

# First Quarter 2017 Financial Highlights

Conference Call  
May 12, 2017

# Forward-Looking Statements

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This presentation contains certain statements that constitute forward-looking information within the meaning of applicable securities laws (“forward-looking statements”), including without limitations, the statements contained in section entitled “Objectives, strategy and outlook”. Statements concerning D+H’s objectives, goals, strategies, priorities, intentions, plans, beliefs, expectations and estimates, and the business, operations, financial performance and condition of D+H are forward-looking statements. The words “believe”, “expect”, “anticipate”, “estimate”, “intend”, “may”, “will”, “would”, “could”, “should”, “continue”, “goal”, “objective”, and similar expressions and the negative of such expressions are intended to identify forward-looking statements, although not all forward-looking statements contain these identifying words.

Certain material factors and assumptions were applied in providing these forward-looking statements. Forward-looking information involves numerous assumptions including projections, completion of bookings, successful project implementation, operating expense levels, volumes and values for products and transaction processing services in the Canadian segment and implementation of our global operating realignment. Projections maybe impacted by macroeconomic factors, changes in the value of the Canadian and U.S. dollar relative to other currencies, the timing of client decisioning on technology investments, the pace of implementation of technology by the customer, in addition to other factors not controllable by the Company. D+H has also made certain macroeconomic and general industry assumptions in the preparation of such forward-looking statements. Management believes that the expectations reflected in forward-looking statements are based upon reasonable assumptions; however, Management can give no assurance that actual results will be consistent with these forward-looking statements. Not all factors which affect our forward-looking information are known, and actual results may vary from the projected results in a material respect, and may be above or below the forward-looking information presented in a material respect.

A comprehensive discussion of the risks that impact D+H can be found on the Company's most recently filed Annual Information Form and the most recently filed annual MD&A for the year ended December 31, 2016, available on SEDAR at [www.sedar.com](http://www.sedar.com).

D+H does not undertake any obligation to update forward-looking statements should the factors and assumptions related its plans, estimates, projections, beliefs and opinions, including those listed above, change except as required by applicable securities laws.

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# First Quarter 2017 Highlights

Gerrard Schmid  
Chief Executive Officer

# New Reporting Segments

		New Segments in 2017		
		Global Payments Solutions	Global Lending Solutions	Financial Solutions
Previous Segments	Global Transaction Banking Solutions (GTBS)	<p>Global Payment Technologies (including US Payments and Global Payments)</p> <p>Treasury Technologies (including Cash Management and Financial Messaging)</p>		Merchant Services (now part of Enterprise solutions)
	Lending and Integrated Core Solutions (L&IC)		Lending Solutions - US	Integrated Core Solutions (now referred to as Core Platforms, part of Enterprise solutions)
	Canada		Lending Solutions – Canada	Payment Solutions (now referred to as Retail solutions)

# First Quarter Performance

Reporting Currency is Canadian Dollars

**Adjusted Revenues<sup>1</sup>**

**3.8%**

**Adjusted EBITDA<sup>1</sup>**

**4.8%**

## Results consistent with our planning assumptions

More than half of revenue decrease due to unfavorable F/X rates

Continued strength in Global Lending Solutions

Global Payments Solutions performed in-line with expectations

Financial Solutions partially impacted by product rationalization

Proposed Transaction with Vista Equity Partners moving forward

# Global Payments Solutions Q1 Performance Highlights

**Adjusted Revenues<sup>1</sup>**

**7.8%**

**Adjusted EBITDA<sup>1</sup>**

**38.4%**

- Performed in-line with expectations given elongated sales cycles
- More than half of the revenue decrease was due to the impact of changes in F/X rates
- Closed several deals in pipeline previously impacted by timing delays
- Continue to see solid demand opportunities for our global payment hub
- Long-term prospects for payment infrastructure modernizations remain solid, driven primarily by:
  - Regulatory tailwinds
  - Changing competitive landscape
- Received official notice of termination of the Consent Order from relevant U.S. regulators

