

Q1 2025 Trading update

21 May 2025

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Agenda

- 01 Update on Crayon
- 02 Q1 2025 highlights
- 03 Financial performance
- 04 2025 outlook
- 05 Q&A



Raphael Erb, CEO



Rodolfo Savitzky, CFO

SoftwareOne + Crayon – transaction update

- Tender offer successful with SoftwareOne reaching >90% of Crayon
- Large majority shareholder approval at SoftwareOne EGM
- Integration planning underway to ensure Day 1 readiness
- Closing expected in June 2025, subject to remaining regulatory approvals
- SoftwareOne admitted to secondary trading on Euronext Oslo Børs
- Compulsory acquisition of remaining shares, followed by delisting

Compelling strategic and financial rationale

- ✓ Highly complementary geographical footprint, customer base and offering
- ✓ Uniquely positioned to capitalise on fast-growing USD 150 billion market
- ✓ Increased strategic importance to vendors
- ✓ Enhanced distribution capabilities with aligned GTM model
- ✓ Scalable delivery model and transactional platform
- ✓ Strong cultural alignment
- ✓ Substantial tangible near-term synergy potential

Significant value creation opportunity based on high complementarity and synergy potential

Combined financial overview

	SoftwareOne	+	Crayon ⁽²⁾	=	Illustrative combination (excluding synergies)
FY 2024 ⁽¹⁾					
Gross billings (CHFbn)	11.4		4.8		16.1
Revenue (CHFm, % growth YoY ccy)	1,017 2.9%		560 8.2%		1.6bn 4.7%
Adj. EBITDA (CHFm, % margin)	223 22.0%		94 16.7%		317 20.1%
No. of FTEs	~9,000		~4,000		~13,000

(1) Calculated as sum of standalone SoftwareOne and Crayon financials, excluding synergies; pro forma financials included in the Norwegian takeover offer prospectus

(2) Conversion from NOK to CHF based on exchange rate 0.0798

Accelerated growth and profitability driven by substantial tangible synergies

Key synergy areas

Revenue synergies

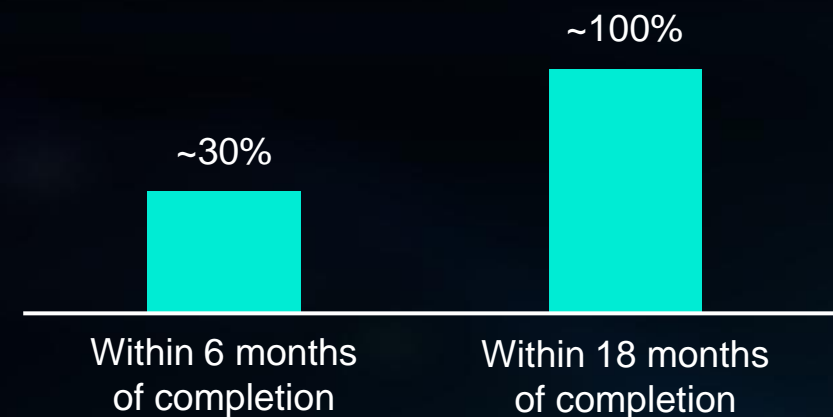
- Access to expanded customer base and larger accounts given combined capabilities
- Cross & upsell opportunities based on enhanced services portfolio
- Leveraging Crayon's channel platform and SoftwareOne's digital hubs
- Increased importance to vendors given larger scale

Cost synergies

- Scale and efficiency in currently sub-scale local operations
- Integration of office premises and business functions
- Scalable platform with financial shared service centers
- Shared costs of product development expenses
- Increased sales efficiency
- Improved utilisation in service delivery

