

The Infor logo, consisting of the word "infor" in white lowercase letters on a red square background.

Q117 Lender Update

September 9, 2016



Financial Update



Q1 FY17 Executive Summary

- **Q117 total pro forma revenue was \$702.6M**
 - On a constant currency basis, Q117 total pro forma revenue was \$710.7M, an increase of 10.9% from Q116
 - Increase was the result of significantly higher SaaS subscription revenues
 - Product update and support revenues were relatively flat as a result of the transition to SaaS
 - Revenues from consulting services and other fees also grew year-over-year
- **Q117 pro forma software license fees and subscriptions revenue was \$166.1M**
 - On a constant currency basis, Q117 pro forma software license fees and subscriptions revenue was \$168.0M, an increase of 38.8% from Q116
 - The increase was primarily related to higher SaaS revenues as a result of the continued shift of our business to cloud-based deployments, with Infor contributing double-digit organic growth and the inclusion of GTN's results
 - We experienced strong SaaS bookings in Q117, continuing the momentum we have had over the past several quarters and suggesting continued SaaS revenue momentum
 - Perpetual license fees decreased modestly from Q116
- **Q117 pro forma product update and support revenue was \$353.4M**
 - On a constant currency basis, Q117 pro forma product update and support revenue was \$357.5M, an increase of 0.1% from Q116
 - Retention rates continue to perform well, offsetting decreases resulting from UpgradeX conversions and lower perpetual license bookings levels over the past year
- **Q117 pro forma consulting services and other fees revenue was \$183.1M**
 - On a constant currency basis, Q117 pro forma consulting services and other revenue was \$185.2M, an increase of 13.8% from Q116
 - Inforum, our large customer event, also contributed approximately \$6M of other revenues
- **Q117 Adjusted Pro Forma EBITDA was \$186.3M (26.5% margin)**
 - On a constant currency basis, Q117 Adjusted Pro Forma EBITDA was \$187.4M, an increase of 11.9% from Q116
 - The increase in EBITDA was driven by both the growth in revenues and addbacks related to cost savings initiatives begun in the last few quarters
- **Cash balance at the end of Q117 was \$511.2M**



Q117 v. Q116 P&L: GAAP

\$ in millions	Actual Results				Currency Impact ⁽¹⁾	Currency-adjusted Results			
	Actual Q117	Actual Q116	Variance	% Variance		Adjusted Q117	Actual Q116	Variance	% Variance
Revenue									
Software license fees	\$ 75.3	\$ 81.5	\$ (6.2)	-7.6%	\$ (1.6)	\$ 76.9	\$ 81.5	\$ (4.6)	-5.6%
SaaS subscriptions	90.1	39.5	50.6	128.1%	(0.3)	90.4	39.5	50.9	128.9%
Software license fees and subscriptions	165.4	121.0	44.4	36.7%	(1.9)	167.3	121.0	46.3	38.3%
Product updates and support fees	353.1	356.6	(3.5)	-1.0%	(4.1)	357.2	356.6	0.6	0.2%
Software revenues	518.5	477.6	40.9	8.6%	(6.0)	524.5	477.6	46.9	9.8%
Consulting services and other fees	183.1	162.7	20.4	12.5%	(2.1)	185.2	162.7	22.5	13.8%
Total revenues	701.6	640.3	61.3	9.6%	(8.1)	709.7	640.3	69.4	10.8%
Expenses									
Cost of software license fees	15.5	13.0	2.5	19.2%	(0.3)	15.8	13.0	2.8	21.5%
Cost of SaaS subscriptions	37.4	18.2	19.2	105.5%	(0.3)	37.7	18.2	19.5	107.1%
Cost of product updates and support fees	61.4	61.7	(0.3)	-0.5%	(1.0)	62.4	61.7	0.7	1.1%
Cost of consulting services and other fees	141.9	138.8	3.1	2.2%	(2.0)	143.9	138.8	5.1	3.7%
Sales and marketing costs	124.9	101.4	23.5	23.2%	(1.3)	126.2	101.4	24.8	24.5%
Research and development	110.1	99.2	10.9	11.0%	(1.0)	111.1	99.2	11.9	12.0%
General and administrative	51.0	44.2	6.8	15.4%	(1.2)	52.2	44.2	8.0	18.1%
Amortization of intangible assets and depreciation	57.8	56.7	1.1	1.9%	(0.4)	58.2	56.7	1.5	2.6%
Restructuring costs	20.0	1.8	18.2	nm	0.1	19.9	1.8	18.1	nm
Acquisition-related and other costs	3.9	2.0	1.9	95.0%	-	3.9	2.0	1.9	95.0%
Total operating expenses	623.9	537.0	86.9	16.2%	(7.4)	631.3	537.0	94.3	17.6%
Income from operations	77.7	103.3	(25.6)	-24.8%	(0.7)	78.4	103.3	(24.9)	-24.1%
Interest expense, net	80.3	72.6	7.7	10.6%	-	80.3	72.6	7.7	10.6%
Other (income) expense, net	15.0	(37.2)	52.2	nm	(5.7)	20.7	(37.2)	57.9	nm
Loss before income taxes	(17.6)	67.9	(85.5)	nm	5.0	(22.6)	67.9	(90.5)	nm
Income tax provision (benefit)	7.8	10.4	(2.6)	-25.0%	(0.2)	8.0	10.4	(2.4)	-23.1%
Net income (loss)	(25.4)	57.5	(82.9)	nm	5.2	(30.6)	57.5	(88.1)	nm
Noncontrolling interests	0.1	-	0.1	nm	-	0.1	-	0.1	nm
Net income (loss) attributable to Infor	\$ (25.5)	\$ 57.5	\$ (83.0)	nm	\$ 5.2	\$ (30.7)	\$ 57.5	\$ (88.2)	nm

