

# Capital Markets Day



#### General

All references in this presentation to "Nuvei", the "Company," "we," "our," "ours," "us" or similar terms refer to Nuvei Corporation, together with its subsidiaries. All references to "\$", "US\$", "dollars" and "U.S. dollars" are to United States dollars and all references to "C\$" are to Canadian dollars.

#### **Supplementary Financial Information**

Nuvei is today providing one-time Supplementary Financial Information for the fiscal years 2020 and 2021, with the intent of helping investors better understand the components of the Company's revenue and its growth profile. All revenue and percentages in the Supplementary Financial Information section are, or are derived from, components of revenue as calculated in accordance with the accounting policies used to prepare the revenue figure presented in the Company's financial statements under IFRS. The Company does not intend to provide Supplementary Financial Information on an on-going basis.

#### Market and Industry Data

The information contained in this presentation contains statistical data, estimates and forecasts concerning the industry in which the Company participates that are based on independent industry publications, including those published by Euromonitor International Limited ("Euromonitor"), from third-party sources, websites and other publicly available information, as well as the Company's internal sources and general knowledge of, and expectations concerning, the industry.

The industry market positions, shares, market sizes and growth estimates included in this presentation are based on estimates using the foregoing independent industry publications and the Company's internal data and estimates based on data from various industry analyses, our internal research and adjustments and assumptions that we believe to be reasonable. Although the Company has no reason to believe this industry information is not reliable, we have not independently verified data from industry publications and analyses and cannot guarantee their accuracy or completeness and do not make any representation as to the accuracy of such data. In addition, the Company believes that data regarding the industry and industry market positions, shares, market sizes and growth provide general guidance but are inherently imprecise. Further, these estimates and assumptions involve risk and uncertainties and are subject to change based on various factors. These and other factors could cause results to differ materially from those expressed in the estimates and assumptions. Market and industry data is subject to variations and reports were published before the global COVID-19 pandemic and therefore do not reflect any impact of the COVID-19 pandemic on any specific market or globally. In addition, we do not know all of the assumptions regarding general economic conditions or growth that were used in preparing the forecasts from the sources relied upon or cited herein. Accordingly, investors should not place undue reliance on this information.

#### **Non-IFRS and Other Financial Measures**

Nuvei's audited consolidated financial statements have been prepared in accordance with IFRS as issued by the International Accounting Standards Board. The information presented in this presentation includes non-IFRS financial measures, non-IFRS financial ratios and supplementary financial measures, namely Adjusted EBITDA, Adjusted EBITDA margin, Organic Revenue, Organic revenue growth, Adjusted net income, Adjusted net income per basic share, Adjusted net income per diluted share, Free cash flow, Total volume and eCommerce volume. These measures are not recognized measures under IFRS and do not have standardized meanings prescribed by IFRS and are therefore unlikely to be comparable to similar measures presented by other companies. Rather, these measures are provided as additional information to complement IFRS measures by providing further understanding of our results of operations from our perspective. Accordingly, these measures should not be considered in isolation nor as a substitute for analysis of the Company's financial information reperted under IFRS. These measures are used to provide investors with additional insight of our operating performance and thus highlight trends in Nuvei's core business that may not otherwise be apparent when relying solely on IFRS measures. We also believe that securities analysts, investors and other interested parties frequently use these non-IFRS and other financial measures in the evaluation of issuers. We also use these measures in order to facilitate operating performance comparisons from period, to prepare annual operating budgets and forecasts and to determine components of management compensation. We believe these measures are used widely among others in the payment technology industry as a means of evaluating a company's underlying operating performance.

#### **Non-IFRS Financial Measures**

Adjusted EBITDA: We use Adjusted EBITDA as a means to evaluate operating performance, by eliminating the impact of non-operational or non-cash items. Adjusted EBITDA is defined as net income (loss) before finance costs, finance income, depreciation and amortization, income tax expense, acquisition, integration and severance costs, share-based payments and related payroll taxes, loss (gain) on foreign currency exchange, and legal settlement and other.

**Organic revenue:** We use Organic revenue as a means of evaluating performance. This measure helps provide insight on organic and acquisition-related growth and presents useful information about comparable revenue growth. Organic revenue means revenue excluding the revenue attributable to acquired businesses for a period of 12-months following their acquisition and excluding revenue attributable to divested businesses.

In prior periods, we presented different adjusted revenue non-IFRS measures. As we continue to execute on our acquisition strategy and align with other companies in our industry, we believe that Organic revenue and Organic revenue growth are useful means of evaluating our performance and help provide insight on organic and acquisition-related growth. As our level of acquisitiveness has increased in recent periods, we believe these measures exercises are useful information about comparable growth in the period.



#### Disclaimer

Adjusted net income: We use Adjusted net income as an indicator of business performance and profitability with our current tax and capital structure. Adjusted net income is defined as net income (loss) before acquisition, integration and severance costs, share-based payments and related payroll taxes, loss (gain) on foreign currency exchange, amortization of acquisition-related intangible assets, and the related income tax expense or recovery for these items. Adjusted net income also excludes change in redemption value of liability-classified common and preferred shares and accelerated amortization of deferred transaction costs and legal settlement and other.

Free cash flow: We use Free cash flow as a supplementary indicator of our operating performance. Free cash flow means, for any period, Adjusted EBITDA less capital expenditures.

#### **Non-IFRS Financial Ratios**

Adjusted EBITDA margin: Adjusted EBITDA margin means Adjusted EBITDA divided by revenue.

Adjusted net income per basic share and per diluted share: We use Adjusted net income per basic share and per diluted share as an indicator of performance and profitability of our business on a per share basis. Adjusted net income per basic share and per diluted share means Adjusted net income less net income attributable to non-controlling interest divided by the basic and diluted weighted average number of common shares outstanding for the period. The number of share-based awards used in the diluted weighted average number of common shares outstanding in the Adjusted net income per diluted share calculation is determined using the treasury stock method as permitted under IFRS.

**Organic revenue growth:** Organic revenue growth means the year-over-year change in Organic revenue divided by Organic revenue in the prior period. We use Organic revenue growth to assess revenue trends in our business on a comparable basis versus the prior year.

#### **Supplementary Financial Measures**

We monitor the following key performance indicators to help us evaluate our business, measure our performance, identify trends affecting our business, formulate business plans and make strategic decisions. Our key performance indicators may be calculated in a manner that differs from similar key performance indicators used by other companies.

**Total volume and eCommerce volume:** We believe Total volume and eCommerce volume are indicators of performance of our business. Total volume and similar measures are used widely among others in the payments industry as a means of evaluating a company's performance. We define Total volume as the total dollar value of transactions processed in the period by merchants under contractual agreement with us. eCommerce volume is the portion of Total volume for which the transaction did not occur at a physical location. Total volume and eCommerce volume do not represent revenue earned by us. Total volume includes acquiring volume, where we are in the flow of funds in the settlement transaction cycle, gateway/technology volume, where we provide our gateway/technology services but are not in the flow of funds in the settlement transaction cycle as well as the total dollar value of transactions processed relating to alternative payment methods and payouts. Since our revenue is primarily sales volume and transaction-based, generated from merchants' daily sales and through various fees for value-added services provided to our merchants, fluctuations in Total volume will generally impact our revenue.

Organic volume growth: Organic volume growth means the year-over-year change in Organic volume divided by Organic volume in the prior period. We use Organic volume growth to assess revenue trends in our business on a comparable basis versus the prior year.

#### **Forward-Looking Information**

This presentation contains "forward-looking information" within the meaning of applicable securities laws, including, without limitation, Nuvei's outlook on Total volume, Revenue and Adjusted EBITDA for the three months ending March 31, 2022 and the year ending December 31, 2022 as well as medium and long-term targets on Total volume, Revenue and Adjusted EBITDA margin. This forward-looking information is identified by the use of terms and phrases such as "may", "would", "should", "could", "expect", "intend", "estimate", "plan", "foresee", "believe", or "continue", the negative of these terms and similar terminology, including references to assumptions, although not all forward-looking information contains these terms and phrases. Particularly, information regarding our expectations of future results, performance, achievements, prospects or opportunities or the markets in which we operate, expectations regarding industry trends and the size and growth rates of addressable markets, our business plans and growth strategies, addressable market opportunities and intention to capture an increasing share of addressable markets, the costs and success of our sales and marketing efforts, intentions to expland expected ionships, further pneetrate verticals, enter new geographical markets, expand into and further increase penetration of international markets, intentions to selectively pursue and successfully integrate acquisition outcomes and benefits, future investments in our business and anticipated capital expenditures, our intention to continuously innovate, differentiate and enhance our platform and solutions, expectations, expectations regarding our revenue, revenue generation potential of our solutions, expectations regarding our margins and future profitability, our financial outlook and guidance as well as medium and long-term targets in various financial metrics, and the future impact of the COVID-19 pandemic is forward-looking information.

In addition, any statements that refer to expectations, intentions, projections or other characterizations of future events or circumstances contain forward-looking information. Statements containing forward-looking information are not historical facts but instead represent management's expectations, estimates and projections regarding future events or circumstances. Any financial outlook and targets, as the case may be, may also constitute "financial outlook" within the meaning of applicable securities laws and are provided for the purposes of assisting the reader in understanding the Company's financial performance and measuring progress toward management's objectives and the reader is cautioned that it may not be appropriate for other purposes.



#### Disclaimer

Forward-looking information involves known and unknown risks and uncertainties, many of which are beyond our control, that could cause actual results to differ materially from those that are disclosed in or implied by such forwardlooking information. These risks and uncertainties include, but are not limited to, the risk factors described in greater detail under "Risk Factors" of the Company's annual information form (the "AIF") such as: risks relating to our business and industry, such as the ongoing COVID-19 pandemic, including the resulting global economic uncertainty and measures taken in response to the pandemic; the rapid developments and change in our industry; intense competition both within our industry and from other payments methods; challenges implementing our growth strategy; challenges to expand our product portfolio and market reach; challenges in expanding into new geographic regions internationally and continuing our growth within our markets; challenges in retaining existing clients, increasing sales to existing clients and attracting new clients; managing our growth effectively; difficulty to maintain the same rate of revenue growth as our business matures and to evaluate our future prospects; history of net losses and additional significant investments in our business; our level of indebtedness; risks associated with past and future acquisitions; challenges related to a significant number of our merchants being small-and-medium sized businesses ("SMBs"); concentration of our revenue from payment services; compliance with the requirements of payment networks; challenges related to the reimbursement of chargebacks from our merchants; our bank accounts being located in multiple territories and relying on banking partners to maintain those accounts; the impact of the United Kingdom's departure from the European Union; decline in the use of electronic payment methods; changes in foreign currency exchange rates affecting results of operations; deterioration in the quality of the products and services offered; loss of key personnel or difficulties hiring qualified personnel; impairment of a significant portion of intangible assets and goodwill; increasing fees from payment networks; challenges related to general economic and geopolitical conditions, business cycles and credit risks of our clients; reliance on third-party partners to sell some of our products and services; misappropriation of end-user transaction funds by our employees; frauds by merchants, their customers or others; coverage of our insurance policies; the degree of effectiveness of our risk management policies and procedures in mitigating our risk exposure; the integration of a variety of operating systems, software. hardware, web browsers and networks in our services; the costs and effects of pending and future litigation; various claims such as wrongful hiring of an employee from a competitor, wrongful use of confidential information of third parties by our employees, consultants or independent contractors or wrongful use of trade secrets by our employees of their former employers; challenges to secure financing on favorable terms or at all; challenges from seasonal fluctuations on our operating results; risks associated with less than full control rights of some of our subsidiaries; changes in accounting standards; estimates and assumptions in the application of accounting policies; occurrence of a natural disaster, a widespread health epidemic or pandemic or other events; impacts of climate change; challenges related to our holding company structure, as well as risks relating to intellectual property and technology, risks relating to regulatory and legal proceedings and risks relating to our Subordinate Voting Shares.

Forward-looking information is based on management's beliefs and assumptions and on information currently available to management, regarding, among other things, general economic conditions and the competitive environment within our industry, including the following assumptions: (a) Nuvei's results of operations and ability to achieve suitable margins will continue in line with management's expectations, (b) the Company will continue to effectively execute against its key strategic growth priorities, without any material adverse impact from the COVID-19 pandemic on its or its merchants' business, financial condition, financial performance, liquidity nor any significant reduction in demand for its products and services, (c) losses owing to business failures of merchants and customers will remain in line with anticipated levels, (d) the Company's ability to capture an increasing share of addressable markets by continuing to retain and grow existing customer relationships in high growth verticals while adding new customers adopting our technology processing transactions in existing and new geographies at or above historical levels, (e) Nuvei's continued ability to manage its growth effectively, (g) the Company will continue to attract and retain key talent and personnel required to achieve its plans and strategies, including sales, marketing, support and product and technology operations, in each case both domestically and internationally, (h) the Company's ability to successfully identify, complete, integrate and realize the expected benefits of, acquisitions and manage the associated risks, (i) absence of material changes in economic conditions in our core markets, geographies and verticals, (j) the size and growth rates of our addressable markets and volatility in financial markets. (I) the absence of daverse changes in current tax laws, (n) projected operating and capital expenditure requirements, and (o) the COVID-19 pandemic, including any variants, having durably subsided with broad immunity achieved in our

Consequently, all of the forward-looking information contained herein is qualified by the foregoing cautionary statements, and there can be no guarantee that the results or developments that we anticipate will be realized or, even if substantially realized, that they will have the expected consequences or effects on our business, financial condition or results of operation. Unless otherwise noted or the context otherwise indicates, the forward-looking information contained herein represents our expectations as of the date hereof or as of the date it is otherwise stated to be made, as applicable, and is subject to change after such date. However, we disclaim any intention or obligation or undertaking to update or amend such forward-looking information, future events or otherwise, except as may be required by applicable law.

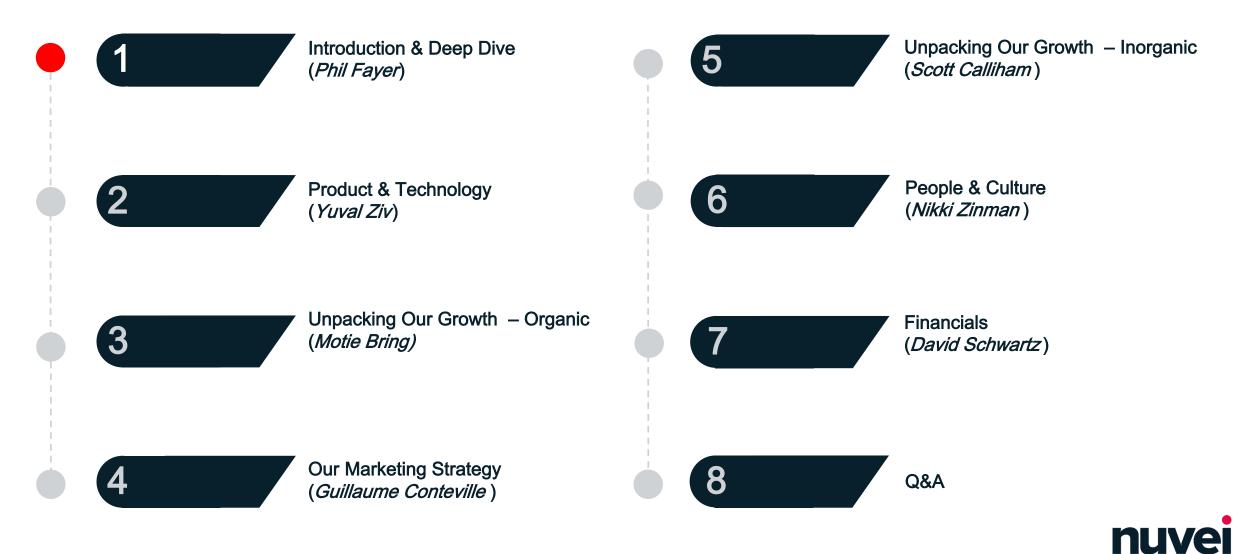
The guidance in this presentation is only effective as of the date given, March 28, 2022, and will not be updated or affirmed unless and until the Company publicly announces updated or affirmed guidance. Distribution or reference of this deck following March 28, 2022 does not constitute the Company re-affirming guidance.

#### Trademarks, Trade Names and Logos

This presentation refers to certain trademarks and trade names, including "Nuvei" and "Simplex", which are protected under applicable intellectual property laws and are the property of Nuvei. In addition, Nuvei's names, logos and website names and addresses are owned or licensed by Nuvei, as applicable. Nuvei also owns or has the rights to copyrights that also protect the content of its products and/or services. Solely for convenience, our trademarks, trade names and copyrights referred to in this presentation may appear without the ® or <sup>™</sup> symbol, but such references are not intended to indicate, in any way, that we will not assert our rights to these trademarks and trade names to the fullest extent under applicable law. All other trademarks and logos used in this presentation are the property of their respective owners.



### Today's Agenda





## Phil Fayer

## Our Chair & Chief Executive Officer



### **Our Purpose**

Accelerating our customers' business with tomorrow's payment platform.

### How We Do It

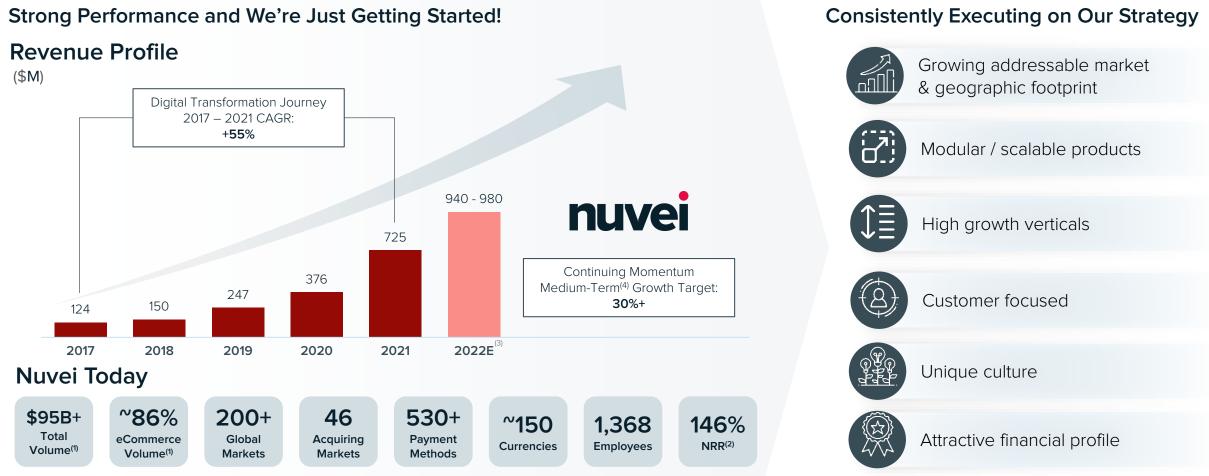
By being flexible and agile, we provide the payment technology and insights our customers and partners need to succeed locally and globally with one integration.



