

EXCLUSIVE NETWORKS

Q3 2021 UPDATE

17 November 2021



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Unless otherwise indicated, the financial information contained in the attached presentation relating to 2019 and 2020 has been extracted or derived from the Company's consolidated financial statements as of and for the years ended December 31, 2020 (including the year ended December 31, 2019 as a comparative), prepared in accordance with International Financial Reporting Standards ("**IFRS**") as adopted by the EU (the "**IFRS accounts**"). In addition, financial information contained in the attached presentation relating to 2018 or prior periods has been derived or extracted from the Company's audited consolidated financial statements prepared in accordance with French GAAP. Consequently, the financial information provided herein may not be comparable across all of the periods presented.

Certain financial information and operating data relating to the Company contained in the Information has not been audited or reviewed and in some cases is based on management information and estimates. In addition, the Information includes certain non-IFRS financial measures of the Company derived from (or based on) its accounting records, and which it regards as alternative performance measures ("APMs") for the purposes of Commission Delegated Regulation (EU) 2019/979 of March 14, 2019 and as defined in the European Securities and Market Authority Guidelines on Alternative Performance Measures dated October 5, 2015. Other companies may calculate such financial information differently or may use such measures for different purposes than the Company does, limiting the usefulness of such measures as comparative measures. These measures should not be considered as alternatives to measures derived in accordance with IFRS, have limited use as analytical tools, should not be considered in isolation and, may not be indicative of the Company's results of operations.



Q3 2021 Highlights

Top Line

Scale

€2.3bn YTD 2021Gross Sales

Sustained Growth

+21.9% (1) in Q3
Gross Sales

Visible & Diversified

119% Vendors Renewal Rate ⁽²⁾115% Customers Renewal Rate ⁽²⁾



EXN continues to outperform the strong security market as previously communicated



Strong underlying growth from existing vendors and vendor geographical expansion



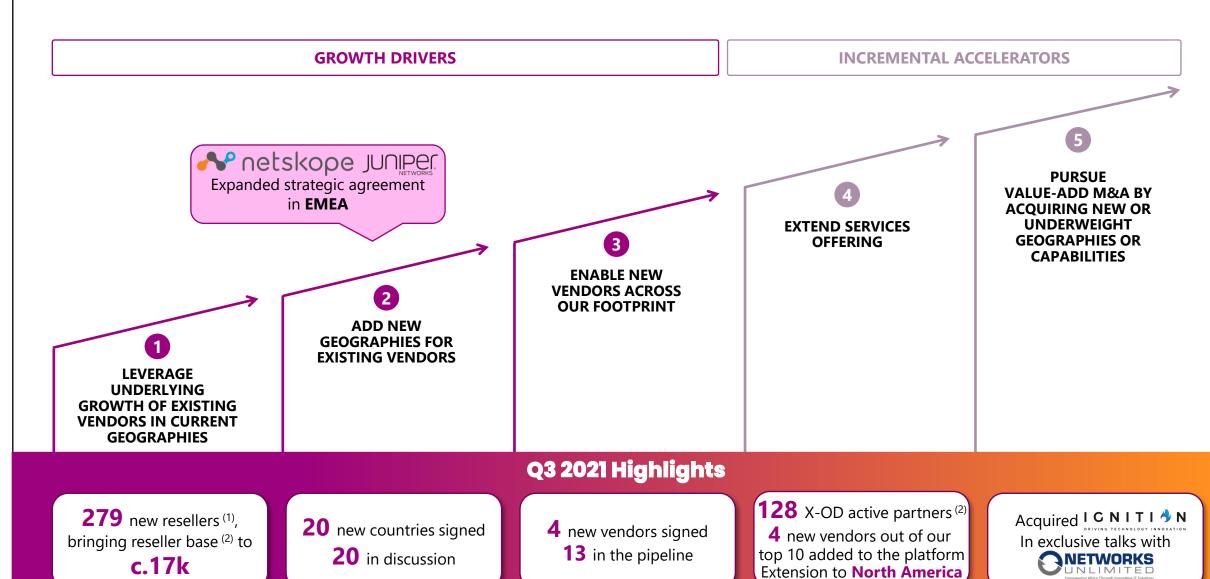
Guidance reconfirmed

^{1.} Including Veracomp in 2020.