(1) Currency impact is computed by converting actual results using Q116 exchange rates



Q117 v. Q116 P&L: Pro Forma

\$ in millions	Pro Forma Results				Currency Impact ⁽¹⁾	Currency-adjusted Results			
	Actual Q117 ⁽²⁾	Actual Q116 ⁽²⁾	Variance	% Variance		Adjusted Q117	Actual Q116	Variance	% Variance
Revenue									
Software license fees	\$ 75.3	\$ 81.5	\$ (6.2)	-7.6%	\$ (1.6)	\$ 76.9	\$ 81.5	\$ (4.6)	-5.6%
SaaS subscriptions	90.8	39.5	51.3	129.9%	(0.3)	91.1	39.5	51.6	130.6%
Software license fees and subscriptions	166.1	121.0	45.1	37.3%	(1.9)	168.0	121.0	47.0	38.8%
Product updates and support fees	353.4	357.0	(3.6)	-1.0%	(4.1)	357.5	357.0	0.5	0.1%
Software revenues	519.5	478.0	41.5	8.7%	(6.0)	525.5	478.0	47.5	9.9%
Consulting services and other fees	183.1	162.7	20.4	12.5%	(2.1)	185.2	162.7	22.5	13.8%
Total revenues	702.6	640.7	61.9	9.7%	(8.1)	710.7	640.7	70.0	10.9%
Expenses									
Cost of software license fees	15.5	13.0	2.5	19.2%	(0.3)	15.8	13.0	2.8	21.5%
Cost of SaaS subscriptions	37.4	18.2	19.2	105.5%	(0.3)	37.7	18.2	19.5	107.1%
Cost of product updates and support fees	61.4	61.7	(0.3)	-0.5%	(1.0)	62.4	61.7	0.7	1.1%
Cost of consulting services and other fees	141.9	138.8	3.1	2.2%	(2.0)	143.9	138.8	5.1	3.7%
Sales and marketing costs	124.9	101.4	23.5	23.2%	(1.3)	126.2	101.4	24.8	24.5%
Research and development	110.1	99.2	10.9	11.0%	(1.0)	111.1	99.2	11.9	12.0%
General and administrative	51.0	44.2	6.8	15.4%	(1.2)	52.2	44.2	8.0	18.1%
Amortization of intangible assets and depreciation	57.8	56.7	1.1	1.9%	(0.4)	58.2	56.7	1.5	2.6%
Restructuring costs	20.0	1.8	18.2	nm	0.1	19.9	1.8	18.1	nm
Acquisition related and other costs	3.9	2.0	1.9	95.0%	-	3.9	2.0	1.9	95.0%
Total operating expenses	623.9	537.0	86.9	16.2%	(7.4)	631.3	537.0	94.3	17.6%
Income from operations	78.7	103.7	(25.0)	-24.1%	(0.7)	79.4	103.7	(24.3)	-23.4%
Interest expense, net	80.3	72.6	7.7	10.6%	-	80.3	72.6	7.7	10.6%
Other (income) expense, net	15.0	(37.2)	52.2	nm	(5.7)	20.7	(37.2)	57.9	nm
Income (loss) before income taxes	(16.6)	68.3	(84.9)	nm	5.0	(21.6)	68.3	(89.9)	nm
Income tax provision (benefit)	7.8	10.4	(2.6)	-25.0%	(0.2)	8.0	10.4	(2.4)	-23.1%
Net income (loss)	(24.4)	57.9	(82.3)	nm	5.2	(29.6)	57.9	(87.5)	nm
Noncontrolling interests	0.1	-	0.1	nm	-	0.1	-	0.1	nm
Net income (loss) attributable to Infor	\$ (24.5)	\$ 57.9	\$ (82.4)	nm	\$ 5.2	\$ (29.7)	\$ 57.9	\$ (87.6)	nm
Add backs	210.8	109.6	101.2	92.3%	(6.3)	217.1	109.6	107.5	98.1%
Adjusted EBITDA	\$ 186.3	\$ 167.5	\$ 18.8	11.2%	\$ (1.1)	\$ 187.4	\$ 167.5	\$ 19.9	11.9%
Adjusted EBITDA margin	26.5%	26.1%				26.4%	26.1%		