## Introduction



#### Nuvei at a Glance



#### Source: Company data.

8

- (1) Total volume does not represent revenue earned by the Company, but rather the total dollar value of transactions processed by customers (4) under contractual agreement with the Company. See "Disclaimer Supplementary Financial Measures".
- (2) Net revenue retention rate which is calculated by dividing revenue earned in a specific period by the revenue earned from the same customers in the corresponding period of the previous year. Our calculation of Net revenue retention rate for a given period only includes revenue from customers that were customers during the corresponding period of the previous year, and excludes revenue from new business onboarded during the last 12 months. See "Disclaimer-Supplementary Financial Information."
- (3) Represents the high and low points of the Company's Financial Outlook for the fiscal year ending December 31, 2022. The guidance in this presentation is only effective as of the date given, March 28, 2022, and will not be updated or affirmed unless and until the Company publicly
- announces updated and affirmed guidance. Distribution or reference of this presentation following March 28, 2022 does not constitute the Company re-affirming guidance.

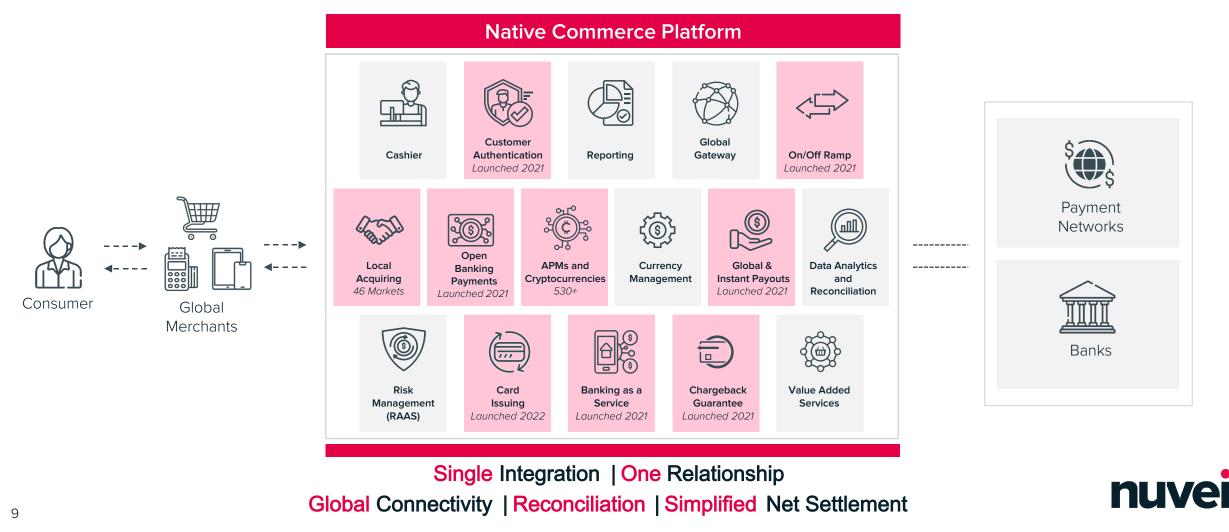
"Medium-term" has not been defined by Nuvei nor does Nuvei intend to define it. This target should not be considered as a projection, forecast or expected results but rather goals that we seek to achieve from the execution of our strategy over time. This growth target is fully qualified and based on a number of assumptions and subject to a number of risks described under the heading "Forward-Looking Information" of this presentation. This target is provided for the purpose of assisting the reader in understanding the Company's financial performance and measuring progress toward management's objectives and the reader is cautioned that they may not be appropriate for other purposes.



#### Harnessing Our Full Stack of Capabilities to Support Our Clients

#### Our Modern, Scalable, Modular Technology Platform Available "A La Carte" Goes Far Beyond Acquiring

With 12 major releases in 2021 and 300 sprints — backed by ~500 technologists — we're never resting!

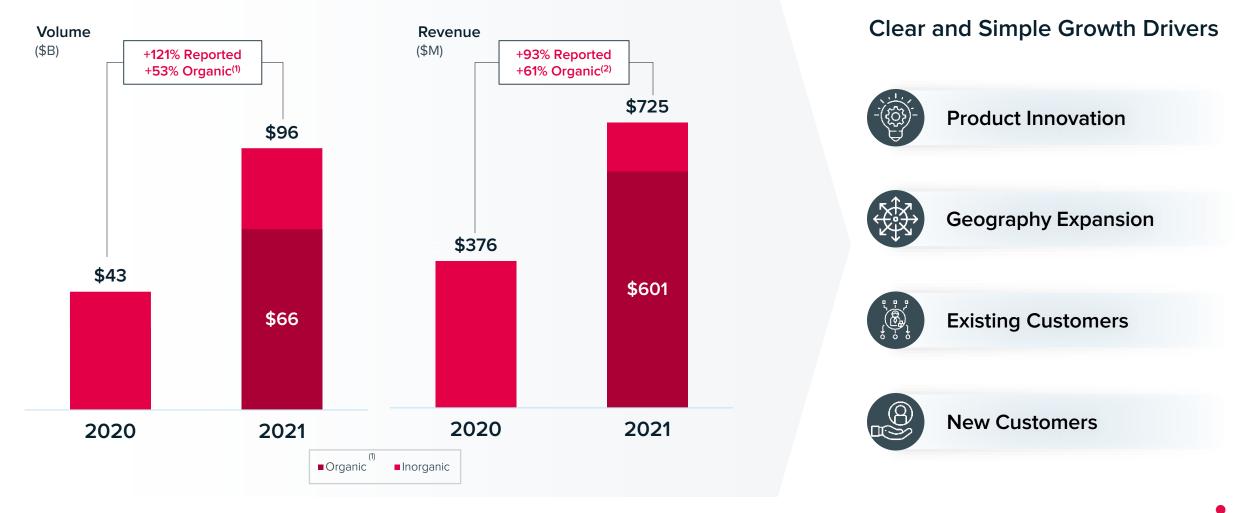


## A Closer Look



### Organic Revenue Growth Driving Momentum

#### Exceptional Growth by Executing On Our Strategic Initiatives



nuve

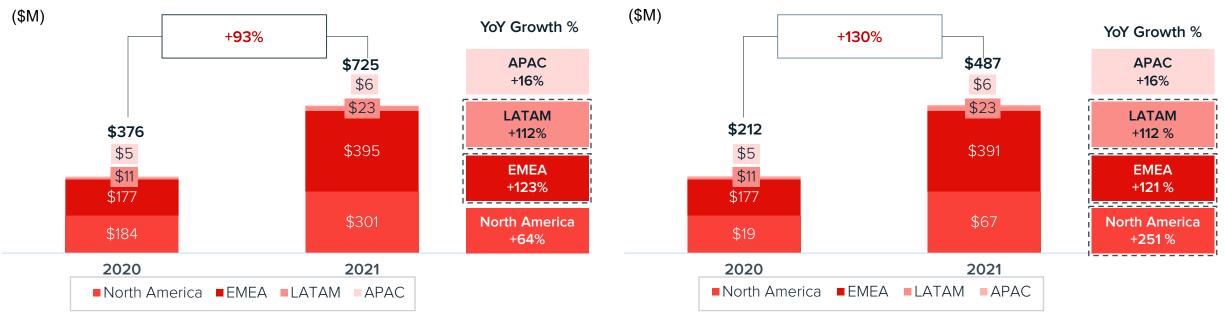
Source: Company data.

(1) Nuvei is providing organic volume and organic volume growth today on a one-time basis. See "Disclaimer-Supplementary Financial Information."

11 (2) Organic revenue and organic revenue growth are non-IFRS measures. See Appendix for a reconciliation to the nearest IFRS measures.

#### Revenue by Region

Just Starting Our Journey Expanding Around the World



Global eCommerce Direct Revenue by Region<sup>(3)</sup>

#### **Revenue by Region**

#### Global Payments Volume<sup>(1)</sup>

North America	EMEA	LATAM	APAC <sup>(2)</sup>
\$12.0 Trillion	\$9.3 Trillion	\$1.5 Trillion	\$28.0 Trillion

Source: Company data and Euromonitor International, Consumer Finance, 2022 Edition. The information published by Euromonitor contains statistical data, estimates and forecasts. See "Disclaimer – Market and Industry Data".

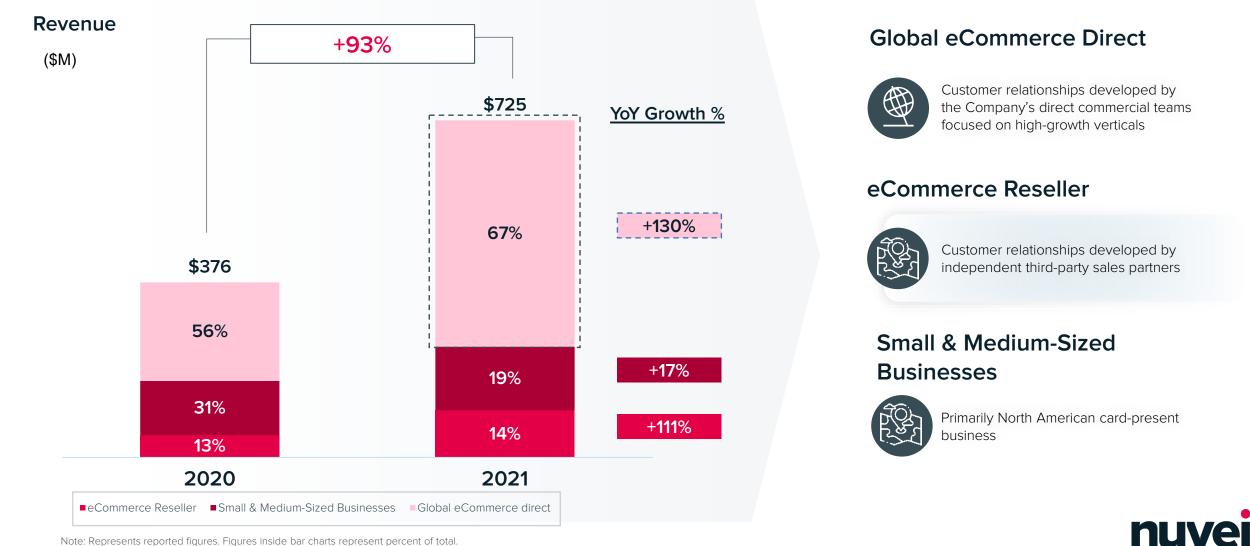
(1) Global Payments Volume data represents Euromonitor Total Card Payment Transactions plus Consumer Electronic Direct/ACH Transactions.
(2) APAC is comprised of Asia-Pacific and Australasia's Euromonitor totals.

12 (3) Nuvei is providing global eCommerce direct revenue by region today on a one-time basis. See "Disclaimer-Supplementary Financial Information."



### Revenue by Channel

Strong Distribution with Focus On Our Global eCommerce Direct Channel

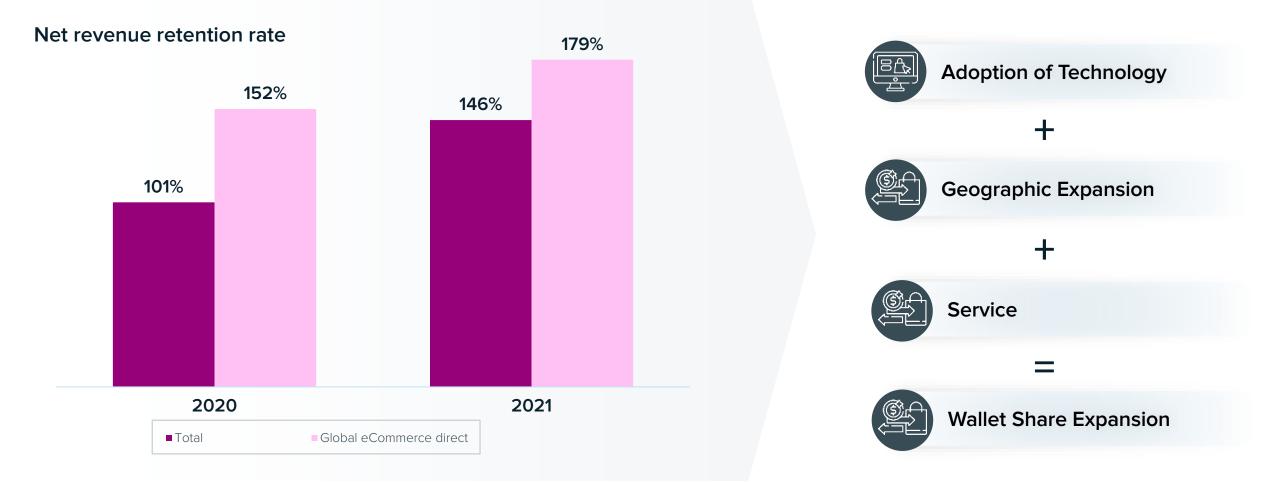


Note: Represents reported figures. Figures inside bar charts represent percent of total. Source: Company data.

13

### Growing With Our Customers

~80% of Growth From Current Customers With Ample Opportunity For More



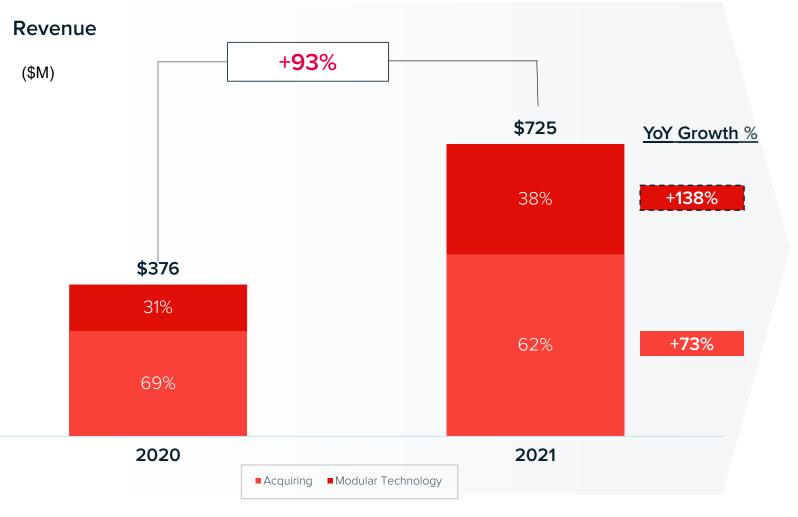
Source: Company data.

Net revenue retention rate is calculated by dividing revenue earned in a specific period by the revenue earned from the same customers in the corresponding period of the previous year. Our calculation of Net revenue retention rate for a given period only includes revenue from customers that were customers during the corresponding period of the previous year, and excludes revenue from new business onboarded during the last 12



## Revenue by Acquiring and Modular Technology

Modular Technology Revenue Grew nearly 2x the Rate of Acquiring



Our modular technology offering provides **greater flexibility and engagement** with our customers

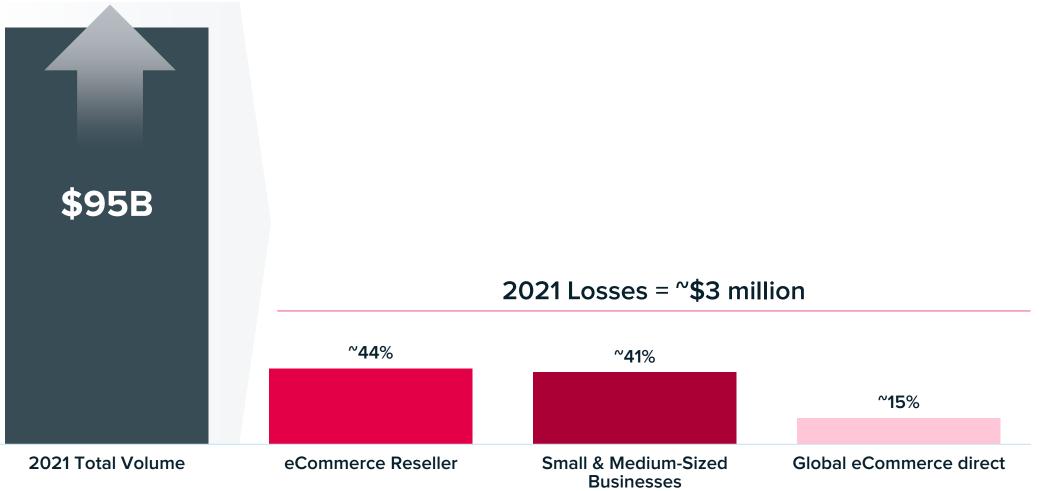
Note: Acquiring revenue represents revenue derived from the credit and debit card association networks. Modular technology revenue represents revenue derived from our proprietary platforms and includes, for example, gateway, global processing, APMs, currency management, global payouts, fraud risk management, card issuing, cryptocurrency payments, open banking, data reporting, reconciliation tools, in addition to a long list of value add capabilities. Figures inside bar charts represent percent of total. Source: Company data.



