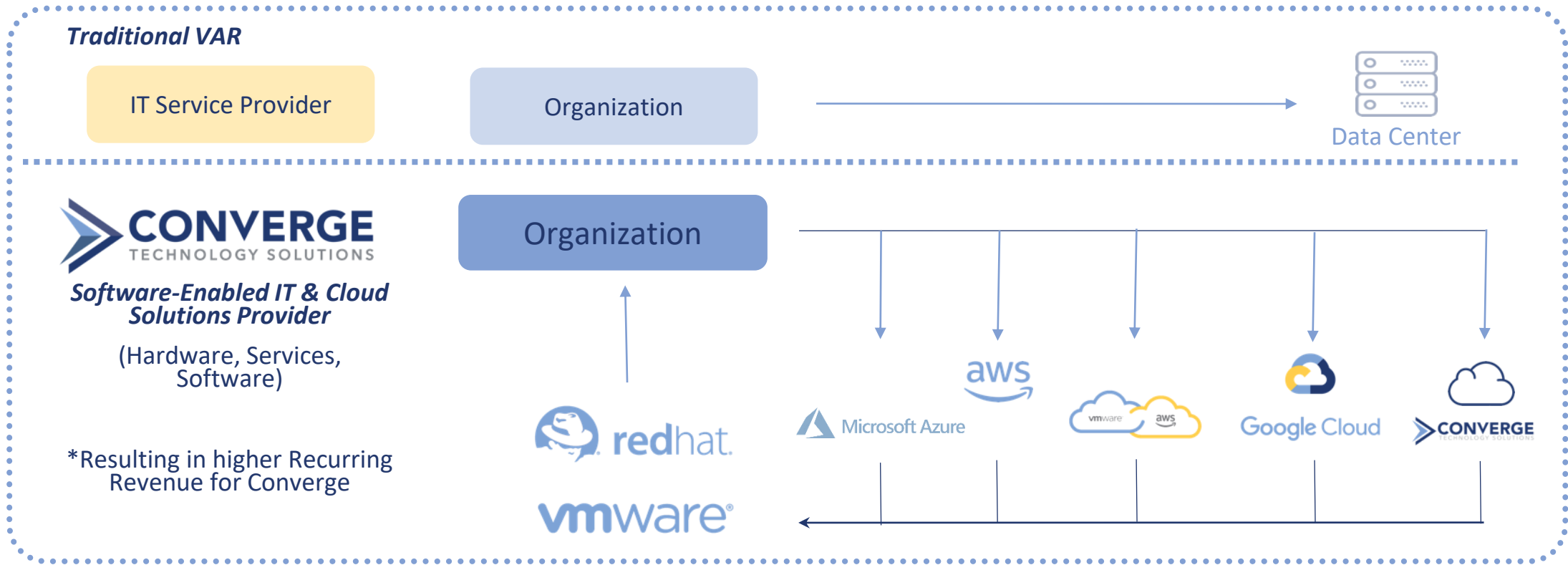


## Talent Services

Staffing  
Recruiting  
Contract Temp / Hire  
Permanent Placement



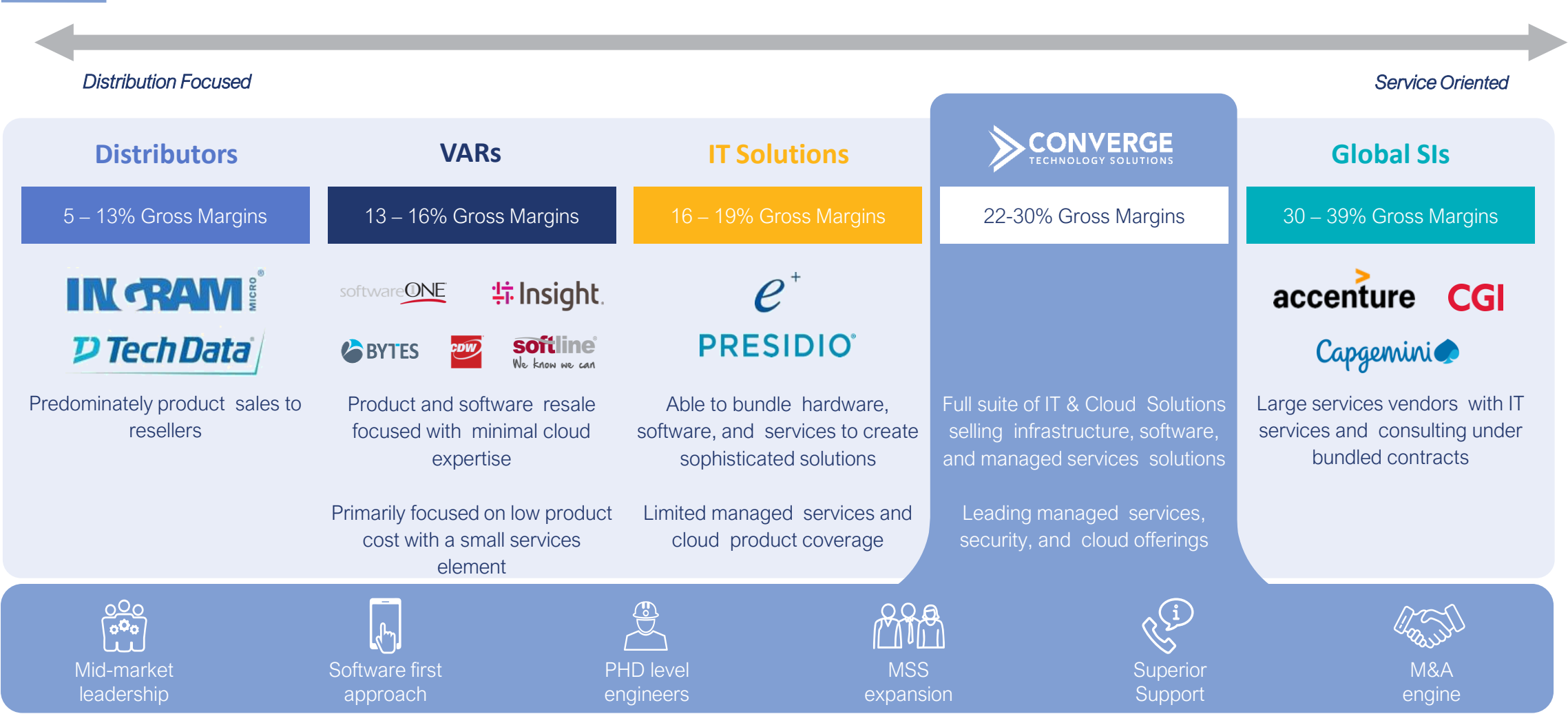
# Transformation into a Software-Enabled IT & Cloud Solution Provider