Note – Pro Forma Results contain reversal of GAAP purchase accounting adjustments

(1) Currency impact is computed by converting actual results using Q116 exchange rates

(2) Q117 and Q116 results include equity compensation expense by category as follows:

Cost of product updates and support fees	\$ 0.1	\$ 0.1
Sales and marketing	0.7	0.3
Research and development	0.2	0.3
General and administrative	2.5	0.6
Equity-based compensation	\$ 3.5	\$ 1.3



Q117 v. Q116 EBITDA: Pro Forma

\$ in millions	Pro Forma Results				Currency Impact ⁽¹⁾	Currency-adjusted Results			
	Actual Q117	Actual Q116	Variance	% Variance		Adjusted Q117	Actual Q116	Variance	% Variance
Net income (loss) attributable to Infor	\$ (24.5)	\$ 57.9	\$ (82.4)	<i>nm</i>	\$ 5.2	\$ (29.7)	\$ 57.9	\$ (87.6)	<i>nm</i>
Reconciliation of net income (loss) to adjusted Pro Forma EBITDA									
Net Interest ⁽²⁾	80.6	72.9	7.7	10.6%	-	80.6	72.9	7.7	10.6%
Income tax provision (benefit) ⁽³⁾	9.2	10.4	(1.2)	-11.5%	(0.2)	9.4	10.4	(1.0)	-9.6%
Depreciation and amortization	57.8	56.7	1.1	1.9%	(0.4)	58.2	56.7	1.5	2.6%
FX (gains) losses	14.8	(36.9)	51.7	<i>nm</i>	(5.8)	20.6	(36.9)	57.5	<i>nm</i>
Pro Forma EBITDA	137.9	161.0	(23.1)	-14.3%	(1.2)	139.1	161.0	(21.9)	-13.6%
Equity-based compensation	3.5	1.3	2.2	169.2%	-	3.5	1.3	2.2	169.2%
Acquisition transaction and integration costs	3.9	2.0	1.9	95.0%	-	3.9	2.0	1.9	95.0%
Non-recurring, extraordinary, exceptional, unusual (gains) losses	1.5	(0.6)	2.1	<i>nm</i>	-	1.5	(0.6)	2.1	<i>nm</i>
Restructuring	20.0	1.8	18.2	<i>nm</i>	0.1	19.9	1.8	18.1	<i>nm</i>
Other non-operating expenses	2.1	2.0	0.1	5.0%	-	2.1	2.0	0.1	5.0%
Cost savings and expense reduction initiatives ⁽⁴⁾	15.6	-	15.6	<i>nm</i>	-	15.6	-	15.6	<i>nm</i>
Acquisition cost savings ⁽⁵⁾	0.8	-	0.8	<i>nm</i>	-	0.8	-	0.8	<i>nm</i>
Unrestricted subsidiary Adjusted EBITDA ⁽⁶⁾	1.0	-	1.0	<i>nm</i>	-	1.0	-	1.0	<i>nm</i>
Adjusted EBITDA	\$ 186.3	\$ 167.5	\$ 18.8	11.2%	\$ (1.1)	\$ 187.4	\$ 167.5	\$ 19.9	11.9%