15 Sour

#### Risk Management | Myth vs. Fact

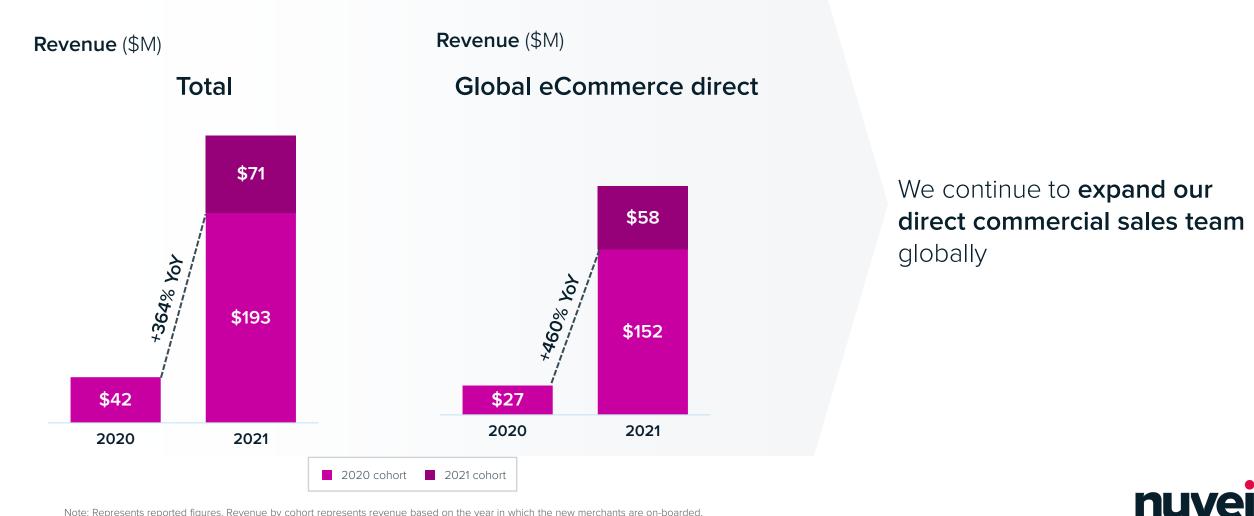
Global eCommerce Direct Channel Yields the Company's Lowest Losses





### Accelerating New Customer Wins

Investment in Direct Sales Yielding Compelling and Accelerating Results



Note: Represents reported figures. Revenue by cohort represents revenue based on the year in which the new merchants are on-boarded Source: Company data.

#### Revenue by Vertical

#### Expanding Momentum Across Our Focus Verticals Globally

Year ended December 31

(\$M)	2020	2021	% of Revenue	% Growth YoY
Regulated Online Gaming	\$93.5	180.8	25.0%	93%
Financial Services	62.6	95.8	13.2%	53%
Consumer Retail	68.1	93.9	13.0%	38%
Digital assets and cryptocurrencies	4.7	80.5	11.1%	1,626%
Digital Goods & Services <sup>(1)</sup>	42.4	53.1	7.3%	25%
Social Gaming	8.6	52.1	7.2%	504%
Industrials, Building Material and Construction	34.8	42.1	5.8%	21%
Healthcare	18.7	27.9	3.9%	49%
Restaurants	18.6	23.6	3.3%	27%
Association & Co-operatives	1.0	23.3	3.2%	2,229%
Professional Service	8.4	13.7	1.9%	62%
Travel	5.1	7.9	1.0%	56%
Online Retail <sup>(2)</sup>	6.0	7.3	1.0%	22%
Charitable, Funeral, Government, and Child Care Services	2.4	3.1	0.4%	25%
Energy and Utilities	1.2	2.8	0.4%	125%
Simplex <sup>(3)</sup>	-	16.5	2.3%	n.m.
Revenue	\$376.1	\$724.5	100.0%	93%

#### Several Key Existing and Recent New Customer Wins



nuve

Note: The table above provides revenue by merchant classification.

Source: Company data.

(1) Digital Goods & Services means products and services for which the consumers buy intangible goods and services online.

(2) Online Retail means retail for which the consumer buys tangible goods and services directly online.

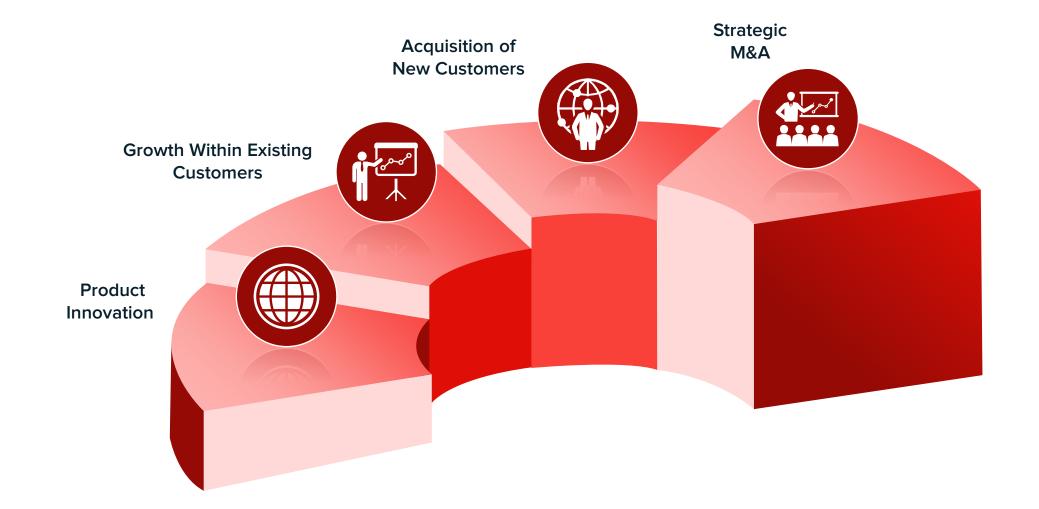
18 (3) Through its proprietary fraud and risk management tools, Simplex provides zero-chargeback guarantee to its customers.

#### Scaling Quickly and Powering Our Customers' Growth

Transaction Count by Tender Type



#### Executing On Our Clear and Simple Growth Strategy





### Today's Agenda







## Yuval Ziv

## **Our President**



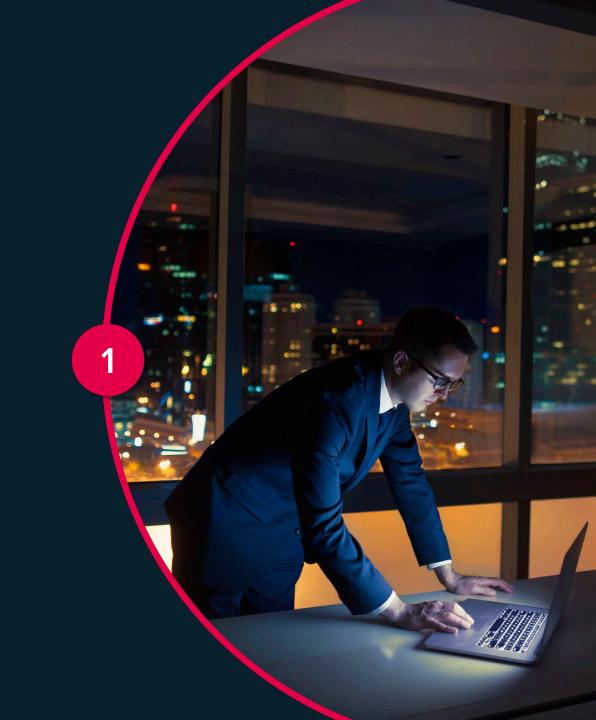
### Why we Win

Tomorrow's Payment Platform, Designed to Accelerate Our Customers' Business



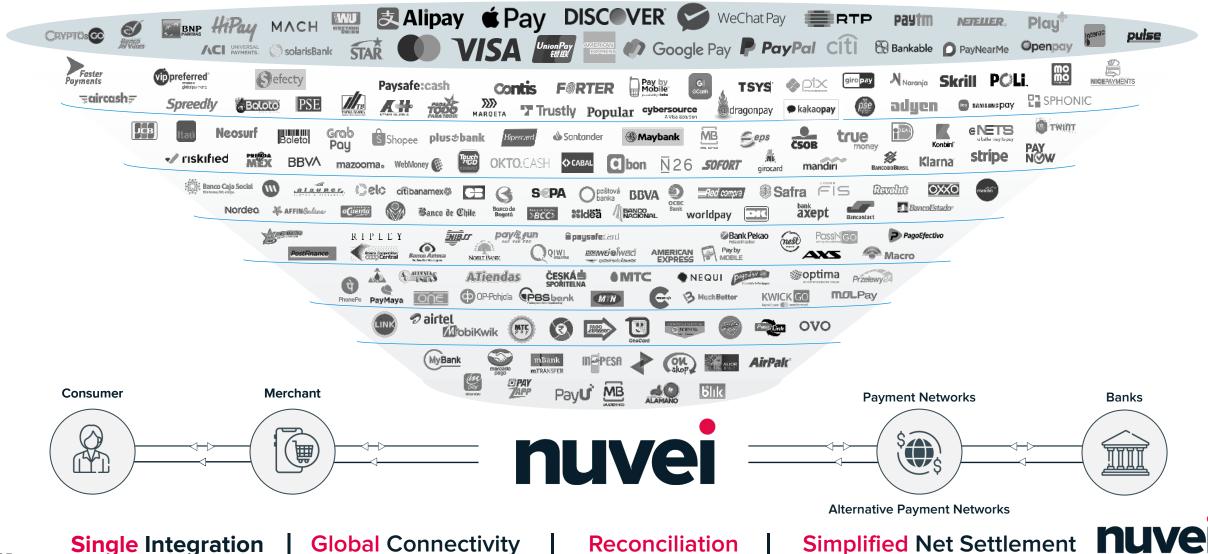


Robust Payment Platform with One Single API



#### State of the Art Platform

#### An End-to-End Proprietary Platform in Constant Deployment



## Global Pay-in & Payout

2

### Global Pay-In & Payout

Unparalleled Depth and Breadth of Global Product Solutions

	nuvei	adyen	stripe	worldpay
Local Acquiring	46	55	36	48
Number of Acquiring Connections	200+	Just a few	Just a few	Just a few
	530	250	30	70
င့္လြင္ ကို Digital Assets	On & Off Ramp	Νο	US only	On Ramp only
	129 coins	Ο	Just a few	~80
တpen Banking	RTP, ACH, Faster Payments, SEPA, and Instant SEPA	ACH, Faster Payments, SEPA, and Instant SEPA	ACH	ACH, Faster Payments, and SEPA



#### What Our Partners Say About Us

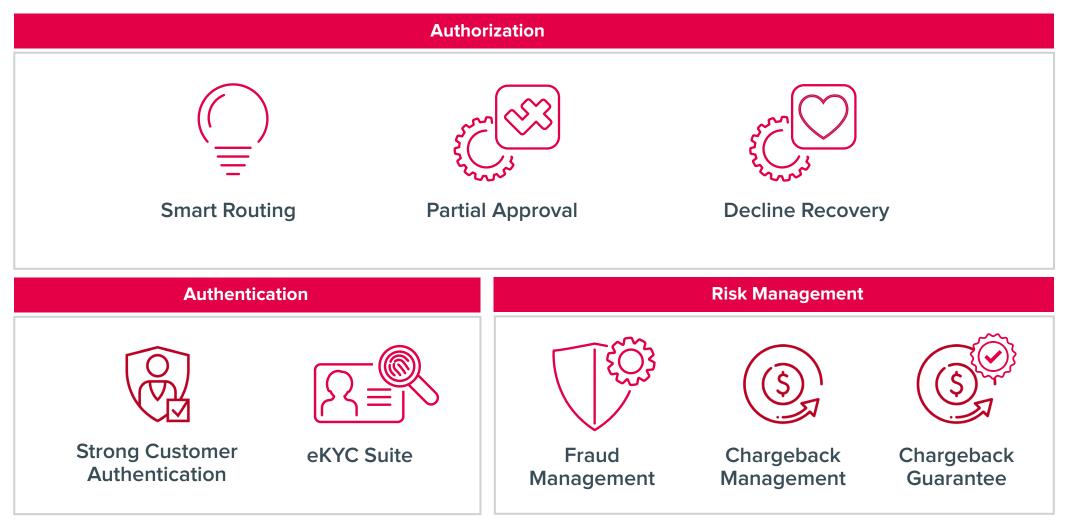


## Performance Optimization



#### Performance Optimization Suite

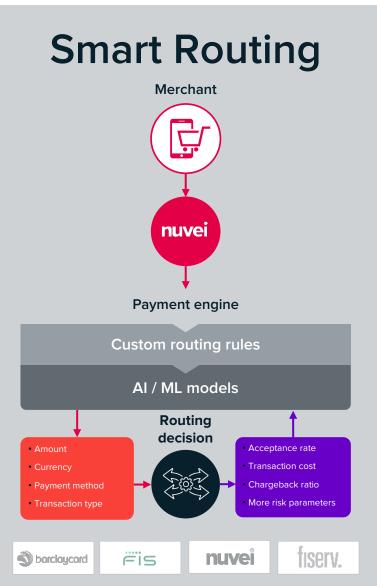
State of The Art Features Designed To Drive Customer Revenue



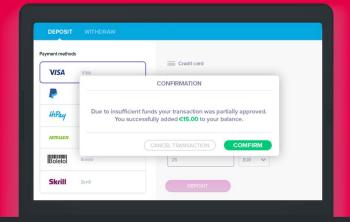


#### Authorization

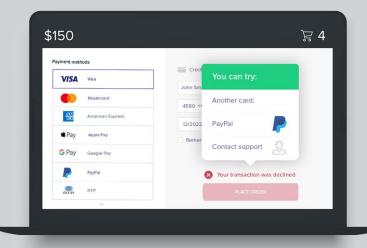
Technology That Drives Higher Approval Rates



## **Partial Approval**

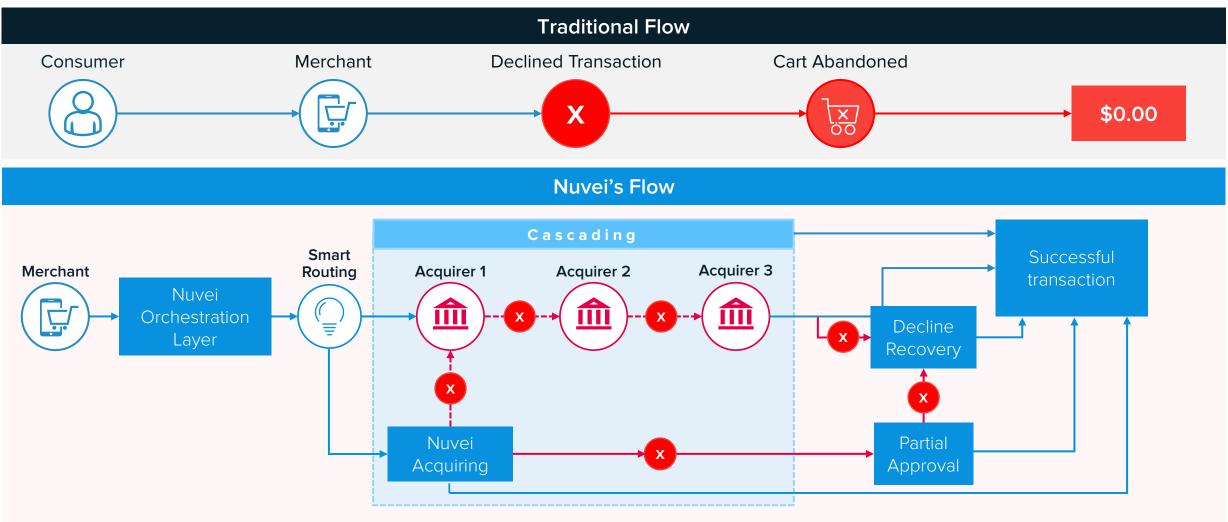


## **Decline Recovery**



#### Authorization (continued)

#### Technology That Drives Higher Approval Rates

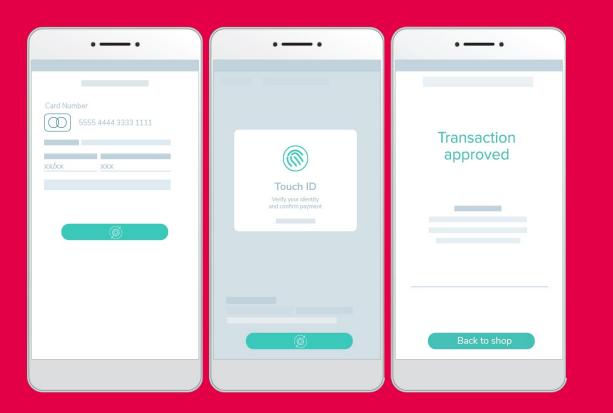




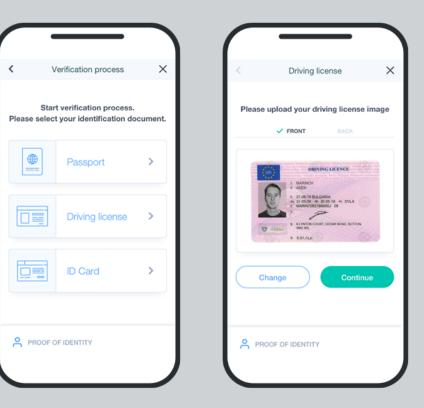
#### Authentication

**Frictionless Compliance** 

#### Strong Customer Authentication



#### eKYC Suite



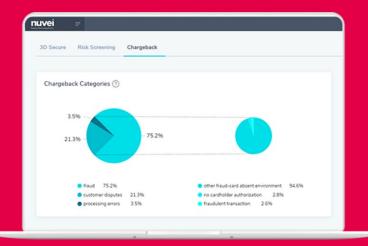
#### Risk Management

#### Fighting Fraud While Increasing Revenue

#### Fraud Prevention

	Search	a,					
				Daleta Palation	History fielded Cle	* 5*	
Rules (	S Res. 10 Securebolismation			>			
-	Adimodule Entitlected						
(	Kes JOlecum Information In Record						
- A.	Alex_10/security/install					Active	
	S Adimodule		Callegiry				
	S Regarine IP admin						
	Cen location conflict admin		Compositi ave				
	D affirmatide						*
	Alex_105ecureInformation In-Trached						*
	S Negative P admin						
							8
							(8)

