

The OpenText logo is displayed in white, bold, lowercase letters. The 't' at the end of 'text' has a small 'TM' trademark symbol to its upper right. The background of the slide is a dark blue gradient with a complex network of glowing blue lines and dots, resembling a digital or data network.

opentextTM

OpenText Signs Definitive Agreement to Acquire Liaison Technologies

Investor Relations

October 31, 2018

Safe Harbor Statement

Certain statements in this presentation, including statements regarding OpenText's plans, objectives, expectations and intentions relating to the acquisition, as well as the acquisition's expected contribution to OpenText's results, may contain words considered forward-looking statements or information under applicable securities laws. These statements are based on OpenText's current expectations, estimates, forecasts and projections about the operating environment, economies and markets in which the company operates. These statements are subject to important assumptions, risks and uncertainties that are difficult to predict, and the actual outcome may be materially different. OpenText's assumptions, although considered reasonable by the company at the date of this press release, may prove to be inaccurate and consequently its actual results could differ materially from the expectations set out herein. For additional information with respect to risks and other factors, which could occur, see OpenText's Annual Report on Form 10-K, Quarterly Reports on Form 10-Q and other securities filings with the SEC and other securities regulators. Unless otherwise required by applicable securities laws, OpenText disclaims any intention or obligations to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

About Liaison Technologies



Private company
founded in
2001



470
Employees



Over **4,000**
global enterprise
customers



Over **250,000**
businesses trading
on the network



Headquartered in
Alpharetta,
Georgia

Liaison Technologies (Liaison), a private company, provides cloud-based integration and data management solutions to help customers unlock the power of a data-centric approach to their business.

Liaison's integration platform breaks down the barriers between data silos to tap into the valuable information needed to make better decisions, faster.

<https://www.liaison.com/>

Transaction Overview

- On October 31, 2018, OpenText announced it has entered into a definitive agreement to acquire Liaison, a leading provider of cloud-based enterprise application integration and data management solutions.
- The purchase price is approximately \$310 million in an all-cash transaction.
- The transaction is expected to close within 90 days from signing and is subject to customary regulatory approvals and closing conditions.
- OpenText will provide further details on Liaison's expected financial contribution and integrated business plan following close of the transaction (expected for the next quarterly earnings call).
- OpenText advises the investor community not to model Liaison's financials until that disclosure date.