Note – Pro Forma Results contain reversal of GAAP purchase accounting adjustments

(1) Currency impact is computed by converting actual results using Q116 exchange rates

(2) Includes fees associated with debt as defined by Infor's debt agreements

(3) Includes other taxes as defined by Infor's debt agreements

(4) Anticipated savings yet to be realized related to specific cost saving actions, operating expense reductions and other related initiatives that we expect to take over the next 12 months

(5) Anticipated cost savings yet to be realized from acquisitions

(6) Addback of the negative Adjusted EBITDA of our Unrestricted Subsidiary included in our operating results above pursuant to Infor's debt agreements



Quarterly Overview: LTM Results

\$ in millions	Quarter Ended October 31, 2015	Quarter Ended January 31, 2016	Quarter Ended April 30, 2016	Quarter Ended July 31, 2016	LTM Ended July 31, 2016 ⁽¹⁾
Revenues					
Software license fees and subscriptions	\$ 139.9	\$ 159.0	\$ 195.8	\$ 165.4	\$ 660.1
Product updates and support	354.3	349.2	345.7	353.1	1,402.3
Software revenues	494.2	508.2	541.5	518.5	2,062.4
Consulting services and other fees	169.1	163.4	174.9	183.1	690.5
Total revenues	663.3	671.6	716.4	701.6	2,752.9
Expenses					
Cost of software license fees and subscriptions	39.6	45.7	53.8	52.9	192.0
Cost of product updates and support	63.1	61.7	62.4	61.4	248.6
Cost of consulting services and other	140.0	141.2	143.2	141.9	566.3
Sales and marketing	106.5	109.6	116.0	124.9	457.0
Research, development and updates	99.7	114.5	108.2	110.1	432.5
General and administrative	46.7	52.8	49.6	51.0	200.1
Depreciation and amortization of intangible assets	58.7	65.6	62.9	57.8	245.0
Restructuring costs	6.4	12.2	7.6	20.0	46.2
Acquisition related and other costs	9.6	3.4	2.1	3.9	19.0
Total operating expenses	570.3	606.7	605.8	623.9	2,406.7
Income from operations	93.0	64.9	110.6	77.7	346.2
Interest expense, net	78.5	80.5	79.9	80.3	319.2
Other (income) expense, net	10.8	35.7	66.6	15.0	128.1
Income (loss) before income taxes	3.7	(51.3)	(35.9)	(17.6)	(101.1)
Income tax provision (benefit)	6.5	(5.7)	(60.0)	7.8	(51.4)
Net income (loss)	(2.8)	(45.6)	24.1	(25.4)	(49.7)
Noncontrolling interests	(1.0)	(1.4)	0.4	0.1	(1.9)
Net income (loss) attributable to Infor	\$ (1.8)	\$ (44.2)	\$ 23.7	\$ (25.5)	\$ (47.8)

(1) Presented in compliance with Infor Notes' Indentures including pro forma results which contain reversal of purchase accounting adjustments



Quarterly Overview: LTM Results

\$ in millions	Quarter Ended October 31, 2015	Quarter Ended January 31, 2016	Quarter Ended April 30, 2016	Quarter Ended July 31, 2016	LTM Ended Jul 31, 2016 ⁽¹⁾⁽²⁾⁽⁹⁾
Net income (loss) attributable to Infor	\$ (1.8)	\$ (44.2)	\$ 23.7	\$ (25.5)	\$ (47.8)
Reconciliation of net income (loss) to Adjusted EBITDA:					
Net Interest ⁽³⁾	78.9	80.8	80.2	80.6	320.5
Income tax provision (benefit) ⁽⁴⁾	6.5	(5.7)	(60.0)	9.2	(50.0)
Depreciation and amortization	58.7	65.6	62.9	57.8	245.0
Purchase accounting impact - License fees and subscriptions	4.3	5.9	1.2	0.7	12.1
Purchase accounting impact - Product updates and support fees	0.1	-	-	0.3	0.4
Purchase accounting impact - Consulting	-	0.1	-	-	0.1
Equity-based compensation	1.9	15.7	0.8	3.5	21.9
Acquisition transaction and integration costs	9.6	3.4	2.1	3.9	19.0
Non-recurring, extraordinary, exceptional, unusual (gains) losses	0.8	5.0	2.2	1.5	9.5
Restructuring	6.4	12.2	7.6	20.0	46.2
Other non-operating expenses	2.1	2.1	1.8	2.1	8.1
FX (gains) losses	10.8	35.6	66.6	14.8	127.8
Cost savings and expense reduction initiatives ⁽⁵⁾	6.4	4.3	2.8	15.6	67.5
Pre-acquisition adjusted EBITDA ⁽⁶⁾	4.3	-	-	-	5.7
Acquisition cost savings ⁽⁷⁾	1.8	1.3	0.1	0.8	6.5
Unrestricted subsidiary Adjusted EBITDA ⁽⁸⁾	-	-	-	1.0	(0.2)
Adjusted EBITDA ⁽⁹⁾	\$ 190.8	\$ 182.1	\$ 192.0	\$ 186.3	\$ 792.3
Adjusted EBITDA margin	28.8%	27.1%	26.8%	26.6%	28.8%