- VARs are experiencing the impact of a shift of IT towards software and the cloud as their clients become less dependent on hardware
- These small, sub-scale and undercapitalised regional VARs are not able to build a sophisticated services offering themselves

- Converge upsells higher-margin and recurring managed services contracts along with specialised services depending on the stage of a customer's journey to cloud
- These are higher-margin, multi-year contracts that reduce customer churn and add revenue visibility

# Differentiated Business Model with Unique Strategic Focus Areas



# Phased Approach to Growth

## Phase 1 Broad Geographical Coverage 2018

- Built national footprint across the U.S. and Canada through nine acquisitions since Oct. 2017
- Developed national managed services and other recurring revenue offerings

## Phase 2 Enabling Hybrid IT & Cross-Sell 2019 / 2020

- Continue M&A strategy to expand coverage into the 30+ largest U.S. cities
- Strengthen national managed services and other recurring revenue offerings across acquired businesses

## Phase 3 Cost Synergy Realization 2020 / 2021

- Further enhance scale with larger acquisitions across North America
- Continued cross-sell opportunities within existing customer base
- Fully integrate back office ERP and focus on additional cost take-out opportunities

## Phase 4 European Expansion & Managed Services 2022 - 2025

- Continue to acquire 3-5 companies in North America (C\$400 million annually)
- Further enhance scale across Europe with 3-5 acquisitions per year (€400 million annually)
- Grow Software and Services to 60% of Revenue, including managed services

(in C\$)	Actual Results	
<b>~\$545M</b>	<b>~\$23M</b>	<b>~\$75M*</b>
Pro Forma Run-Rate Revenue	Pro Forma Run-Rate Adj. EBITDA	Annualized Recurring Revenue
	Targeted Pro Forma Results*	
<b>~\$1.0B</b>	<b>~\$50M</b>	<b>~\$140M*</b>
Pro Forma Run-Rate Revenue	Pro Forma Run-Rate Adj. EBITDA	Annualized Recurring Revenue
	Targeted Pro Forma Results*	
<b>\$2.0B+</b>	<b>\$100 – 200M</b>	<b>\$240M+*</b>
Pro Forma Run-Rate Revenue	Pro Forma Run-Rate Adj. EBITDA	Annualized Recurring Revenue

<b>\$5.0B+</b>	<b>\$500M</b>
Pro Forma Run-Rate Revenue	Pro Forma Run-Rate Adj. EBITDA

Note: \*Annualized Gross Recurring Revenue

 = Approx. Targeted Pro Forma Results

# Acquisition Overview – Proven M&A Track Record

## M&A Strategic Pillars



### Culture

Target must have a winning culture that is consistent with Converge's way of doing business



### Hardware

Hardware focus helps to keep acquisition multiple low and maximises synergy opportunities



### Clients

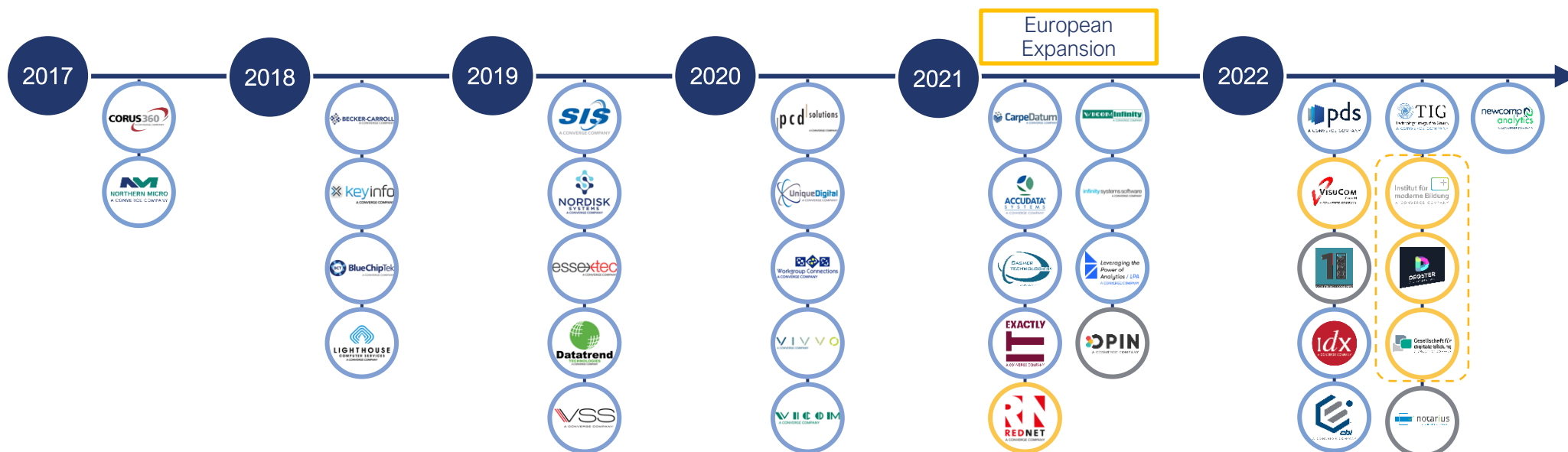
Important that the target offers access to a high-quality client base from which we can grow



### Returns

All transactions must stack up from a financial returns perspective – we are careful custodians of shareholder capital