#### Chargeback Management



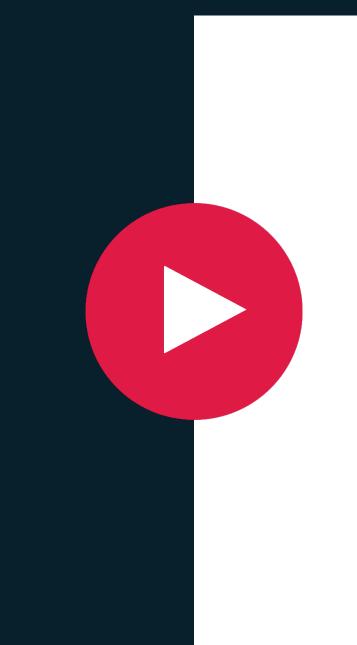
#### Zero Chargeback Guarantee



## Customization at Scale

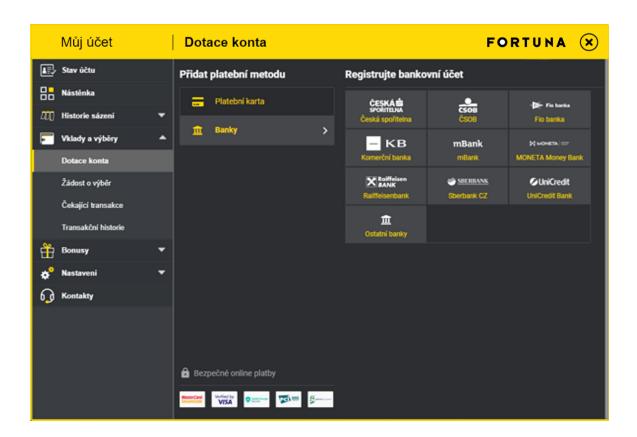


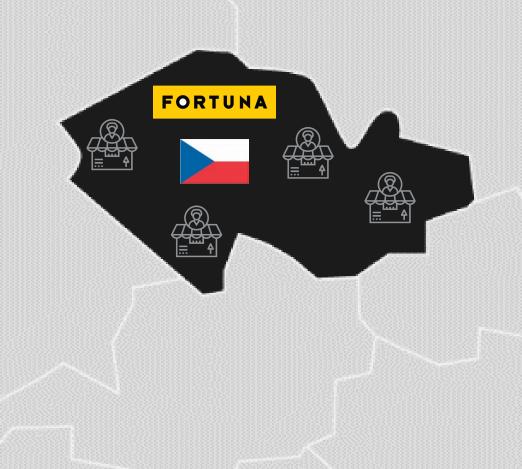
### Innovation Starts With Our Customers' Requirements



### Regulatory & Country Specific Customizations

### **Czech Republic**





## Regulatory & Country Specific Customizations



	Můj účet	Dotace konta			FO	RTUNA 🛞
æ	Stav účtu	Přidat platební metodu	Registrujte banko	gistrujte bankovní účet		
먊	Nástěnka	E Platební karta		ČESKÁ	508	- Die Fie banka
<i>a</i> no	Historie sázení 🛛 🔻			SPORTELNA Česká spořitelna	ČS08	Fio banka
F	Vklady a výběry 🔺	🏛 Banky	>	– кв	mBank	M MONETA   EF
	Dotace konta			Komerční banka	mBank	MONETA Money Bank
	Žádost o výběr				SBERBANK	
	Čekající transakce			Raiffeisenbank	Sberbank CZ	UniCredit Bank
	Transakční historie			🔟 Ostatní banky		
Ť	Bonusy 👻					
*	Nastaveni 👻					
ត្	Kontakty					
		Bezpečné online platby				

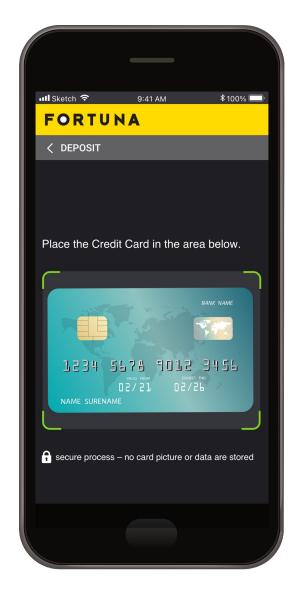


### Regulatory & Country Specific Customizations



### Customer Specific Features Rolled out Seamlessly and Instantly Globally

Recreating the Seamless Apple Pay / Google Pay Experience







# Scalability



### Scalability

Scalable Platform That Can Handle High Demand Peak Events

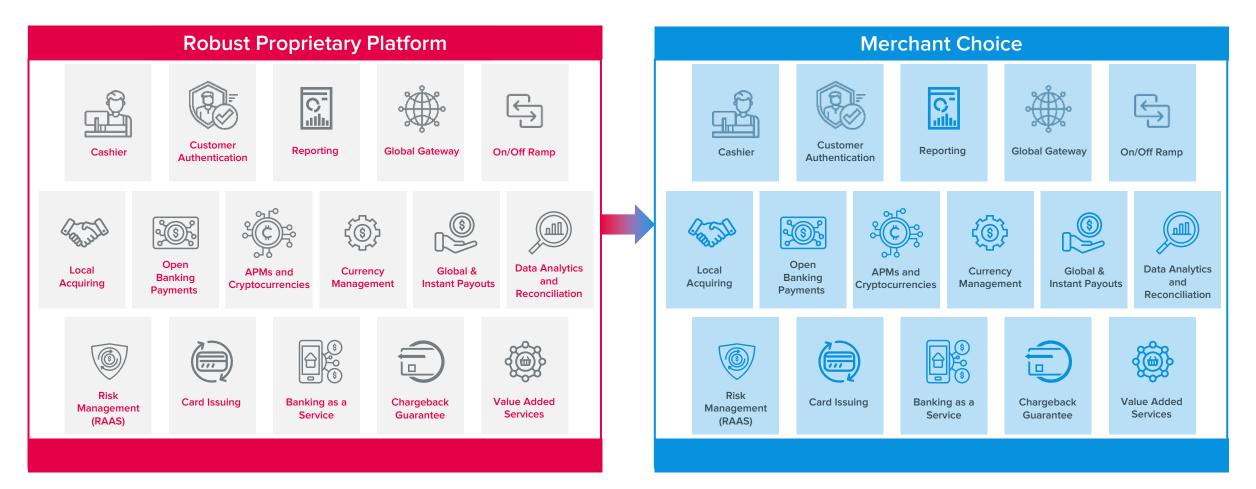


# A la Carte Interoperability



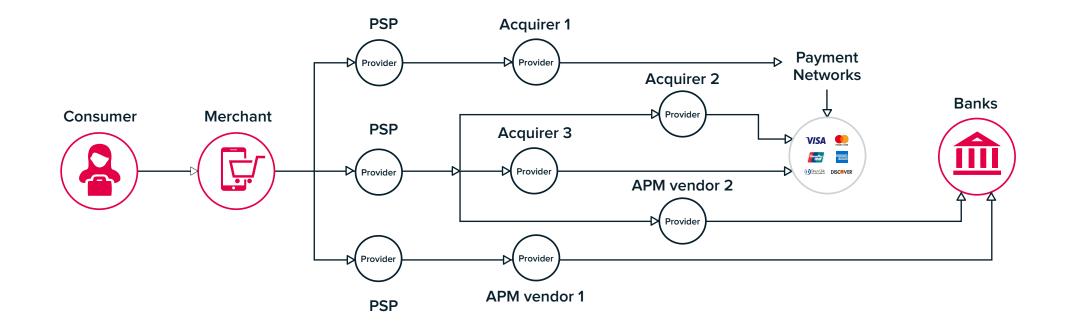
### A la Carte

### Providing Modular Technology With Flexibility To Our Customers



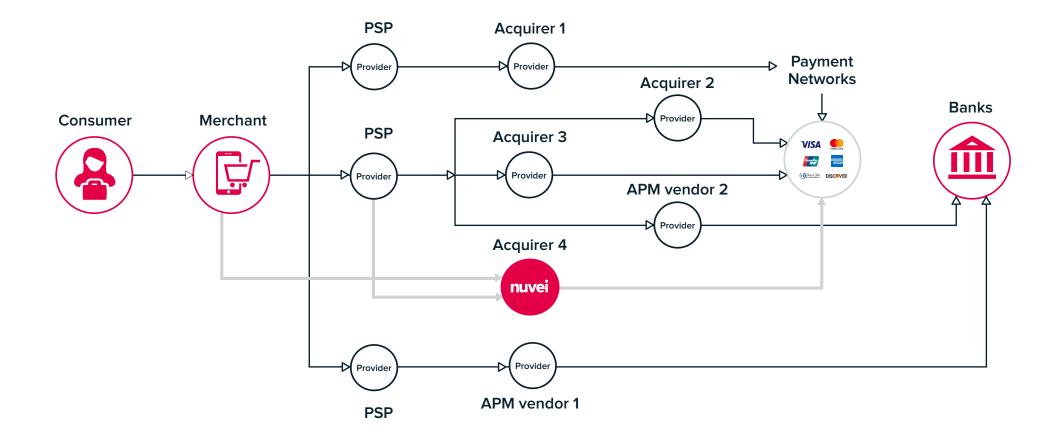


### Seamlessly Integrating With Customers' Existing Stack



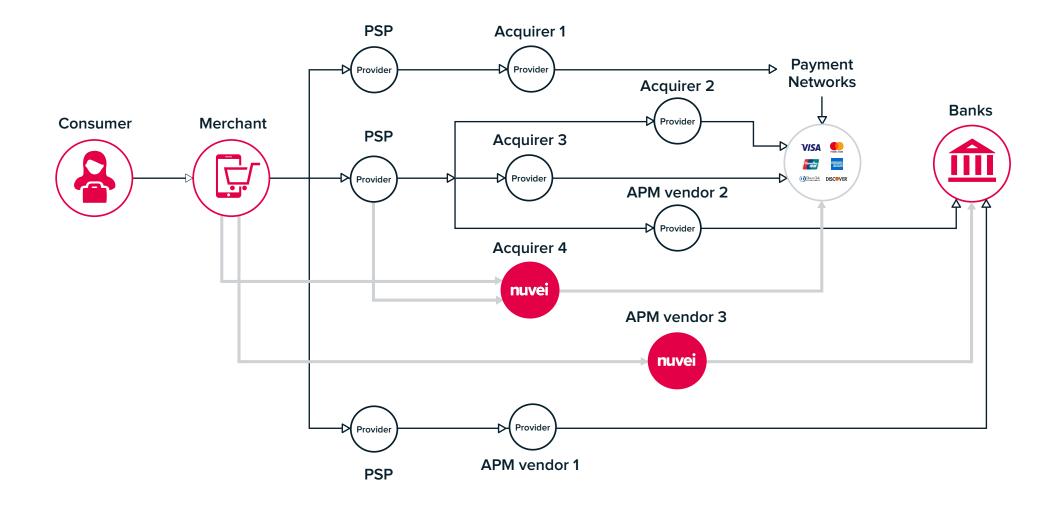


### Interoperability Supporting "Land & Expand" Approach



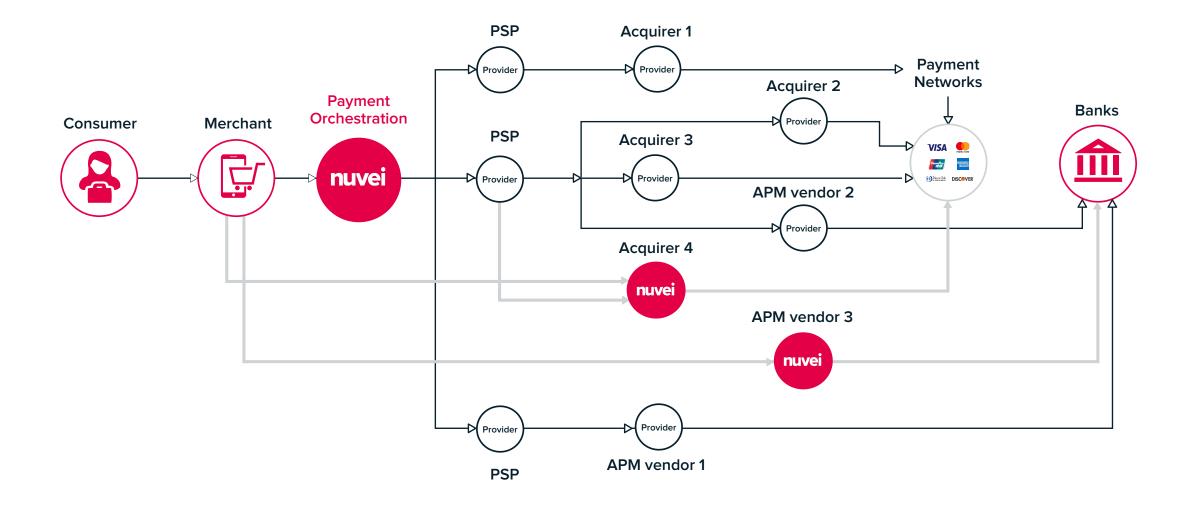


### Interoperability Supporting "Land & Expand" Approach





### Interoperability Supporting "Land & Expand" Approach



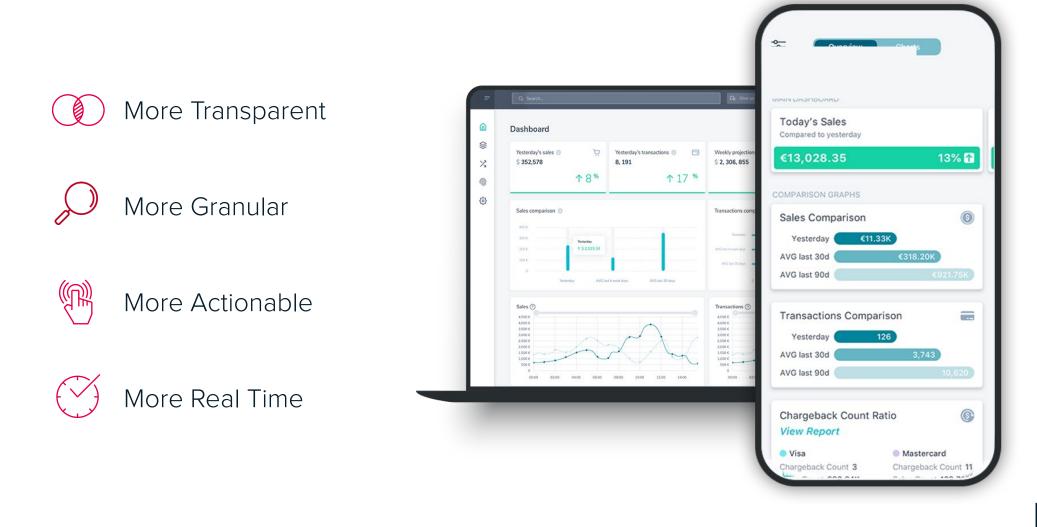


# Reporting



### Reporting

Delivering Actionable Insights For Customers With a Complex Payment Stack



# Human Touch



### Human Touch

Sophisticated merchants need dedicated human experts not chatbots:

- **Technical team**
- Onboarding team
- Management team













































## Why We Win

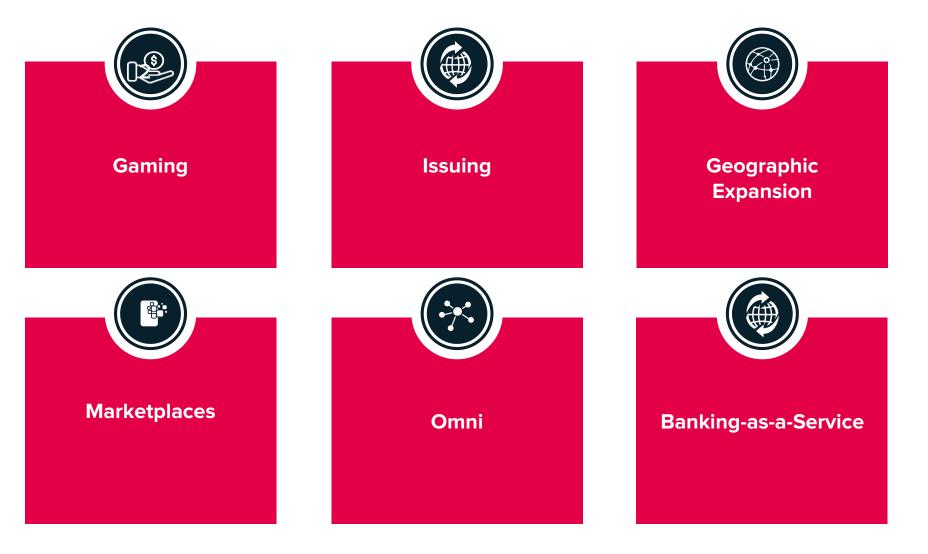
### Tomorrow's Payment Platform Designed To Accelerate Our Customers' Business

	nuvei	adyen	stripe	worldpay
Robust Platform / Single API	$\checkmark$	$\checkmark$		
Global Pay-in / Pay Outs	$\checkmark$	Less	Less	Less
Performance Optimization	$\checkmark$	Less	Less	Less
Customization	$\checkmark$	No	No	No
Scalability	$\checkmark$	$\checkmark$		
A la carte Interoperability	$\checkmark$	One size fits all	One size fits all	One size fits all
Orchestration	$\checkmark$	No	No	No
Reporting		Less granular & transparent	Less granular & transparent	Less granular & transparent
Human Touch	$\checkmark$	Less	Less	Less