(1) Presented in compliance with Infor Notes' Indentures including pro forma results which contain reversal of purchase accounting adjustments

(2) Consolidated LTM EBITDA as of July 31, 2016, pursuant to the provisions of Infor's Credit Agreement was approximately \$793.3

(3) Includes fees associated with debt as defined by Infor's debt agreements

(4) Includes other taxes as defined by Infor's debt agreements

(5) Anticipated savings yet to be realized related to specific cost saving actions, operating expense reductions and other related initiatives that we expect to take over the next 12 months

(6) Pro forma adjustment for pre-acquisition Adjusted EBITDA of recent acquisitions

(7) Anticipated cost savings yet to be realized from acquisitions

(8) Addback of the negative Adjusted EBITDA of our Unrestricted Subsidiary included in our operating results above pursuant to Infor's debt agreements

(9) Sum of the quarters presented does not tie to LTM column due to adjustments related to anticipated LTM cost savings and expense reduction initiatives, pre-acquisition LTM adjusted EBITDA, and anticipated LTM acquisition cost savings



Balance Sheet: GAAP

\$ in millions	<u>July 31, 2016</u>	<u>April 30, 2016</u>
Assets		
Current assets		
Cash and cash equivalents	\$ 511.2	\$ 705.7
Accounts receivable, net	349.9	391.9
Other current assets	286.0	278.4
Total current assets	<u>1,147.1</u>	<u>1,376.0</u>
Property and equipment, net of accumulated depreciation	139.7	125.0
Intangible assets, net of accumulated amortization	5,364.5	5,294.6
Other long-term assets	171.0	210.4
Total assets	<u>\$ 6,822.3</u>	<u>\$ 7,006.0</u>
Liabilities and Stockholders' Deficit		
Current liabilities		
Accounts payable and accrued liabilities	503.1	591.5
Deferred revenue	936.9	936.7
Current portion of long-term debt	-	56.3
Total current liabilities	<u>1,440.0</u>	<u>1,584.5</u>
Long-term debt, net	5,635.7	5,653.7
Other long-term liabilities	353.2	366.7
Total liabilities	<u>7,428.9</u>	<u>7,604.9</u>
Redeemable noncontrolling interests	146.5	140.0
Stockholders' deficit	(753.1)	(738.9)
Total liabilities and stockholders' deficit	<u>\$ 6,822.3</u>	<u>\$ 7,006.0</u>



Statement of Cash Flows: GAAP

\$ in millions

	Three Months Ended	
	July 31, 2016	July 31, 2015
Cash flows from operating activities		
Net income	\$ (25.4)	\$ 57.5
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	57.8	56.7
Non cash items and change in working capital	(21.8)	15.0
Net cash provided by operating activities	<u>10.6</u>	<u>129.2</u>
Cash flows from investing activities		
Acquisition, net of cash acquired	(141.7)	-
Purchases of property, equipment and software	(26.8)	(9.5)
Other investing activities	1.0	0.1
Net cash used in investing activities	<u>(167.5)</u>	<u>(9.4)</u>
Cash flows from financing activities		
Deferred financing fees and other financing activities	(0.4)	(0.4)
Proceeds from the issuance of stock	144.0	-
Loans to stockholders	-	(1.6)
Payment of debt obligations	(62.9)	(9.2)
Dividends paid	(111.5)	(17.0)
Net cash provided by (used in) financing activities	<u>(30.8)</u>	<u>(28.2)</u>
Net increase in cash and cash equivalents	(187.7)	91.6
Effect of exchange rate on cash and cash equivalents	(6.8)	(5.1)
Net increase (decrease) in cash and cash equivalents	<u>(194.5)</u>	<u>86.5</u>
Cash and cash equivalents		
Beginning of the period	705.7	526.7
End of the period	<u>\$ 511.2</u>	<u>\$ 613.2</u>