Expected phasing of cost synergy realisation

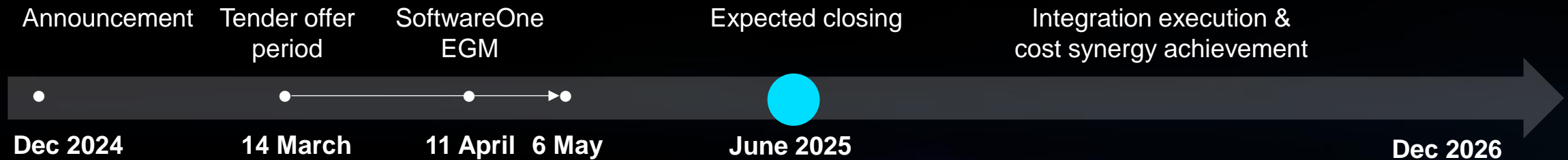
% of run-rate target synergy amount



**Identified run-rate cost synergies of CHF 80-100 million⁽¹⁾, along with significant revenue synergies
EPS accretion around 25%⁽²⁾ by 2026**

Integration planning ongoing for Day 1 readiness

Indicative transaction timetable



Integration planning

- Post-close project governance structure
- Operating model aligned
- Integration roadmap / timeline defined
- Specific synergy targets set
- Retention plan

Integration ambition

- Drive growth from Day 1 through a superior customer and partner experience
- Build one high-performing organization and culture
- Capture CHF 80-100 run-rate synergies by end-2026

Q1 2025 highlights

Raphael Erb
CEO

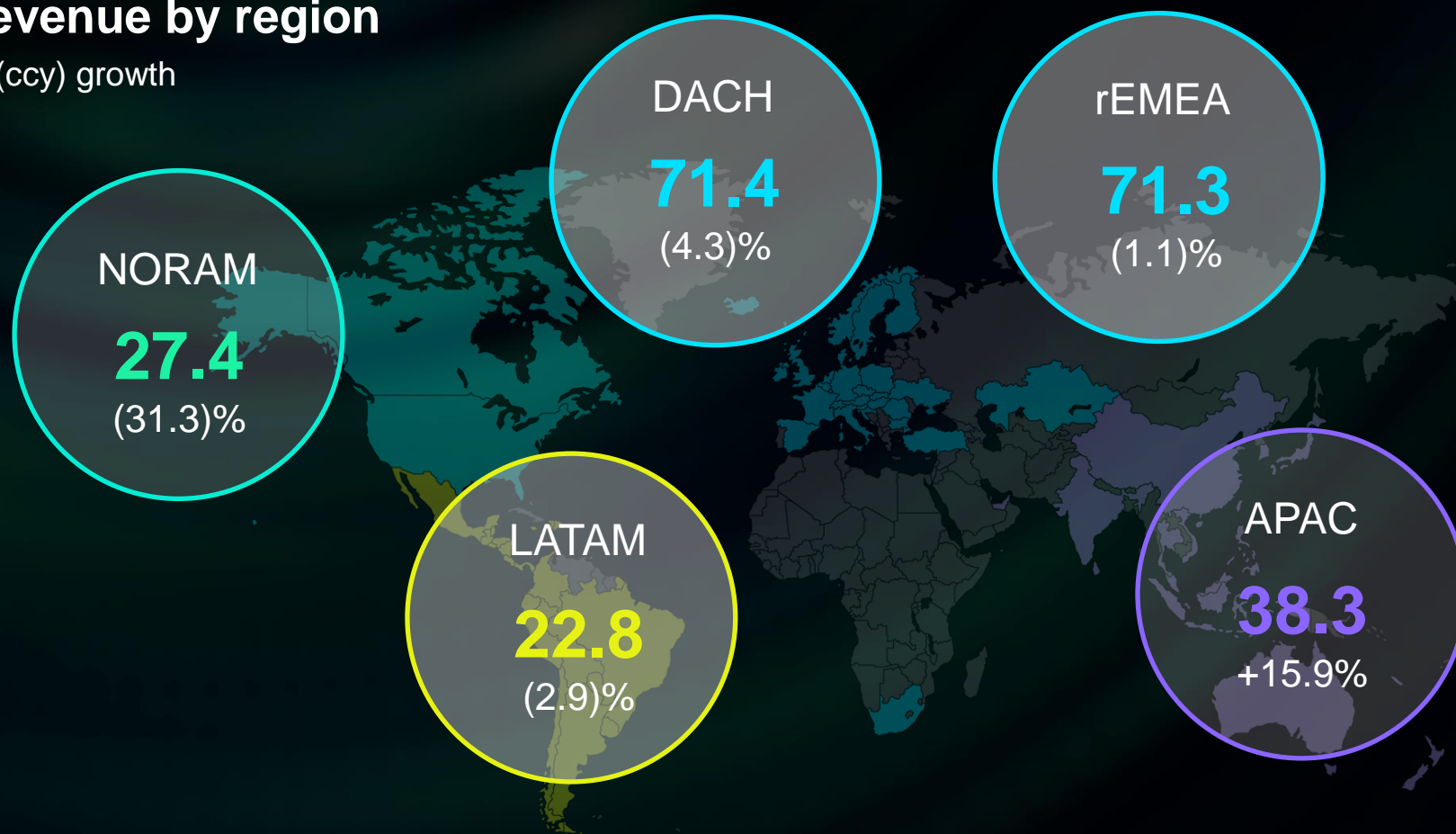
Margin improvement despite revenue decline in Q1 2025