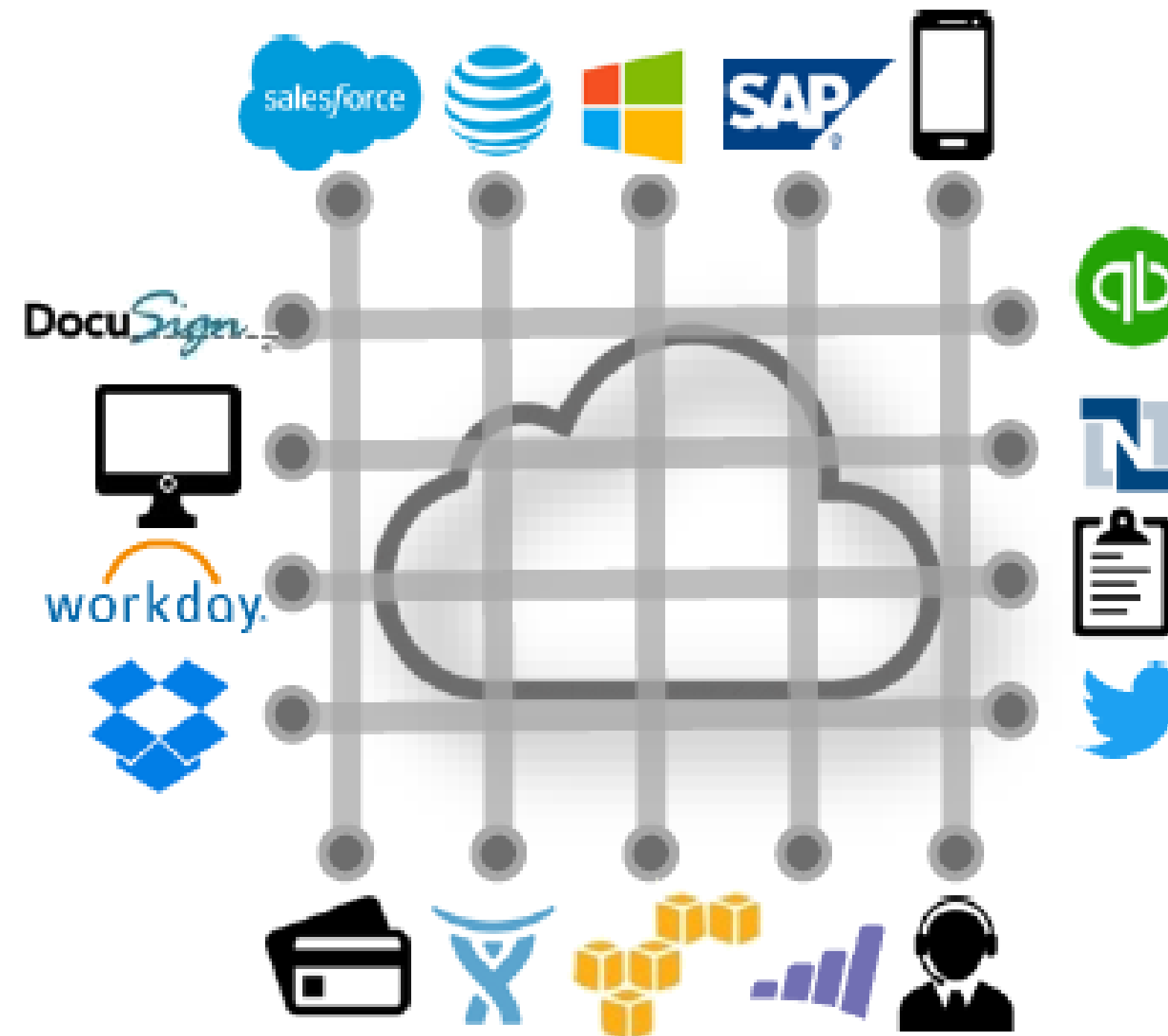
Strategic Rationale

- Liaison addresses the **Integration and Data Management** market including fast growing adjacent market segments such as integration Platform-as-a-service (iPaaS) with a managed services approach. Liaison is a powerful transformation agent and will immediately complement OpenText's GXS, EasyLink, Covisint and ANX platforms.
- Liaison is expected to further enhance digital ecosystem integration solutions, extending our external business-to-business (B2B) integration with internal application-to-application (A2A) integration and Data Management.
- The acquisition expands capabilities within key verticals such as life sciences and healthcare.
- Liaison's ALLOY® Platform is a highly compliant end-to-end data integration and management solution, allowing organizations to exchange sensitive data throughout complex and highly regulated ecosystems.
- The ALLOY® platform solution can be deployed in the cloud, on-premise, or hybrid. It also supports all integration protocols: Consolidate EDI, API, ESB, etc. into one powerful solution.

Integration and Data Management

Explosion of Data Sources & Uses

- Global enterprises increasingly need to absorb, process, and analyze massive volumes of data in real-time.
- Enterprises seek a consolidated framework to solve integration issues as fragmentation of applications continue.



Existing Infrastructure is Not Keeping up

- Costly to modify and maintain legacy solutions.
- Organizations are seeking solutions that can manage integration complexity, security, and compliance.

A Market Leader in B2B Integration

Liaison strengthens OpenText's presence in B2B Integration

Gartner Integration Brokerage MQ



Overview of Liaison

Award-winning Platform & Services

Winner of Database Trends & Applications' "Best Data Integration Solution (Overall)" of 2017

ALLOY® Platform

The ALLOY® is unique in offering a single unified platform to handle both integration and data management workflows. The primary service components are:

1. B2B integration
2. Application-to-Application, cloud to cloud, MFT; and connects any two application endpoints: cloud, mobile, device, on-premise
3. Data Management
4. Platform specialized for Healthcare with added focus on PHI security and HIPAA compliance

Lens®

Lens® is a component of the ALLOY® Platform providing cloud-based transaction and business activity monitoring. Its data visualization capabilities provide insights into and management of B2B and A2A data flow. Lens also provides improved visibility into documents containing protected or otherwise sensitive data.

Contivo

Data mapping and translation tool that is a component of the ALLOY® Platform. Offers a unique semantic integration technology that helps reduce the time and effort of integration projects through the use of a centralized, semantic metadata repository.

Select Customer Case Stories



Wayfair

SITUATION

- Required a system that provided consistent availability, easy interoperability and seamless onboarding of trading partners

SOLUTION

- Delta mapping technology using Liaison Delta™ and Liaison ECS™ solutions

RESULTS

- Wayfair significantly reduced time spent on map creation from two days down to two hours



Merck & Co.

SITUATION

- A large clinical trial strained Merck's existing clinical trial data infrastructure – creating inconsistent data flow for analysis

SOLUTION

- Developed a complete solution based on its Contivo mapping solution, part of the ALLOY® platform

RESULTS

- Merck decided to implement the ALLOY® Platform for all future clinical trials



Anylam

SITUATION

- Company began the process of finding a partner to provide and manage cloud-based integration services that could aggregate and harmonize disparate systems

SOLUTION

- Liaison's ALLOY® Platform for Healthcare

RESULTS

- Ability to connect to a variety of data sources with built-in capabilities to harmonize and share data across business divisions

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The Information CompanyTM