

**OPEN TEXT CORPORATION**  
**CONDENSED CONSOLIDATED BALANCE SHEETS**  
(In thousands of U.S. dollars, except share data)

<b>ASSETS</b>	<b>September 30, 2017</b> (unaudited)	<b>June 30, 2017</b>
Cash and cash equivalents	\$ 376,390	\$ 443,357
Accounts receivable trade, net of allowance for doubtful accounts of \$6,861 as of September 30, 2017 and \$6,319 as of June 30, 2017	457,758	445,812
Income taxes recoverable	25,972	32,683
Prepaid expenses and other current assets	98,526	81,625
Total current assets	958,646	1,003,477
Property and equipment	245,378	227,418
Goodwill	3,576,224	3,416,749
Acquired intangible assets	1,560,370	1,472,542
Deferred tax assets	1,214,631	1,215,712
Other assets	94,718	93,763
Deferred charges	40,588	42,344
Long-term income taxes recoverable	5,865	8,557
<b>Total assets</b>	<b>\$ 7,696,420</b>	<b>\$ 7,480,562</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
Current liabilities:		
Accounts payable and accrued liabilities	\$ 323,261	\$ 342,120
Current portion of long-term debt	382,760	182,760
Deferred revenues	567,475	570,328
Income taxes payable	30,524	31,835
Total current liabilities	1,304,020	1,127,043
Long-term liabilities:		
Accrued liabilities	46,689	50,338
Deferred credits	4,644	5,283
Pension liability	61,235	58,627
Long-term debt	2,386,415	2,387,057
Deferred revenues	68,963	61,678
Long-term income taxes payable	167,484	162,493
Deferred tax liabilities	92,034	94,724
Total long-term liabilities	2,827,464	2,820,200
Shareholders' equity:		
Share capital and additional paid-in capital		
265,288,304 and 264,059,567 Common Shares issued and outstanding at September 30, 2017 and June 30, 2017, respectively; authorized Common Shares: unlimited	1,642,502	1,613,454
Accumulated other comprehensive income	49,518	48,800
Retained earnings	1,899,203	1,897,624
Treasury stock, at cost (1,093,280 shares at September 30, 2017 and 1,101,612 at June 30, 2017, respectively)	(27,342)	(27,520)
Total OpenText shareholders' equity	3,563,881	3,532,358
Non-controlling interests	1,055	961
Total shareholders' equity	3,564,936	3,533,319
<b>Total liabilities and shareholders' equity</b>	<b>\$ 7,696,420</b>	<b>\$ 7,480,562</b>

**OPEN TEXT CORPORATION**  
**CONDENSED CONSOLIDATED STATEMENTS OF INCOME**  
(In thousands of U.S. dollars, except share and per share data)  
(Unaudited)

	Three Months Ended September 30,	
	2017	2016
<b>Revenues:</b>		
License	\$ 78,231	\$ 60,656
Cloud services and subscriptions	193,853	169,687
Customer support	295,404	210,206
Professional service and other	73,199	51,115
Total revenues	640,687	491,664
<b>Cost of revenues:</b>		
License	2,960	3,845
Cloud services and subscriptions	84,330	70,292
Customer support	32,791	25,738
Professional service and other	59,459	41,343
Amortization of acquired technology-based intangible assets	43,960	23,135
Total cost of revenues	223,500	164,353
Gross profit	417,187	327,311
<b>Operating expenses:</b>		
Research and development	77,629	58,572
Sales and marketing	122,822	95,148
General and administrative	48,915	38,197
Depreciation	18,878	15,270
Amortization of acquired customer-based intangible assets	43,789	33,608
Special charges	18,031	12,454
Total operating expenses	330,064	253,249
Income from operations	87,123	74,062
Other income (expense), net	10,224	6,699
Interest and other related expense, net	(33,288)	(27,275)
Income before income taxes	64,059	53,486
Provision for (recovery of) income taxes	27,369	(859,425)
Net income for the period	\$ 36,690	\$ 912,911
Net (income) loss attributable to non-controlling interests	(94)	(27)
Net income attributable to OpenText	\$ 36,596	\$ 912,884
Earnings per share—basic attributable to OpenText	\$ 0.14	\$ 3.76
Earnings per share—diluted attributable to OpenText	\$ 0.14	\$ 3.73
Weighted average number of Common Shares outstanding—basic	264,802	242,910
Weighted average number of Common Shares outstanding—diluted	266,235	244,742
Dividends declared per Common Share	\$ 0.1320	\$ 0.1150

As a result of the two-for-one share split, effected January 24, 2017 by way of a share sub-division, all comparative period per share data and number of Common Shares outstanding in these Condensed Consolidated Financial Statements are presented on a post share split basis.