## Proven Track Record



# Acquired LTM Gross Revenue\* & Adjusted EBITDA\*

## 2021 Acquisition Overview

**\$733.7  
Million**

Gross  
Revenue  
Acquired

**\$47.2  
Million**

EBITDA  
Acquired

**4.8x  
Multiple**

## YTD Acquisition Overview

**\$964.1  
Million**

Gross  
Revenue  
Acquired

**\$56.7  
Million**

EBITDA  
Acquired

**4.9x  
Average**

**5.1x  
Multiple**

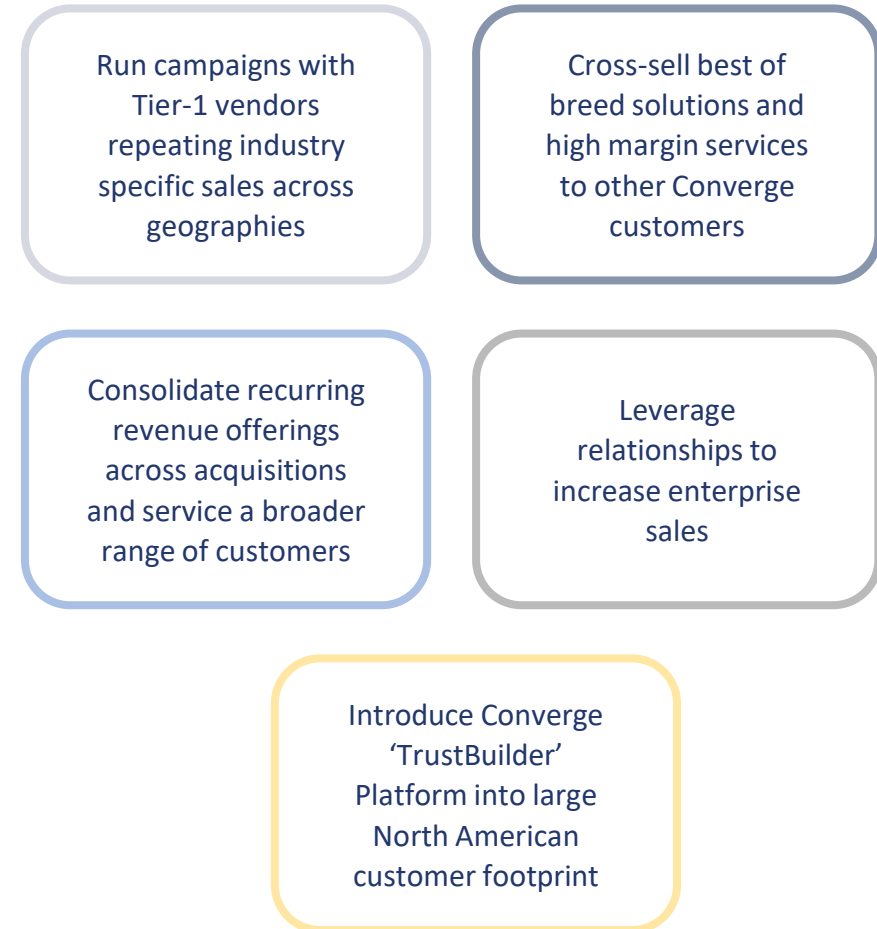
\*Excludes ExactlyIT and Portage Cybertech's acquisitions.

# Acquisition Strategy

## Acquisition Strategy Template

<b>5.0x</b> multiple on \$3m EBITDA	<ul style="list-style-type: none"><li>- Acquire Target which generates \$100m of revenue and 3% EBITDA margins for 5.0 x EBITDA (\$15m)</li></ul>
<b>+ \$3.5m</b> EBITDA	<ul style="list-style-type: none"><li>- Target can access Converge's volume discounts with key vendors adding 1.5% to the EBITDA margin (4.5% margin)</li><li>- Cost savings through headcount reduction adds a further 2% to EBITDA margin (6.5% margin)</li></ul>
<b>2.5x</b> multiple on \$6.5 EBITDA	<ul style="list-style-type: none"><li>- By following this strategy Converge can lower the effective multiple paid from 5.0x to 2.5x EBITDA</li><li>- Acquisitions are highly value accretive very quickly</li></ul>
<b>+ \$3m</b> cash	<ul style="list-style-type: none"><li>- Target can access Converge's superior payment terms, lengthening payment terms from 45 days to 60-75 days</li><li>- This can free up \$3-7m of working capital</li></ul>
<b>+ \$3-4m</b> EBITDA	<ul style="list-style-type: none"><li>- Target can cross-sell Converge's broader offering including managed services to its existing customer base</li></ul>