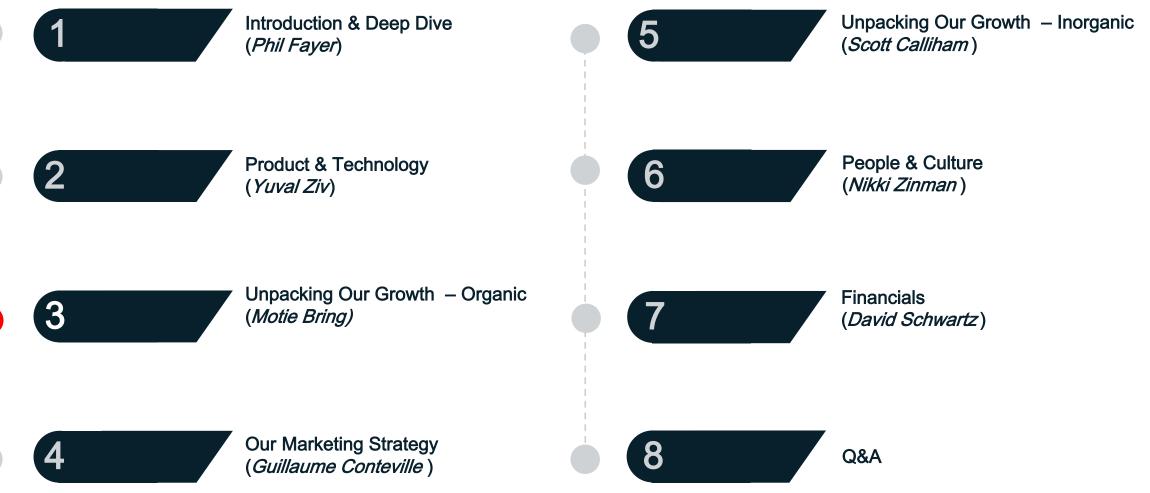
### Roadmap

Growing our TAM with our 2022 Innovation Roadmap



nuvei

## Today's Agenda







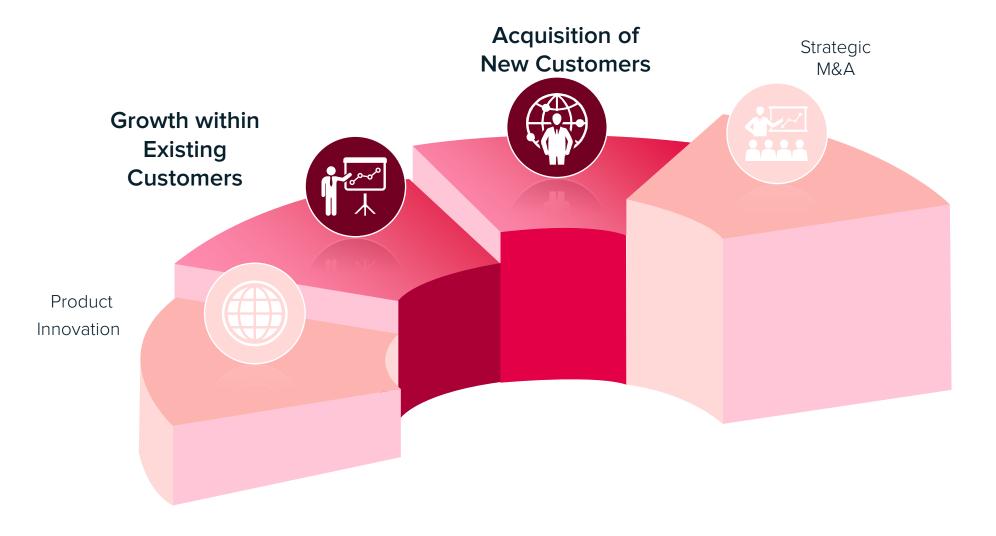
## Motie Bring

## Our Chief Commercial Officer



### Deep Dive Into Organic Growth

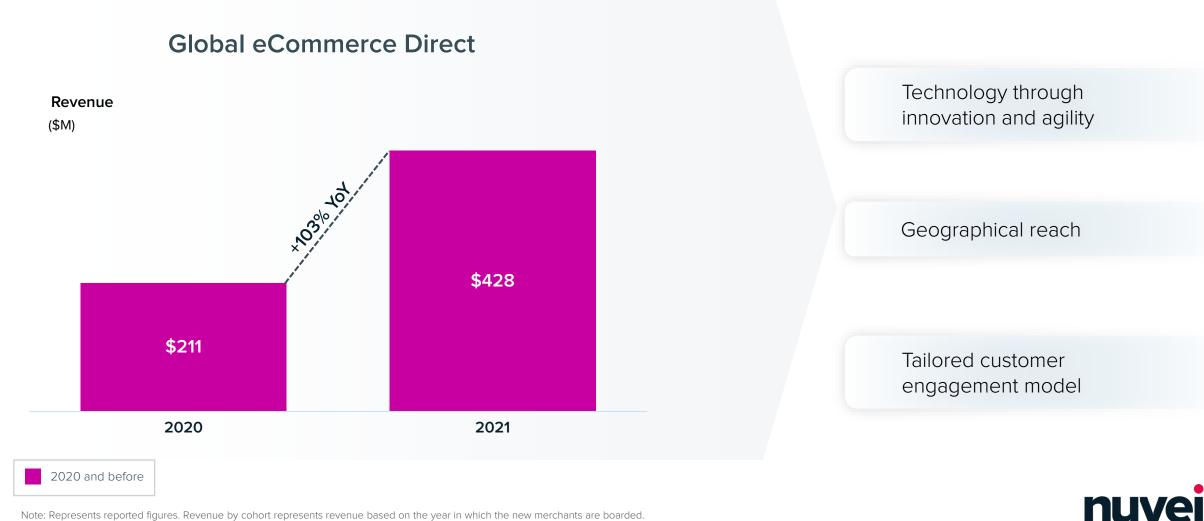
Laser Focused On Driving Revenue From Existing and New Customers





### Executing On Our Land & Expand Approach

80% of Our Growth From Expanding Wallet Share with Existing Customers



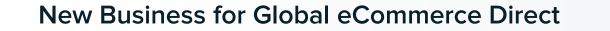
58

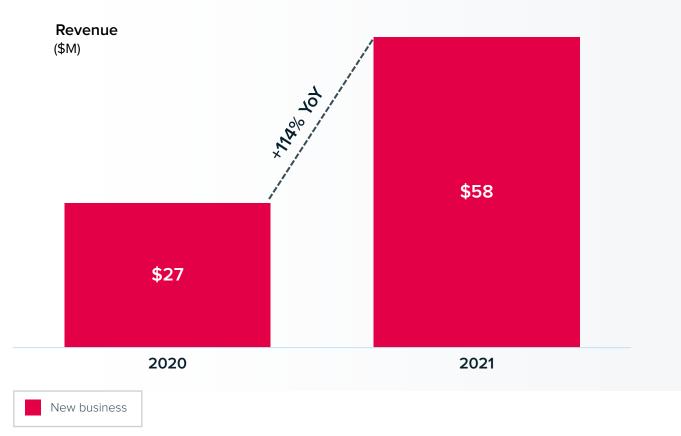
### What Our Existing Customers Say About Us

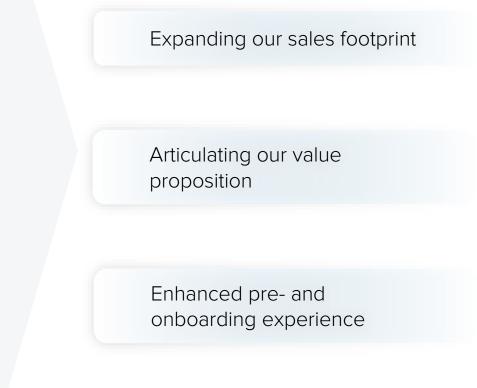


### Accelerating Our Client Wins

Realizing Success as We Doubled New Business



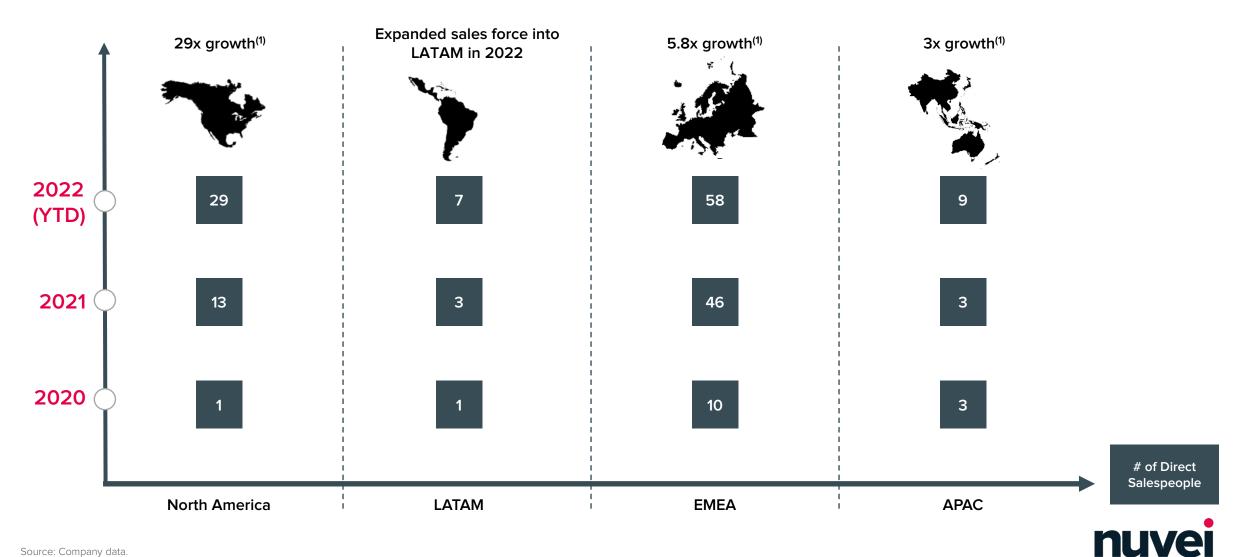






### Focus on Building Our Global Sales Force

### Onboarding Seasoned Vertical Experts in Each Region



Source: Company data.(1) Represents growth in direct sales headcount between 2020 – YTD 2022.

## Bringing it all Together

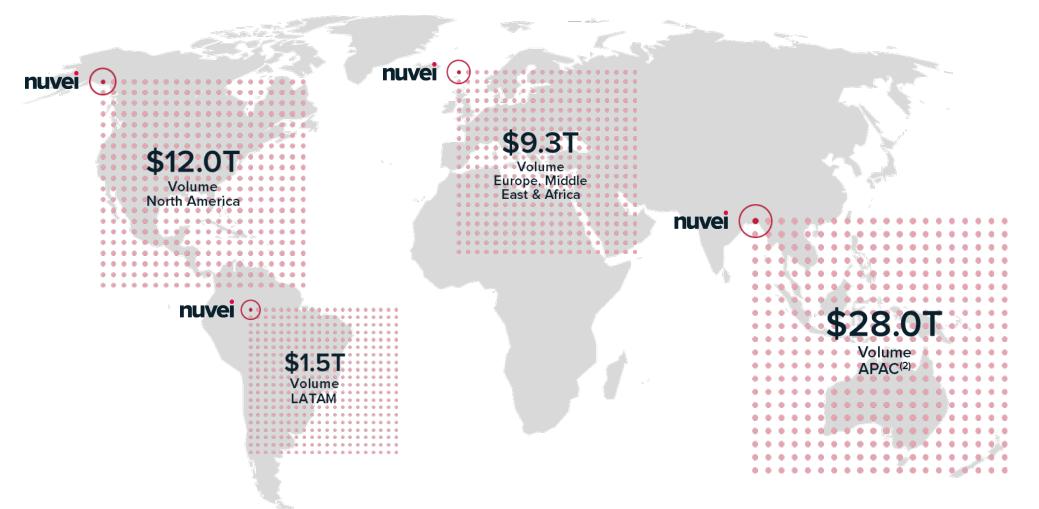
Accelerating New Customer Wins While Expanding Wallet Share With Existing Customers





### Only Scratching the Surface

\$50+ Trillion Global Payments Volume Provides Exciting Whitespace Opportunity



Note: Chart not drawn to scale, for illustrative purposes only.

Source: Company data and Euromonitor International, Consumer Finance, 2022 Edition. The information published by Euromonitor contains statistical data, estimates and forecasts. See "Disclaimer – Market and Industry Data". (1) Global Payments Volume data represents Euromonitor Total Card Payment Transactions plus Consumer Electronic Direct/ACH Transactions.



(2) APAC is comprised of Asia-Pacific and Australasia's Euromonitor totals.

# We are Just Getting Started



## Today's Agenda







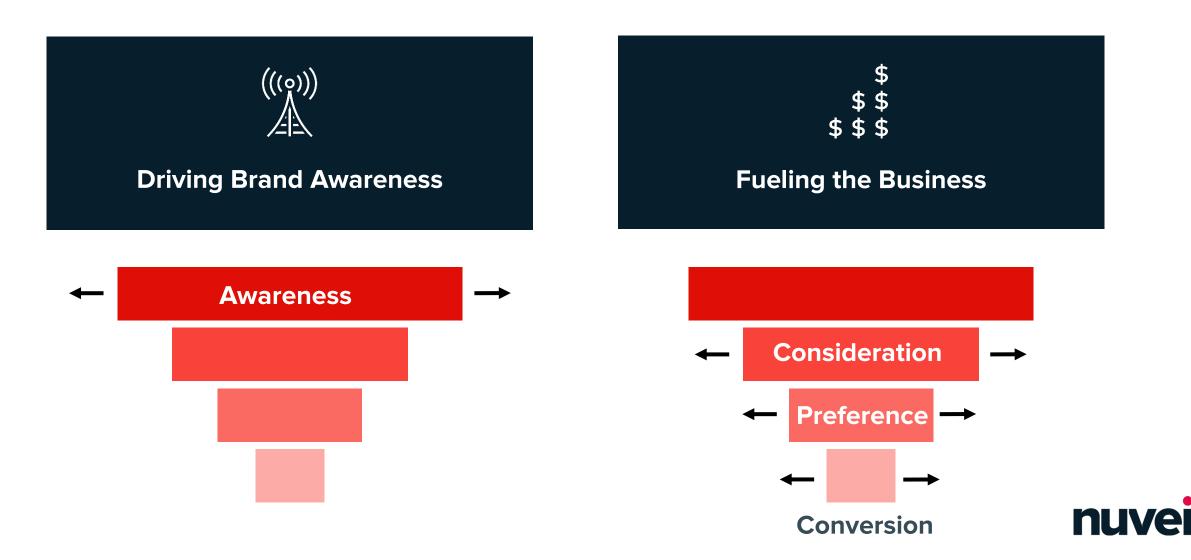
Guillaume Conteville

## Our Chief Marketing Officer



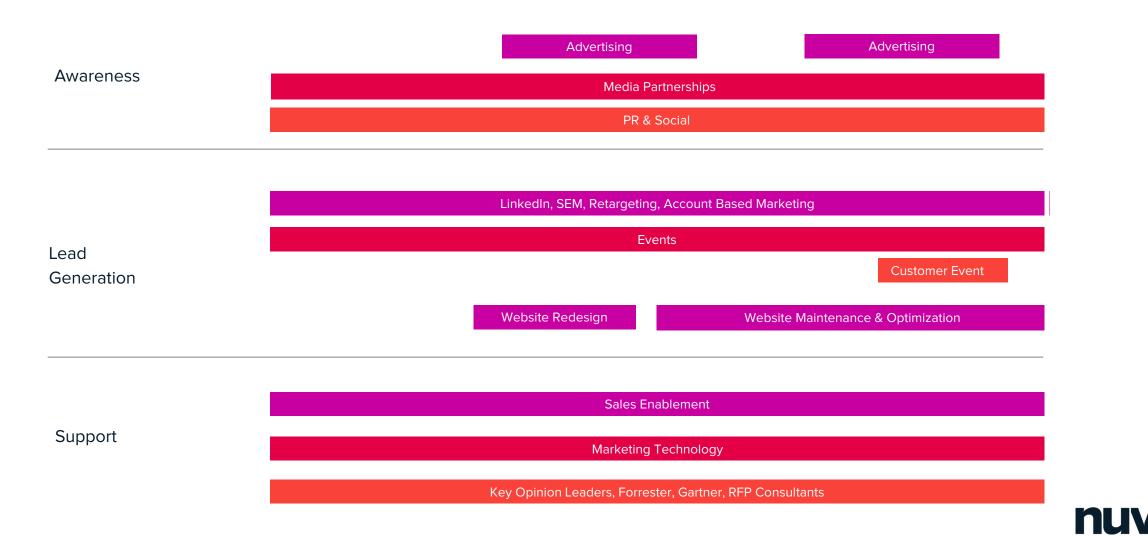
### Making Nuvei Famous

Focus on Building Awareness to Drive Growth



### Game-Changing Marketing Investment

Leveraging all Channels to Make an Impact Across all Verticals and Geographies



### Showing our Colors and Getting Out There

#### Messaging

Tomorrow's Payment Platform Designed to Accelerate Your Business

### Look and Feel



Reach

30x Monthly Impact



### Making Every Dollar Count

### **Constantly Optimizing ROI**

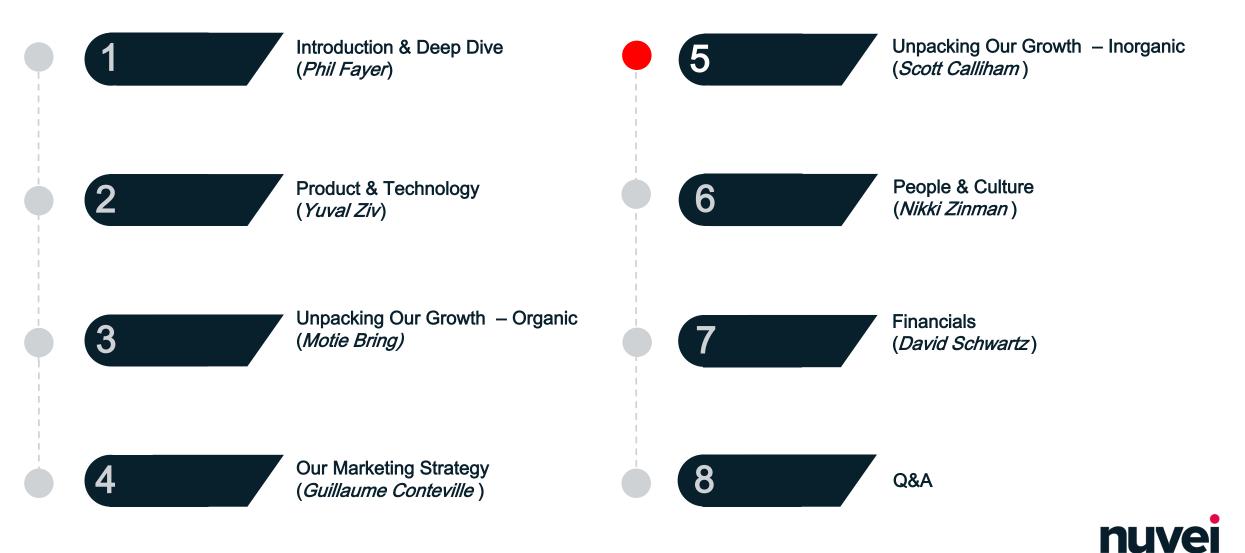


#### **Brand Tracker**

**Optimization Framework** 

nuvei

## Today's Agenda





Scott Calliham

# Our Senior Vice President, M&A and Strategy



#### Our M&A Playbook

We Have a Disciplined Approach to M&A to Ensure an Efficient Use of Our Resources