Defined as Gross Sales generated in year N from vendors/customers active in year N-1 divided by Gross Sales from the same vendors/customers in year N-1



Q3 2021: Delivering our Strategy

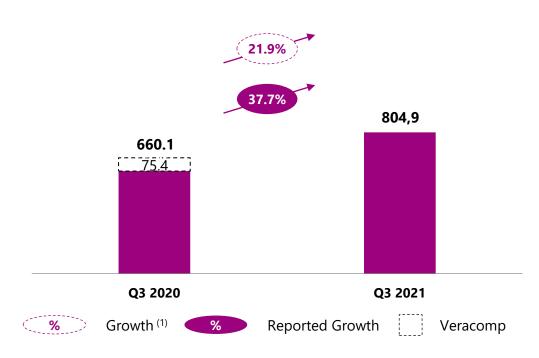


- 1. In comparison to Q3 2020 includes Veracomp, Nuaware, & Ignition and excludes Capital and ITEC due to missing data
- 2. At September-end 2021

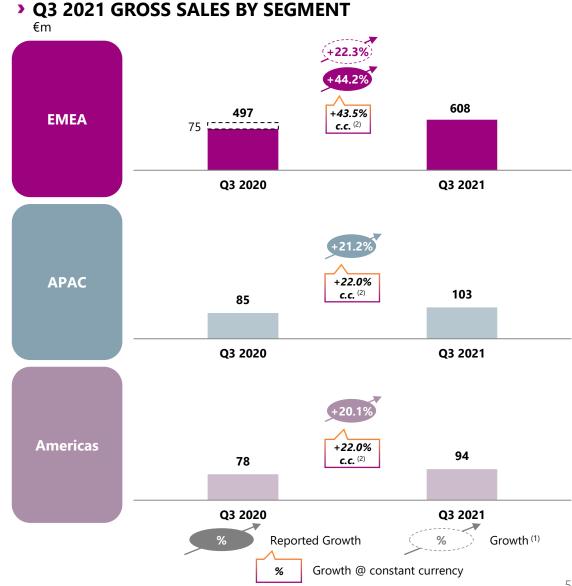


Gross Sales: Double Digit Growth in Line with Guidance

→ Q3 2021 GROSS SALES ém



+21.9%
+37.7%
+37.5%

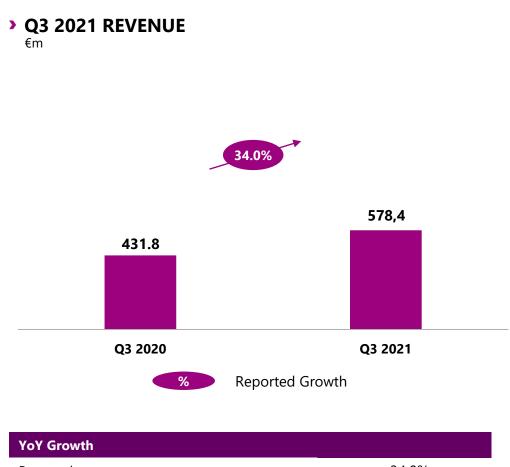


^{1.} Including Veracomp in 2020

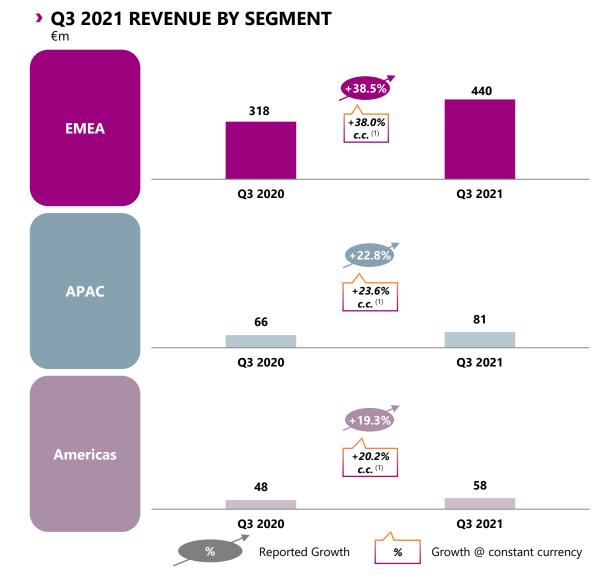
^{2.} Variation at constant currency is computed using the third quarter of 2020 rates applied to the third quarter of 2021 revenue