## Additional Growth Drivers



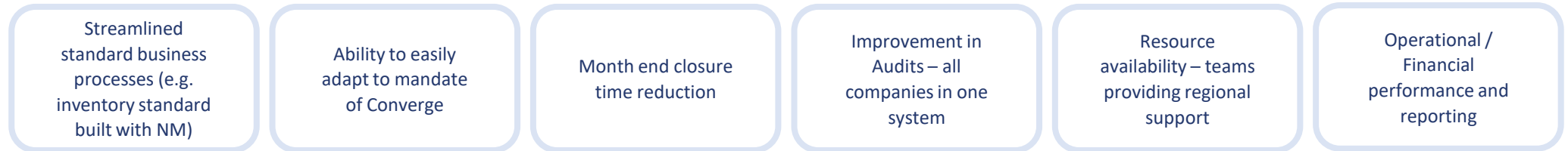


# Acquisition – Clear Integration Approach & Execution

## ERP Program



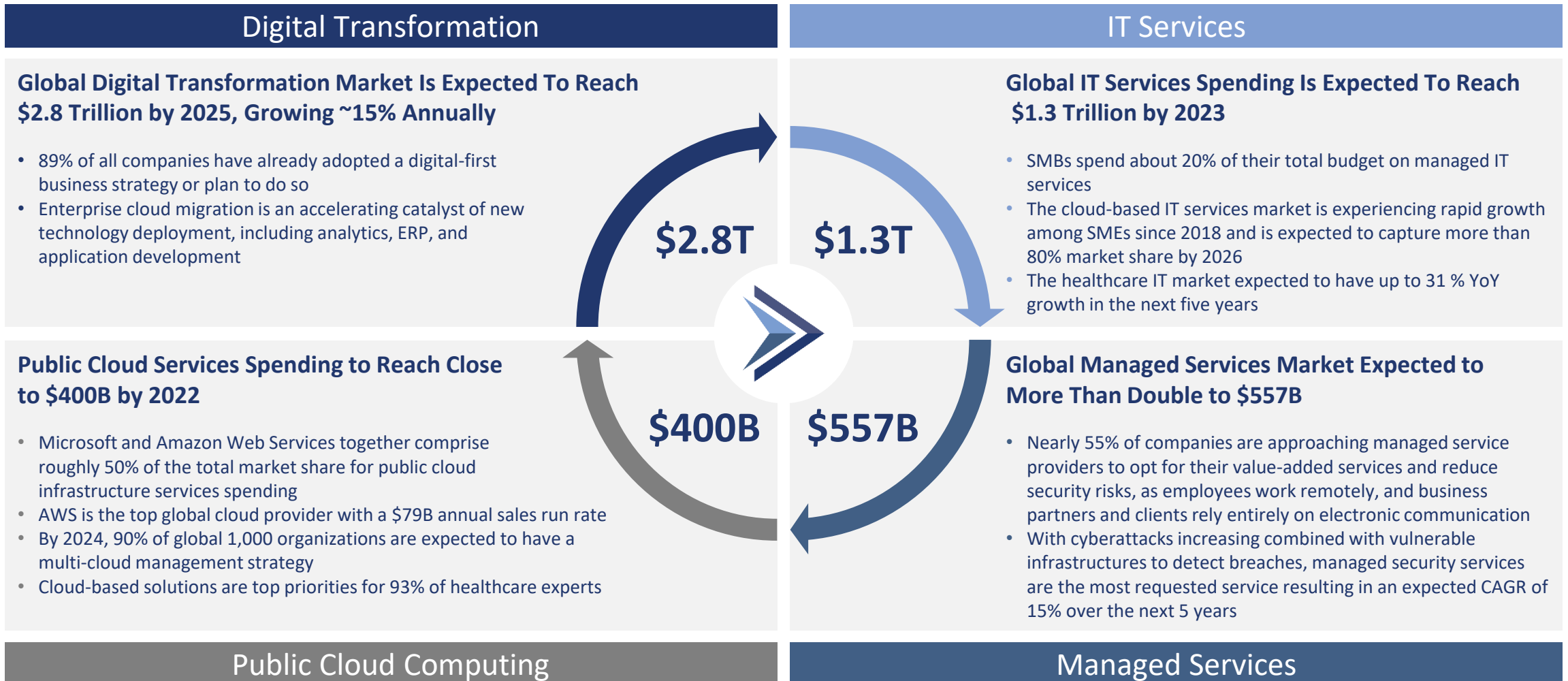
## Benefits:



## Drivers of Success

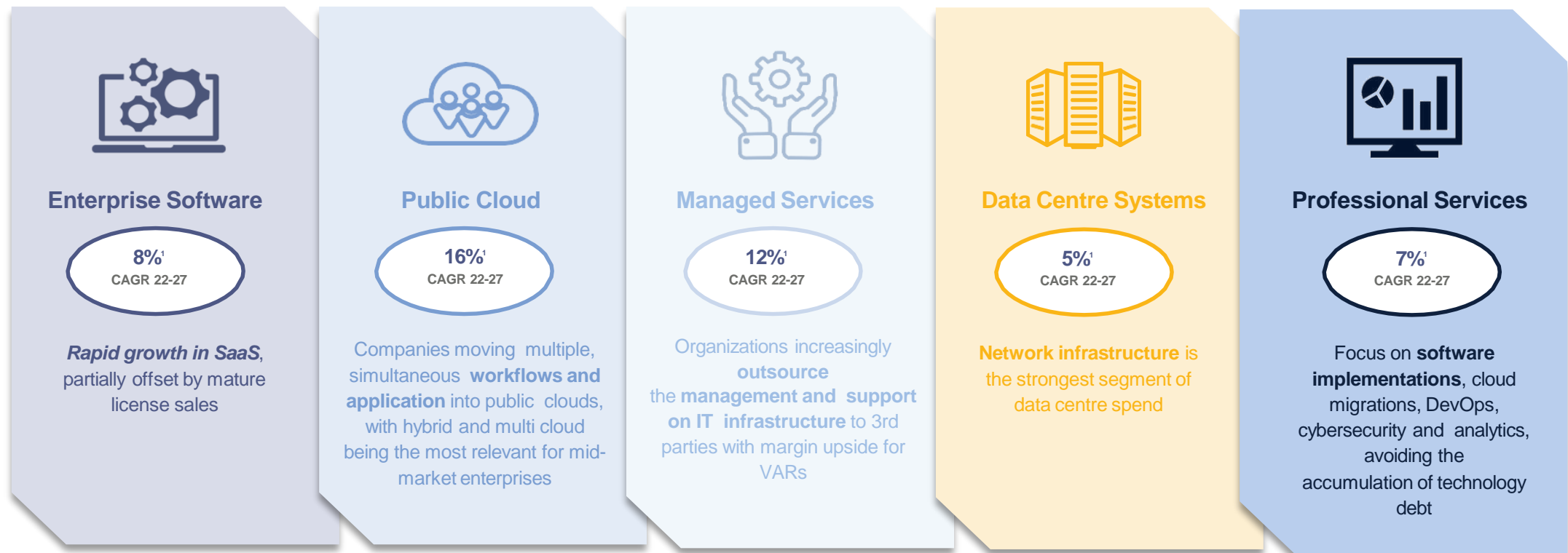
- 5+ years of experience successfully integrating multiple acquisitions of varying scale and complexity
- Smooth process enabled by all Group functions, with established procedures in place to ensure the management team has all relevant information
- Specific training programmes for new sales colleagues, helping to drive optimum performance and cross sell
- Gradual rebranding and 'one company' approach
- All underpinned by Converge's core values and culture