# Global Lending Solutions Q1 Performance Highlights

**Adjusted Revenues<sup>1</sup>**

**0.9%**

**Adjusted EBITDA<sup>1</sup>**

**4.3%**

## U.S. Lending Solutions

- U.S. lending adjusted revenues decreased 1.9%
  - Increased revenues of \$1.0 million, offset by F/X rate changes of \$2.4 million
- Increased LaserPro and mortgage lending service revenues, partially offset by lower consumer lending revenue
- LaserPro bookings increased 9% with bundled products included in 32% of new contract value

## Canada Lending Solutions

- Canada lending adjusted revenues increased 3.3%
- Growth driven by volume growth in collateral management solutions (“CMS”) and increased student lending revenues

# Financial Solutions Q1 Performance Highlights

**Adjusted Revenues<sup>1</sup>**

**6.5%**

**Adjusted EBITDA<sup>1</sup>**

**9.6%**

## Enterprise Solutions

- Revenues decreased primarily due to:
  - Impact of F/X rate changes
  - Discontinuation of certain non-strategic products starting in 2016
  - Lower bookings and client attrition in some of our core product solutions
  - Lower revenues in channel solutions partially offset by increased revenues in card payment solutions

## Retail Solutions

- Revenues decreased primarily due to:
  - Lower volumes in chequing, partially offset by higher average order values in cheque program
  - Lower revenues in enhancement services

# Proposed Transaction Update

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- On March 13, 2017 D+H announced proposed acquisition by Vista Equity Partners at a share price of \$25.50
- Special meeting of shareholders to be held on May 16, 2017
- The board of directors along with two leading independent proxy research and advisory firms, recommend that D+H shareholders vote for the Proposed Transaction
- Regulatory approval status as May 11, 2017:
  - Purchaser has received a no-action letter from the Competition Bureau of Canada in respect to the arrangement, and the applicable waiting periods under the Competition Act (Canada) have expired
  - The waiting period applicable to the completion of the Arrangement under the United States Hart-Scott-Rodino Antitrust Improvements Act has expired.
  - Closing the transaction remains subject to certain customary closing conditions including court approval, shareholder approval, and the receipt of the remaining required regulatory approvals including approval under the Investment Canada Act.
- Assuming the satisfaction of these closing conditions, the transaction is expected to close late in the second quarter or early in the third quarter.



# First Quarter 2017 Financial Highlights

Karen H. Weaver  
Chief Financial Officer

# Q1 2017 Performance - Consolidated

C\$ millions	Q1		
	2017	2016	Change
<b>Adjusted Revenues<sup>1, 2</sup></b>	\$ 398.5	\$ 414.2	-3.8%
<b>Adjusted EBITDA<sup>1, 2</sup></b>	\$ 98.1	\$ 103.0	-4.8%
<b>Adjusted EBITDA margin<sup>1,2</sup></b>	24.6%	24.9%	- 30 bps

- Adjusted Revenues declined by approximately 4% compared to the prior year's first quarter
- Adjusted EBITDA margin<sup>1</sup> impacted by:
  - Unfavourable exchange rate variances over the prior year comparable period
  - Lower revenues in Financial Solutions and Global Payment Solutions
  - Product mix
  - Lower revenues partially offset by lower expenses

# Q1 2017 Performance – Global Payments Solutions

C\$ millions	Q1		
	2017	2016	Change
Adjusted Revenues <sup>1</sup>	\$ 76.0	\$ 82.4	-7.8%
Adjusted EBITDA <sup>1</sup>	\$ 12.2	\$ 19.7	-38.4%
Adjusted EBITDA margin <sup>1,2</sup>	16.0%	24.0%	-800 bps

- On a constant currency basis, GPS Adjusted Revenues declined \$3.5 million in the quarter
- Lower professional services and software license revenues
- Performed in-line given elongated sales cycles