Revenue: Double Digit Growth Above Cybersecurity Market



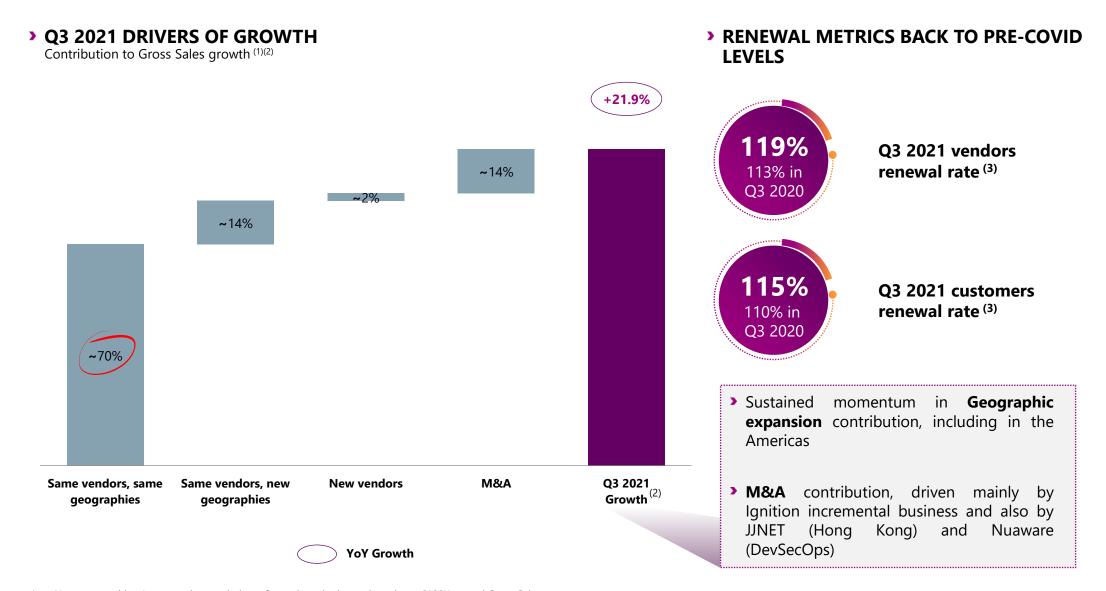
YoY Growth	
Reported	+34.0%
@ Constant Currency (1)	+33.8%



^{1.} Variation at constant currency is computed using the third quarter of 2020 rates applied to the third quarter of 2021 revenue



Double Digit Growth Driven by Key Strategic Levers



^{1.} New geographies / new vendors analysis performed on single vendors above €100K annual Gross Sales

[.] Including Veracomp in 2020

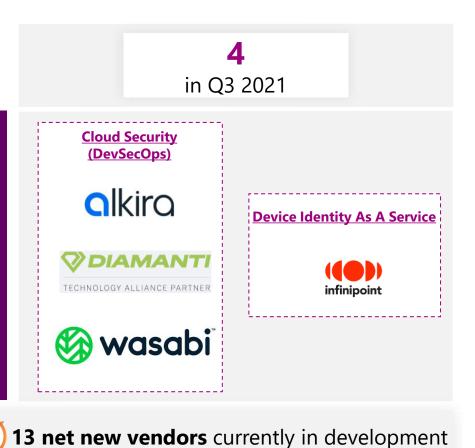
Defined as Gross Sales generated in year N from vendors/customers active in year N-1 divided by Gross Sales from the same vendors/customers in year N-1



Select new vendors

Continued Progress with New and Existing Vendors

> NEW VENDORS CONVERTED FROM PIPELINE SINCE Q2



ONGOING EXPANSION WITH EXISTING VENDORS SELECT EXAMPLES

Juniper



Netskope



Crowdstrike

Expansion to the Philippines, Indonesia, India, Poland

SentinelOne

Expansion to Israel

EXN continuously proves its capacity to identify and partner with industry leaders