# Large & Growing Total Addressable Market Opportunity



# Market Opportunity – CAGR Per Sector

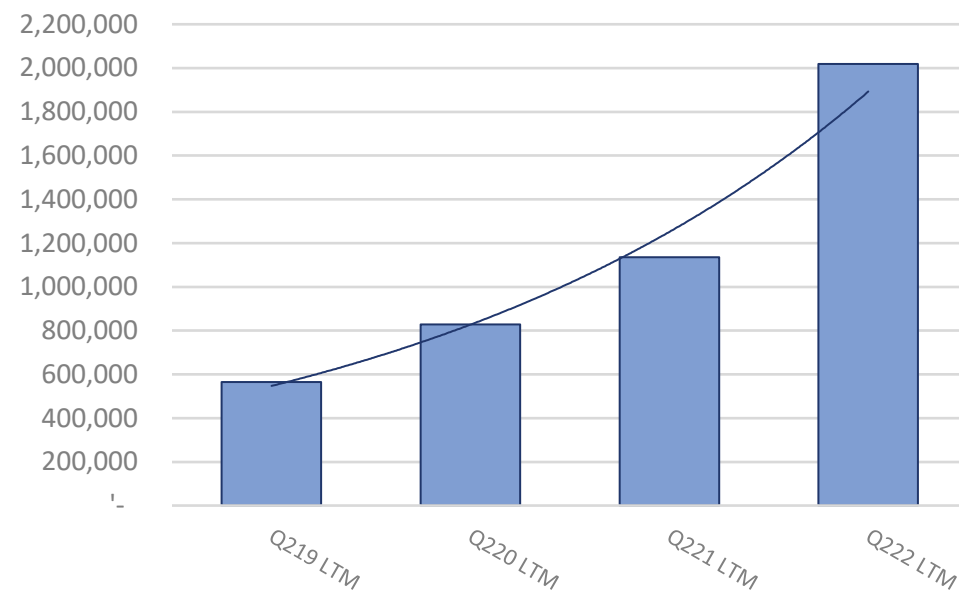
The IT industry's growth is set to continue as businesses continue to transition to the cloud – COVID - 19 has accelerated IT transformation to facilitate the new reality . Converge is at the heart of the fastest growing sub-segments