CHFm	Q1 2025	Q1 2024	% YoY (ccy)
Revenue	232.2	246.9	(5.7)%
Contribution margin	147.8	159.3	(7.1)%
Adj. EBITDA	46.0	45.4	2.3%
Margin (% revenue)	19.8%	18.4%	+1.4pp

Mixed performance by region

Q1 2025 revenue by region

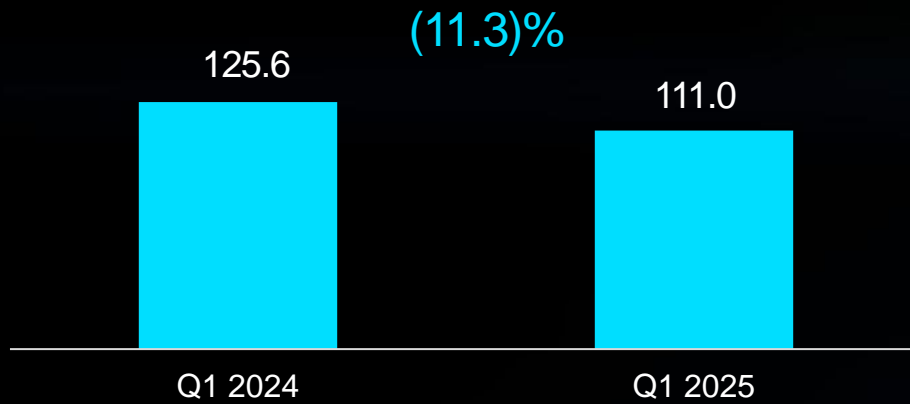
CHFm, % YoY (ccy) growth



Continued momentum in Marketplace billings; revenue impacted by changed vendor incentives

Software & Cloud Marketplace

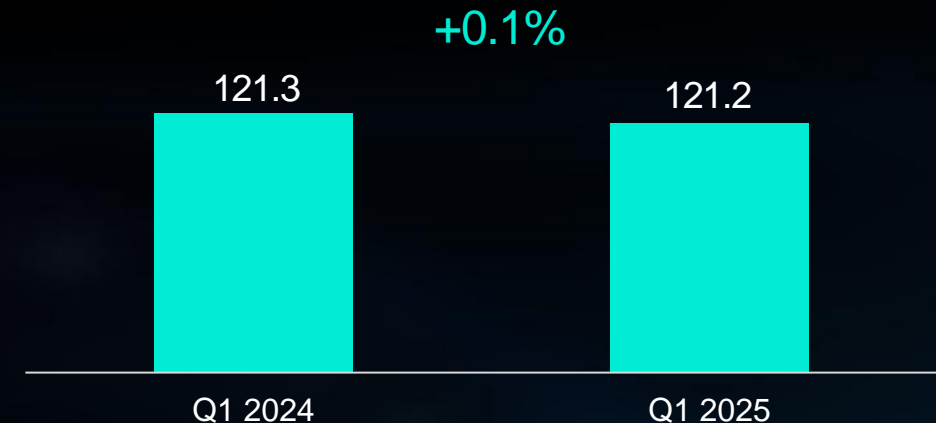
Revenue, CHFm, % YoY growth (ccy)