# Q1 2017 Performance – Global Lending Solutions

C\$ millions	Q1		
	2017	2016	Change
<b>Adjusted Revenues<sup>1</sup></b>	<b>\$ 166.9</b>	<b>\$ 165.4</b>	<b>0.9%</b>
<i>U.S. Lending</i>	\$ 74.2	\$ 75.6	-1.9%
<i>Canada Lending</i>	\$ 92.7	\$ 89.8	3.3%
<b>Adjusted EBITDA<sup>1</sup></b>	<b>\$ 59.1</b>	<b>\$ 56.7</b>	<b>4.3%</b>
<b>Adjusted EBITDA margin<sup>1,2</sup></b>	<b>35.4%</b>	<b>34.3%</b>	<b>110 bps</b>

- Increase revenue in our Canadian and U.S. lending solutions partially offset by F/X rate changes in U.S. lending solutions
- Increase in Canadian lending solutions revenue due to volume growth in CMS and volume growth and increased professional services revenue in student lending
- Increase in U.S. lending solutions revenues from LaserPro and mortgage lending solutions
- Adjusted EBITDA<sup>1</sup> margin impacted by:
  - Positive change in revenues
  - Lower customer-related costs

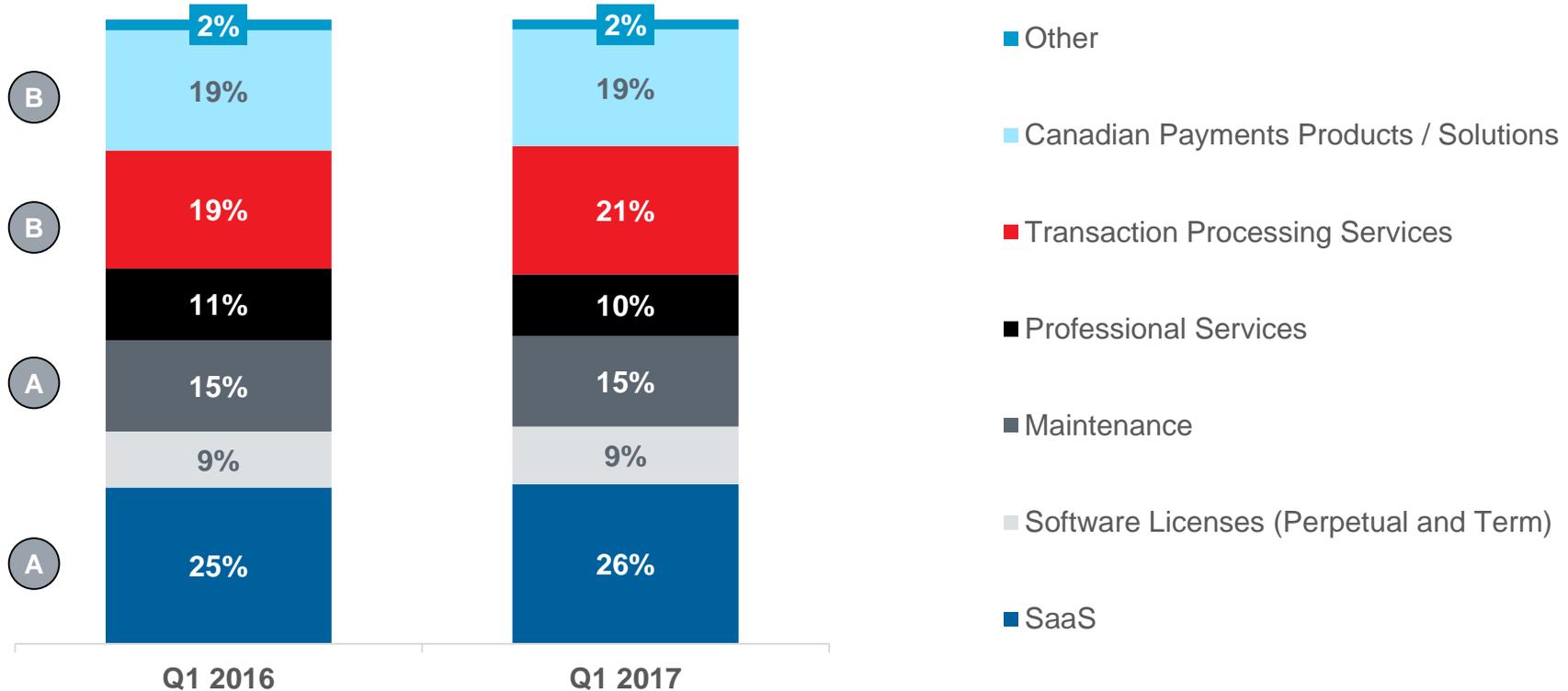
# Q1 2017 Performance - Financial Solutions