M&A: 1 Acquisition Closed and 1 Under Exclusivity

RECENT ACQUISITION



Rationale: Establishing a dedicated proposition for emerging vendors

- Acquired in July-21
- Geography: UK, Benelux & the Nordics
- Unique solution for emerging vendors, providing them with the focus of a local specialist and the scale of a global player
- Introduces additional vendors to the portfolio
- Planned roll-out into additional geographies

TARGET UNDER EXCLUSIVITY



Rationale: Expansion into Sub-Saharan Africa

- Geography: Sub-Saharan Africa (38 markets including South Africa, Mauritius and Kenya)
- Broadening the global footprint by expanding into new geographies
- Enabling overlapping vendor portfolio to have access to more geographies

ONGOING M&A STRATEGY : PIPELINE REMAINS STRONG

10-15 targets reviewed annually

Almost always bilateral basis (16/17 historically)

1 target currently in exclusivity

Highly fragmented landscape

Geographic



Most common rationale for historical M&A



Adds clear value to our network



Future opportunities, particularly in US and Germany

Services and capability enhancement



Selected M&A for adding product expertise (e.g. Nuaware)



Strong rationale and success rate



Potential focus on SaaS-only offerings

Exclusive has a strong reputation and is the 'consolidation platform' in our market



2021 and Medium Term Financial Guidance Reiterated (1/2)

	2020	2020 (incl. Veracomp)	2021	Medium Term	
Gross Sales <u>incl. M&A</u>	€2,564m	€2,886m	Low teens % growth	 Mid-teens % growth in 2022 Low double-digit % growth in the mid-term 	
EMEA			 Growth in line with Group 		
APAC			 Growth slightly below Group level 		
Americas			Growth above Group level		
M&A Contribution			 Limited additional M&A contribution expected 	 1-2pts of growth p.a., in line with historic contribution 	
Revenue (Organic)	€1,892m	€2,139m	Growth similar to Gross Sales	Growth similar to Gross Sales	
Net Margin % of Gross Sales	€257m 10.0%	€293m 10.2%	High single digit % growth	 Small margin compression, limited to ~1pt decline overall during the period 	
Adj. EBITA % of Net Margin	€95m 37.0%	€108m <i>37.0%</i>	Stable as % of Net Margin	 Stable as % of Net Margin in 2022 Margin expanding to slightly above 40% thereafter 	



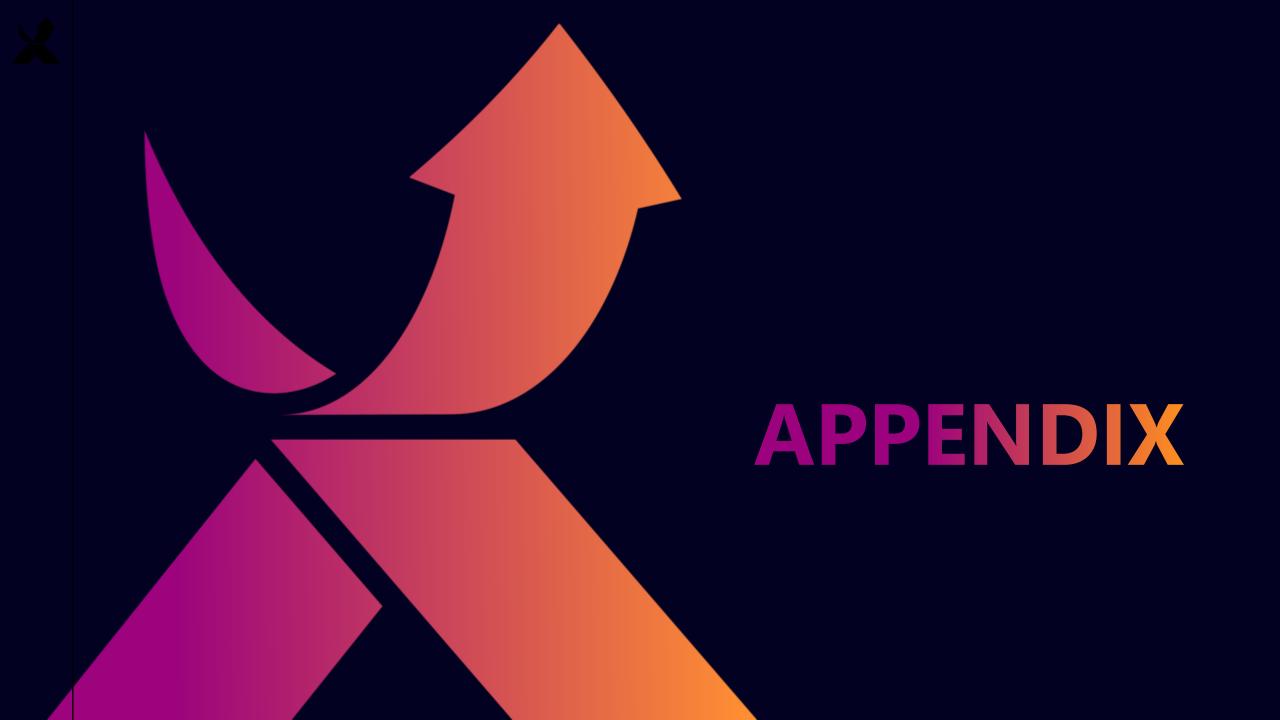
2021 and Medium Term Financial Guidance Reiterated (2/2)