### Strategic Approach

### **Execution Approach**



**Adding New Capabilities** 



**Expanding Geographically** 







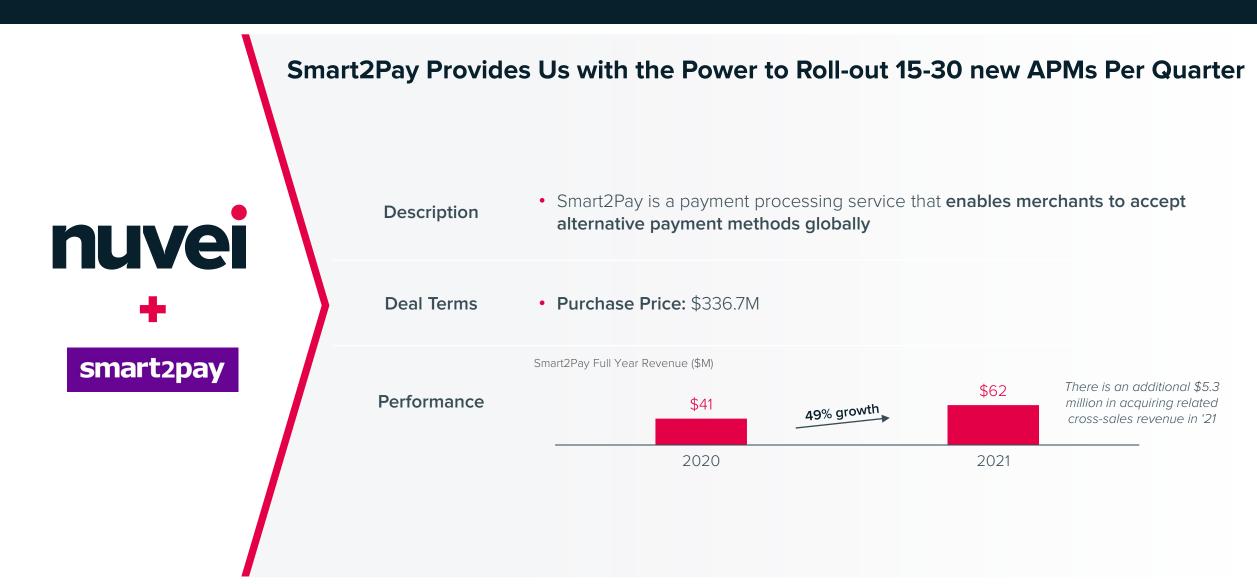
**Efficient Capital Allocation** 



**Defined Integration Process** 

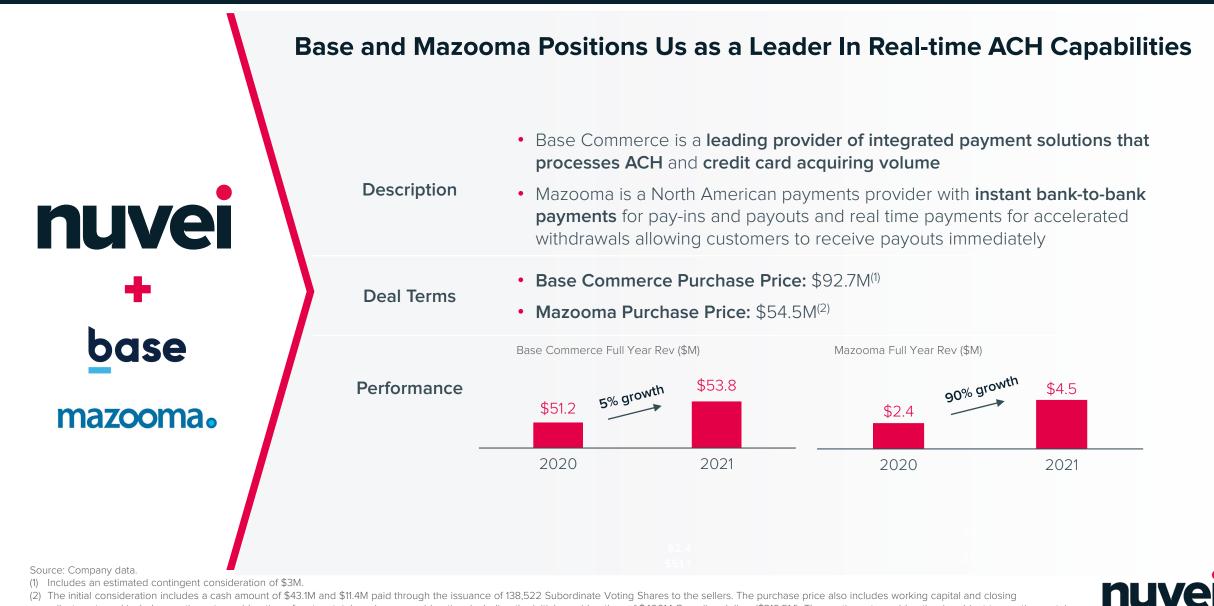


#### Strategic M&A – Smart2Pay, November 2020





#### Strategic M&A – Base Commerce, January 2021 & Mazooma, August 2021



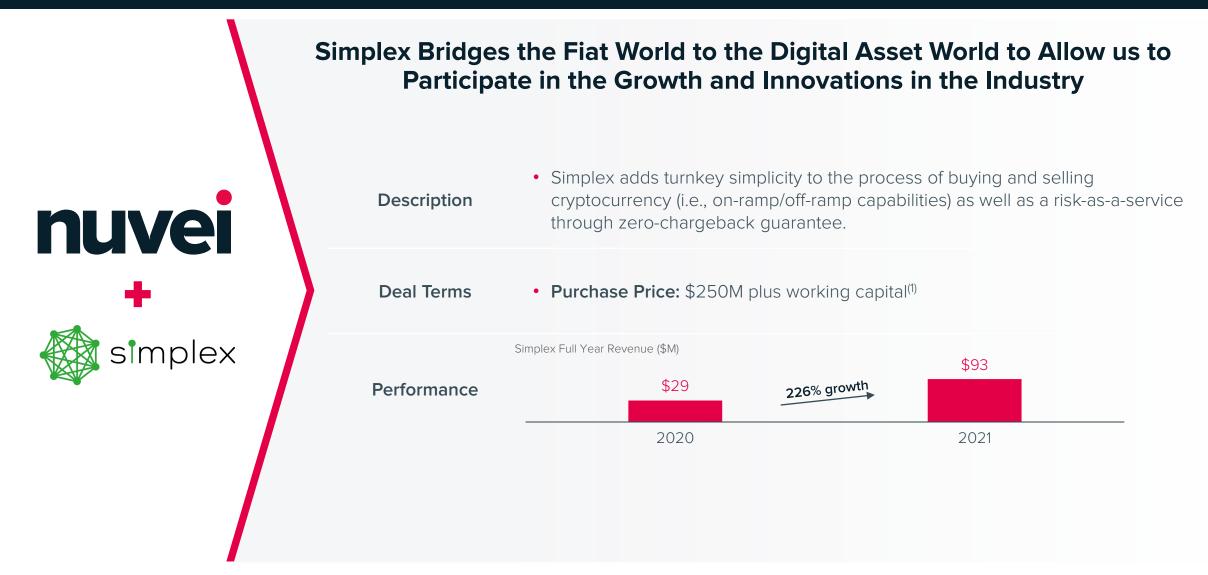
(2) The initial consideration includes a cash amount of \$43.1M and \$11.4M paid through the issuance of 138,522 Subordinate Voting Shares to the sellers. The purchase price also includes working capital and closing

adjustments and includes contingent consideration of up to a total maximum consideration, including the initial consideration, of \$400M Canadian dollars (\$316.5M). The contingent consideration is subject to meeting certain

performance metrics over a three-year period.

75

#### Strategic M&A – Simplex, September 2021

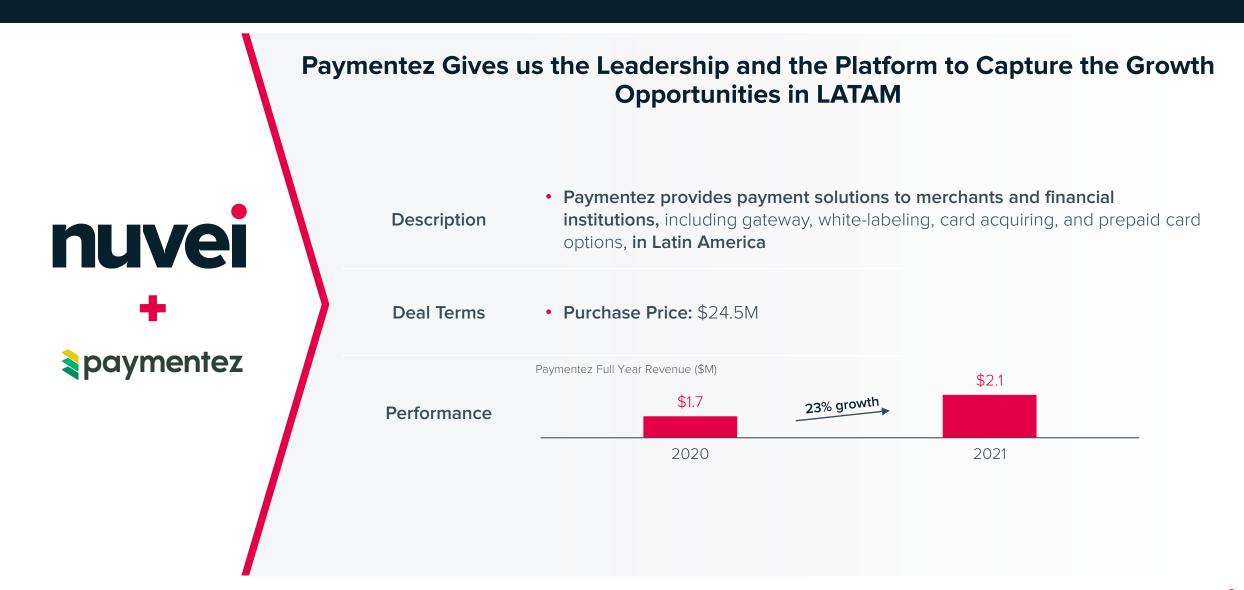




Source: Company data.

76 (1) The cash consideration of \$290.6M includes \$40.6M relating to working capital and closing adjustments. The closing adjustments are mainly due to the cash balance of \$52.8M held by Simplex at the closing of the acquisition

#### Strategic M&A – Paymentez, September 2021





#### Market Environment

M&A will Continue to Remain a Strategic Pillar for Our Growth

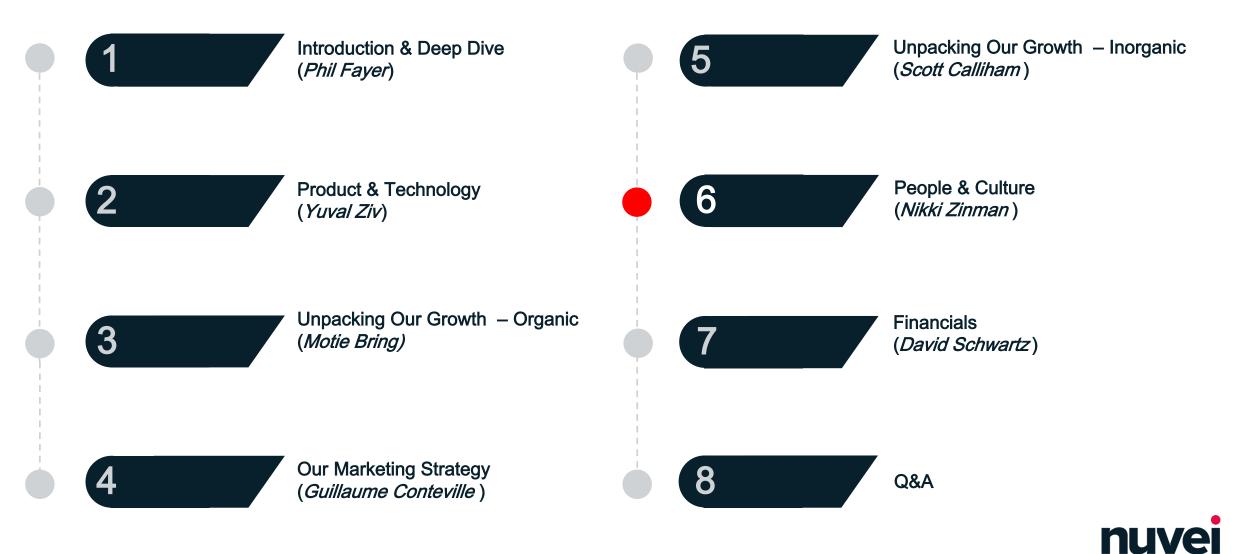




#### **Strong Balance Sheet & Flexibility**



### Today's Agenda





Nikki Zinman

# Our Chief People Officer



#### Our Dynamic Culture We are Distinctively Human at Our Core

We foster a community through attracting and retaining talented individuals to join us in **shaping tomorrow's payment industry.** 

Our community is built on the following foundational pillars: Entrepreneurial | Innovative | Performance Driven | Knowledgeable | Transparent



We are like a big family; **everyone is here to support and empower** each other. "

-Amanda, Contact Center Supervisor



" It's a **positive work environment** that encourages your **personal and professional growth**."

-Sean, Manager, eCommerce Relationship Management

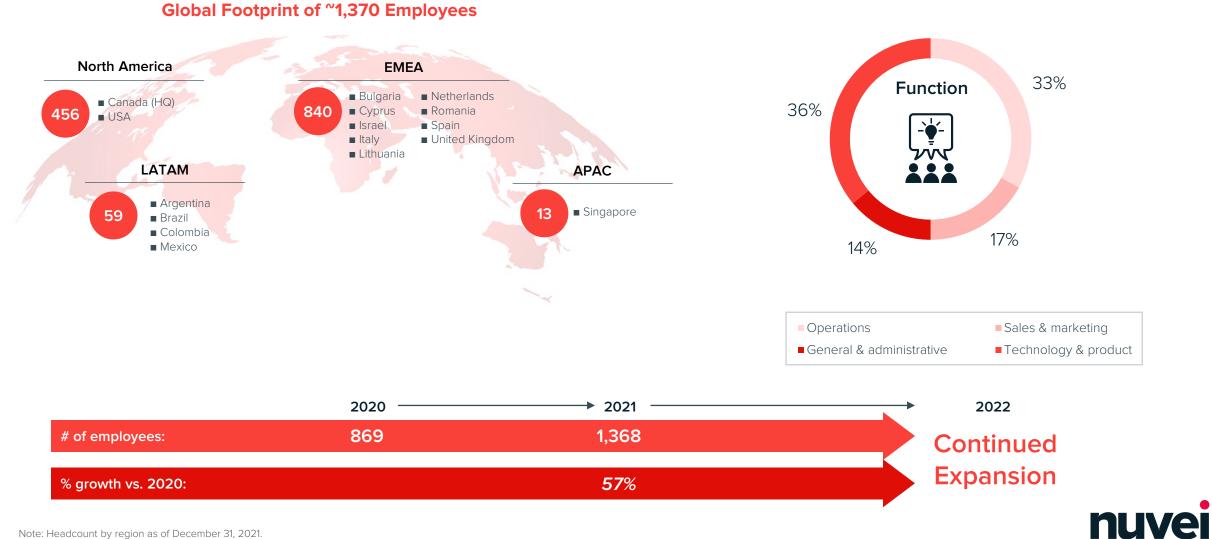




#### Our Team Global and Growing

#### **Global Workforce with Scale Across Diverse Regions**

#### Playing a Critical Role at Nuvei



#### Our Diversity Multicultural and Supporting Women in Technology





nuvei

**4.2/5** Glassdoor Rating on

Diversity & Inclusion<sup>(1)</sup>

#### Source: Company data and Statista June 2021.

(1) Represents Glassdoor employee ratings as of February 2022.

(i) Represents classicol employee ratings as of rebrary 2022.
(2) Big Tech includes Apple, Amazon, Google, Meta/Facebook, and Microsoft; represents average for the group.