- Microsoft gross billings⁽¹⁾ at CHF 4.4 billion in Q1 2025, up 10% YoY ccy⁽²⁾; revenue decline driven primarily by changed vendor incentives for EAs as expected
- 36k new Copilot 365 users, with over 280 services engagements

Software & Cloud Services

Revenue, CHFm, % YoY growth (ccy)



- Significant impact from under-performance and large transactions in Q1 2024 in NORAM; excl. NORAM, growth was 6.2% YoY ccy
- Essentials⁽³⁾ revenue up 14% YoY ccy, driven by clients transitioning to CSP
- 76% of LTM (to 31 Mar 2025) group revenue from 16.2k clients purchasing both software and services, vs. 15.9k a year ago

(1) Including direct and indirect billings

(2) Billings information sourced from SoftwareOne (due to changes in Microsoft reporting)

(3) Formerly known as xSimples; refers to total revenue reported under S&C Marketplace and Services

Further action taken to address NORAM GTM-related challenges

Challenges

People

- Continued GTM-related disruption due to re-definition of roles and re-shuffling of client accounts
- Increased employee turnover



Key actions taken

- ✓ Leadership strengthened with EB interim support
- ✓ Strategic re-hires in May for other ISVs
- ✓ Further onboarding / coaching to accelerate ramp-up of new talent

Performance

- Missed sales opportunities and unsatisfactory quota attainment
- Increased customer churn
- One-off effects in Q1 2024



- ✓ Close client engagement for pipeline generation
- ✓ Focus on digital sales via Nashville hub; AI cross and up-selling
- ✓ Improved business cadence

Product offering

- Lower exposure to other ISVs and services



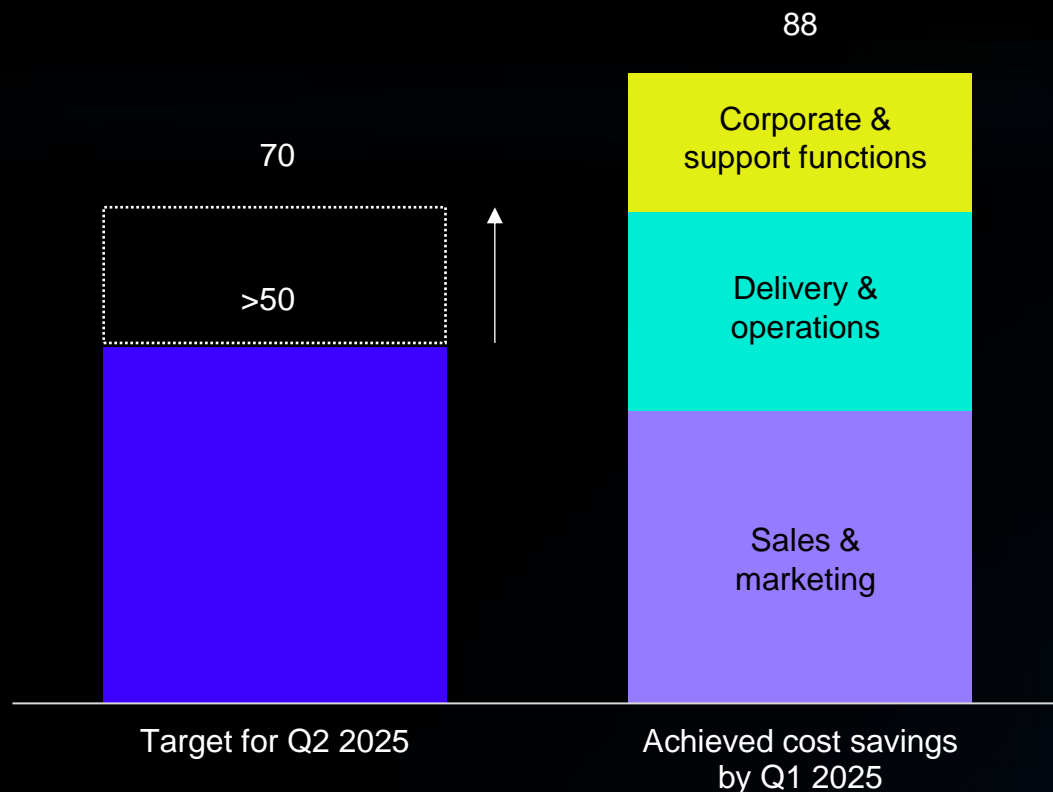
- ✓ Priority sales motions, e.g. EA to CSP conversion, other ISVs and IT Asset Management, led by dedicated teams