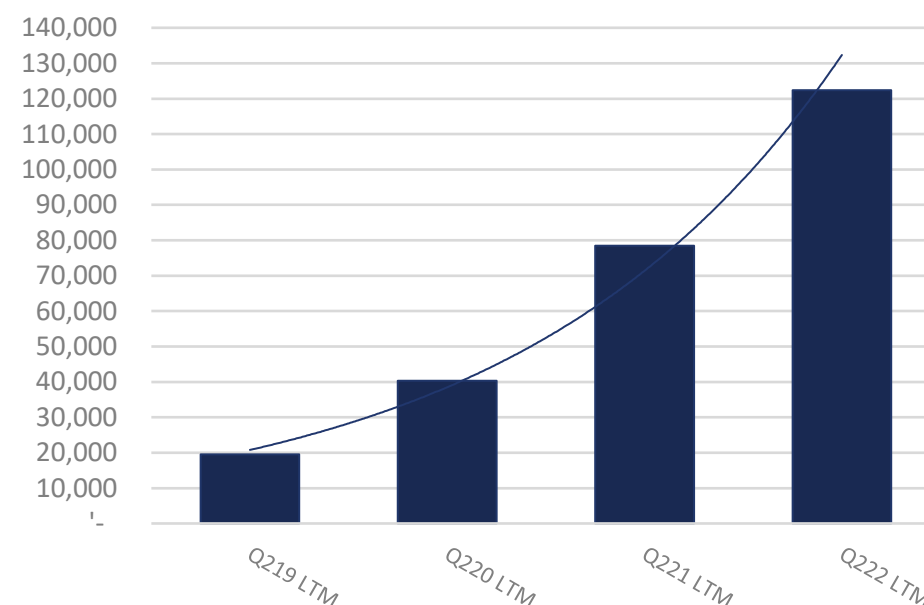
Source: Statista

# Significant Revenue and Adjusted EBITDA Growth

Revenue



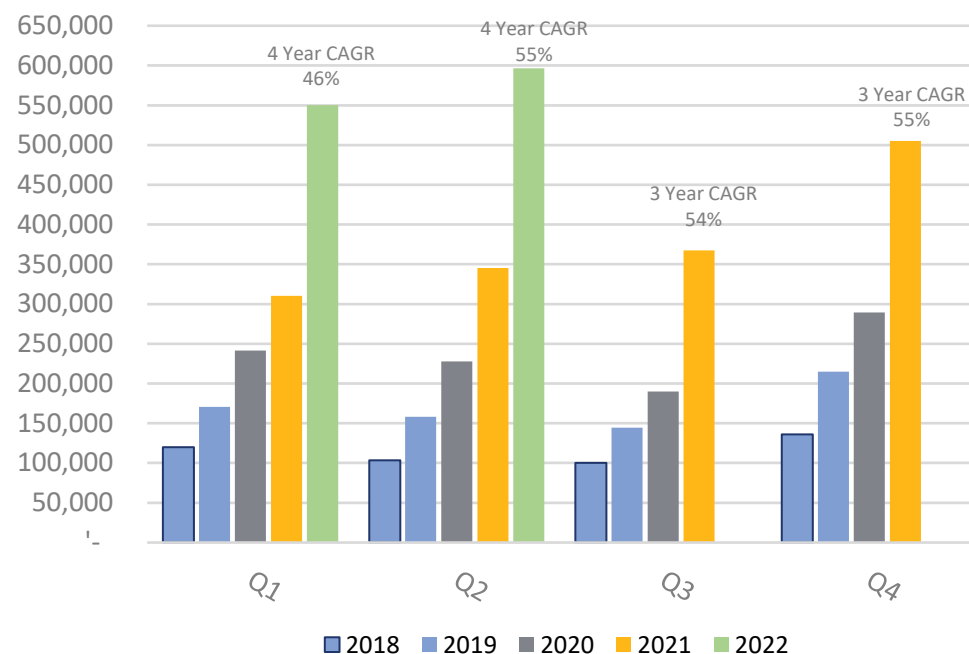
Adjusted EBITDA



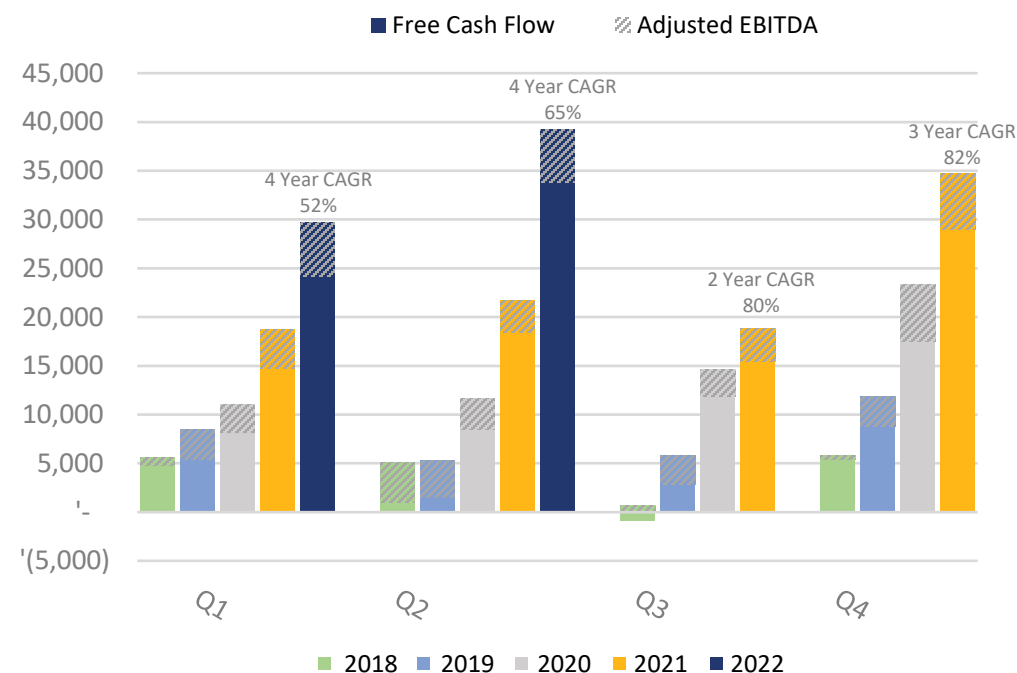
- Q2 2022 LTM revenue increased 78% to \$2.0 billion
- Q2 2022 LTM Adjusted EBITDA increased 56% to \$122.4 million
- As a percentage of revenue Adjusted EBITDA increased from 3.5% in Q2 2019 LTM to 6.1% in Q2 2022 LTM

# Record Q2 Revenue

## Revenue



## Adjusted EBITDA



### P&L Highlights

- YoY Q2 2022 Revenue increased 73% to \$597M
- YoY Q2 2022 Adjusted EBITDA increased 80% to \$39.2M
- **53% Q2 LTM 3 Year Revenue CAGR**
- **86% Q2 LTM 3 Year Adj. EBITDA CAGR**

### Positive Free Cash Flow (FCF)\*

- Q2 FCF increased 83% to \$33.8 million
- FCF was \$33.8M (\$0.16/share) and \$102.4M (\$0.48/share) for the 3 and 12 months ended Q2 2022, respectively