Incentive Alignment	Career Development	Wellness	Fun Environment
LTIP Available to all Employees	Career <b>Progression, Training</b> and	Cultural Diversity activities	Fun and Collaborative workplace
Attract and retain top talent via	Professional Development	Paid Parental Leave	Monthly Celebrations
Globally Inclusive Equity Plan	Focus on <b>Personal Growth</b> <b>Promoting</b> from within	Mental Health Awareness	Employee Appreciation
Employees granted <b>\$100K in</b> Nuvei Stock Options <sup>(1)</sup>	Promoting from within	activities	Workforce challenges
Additional Time Off if quarterly	Learning Management System offering targeted and self-	Fitness programs	Charitable Giving
objectives achieved	directed development	Health and Well-Being Speaker	Team Building events
		sessions	Innovative Work

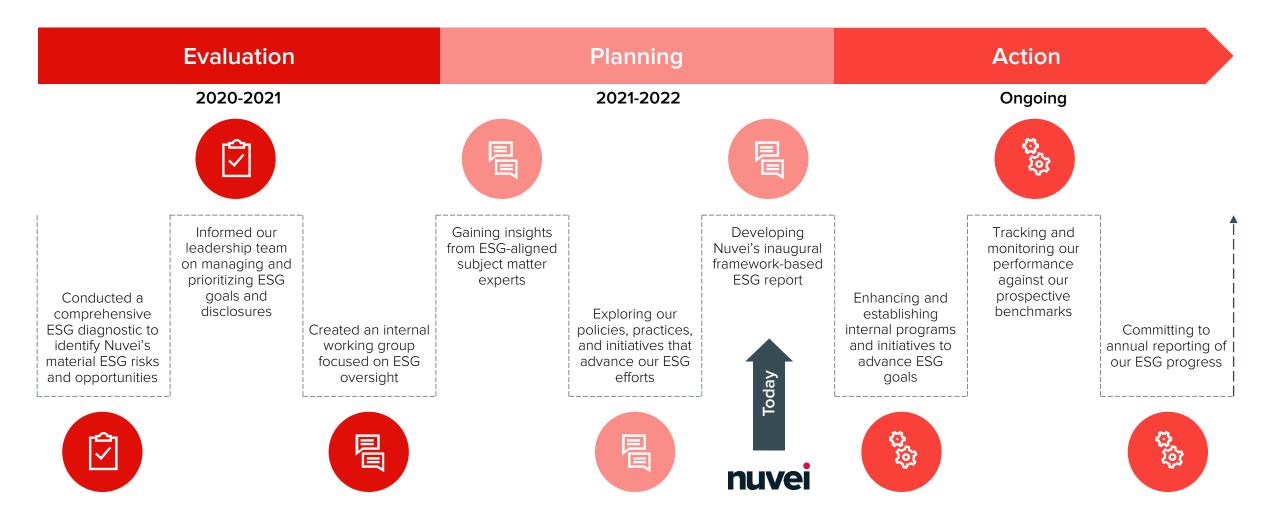














#### Our Board of Directors



**Michael Hanley** Lead Director 25+ Years of experience











St.- Laurent Paperboard, Inc.



**David Lewin** Director 15+ Years of experience

> NOVACAP

V PKWARE

FIRMEX

**SYNTAX** 

ONSTREAM

ΡΣΡ

ntelerad.

NATIONAL BANK FINANCIAL MARKETS



Daniela Mielke Director *30+ Years of experience* 

> Commerce Technology Advisors, LLC

> > vantiv

PayPal

McKinsey & Company

The Bancorp

FINCA<sup>®</sup>

VISA Nestie









OP Capital STINGRAY 🧷 Réseau capital

> 📊 Intelerad. NITREX



Director 15+ Years of experience

> **TouchBistro** AST fiserv. First Data

Heartland

Relement

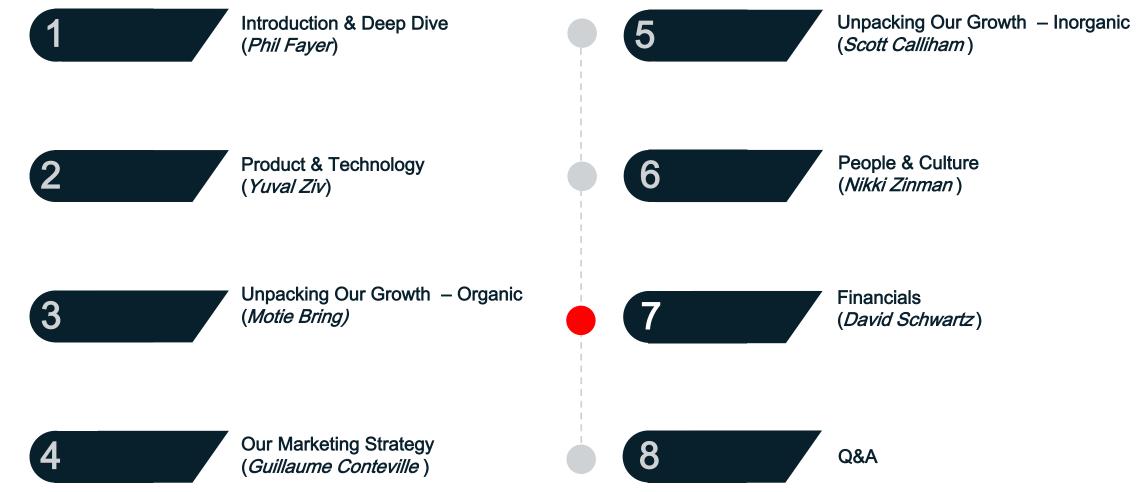




**Philip Fayer** Chair and CFO 20+ Years of experience

nuvei

### Today's Agenda







David Schwartz

# **Our Chief Financial Officer**



#### Fintech Like No Other Fintech

#### Strong Growth, High Margins, Profitable and Cash Generative



nuvei

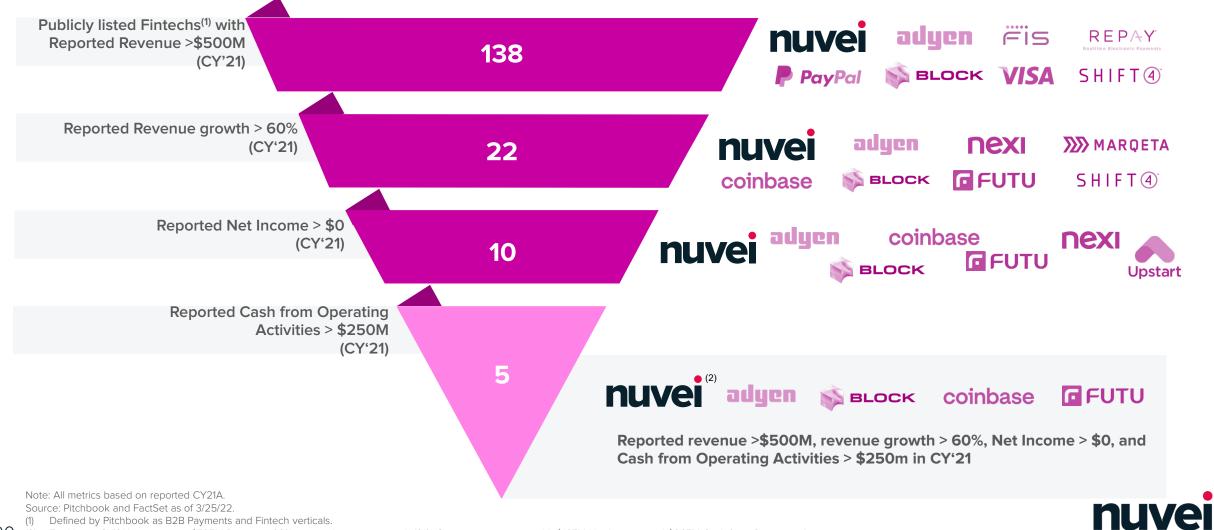
#### Source: Company data.

Organic revenue growth means the year-over-year change in Organic revenue divided by Organic revenue in the prior period. Organic revenue represented \$601 million of total revenue of \$725 million in 2021 (organic revenue in 2020 was \$374 million). Organic Revenue Growth is a non-IFRS measure. See "Non-IFRS Measures." See Appendix for a reconciliation to the nearest IFRS measure.
(2) Adjusted EBITDA and Adjusted EBITDA margin are non-IFRS measures. See "Non-IFRS Measures". See Appendix for a reconciliation to the nearest IFRS measure.

(3) Free cash flow is a non-IFRS Measure. See "Non-IFRS Measures." See Appendix for a reconciliation to the nearest IFRS measure.

### **Unique Financial Profile**

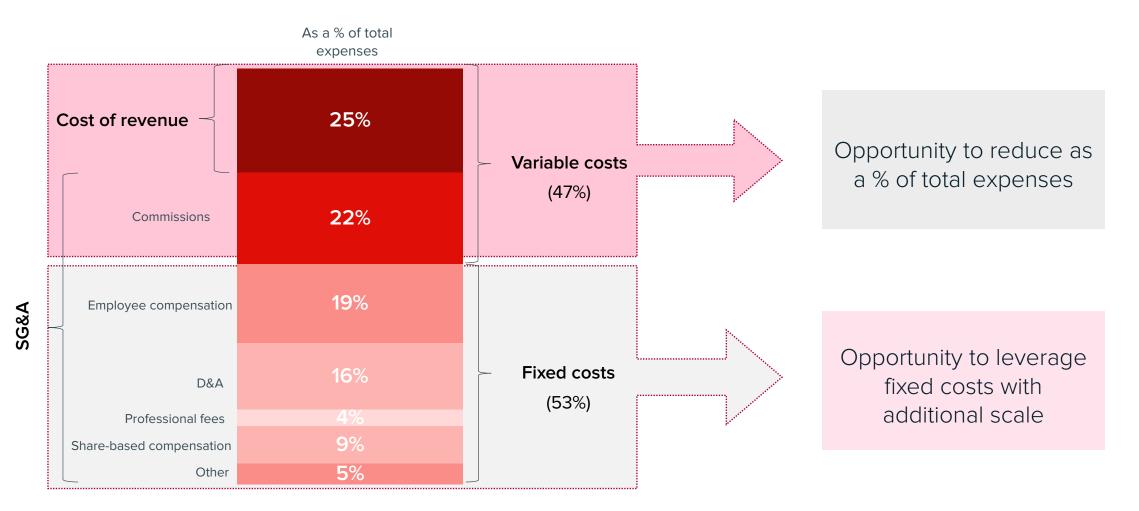
#### One of Few Fintechs With Scale, Robust Growth, Profitability & Cash Generation



90 (2) For Nuvei, CY'21A metrics are: \$725M Revenue, 93% reported revenue growth (61% Organic revenue growth), \$107M Net Income, and \$267M Cash from Operating Activities.

### Underpinned by Highly Scalable Operating Model

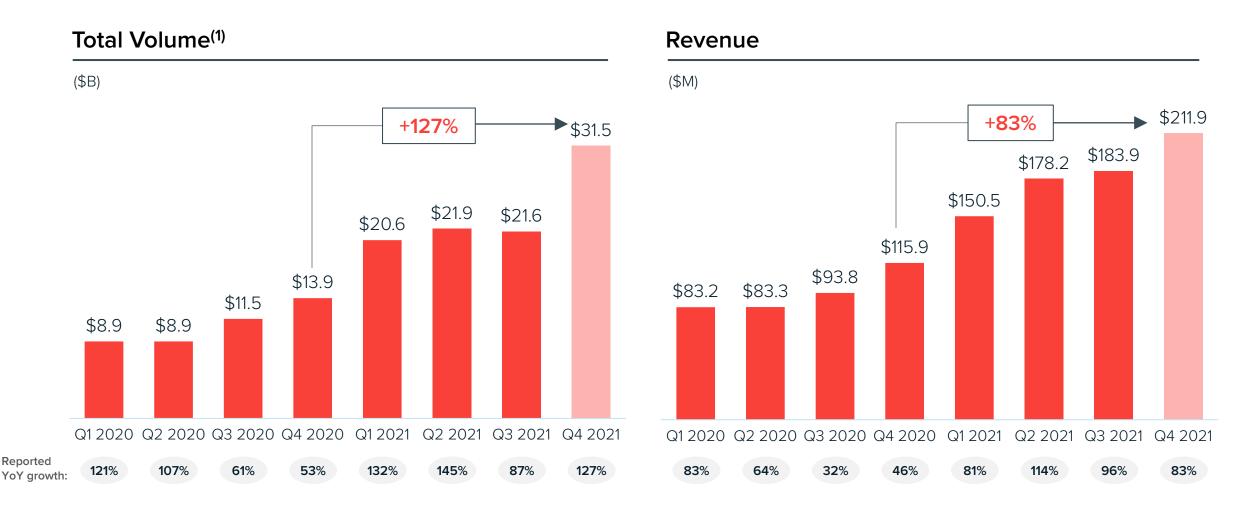
#### **Opportunities to Expand Profit Margin**





#### Execution on Strategy Yielding Consistent & Strong Growth

#### Recurring Revenue Stream with 80% of 2021 Revenue Growth from Existing Customers



nuvei

Source: Company data.

Note: Numbers may not sum due to rounding.

(1) Total volume does not represent revenue earned by the Company, but rather the total dollar value of transactions processed by merchants under contractual agreement with the Company.

92 See "Disclaimer - Supplementary Financial Measures".

### Resulting in High Margins

#### Robust Profitability While Reinvesting for Sustainable Growth

Gross Profit & Margin (%)



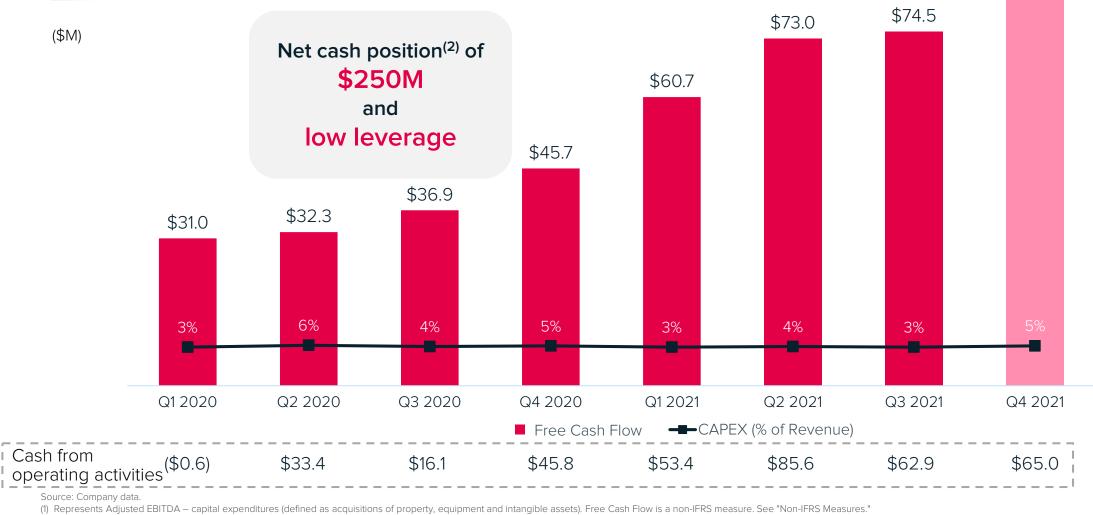
#### Net income, Adjusted EBITDA & Margin (%)<sup>(1)</sup>



### Managed Growth Results in High Cash Generation & Strong Balance Sheet

#### Cash Generation + Low Leverage = Capital Allocation Flexibility

Cash from Operating Activities, Free Cash Flow<sup>(1)</sup> & Capital expenditures (% of Revenue) \$81.8

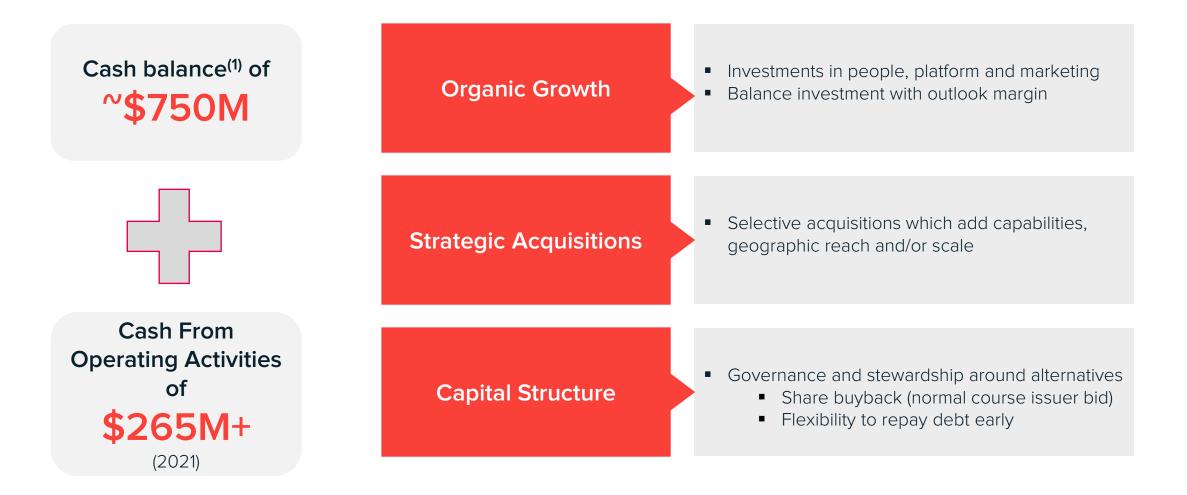


94 See Appendix for a reconciliation to the nearest IFRS measure.

(2) Net cash position (cash less total credit facilities) as of December 31, 2021.

### Disciplined Capital Allocation for Continued Growth

#### Multiple Capital Allocation Alternatives to Drive Shareholder Value





#### What We Expect for 2022

#### Reiterating Q1'22 and Full Year 2022 Outlook

(In U.S. dollars)	Three months ending March 31, 2022 Forward-looking	Year ending December 31, 2022 Forward-looking
Total volume <sup>(1)</sup> (billions)	28 – 29	127 – 132
Revenue (millions)	208 – 214	940 – 980
Adjusted EBITDA <sup>(2)</sup> (millions)	82 – 85	407 – 425

Nuvei is providing financial outlook for the three months ending March 31, 2022 and the fiscal year ending December 31, 2022. The financial outlook and specifically the Adjusted EBITDA(2) reflects the Company's strategy to accelerate its investment in distribution, marketing, innovation, and technology.

The financial outlook is fully qualified and based on a number of assumptions and subject to a number of risks described under the heading "Forward-Looking Information" of this presentation. Nuvei's outlook also constitutes "financial outlook" within the meaning of applicable securities laws and is provided for the purposes of assisting the reader in understanding the Company's financial performance and measuring progress toward management's objectives and the reader is cautioned that it may not be appropriate for other purposes.