Turnaround plan in place, including strengthened leadership, strategic re-hires and prioritised sales motions, expected to drive improved performance in H2 2025

Successful completion of cost reduction programme, with CHF 88 million annualised savings

Annualised cost savings

Cumulative, CHFm



- Overachievement compared to raised target of CHF 70 million
- Geared towards restoring customer-centricity and agility to drive sustainable profitable growth
- Reduction of non-client-facing roles, including management layers and non-productive costs
- Restructuring costs of CHF 18 million in Q1 2025, exceeding CHF 15 million target due to higher-than-planned savings

SoftwareOne wins DKK 1.5 bn 4-year framework agreement with the Danish government

Customer: Danish government

Segment: Public sector

Contract: DKK 1.5bn total cloud consumption spend framework agreement over 4 years for all Danish ministries

Scope: Strategic partner for cloud entry across Microsoft, AWS and Google, with services-related opportunities to drive and grow cloud consumption



Case study: Oxygen Finance uses AI to provide more insights to clients and drive productivity



Oxygen Finance, a UK-based fintech, helps businesses learn about opportunities to sell to the public sector. Since launch in 2013, it has tracked £7.8 trillion in public sector spending data.

The company partnered with SoftwareOne and Microsoft to create an AI-powered tool to identify opportunities and generate reports for clients.

"It's been really transformational for us and we're seeing huge benefits from it."

Rob Parker
CTO, Oxygen Finance

Challenge

- Manual review of thousands of public sector records monthly by a small team
- Difficulty in keeping up with the volume of public sector publications
- Need for expanding coverage without increasing the workload

Solution

- Collaborated with SoftwareOne and Microsoft to develop an AI-powered tool
- Implemented an advanced web crawler to extract relevant data from targeted online sources and documents
- Utilised Azure for secure data management and OpenAI for summarising and categorising information

Outcome

- **>60%** reduction in data processing times
- **>40%** more procurement data summarised for Oxygen Insights
- **>90%** accuracy in automated reports