\*Adj EBITDA less Recurring CAPEX and payment of lease liabilities

# Strong Balance Sheet

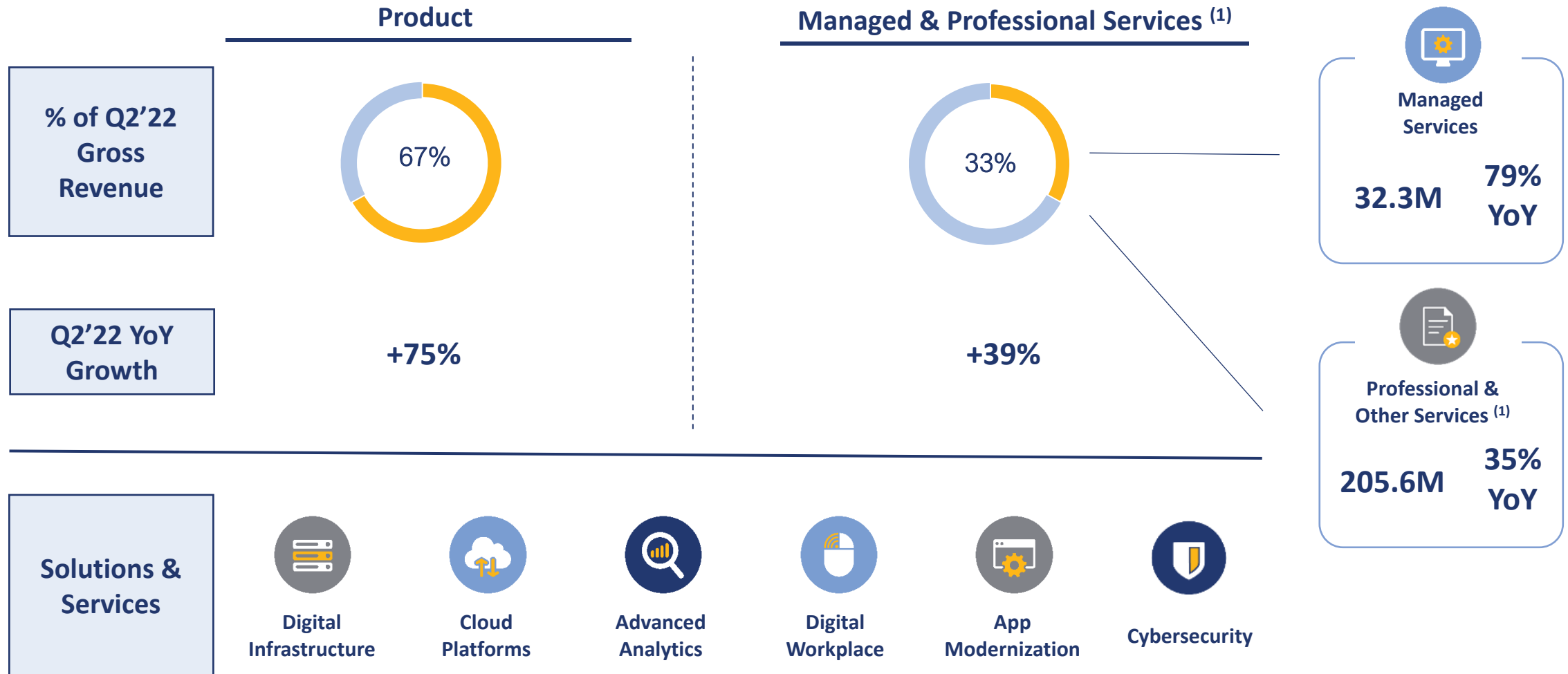
(C\$ thousands)	30-Jun-22
Cash	184,175
Restricted cash	4,375
Trade & other receivables	597,468
Inventories	119,264
Other current assets	17,855
<b>Total Current Assets</b>	<b>923,137</b>
Long-term assets	827,460
<b>Total Assets</b>	<b>1,750,597</b>
Trade & other payables	647,488
ABL Bank Line	191,428
Other third-party facilities	829
Other financial liabilities	31,926
Deferred revenue and other	52,391
Income taxes payable	7,297
<b>Total Current Liabilities</b>	<b>931,359</b>
Long-term liabilities	159,277
<b>Total Liabilities</b>	<b>1,090,636</b>
<b>Shareholders' Equity</b>	<b>659,961</b>
<b>Total Liabilities and Shareholders' Equity</b>	<b>1,750,597</b>