C\$ millions	Q1		
	2017	2016	Change
<b>Adjusted Revenues<sup>1</sup></b>	<b>\$ 155.6</b>	<b>\$ 166.4</b>	<b>-6.5%</b>
<i>Retail Solutions</i>	\$ 74.3	\$ 79.6	-6.6%
<i>Enterprise Solutions</i>	\$ 81.2	\$ 86.8	-6.4%
<b>Adjusted EBITDA<sup>1</sup></b>	<b>\$ 39.0</b>	<b>\$ 43.2</b>	<b>-9.6%</b>
<b>Adjusted EBITDA margin<sup>1,2</sup></b>	<b>25.1%</b>	<b>25.9%</b>	<b>- 80 bps</b>

- Decreases in both Retail Solutions and Enterprise Solutions
- Decline in Enterprise Solutions revenues primarily due to changes in F/X rates, lower bookings, client attrition in certain core products, and lower channel solutions, offset by increased card payments
- Retail Solutions lower due to cheque volumes and lower Enhancement Services

# Adjusted Revenue<sup>1</sup> Composition

## Quarter Ended March 31



**A** Contractually Recurring Revenue  
(SaaS and Maintenance)

41%

**B** Long-Term Contracts with Revenue Recurring in Nature  
(Transaction Processing & Canadian Payments Solutions)

40%

81%

# Q1 Bookings

## Global Payment Solutions (GPS) Bookings

- GPS bookings for the first quarter totaled US\$ 42.2 million, increasing 1.0% versus prior year's quarter

## Global Lending Solutions Bookings

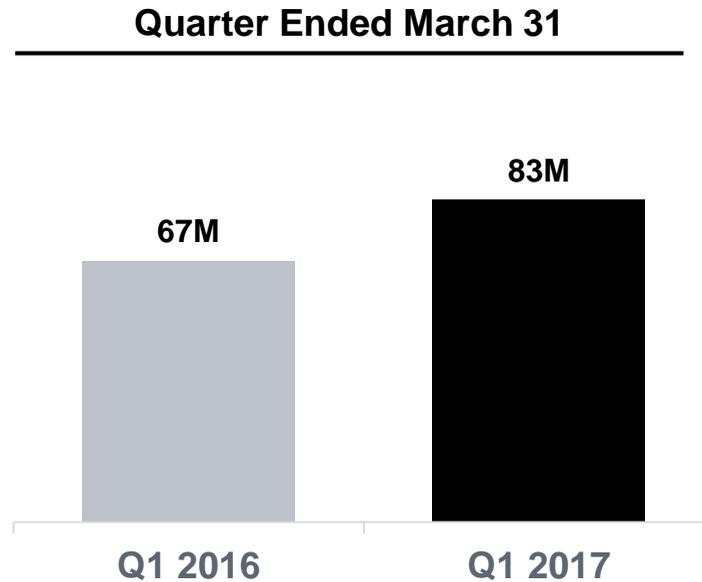
- GLS bookings (U.S. lending solutions) for the first quarter totaled US\$ 22.5 million, decreasing 20.1% versus prior year quarter
  - Mortgage lending solutions drove most of the decrease in bookings
  - LaserPro bookings were up 9% in the first quarter compared to last year's quarter with bundled products included in 32% of new LaserPro contract value