Financial performance

Rodolfo J Savitzky
CFO

Revenue down 5.7%, with adj. EBITDA margin improving to 19.8%

P&L summary

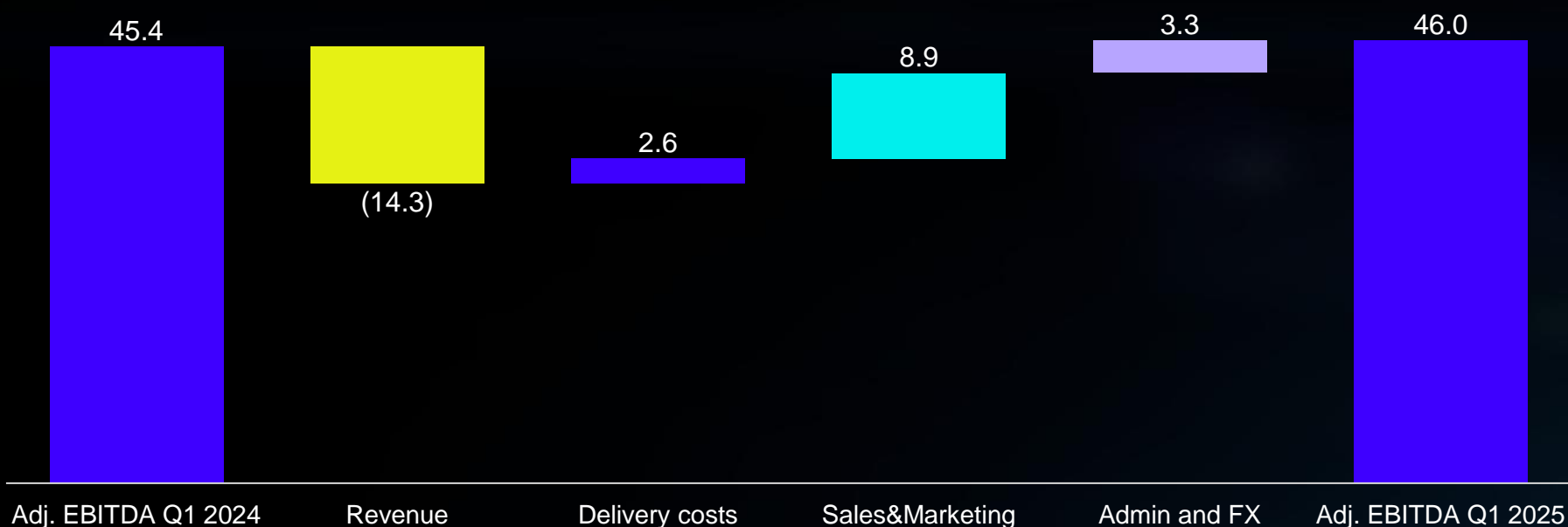
CHFm	Q1 2025	Q1 2024	% Δ Rep	% Δ CCY ⁽¹⁾
Revenue	232.2	246.9	(6.0)%	(5.7)%
Delivery costs	(84.4)	(87.7)	(3.7)%	(3.2)%
Contribution margin	147.8	159.3	(7.2)%	(7.1)%
<i>Contribution margin (% revenue)</i>	<i>63.7%</i>	<i>64.5%</i>	<i>(0.8)pp</i>	-
SG&A	(101.9)	(113.9)	(10.6)%	(10.8)%
Adj. EBITDA	46.0	45.4	1.3%	2.3%
<i>Adj. EBITDA margin (% revenue)</i>	<i>19.8%</i>	<i>18.4%</i>	<i>+1.4pp</i>	-

- Revenue down 5.7% YoY ccy in Q1 2025 with mixed regional performance
- Q1 impacted by expected vendor incentive changes and continued GTM-related sales execution issues in NORAM
- Improved adj. EBITDA margin thanks to cost reduction programme

Slight increase in adj. EBITDA driven by delivery and SG&A savings

Adjusted EBITDA bridge⁽¹⁾

CHFm



- Negative revenue impact offset by delivery and SG&A savings from cost reduction programme
- Re-establishment of a lean and sustainable cost structure
- Continued strict cost control going forward

Adj. EBITDA margin improvement across business lines; corporate costs down 5% driven by cost reductions

Business line P&L


CHFm	Software & Cloud Marketplace		Software & Cloud Services		Corporate costs	
	Q1 2025	% Δ CCY ⁽¹⁾	Q1 2025	% Δ CCY ⁽¹⁾	Q1 2025	% Δ CCY ⁽¹⁾
Revenue	111.0	(11.3)%	121.2	0.1%	-	-
Delivery costs	(15.0)	(13.0)%	(69.4)	(0.7)%	-	-
Contribution margin	96.0	(11.0)%	51.8	1.3%	-	-
Contribution margin (% revenue)	86.5%	0.4pp	42.8%	0.6pp	-	-
SG&A	(42.4)	(15.9)%	(43.5)	(7.2)%	(16.0)	(5.5)%
Adj. EBITDA	53.6	(6.5)%	8.4	92.6%	(16.0)	(5.5)%
Adj. EBITDA margin (% revenue)	48.3%	2.2pp	6.9%	3.3pp	-	-

- Marketplace revenue decline mainly driven by Microsoft transactional business; Services flat due to NORAM weakness
- Adj. EBITDA margin up across business lines, thanks to cost reductions, also benefiting corporate costs

2025 outlook

Raphael Erb
CEO

Full-year 2025 outlook



Guidance	2025	2026
Revenue growth ⁽¹⁾	2-4%	Double-digit
Adj. EBITDA margin (% revenue)	24-26%	Approaching 27%
Dividend policy	30-50% of adj. profit for the year	30-50% of adj. profit for the year
Adjustments	Below CHF 30 million ⁽²⁾	