Debt Summary

\$ in millions

<u>Tranche</u>	<u>Currency</u>	<u>Pricing ⁽¹⁾</u>	<u>Outstanding July 31, 2016</u>	<u>USD Outstanding July 31, 2016</u>	<u>Maturity</u>
First Lien - Tranche B-5 Term Loan	USD	AER ⁽²⁾ + 2.75 margin	\$ 2,400.4	\$ 2,400.4	6/3/2020
First Lien - Tranche B-3 Term Loan	USD	AER ⁽²⁾ + 2.75 margin	\$ 453.5	\$ 453.5	6/3/2020
First Lien - Euro-B Term Loan	EUR ⁽³⁾	AER ⁽²⁾ + 3.0 margin	€ 331.3	\$ 370.5	6/3/2020
Infor (US), Inc. Senior Secured Notes	USD	5.750%	\$ 500.0	\$ 500.0	8/15/2020
Infor (US), Inc. Senior Notes	USD	6.500%	\$ 1,630.0	\$ 1,630.0	5/15/2022
Infor (US), Inc. Senior Notes	EUR ⁽³⁾	5.750%	€ 350.0	\$ 391.4	5/15/2022
Deferred Financing Fees, Debt Discounts and Premiums, net	USD		\$ (110.2)	\$ (110.2)	
Total Debt				\$ 5,635.7	
Less: Cash Balance				\$ (511.2)	
Net Debt				\$ 5,124.5	
LTM EBITDA				\$ 792.3	
LTM EBITDA to Total Debt ⁽⁴⁾				7.3 X	
LTM EBITDA to Net Debt ⁽⁴⁾				6.6 X	
LTM EBITDA to Net Secured Debt				4.1 X	

(1) Reflects current pricing based on our Credit Agreement, as amended, and the refinancing of our senior notes in April 2015

(2) Adjusted Eurocurrency Rate (AER) - The AER floor is 1.00% per annum

(3) Euro exchange rate as of July 31, 2016, was 1.1184

(4) Ratio calculations based on gross debt of \$5,745.9 million excluding net deferred financing fees, debt discounts and premiums of \$110.2 million