**OPEN TEXT CORPORATION**  
**CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**  
(In thousands of U.S. dollars)  
(Unaudited)

	Three Months Ended September 30,	
	2017	2016
Net income for the period	\$ 36,690	\$ 912,911
Other comprehensive income—net of tax:		
Net foreign currency translation adjustments	906	1,219
Unrealized gain (loss) on cash flow hedges:		
Unrealized gain (loss) - net of tax expense (recovery) effect of \$463 and (\$128) for the three months ended September 30, 2017 and 2016, respectively	1,285	(355)
(Gain) loss reclassified into net income - net of tax (expense) recovery effect of (\$287) and (\$5) for the three months ended September 30, 2017 and 2016, respectively	(797)	(17)
Actuarial gain (loss) relating to defined benefit pension plans:		
Actuarial gain (loss) - net of tax expense (recovery) effect of (\$83) and (\$593) for the three months ended September 30, 2017 and 2016, respectively	(115)	1,538
Amortization of actuarial (gain) loss into net income - net of tax (expense) recovery effect of \$42 and \$62 for the three months ended September 30, 2017 and 2016, respectively	56	147
Unrealized net gain (loss) on marketable securities - net of tax effect of nil for the three months ended September 30, 2017 and 2016, respectively	—	(112)
Release of unrealized gain on marketable securities - net of tax effect of nil for the three months ended September 30, 2017 and 2016, respectively	(617)	—
Total other comprehensive income (loss), net, for the period	718	2,420
Total comprehensive income	37,408	915,331
Comprehensive (income) loss attributable to non-controlling interests	(94)	(27)
Total comprehensive income attributable to OpenText	\$ 37,314	\$ 915,304

**OPEN TEXT CORPORATION**  
**CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS**  
(In thousands of U.S. dollars)  
(Unaudited)

	Three Months Ended September 30,	
	2017	2016
Cash flows from operating activities:		
Net income for the period	\$ 36,690	\$ 912,911
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization of intangible assets	106,627	72,013
Share-based compensation expense	8,235	8,140
Excess tax expense (benefits) on share-based compensation expense	—	(5)
Pension expense	1,035	1,190
Amortization of debt issuance costs	1,298	1,323
Amortization of deferred charges and credits	1,117	2,146
Loss on sale and write down of property and equipment	163	—
Release of unrealized gain on marketable securities to income	(841)	—
Deferred taxes	5,947	(875,824)
Share in net (income) loss of equity investees	512	(5,529)
Other non-cash charges	—	1,033
Changes in operating assets and liabilities:		
Accounts receivable	5,162	16,169
Prepaid expenses and other current assets	(2,808)	(1,189)
Income taxes and deferred charges and credits	9,148	3,221
Accounts payable and accrued liabilities	(64,476)	(30,599)
Deferred revenue	(38,480)	(26,109)
Other assets	(2,227)	(5,440)
Net cash provided by operating activities	67,102	73,451
Cash flows from investing activities:		
Additions of property and equipment	(30,449)	(20,665)
Proceeds from maturity of short-term investments	—	9,212
Purchase of Guidance Software, net of cash acquired	(220,765)	—
Purchase of Covisint Corporation, net of cash acquired	(71,279)	—
Purchase of HP Inc. CCM Business	—	(312,198)
Purchase of Recommend, Inc.	—	(170,107)
Purchase of HP Inc. CEM Business	—	(7,289)
Other investing activities	(4,206)	(123)
Net cash used in investing activities	(326,699)	(501,170)
Cash flows from financing activities:		
Excess tax (expense) benefits on share-based compensation expense	—	5
Proceeds from Revolver	200,000	—
Proceeds from issuance of Common Shares from exercise of stock options and ESPP	21,825	5,310
Repayment of long-term debt and revolver	(1,940)	(2,000)
Debt issuance costs	—	(1,330)
Payments of dividends to shareholders	(35,017)	(27,791)
Net cash provided by (used in) financing activities	184,868	(25,806)
Foreign exchange gain (loss) on cash held in foreign currencies	7,762	4,712
Increase (decrease) in cash and cash equivalents during the period	(66,967)	(448,813)
Cash and cash equivalents at beginning of the period	443,357	1,283,757
Cash and cash equivalents at end of the period	\$ 376,390	\$ 834,944