OpenText™

Enabling the Digital World

OpenText Signs Definitive Agreement to Acquire Certain Customer Experience Software Assets of HP Inc.

April 18, 2016

Safe Harbor

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What OpenText Announced

OpenText (NASDAQ: OTEX, TSX: OTC) announced today it has entered into a definitive agreement to acquire certain customer experience software and services assets from HP Inc. (NYSE: HPQ).

This is exclusive of the other software or hardware offerings from either of the two HP companies: HP Inc. or Hewlett Packard Enterprise (NYSE: HPE).
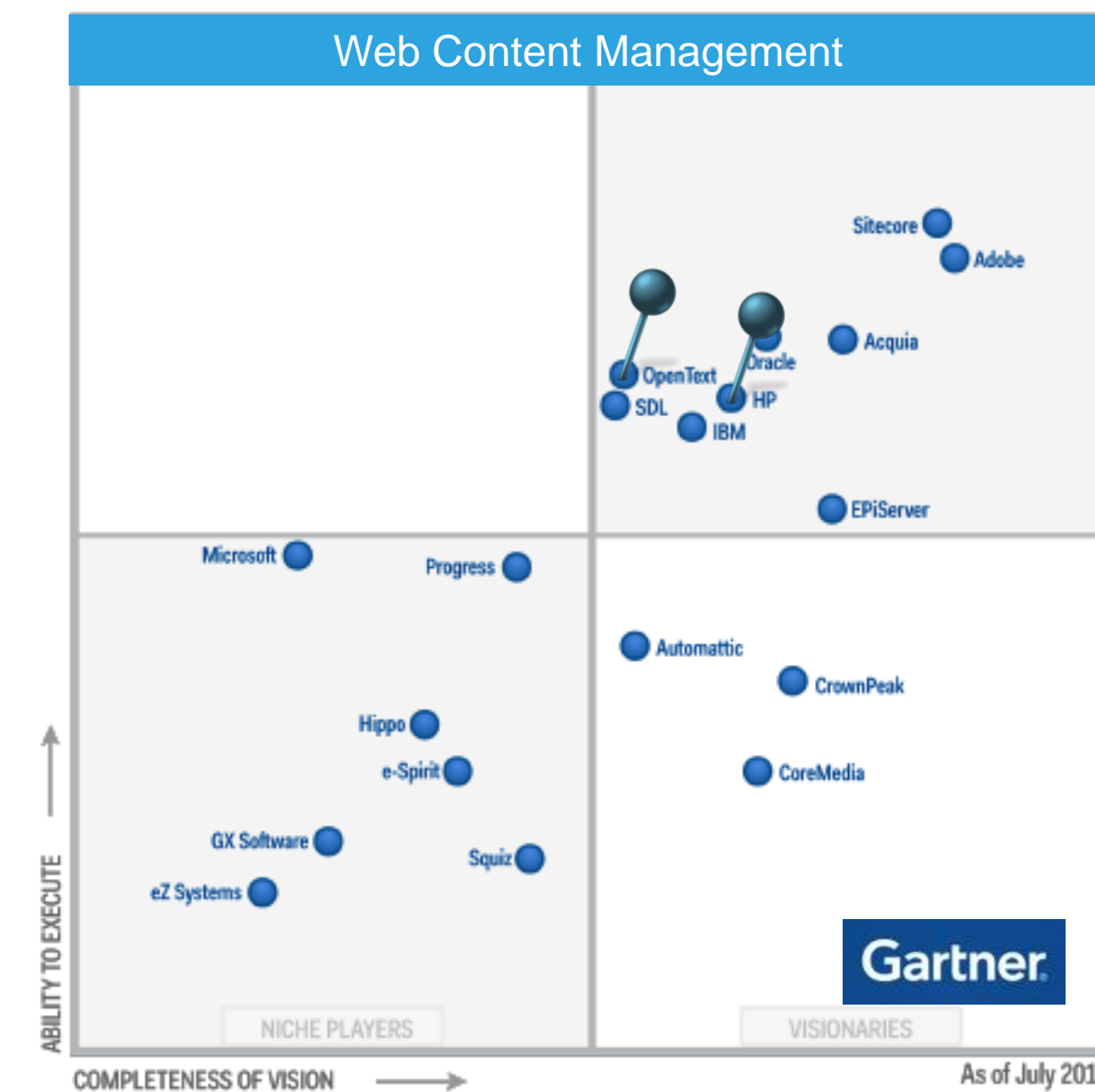
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Strategic Rationale

- Customer Experience Management is a strategic market segment and a critical component of Enterprise Information Management

- Highly attractive, multi-billion dollar market segment, that is growing

- Expands OpenText's leadership position

- Addition of loyal blue-chip customers with cross-sell opportunities

- Established and deeply experienced team of experts

- Compelling financial profile:
  - Profitable recurring revenues
  - Immediately accretive to earnings

Customer Experience Management

- Customer Experience Management (CEM) is a critical component of the growing marketing technology space enabling multichannel marketing, customer experience and communications optimization

- Key markets include Digital Asset Management (DAM) and Web Content Management (WCM). Market size (DAM & WCM) is approximately $3b and growing 8% - 10% CAGR*

* As per Gartner

What OpenText is Purchasing

Solution	Description
TeamSite	Modern multi-channel digital experience management platform for multichannel engagement and content targeting. Core offering in Web Content Management.
MediaBin	Centralized digital content storage, management and access serving as a single source of marketing truth. Video, Audio and Facial Recognition. Rich Media Workflow. Targeted Asset Distribution with Compliance and License Management. Core offering in Digital Asset Management.
Qfiniti	Intelligent workforce optimization solution designed to improve enterprise customer engagement and contact center management.
Explore	Multi-channel customer analytics solution supporting structured and unstructured data analysis. Data source aggregation, clustering, sentiment analysis and visualization.
HP Aurasma	Patented and scalable interactive mobile marketing solution with augmented reality technology.
HP Optimost	Comprehensive multichannel testing, targeting and personalization enabling self-service, testing and scaling.
Other Solutions	Hub 360, Hub Media and Hub Social.

More information on the solutions can be found on www.hpengage.com.

Terms of the Agreement

- Purchase price of USD $170 million

- All-cash transaction

- 400 employees*

- Expected annual revenues of between USD $85m and $95m

- Expected to be immediately accretive

- On the OpenText target operating model within 12 months

- Transaction is expected to close in OpenText's fourth fiscal quarter (Q4 Fiscal Year 2016) and is subject to customary regulatory approvals and closing conditions

* Number is approximate

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