- Full-year guidance confirmed based on a turnaround in NORAM and strong positive momentum in H2 2025
- Growth expected to remain negative in Q2 2025 at a similar level to Q1 2025 driven by Microsoft incentive changes weighing in particular on June

Reported EBITDA to more than double in 2025 compared to prior year

Q&A

Appendix

Definitions of key alternative performance measures

Adjusted EBITDA is defined as the underlying earnings before net financial items, tax, depreciation and amortisation, adjusted for items affecting comparability in operating expenses

Adjusted EBITDA margin is defined as adjusted EBITDA divided by revenue

Adjusted profit for the period is defined as the (loss)/profit for the period, adjusted for items impacting comparability in operating expenses and net finance income/(expenses) as well as the related tax impact

Contribution margin is defined as total revenue net of third-party service delivery costs and directly attributable internal delivery costs

Free cash flow is defined as the group net cash generated from/(used in) operating activities, plus net cash from/(used in) investing activities, minus net cash from acquisition of businesses (net of cash acquired), sale of subsidiary (net of cash disposed) and proceeds from sale of financial assets

Growth at constant currencies is defined as the change between two periods presented on a constant currency basis for comparability purposes and to assess the group's underlying performance. Period profit and loss figures are translated from the subsidiaries' respective local currencies into Swiss francs at the applicable average exchange rate of the prior year period. This calculation is based on the underlying management accounts

Net debt / (cash) comprises group bank overdrafts, other current and non-current financial liabilities less cash and cash equivalents and current financial assets

Net working capital is defined as the group's trade receivables, current other receivables, prepayments and contract assets minus trade payables, current other payables and accrued expenses and contract liabilities

Organic revenue growth is defined as revenue growth in constant currency, excluding the contribution of acquired businesses the first 12 months after acquisition

Adjusted EBITDA bridge

CHFm	Q1 2025	Q1 2024
Reported EBITDA	26.7	28.7
Impact of change in revenue recognition of Microsoft Enterprise Agreements	0.5	0.3
Integration, M&A and earn-out expenses	1.5	3.1
Operational excellence restructuring expenses	-	4.1
GTM restructuring expenses	-	5.1
Cost reduction programme	18.2	-
Discontinuation of MTWO vertical	0.1	3.0
Other non-recurring items	(0.9)	1.0
Total adjustments	19.3	16.6
Adjusted EBITDA	46.0	45.4

Source: Management view

Business line profit & loss summary

CHFm	Software & Cloud Marketplace			Software & Cloud Services			Corporate	
	Q1 2025	% Δ CCY ⁽¹⁾	% Δ Rep	Q1 2025	% Δ CCY ⁽¹⁾	% Δ Rep	Q1 2025	Q1 2024
Revenue	111.0	(11.3)%	(11.6)%	121.2	0.1%	(0.1)%	-	-
Delivery costs	(15.0)	(13.0)%	(14.0)%	(69.4)	(0.7)%	(1.2)%	-	-
Contribution margin	96.0	(11.0)%	(11.3)%	51.8	1.3%	1.4%	-	-
Contribution margin (% revenue)	86.5%	0.4pp	-	42.8%	0.6pp	-	-	-
SG&A	(42.4)	(15.9)%	(15.7)%	(43.5)	(7.2)%	(7.0)%	(16.0)	(16.9)
Adjusted EBITDA ⁽²⁾	53.6	(6.5)%	(7.4)%	8.4	92.6%	90.9%	(16.0)	(16.9)
Adjusted EBITDA margin (% revenue)	48.3%	2.2pp	-	6.9%	3.3pp	-	-	-