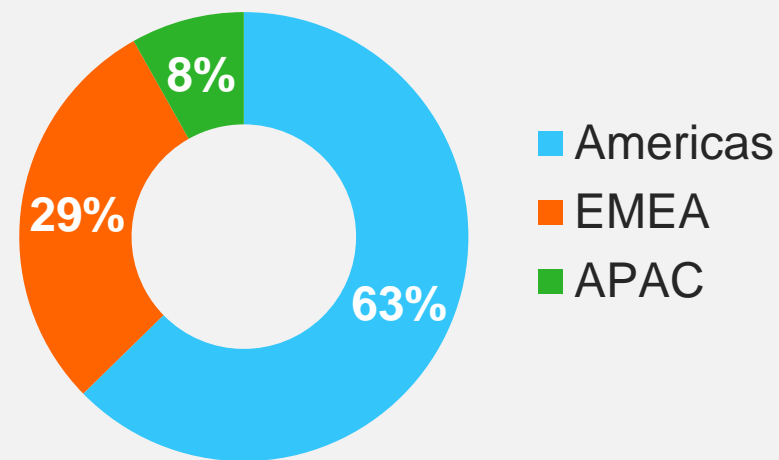


Operating Metrics

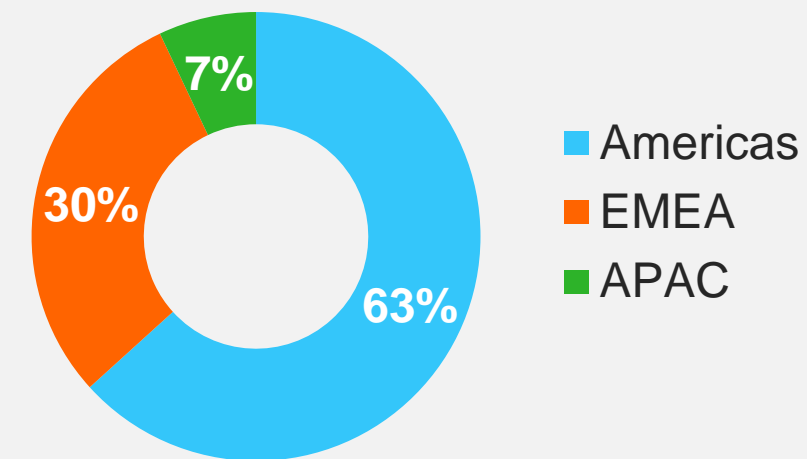


Revenue Metrics

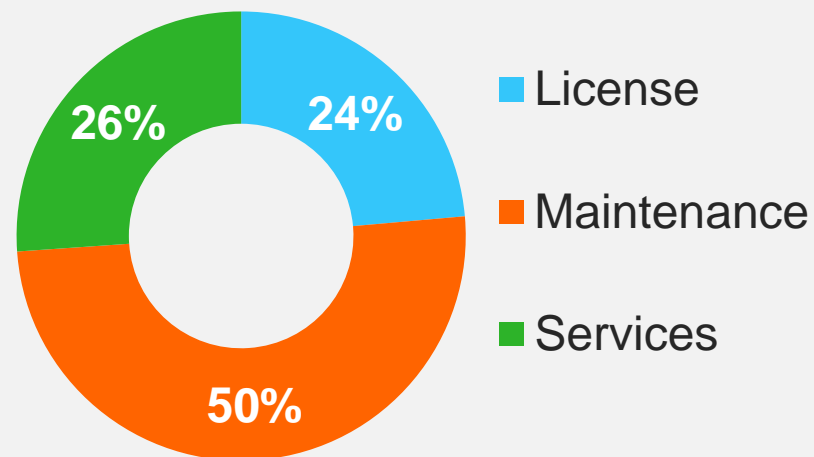
By region (Q117)



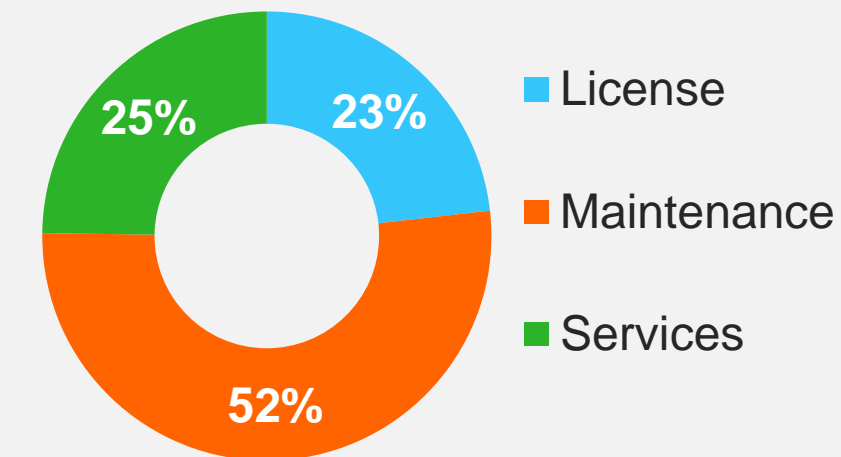
By region (FY16)



By type (Q117)



By type (FY16)