## Financial Solutions Bookings

- Financial Solutions bookings for the first quarter totaled US\$ 19.7 million, decreasing 26.6% versus prior year quarter
  - Lower core and channel bookings due to lower customer acquisition relative to the prior year and customer decision delays related to the Proposed Transaction
  - Strength in add-on channel bookings as well as increase in our Compushare bookings

# Cash from Operating Activities

## Adjusted Net Cash from Operating Activities<sup>1</sup> (C\$ millions)



- Q1 2017 and 2016 Adjusted Net Cash from Operating Activities totaled \$82.9 million (20.8% of Adjusted Revenues) and \$67.2 million (16.3% of Adjusted Revenues)
- Q1 2017 and 2016 Net Cash from Operating Activities totaled \$68.1 million and \$54.8 million

# Q1 2017 Balance Sheet Highlights

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- Repaid \$9.4 million of debt in Q1
- Debt to EBITDA<sup>1</sup> of 3.257X compared to 3.276 at the end of Q4 2016
- Paid quarterly dividend of \$0.12 per share
- Declared dividend of \$0.12 per share on May 11, 2017 to shareholders of record as of June 16, 2017, to be paid June 30, 2017
- We currently believe that the transaction with Vista Capital Partners may close prior to June 16, 2017 and as such, there is no guarantee that shareholders will receive this dividend

# Other Financial Highlights

<i>(C\$ millions)</i> <i>Except per share amounts and Weighted Average Shares, Diluted</i>	First Quarter	
	2017	2016
Adjusted Net Income <sup>1</sup>	\$45.1	\$45.4
Adjusted Net Income per Share, Diluted <sup>1</sup>	\$0.42	\$0.43
Weighted Average Shares Outstanding, Diluted	106.9 million	106.6 million

# Appendix A - Non-IFRS Financial Measures

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This presentation is prepared in accordance with International Financial Reporting Standards ("IFRS"). D+H reports several non-IFRS financial measures, including "Adjusted revenues", "Bookings", "Adjusted expenses", "Constant Currency", "EBITDA", "EBITDA margin" (EBITDA divided by revenues), "Adjusted EBITDA", "Adjusted EBITDA margin" (Adjusted EBITDA divided by Adjusted revenues), "Adjusted net income", "Adjusted net income per share, diluted" and "Adjusted net cash from operating activities". D+H also reports "Debt to EBITDA ratio", which is also not a defined term under IFRS. See "Non-IFRS financial measures and key performance indicators" in D+H's MD&A for the three months and year ended December 31, 2016 for a more complete description of these terms and for reconciliations to their most directly comparable IFRS measure, where applicable. Any non-IFRS financial measures should be considered in context with the IFRS financial statement presentation and should not be considered in isolation or as a substitute for IFRS revenues, net income or cash flows. Furthermore, D+H's financial measures may be calculated differently from similarly titled financial measures of other companies.

For all non-IFRS measures, refer to the Management Discussion & Analysis, Section 10.1 Non-IFRS financial measures and key performance indicators for additional information and reconciliation to IFRS measures.

# Disclaimer

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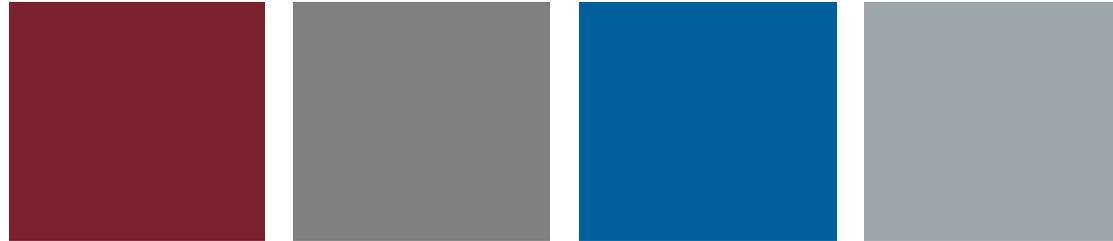
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