	2020	2021	Medium Term
Depreciation and Amortisation ⁽¹⁾ (incl. Leases)	€9m	➤ Low double digit in €m	➤ Low to mid double digit in €m
Effective Tax Rate (% Adj. PBT) ⁽²⁾	31%	> Low 20s %	Increasing to mid 20s %
NWC ⁽³⁾ as % of Gross Sales	3.7% 4.7% normalized ⁽⁴⁾	~4.5% (after reversal of 2020 exceptional effects)	> ~4.5%
Capex ⁽⁵⁾ (€)	€9m	➤ Low double digit in €m	➤ Low to mid double digit in \(\in\)m

Excluding amortisation of intangible assets
 Adj. PBT defined as Profit Before Tax + Amortisation of intangible assets
 Net working capital excluding EXN Capital Finance Asset
 Normalized for €28m exceptional decrease in NWC due to one-off delayed VAT payment in the UK and exceptional improvement of payment terms with one vendor

^{5.} Net Operating Capex + Repayment of Lease Liabilities







Appendix

> GROSS SALES TO REVENUE RECONCILIATION TABLE

€m	9 months 2020	9 months 2021
Gross Sales	1,774.1	2,282.3
Agent vs Principal (Mainly Vendors' Support) – IFRS 15	(449.3)	(567.9)
Timing of Revenue Recognition – IFRS 15	4.3	3.5
Intercompany Eliminations	(18.4)	(33.6)
Revenue	1,310.7	1,684.3



Our Financial KPIs: Definitions and Contemplated Reporting

			Definition	Years	Segments	Reporting
ø.	K	Gross Sales	 Gross Sales represent revenue recognized by the Group on a gross basis for each revenue stream and before intra and inter segment intercompany eliminations Net of returns, discount and rebates 	2018, 2019, 2020	EMEA, APAC, Americas	Quarterly
Topline	1	Revenue	 IFRS revenue Support & Maintenance margin accounted for revenue Net of returns, discount and rebates 	2019, 2020	EMEA, APAC, Americas	Quarterly
	①	Net margin	Revenue less costs of purchased goods and services and freight on sales	2018, 2019, 2020	Group	Half-Yearly
Profitability	K	Adj. EBITA	 Recurring operating profit before amortisation of intangible assets, adjusted for certain costs that do not impact the day to day operations (these include implementation costs for finance and operations group management systems, restructuring costs and one-time costs) 	2019, 2020	EMEA, APAC, Americas, Corporate	Half-Yearly
	K	Adj. Net Income	 Net income adjusted for amortisation of intangible assets, costs that do not impact the day to day operations, other operating expenses / income (post tax at effective tax rate) and deferred taxes 	2019, 2020	Group	Half-Yearly
Cash Flow		Free Cash Flow metrics	 Operating free cash flow before tax: for cash conversion Operating free cash flow (after tax, excl. M&A) Free cash flow (incl. M&A) 	2018, 2019, 2020	Group	Half-Yearly