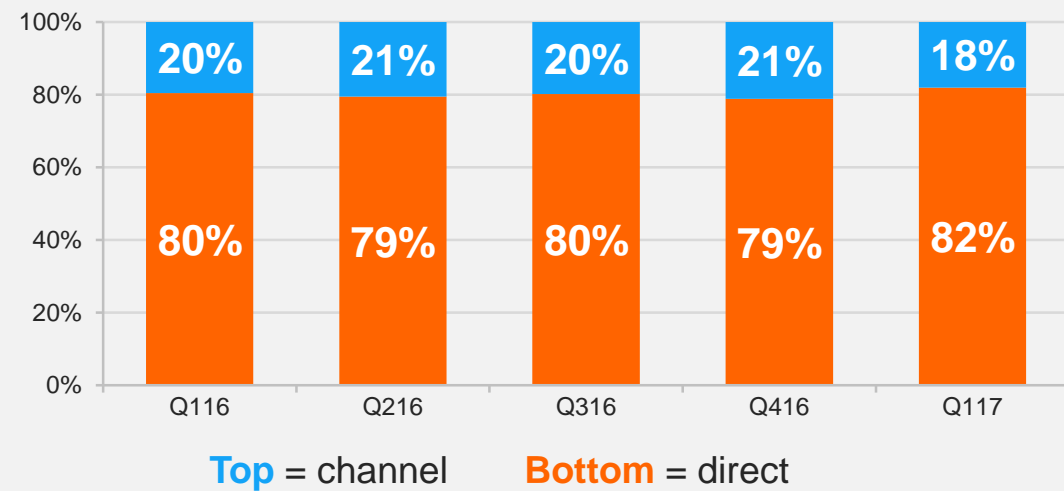


* Revenue Metrics are based on Pro Forma Revenue using actual rates

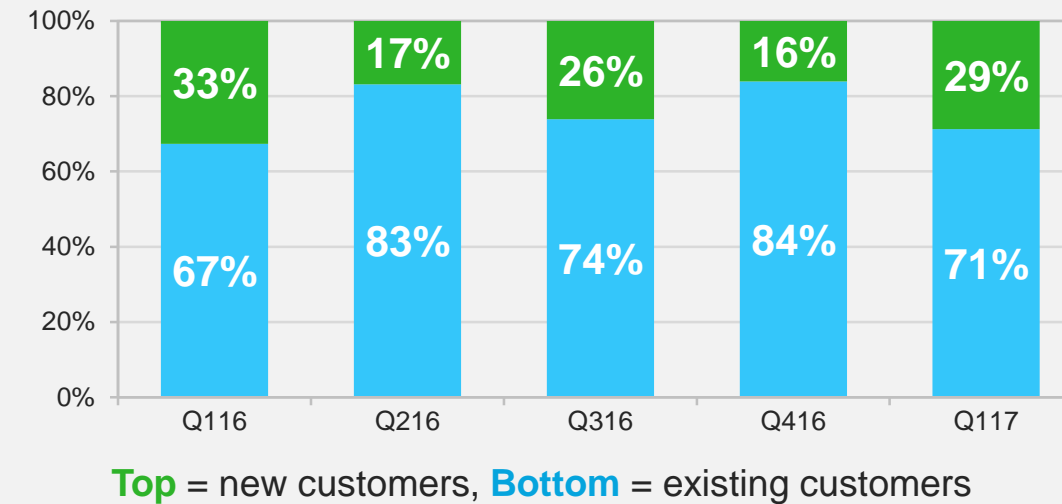


Operational Metrics

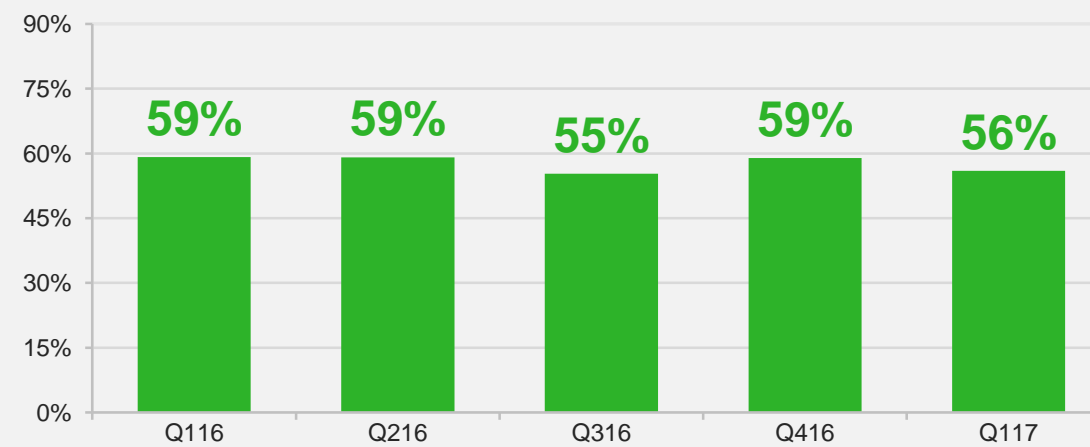
Direct/Channel mix – Perpetual license + ACV SaaS bookings



Customer mix – Perpetual license + ACV SaaS bookings



Professional services utilization



Includes GT Nexus and Merit are included

infor

TM