## Recent Events:

- Refinanced ABL credit facility with a new, five-year \$500 million global revolving credit facility, including an uncommitted accordion feature of \$100 million for a total borrowing capacity of up to \$600 million
- Replaced ABL credit line that charged 9% interest with a three-year committed \$300 million ABL credit line charging prime plus 0% to 2% interest
- January 15<sup>th</sup>, 2021 common share bought deal at \$4.85 for gross proceeds of \$86.5 million
- June 3<sup>rd</sup>, 2021 common share bought deal at \$7.50 for gross proceeds of \$172.5 million
- September 1<sup>st</sup>, 2021 common share bought deal at \$10.55 for gross proceeds of \$259 million
- October 14<sup>th</sup>, 2021 Portage common share non-brokered placement at \$0.80 for gross proceeds of \$35 million



# Converge Gross Revenue Breakdown



<sup>1</sup> Includes third party gross revenue from product maintenance and public cloud.

# Organic Growth & Recurring Revenue

Converge has displayed strong organic revenue growth driven by the development of managed services offerings and cross-selling efforts

## Recurring Revenue

Converge realized a 32% increase Year over Year in Q222 Gross Recurring Revenue.

## Net New Logos

Converge realized 109 net new logos in Q222 contributing to 412 for LTM

## Q2'22 Customer Events

+1800

External Attendees

76

Client-Facing

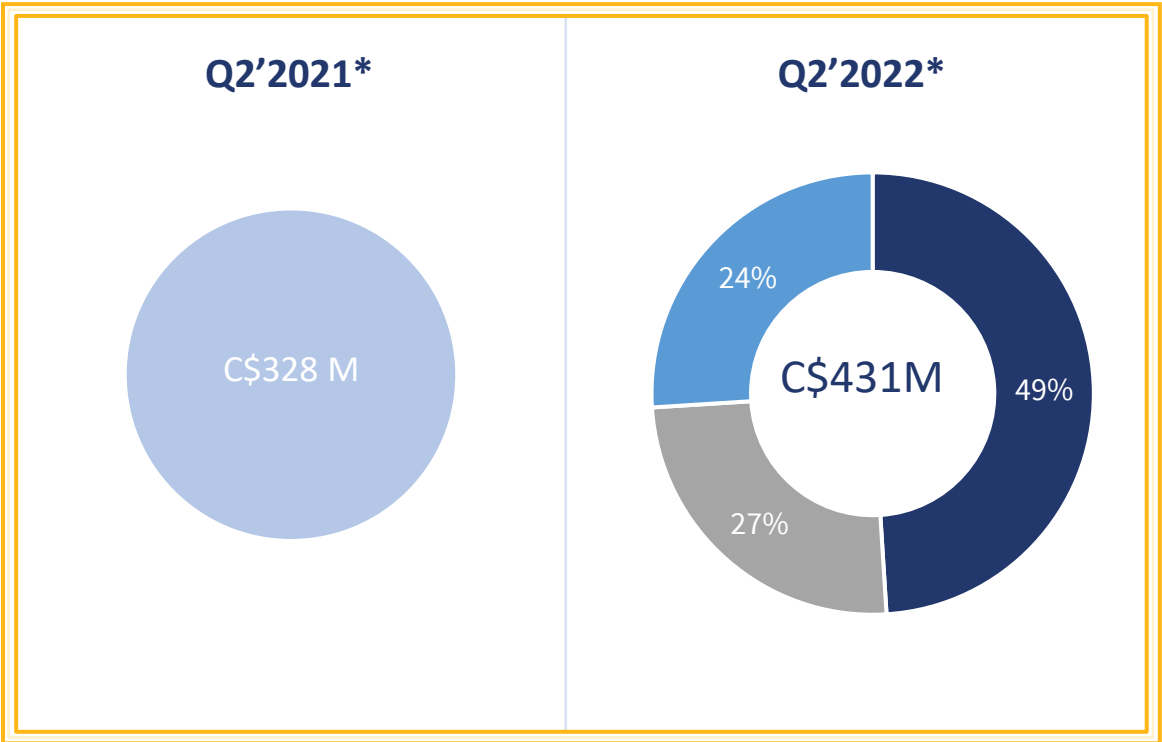
8

Solution-Focused

40

Partners Featured

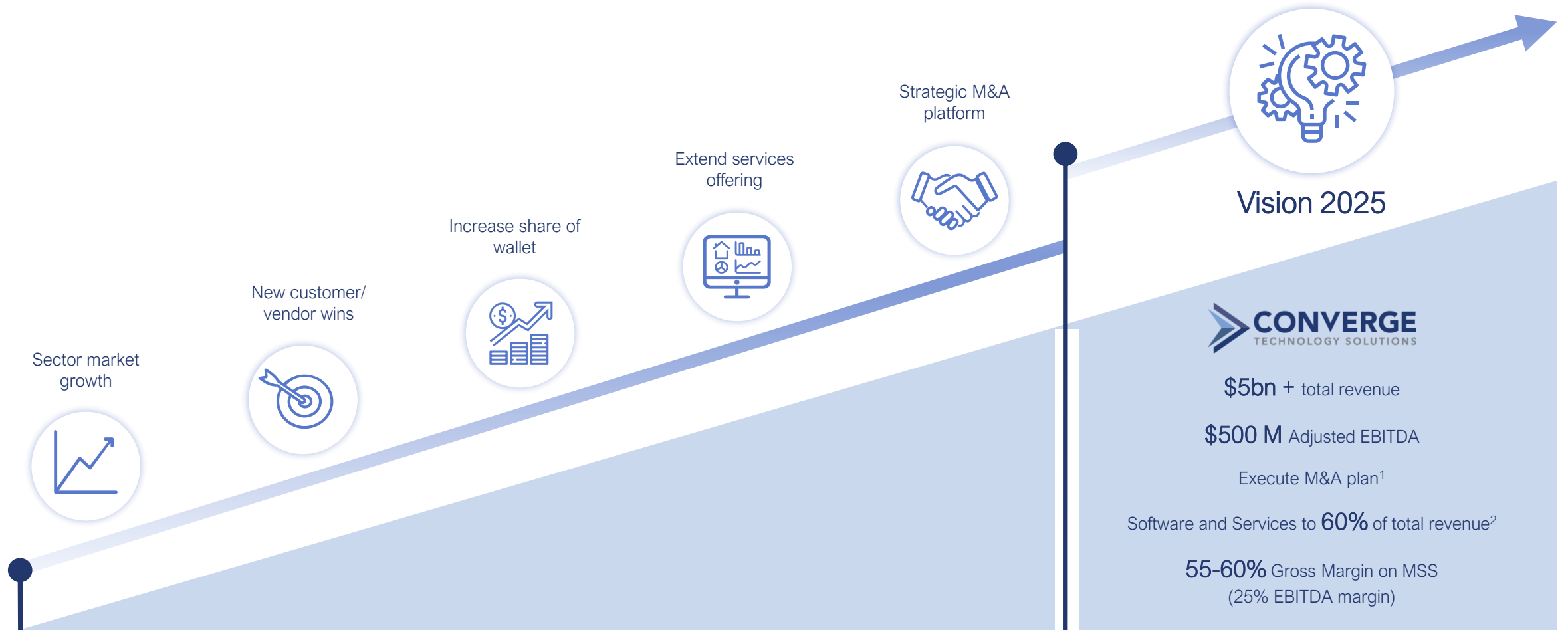
## Recurring Revenue



Software Subscriptions ■  
Private Cloud & Managed Services ■  
Public Cloud ■

Note: \*Annualized Gross Recurring Revenue

# The Converge Vision



1. Continue to acquire 3-5 companies in North America (\$400m CAD annually); additionally acquire 3-5 companies in Europe annually (€400m annually)
2. Annualized Gross Recurring Revenue

# Converge Leadership Team



**Shaun Maine**  
CEO

- Former COO of Pivot
- Ran Prosys Info Systems (\$700M+ ITSP) and performed diligence & integration for Pivot acquisitions
- Early Java Pioneer with extensive experience in software industry



**Greg Berard**  
President and North American CEO

- Extensive experience in IT Management across hardware, services and software
- Oversees business development, client services, strategic partnerships, and go to market strategy



**Richard Lecoutre**  
Chief Financial Officer

- Former Finance Director at Softcat PLC for nine years helping to drive their significant growth to a top IT VAR in the UK
- Leads Converge's finance functions globally, including accounting, treasury, tax, corporate finance and investor relations



**John Teltsch**  
Chief Revenue Officer

- Former IBM GM of Technology Sales across U.S., Canada and Latin America
- Over 40 years of leadership and growth experience
- Developing Global Strategy, Profit Alignment & Revenue Related Functions



**Thomas Volk**  
Board Chair

- Former CEO of Cancom
- Uniquely experienced in leading global enterprises and mid-market companies as CEO and in executive roles across the U.S. and Europe
- Currently serving as Director and Chairman of five organizations



**Doris Albiez**  
Director, European Advisory Board

- Has served in various national and international roles
- Previously led international teams at IBM & Dell Technologies
- Combines business acumen with a passion for mentorship & emotional intelligence



**Cari Hash**  
SVP Enterprise Sales

- SVP of Enterprise Sales & SVP of Sales for Datatrend
- Over 20 years experience in Global Enterprise Sales and Leadership
- Responsible for Enterprise Sales & Strategy, along with Converge Sales Strategy with Cisco



**Karie Timion**  
VP of Marketing

- Experienced leader with 20+ years of marketing leadership in IT
- Former VP of Marketing for Datatrend
- Focuses on delivering brand vision, digital communication strategies, and marketing operations



**Rhonda Hanes**  
VP of HR

- VP of Human Resources and Director of HR for Corus360
- Leads Human Resources practices emphasizing teamwork, communication, and growth
- Heads multiple leadership groups including Emerge 360 Leadership Development Program, GRIT (Girls Rule IT), and Toastmasters



**Cory Reid**  
COO

- Former CIO of Pivot
- 25+ years of experience in both the software and infrastructure sides of the technology sector, as well as sales and warehouse operations
- Leads integration initiatives from acquisitions to operations



**Don Cuthbertson**  
CTO

- Former Chief Data Officer of Pivot, and Former CEO of IntelligentWorks – a custom software development company based in Ottawa
- President of Canadian Region
- Leads Blockchain initiatives



**Gordon McMillan**  
Advisor

- Co-Founder of Converge TP
- Co-Founder of Pivot, Triax Capital, Skylon Capital
- Director of Flow Capital Corp., and Quisitive Technology Solutions Inc.
- Financial Industry entrepreneur and investor



# Thank You

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