Quarterly summary by business line

CHFm	FY2021	Q1 2022	Q2 2022	Q3 2022	Q4 2022	FY 2022	Q1 2023	Q2 2023	Q3 2023	Q4 2023	FY 2023	Q1 2024	Q2 2024	Q3 2024	Q4 2024	FY 2024	Q1 2025
Revenue Solutions & Cloud Marketplace	533.6	121.9	152.8	119.4	151.2	545.3	125.6	151.0	121.0	152.2	549.7	125.6	160.2	119.9	126.7	532.3	111.0
Revenue Software & Cloud Services ⁽¹⁾	363.4	101.4	116.2	105.2	114.6	437.4	113.8	116.4	112.4	118.5	461.2	121.3	122.8	116.9	123.6	484.6	121.2
Total revenue	897.1	223.3	269.0	224.6	265.8	982.8	239.4	267.4	233.4	270.7	1,010.9	246.9	283.0	236.7	250.3	1,017.0	232.2
Delivery costs	(302.0)	(86.8)	(90.6)	(82.4)	(86.5)	(346.3)	(91.4)	(86.8)	(85.4)	(84.0)	(347.6)	(87.7)	(83.0)	(83.2)	(83.3)	(337.2)	(84.4)
Contribution margin S&C Marketplace	460.9	101.9	135.3	102.0	132.0	471.3	106.6	132.3	104.2	134.7	477.8	108.2	144.3	104.6	113.1	470.2	96.0
Contribution margin S&C Services	134.2	34.6	43.1	40.2	47.3	165.1	41.4	48.3	43.9	52.0	185.6	51.1	55.6	48.9	54.0	209.7	51.8
Total contribution margin	595.1	136.5	178.4	142.2	179.3	636.4	148.0	180.6	148.0	186.7	663.3	159.3	200.0	153.5	167.0	679.8	147.8
<i>Contribution margin (% of revenue)</i>	<i>66.3%</i>	<i>61.1%</i>	<i>66.3%</i>	<i>63.3%</i>	<i>67.4%</i>	<i>64.8%</i>	<i>61.8%</i>	<i>67.6%</i>	<i>63.4%</i>	<i>69.0%</i>	<i>65.6%</i>	<i>64.5%</i>	<i>70.7%</i>	<i>64.9%</i>	<i>66.7%</i>	<i>66.8%</i>	<i>63.7%</i>
SG&A	(375.7)	(94.4)	(102.6)	(97.3)	(101.6)	(396.0)	(108.4)	(108.6)	(100.1)	(101.1)	(418.1)	(113.9)	(123.5)	(114.4)	(104.7)	(456.5)	(101.9)
Adjusted EBITDA S&C Marketplace	281.4	58.8	87.4	58.1	84.7	289.1	53.3	82.5	63.2	83.3	282.4	57.9	85.4	52.5	68.3	264.2	53.6
Adjusted EBITDA S&C Services	(5.8)	(3.6)	5.9	1.4	9.9	13.6	2.3	4.8	1.3	19.6	28.1	4.4	13.4	5.5	6.7	30.0	8.4
Corporate costs	(56.2)	(13.1)	(17.5)	(14.7)	(17.0)	(62.2)	(16.0)	(15.2)	(16.6)	(17.4)	(65.2)	(16.9)	(22.3)	(18.9)	(12.7)	(70.8)	(16.0)
Adjusted EBITDA⁽²⁾	219.4	42.1	75.8	44.9	77.7	240.4	39.6	72.1	47.9	85.6	245.2	45.4	76.5	39.2	62.3	223.4	46.0
<i>Adjusted EBITDA margin (% of revenue)</i>	<i>24.5%</i>	<i>18.8%</i>	<i>28.2%</i>	<i>20.0%</i>	<i>29.2%</i>	<i>24.5%</i>	<i>16.6%</i>	<i>27.0%</i>	<i>20.5%</i>	<i>31.6%</i>	<i>24.3%</i>	<i>18.4%</i>	<i>27.0%</i>	<i>16.6%</i>	<i>24.9%</i>	<i>22.0%</i>	<i>19.8%</i>

(1) 2021 and 2022 revenue for Software & Cloud Services restated as a result of implementation of the IFRS IC agenda decision on IFRS 15, with further contracts identified which should have been accounted for on an agent basis

(2) Includes adjustments for impact of change in revenue recognition of Microsoft EAs, integration, M&A & earn-out expenses, restructuring expenses and other non-recurring items

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