Other than with respect to revenue, the Company only provides guidance on a non-IFRS basis. The Company does not provide a reconciliation of forward-looking Adjusted EBITDA (non-IFRS) to net income (loss) due to the inherent difficulty in forecasting and quantifying certain amounts that are necessary for such reconciliation. In periods where significant acquisitions or divestitures are not expected, the Company believes it might have a basis for forecasting the IFRS equivalent for certain costs, such as employee benefits, commissions and depreciation and amortization. However, because other deductions such as share-based payments, net finance costs, gain (loss) on financial instruments carried at fair market value and current and deferred income taxes used to calculate projected net income (loss) can vary significantly based on actual events, the Company is not able to forecast on an IFRS basis with reasonable certainty all deductions needed in order to provide an IFRS calculation of projected IFRS net income (loss). The amount of these deductions may be material and, therefore, could result in projected IFRS net income (loss) being materially less than projected Adjusted EBITDA (non-IFRS). These statements represent forward-looking information and may represent a financial outlook, and actual results may vary. See the risk and assumptions described under the heading "Forward-looking information" of this presentation.

Source: Company data.

The guidance in this presentation is only effective as of the date given, March 28, 2022, and will not be updated or affirmed unless and until the Company publicly announces updated or affirmed guidance. Distribution or reference of this deck following March 28, 2022 does not constitute the Company re-affirming guidance.

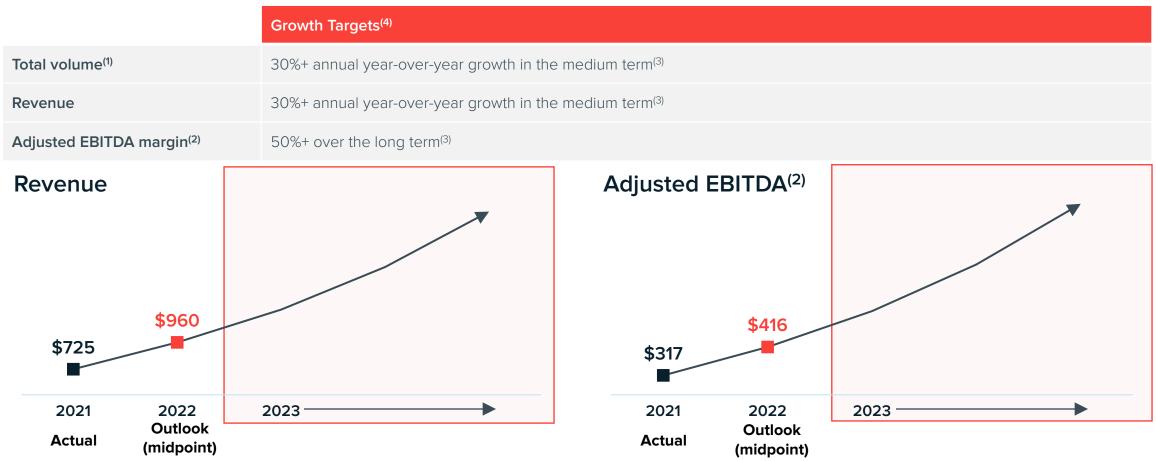
(1) Total volume does not represent revenue earned by the Company, but rather the total dollar value of transactions processed by merchants under contractual agreement with the Company. See "Disclaimer - Supplementary Financial Measures".



96 (2) Adjusted EBITDA is a non-IFRS measure. See "Non-IFRS Measures". See Appendix for a reconciliation to the nearest IFRS measure.

### Our Targets

#### Reiterating Medium- and Long-Term Targets



Note: For illustrative purposes and excludes any future acquisitions.

Source: Company data.

(1) Total volume does not represent revenue earned by the Company, but rather the total dollar value of transactions processed by merchants under contractual agreement with the Company. See "Disclaimer - Supplementary Financial Measures". (2) Adjusted EBITDA and Adjusted EBITDA margin are non-IFRS measures. See "Non-IFRS Measures".

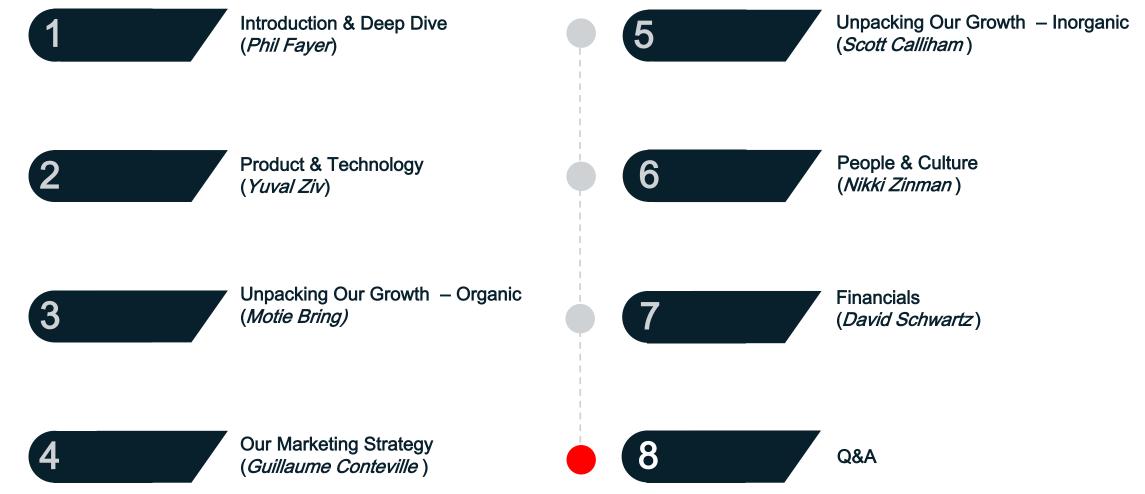
(3) "Medium term" and "long term" have not been defined by Nuvei nor does Nuvei intend to define them. These targets should not be considered as projections, forecasts or expected results but rather goals that may result from the execution of our strategy. These growth targets are fully qualified and based on a number of assumptions and are subject to a number of risks described under the heading "Forward-Looking Information" of this presentation. These targets are provided for the purposes of assisting the reader in understanding the Company's financial performance and measuring progress toward management's objectives and the reader is cautioned that they may not be appropriate for other purposes.

(4) These growth targets are fully qualified and based on a number of assumptions and subject to a number of risks described under the heading "Forward-looking Information" of this presentation. These growth targets serve as guideposts as we execute on our strategic priorities, and they assume a normal business environment, continuing momentum and performance of the Company's core business and favorable tailwinds of the verticals it serves. We will review and revise these growth targets as economic, market, and regulatory environments change.



97

### Today's Agenda







# Thank You

# Appendix

#### Statements of Profit and Loss and Comprehensive Income or Loss

#### Statements of Profit or Loss and Comprehensive Income or Loss Data

(in thousands of U.S. dollars except for shares and per share amounts)

	Three months ended December 31			Years ended December 31
	2021	2020	2021	2020
	\$	\$	\$	\$
Revenue	211,875	115,907	724,526	376,22
Cost of revenue	49,115	23,519	147,755	69,25
Gross profit	162,760	92,388	576,771	306,97
Selling, general and administrative expenses	140,921	68,437	431,303	234,97
Operating profit	21,839	23,951	145,468	71,99
Finance income	(550)	(1,257)	(2,859)	(5,42
Finance costs	5,001	2,494	16,879	159,09
Net finance costs	4,451	1,237	14,020	153,66
Loss (gain) on foreign currency exchange	(2,486)	1,029	(513)	18,91
Income (loss) before income tax	19,874	21,685	131,961	(100,58
Income tax expense	7,535	(892)	24,916	3,08
Net income (loss)	12,339	22,577	107,045	(103,67
Other comprehensive income (loss)				
Items that may be reclassified subsequently to profit and loss				
Foreign operations – foreign currency translation differences	(10,920)	18,394	(31,031)	32,85
Comprehensive income (loss)	1,419	40,971	76,014	(70,81
Net income (loss) attributable to:				
Common shareholders of the Company	10,808	21,726	102,293	(106,23
Non-controlling interest	1,531	851	4,752	2,56
	12,339	22,577	107,045	(103,67
Comprehensive income (loss) attributable to:				
Common shareholders of the Company	(112)	40,120	71,262	(73,37
Non-controlling interest	1,531	851	4,752	2,56
	1,419	40,971	76,014	(70,81
Net income (loss) per share				
Net income (loss) per share attributable to common shareholders of the Company				
Basic	0.08	0.16	0.73	(1.0
Diluted	0.07	0.16	0.71	(1.0)
Weighted average number of common shares outstanding				
Basic	142,698,569	135,837,128	139,729,116	98,681,06
Diluted	147,640,841	139,929,183	144,441,502	98,681,06



#### **Consolidated Statements of Financial Position Data**

#### Consolidated Statements of Financial Position Data (in thousands of U.S. dollars)

	December 31, 2021	December 31, 2020
	\$	\$
Assets		
Current assets		
Cash	748,576	180,722
Trade and other receivables	39,262	32,055
Inventory	1,277	80
Prepaid expenses	8,483	4,727
Income taxes receivable	3,702	6,690
Current portion of advances to third parties	3,104	8,520
Current portion of contract assets	1,354	1,587
Total current assets before segregated funds	805,758	234,381
Segregated funds	720,874	443,394
Total current assets	1,526,632	677,775
Non-current assets		
Advances to third parties	13,676	38,478
Property and equipment	18,856	16,537
Intangible assets	747,600	524,232
Goodwill	1,126,768	969,820
Deferred tax assets	13,036	3,785
Contract assets	1,091	1,300
Processor deposits	4,788	13,898
Other non-current assets	3,023	1,944
Total Assets	3,455,470	2,247,769

nuvei

102

#### **Consolidated Statements of Financial Position Data**

#### Consolidated Statements of Financial Position Data (in thousands of U.S. dollars)

	December 31, 2021 \$	December 31, 2020 \$
Liabilities		
Current liabilities		
Trade and other payables	101,848	64,779
Income taxes payable	13,478	7,558
Current portion of loans and borrowings	7,349	2,527
Other current liabilities	13,226	7,132
Total current liabilities before due to merchants	135.901	81.996
Due to merchants	720,874	443,394
Total current liabilities	856,775	525,390
Non-current liabilities		
Loans and borrowings	501,246	212,726
Deferred tax liabilities	71,100	50,105
Other non-current liabilities	4,509	1,659
Total Liabilities	1,433,630	789,880
Equity		
Equity attributable to shareholders		
Share capital	2,057,105	1,625,785
Contributed surplus	69,943	11,966
Deficit	(108,749)	(211,042
Accumulated other comprehensive income (loss)	(8,561)	22,47
	2,009,738	1,449,179
Non-controlling interest	12,102	8,710
Total Equity	2,021,840	1,457,889
Total Liabilities and Equity	3,455,470	2,247,769



#### **Consolidated Statements of Cash Flow Data**

#### **Consolidated Statements of Cash Flow Data**

(in thousands of U.S. dollars)

For the years ended December 31,	2021	202
	\$	\$
Cash flow from operating activities		
Net income (loss)	107,045	(103,670
Adjustments for:		
Depreciation of property and equipment	5,811	5,121
Amortization of intangible assets	85,017	64,552
Amortization of contract assets	2,180	2,114
Share-based payments	53,180	10,407
Net finance costs	14,020	153,664
Loss (gain) on foreign currency exchange	(513)	18,918
Impairment on disposal of a subsidiary	_	338
Income tax expense	24,916	3,087
Changes in non-cash working capital items	21,604	(2,28
Interest paid	(14,351)	(43,788
Income taxes paid	(32,052)	(14,223
	266,857	94,752
Cash flow used in investing activities		
Business acquisitions, net of cash acquired	(387,654)	(67,537
Proceeds from the sale of a subsidiary, net of cash	-	19,045
Decrease (increase) in other non-current assets	10,525	(1,683
Net decrease in advances to third parties	9,190	9,40
Acquisition of property and equipment	(5,728)	(3,395
Acquisition of intangible assets	(21,441)	(14,448
	(395,108)	(58,617
Cash flow from financing activities		
Proceeds from loans and borrowings	300,000	110,000
Transaction costs related to loans and borrowings	(5,529)	(3,380
Proceeds from exercise of stock options	8,994	-
Proceeds from issuance of shares	424,833	758,593
Transaction costs from issuance of shares	(15,709)	(42,966
Repayment of convertible debentures from shareholders	-	(93,384
Repayment of loans and borrowings	(2,560)	(642,786
Payment of lease liabilities	(2,594)	(2,439
Dividend paid by subsidiary to non-controlling interest	(1,360)	(940
	706,075	82,70
Effect of movements in exchange rates on cash	(9,970)	1,813
Net increase in cash	567,854	120,650
Cash – Beginning of Year	180,722	60,072
Cash – End of Year	748,576	180,722



# Reconciliation of Adjusted EBITDA and Free cash flow to Net Income (Loss) and Cash flow from operating activities

#### Reconciliation of Adjusted EBITDA and Free cash flow to Net Income (Loss) and Cash flow from operating activities

(In thousands of U.S. dollars)

105

		Three months ended December 31		Years ended December 31
	2021	2020	2021	2020
	\$	\$	\$	\$
Cash flow from operating activities	64,972	45,783	266,857	94,752
Adjustments for:				
Depreciation of property and equipment	(1,535)	(979)	(5,811)	(5,12)
Amortization of intangible assets	(24,403)	(17,430)	(85,017)	(64,552
Amortization of contract assets	(595)	(417)	(2,180)	(2,114
Share-based payments	(32,935)	(3,200)	(53,180)	(10,407
Net finance costs	(4,451)	(1,237)	(14,020)	(153,664
Loss (gain) on foreign currency exchange	2,486	(1,029)	513	(18,918
Impairment on disposal of a subsidiary	_	_	_	(338
Income tax expense	(7,535)	892	(24,916)	(3,087
Write-down of inventory to net realizable value	_	(513)	_	(513
Changes in non-cash working capital items	(6,218)	(4,432)	(21,604)	2,28
Interest paid	4,792	1,495	14,351	43,788
Income taxes paid	17,761	3,644	32,052	14,223
Net income (loss)	12,339	22,577	107,045	(103,670
Finance cost	5,001	2,494	16,879	159,091
Finance income	(550)	(1,257)	(2,859)	(5,427
Depreciation and amortization	25,938	18,410	90,828	69,673
Income tax expense (recovery)	7,535	(892)	24,916	3,087
Acquisition, integration and severance costs <sup>(a)</sup>	8,773	4,673	25,831	9,970
Share-based payments and related payroll taxes <sup>(b)</sup>	34,674	3,200	54,919	10,407
Loss (gain) on foreign currency exchange	(2,486)	1,029	(513)	18,918
Legal settlement and other <sup>(c)</sup>	230	1,079	188	933
Adjusted EBITDA	91,454	51,313	317,234	162,982
Acquisition of property and equipment, and intangible assets	(9,642)	(5,572)	(27,169)	(17,843
Free cash flow	81,812	45,741	290,065	145,139

(a) These expenses relate to:

- (I) professional, legal, consulting, accounting and other fees and expenses related to our acquisition activities and financing activities. For the three months and year ended December 31, 2021, those expenses were \$4.3 million and \$14.7 million respectively (\$5.7 million and \$10.9 million for the three months and year ended December 31, 2020). These costs are presented in the professional fees line item of selling, general and administrative expenses.
- (ii) acquisition-related compensation. For the three months and year ended December 31, 2021, those expenses were \$4.5 million and \$10.8 million (\$0.1 million and \$0.8 million for the three months and year ended December 31, 2020). These costs are presented in the employee compensation line item of selling, general and administrative expenses.
- (iii) change in deferred purchase consideration for previously acquired businesses. No amount was recognized in 2021. Gains of \$1.2 million and \$2.5 million were recognized for the three months and year ended December 31, 2020. These amounts are presented in selling, general and administrative expenses.
- (iv) severance and integration expenses, which were immaterial for the three months and year ended December 31, 2021 (\$0.1 million and \$0.7 million for the three months and year ended December 31, 2020). These expenses are presented in selling, general and administrative expenses.
- (b) These expenses represent expenses recognized in connection with stock options and other awards issued under share-based plans as well as related payroll taxes that are directly attributable to share-based payments. For the three months and year ended December 31, 2021, the expenses were comprised of non-cash sharebased payments of \$32.9 million and \$53.2 million (\$3.2 million and \$10.4 million for three months and year ended December 31, 2020), as well as \$1.7 million of cash expenses for related payroll taxes (nil in 2020).
- (c) This line item primarily represents legal settlements and associated legal costs, as well as non-cash gains, losses and provisions and certain other costs. These costs are presented in selling, general and administrative expenses.



#### Reconciliation of Adjusted net income and Adjusted net income per basic and diluted share to Net Income (Loss)

(In thousands of U.S. dollars except for share and per share amounts)

		onths ended December 31		Years ended December 31
	2021	2020	2021	2020
	\$	\$	\$	\$
Net income (loss)	12,339	22,577	107,045	(103,670)
Change in redemption value of liability- classified common and preferred shares <sup>(a)</sup>	_	_	_	76,438
Accelerated amortization of deferred transaction costs	_	_	_	24,491
Amortization of acquisition-related intangible assets <sup>(b)</sup>	22,828	16,008	78,979	59,219
Acquisition, integration and severance costs (c)	8,773	4,673	25,831	9,970
Share-based payments and related payroll taxes <sup>(d)</sup>	34,674	3,200	54,919	10,407
Loss (gain) on foreign currency exchange	(2,486)	1,029	(513)	18,918
Legal settlement and other (e)	230	1,079	188	933
Adjustments	64,019	25,989	159,404	200,376
Income tax expense related to adjustments (*)	(5,784)	(2,074)	(17,867)	(7,720
Adjusted net income	70,574	46,492	248,582	88,986
Net income attributable to non-controlling interest	(1,531)	(851)	(4,752)	(2,560)
Adjusted net income attributable to the common shareholders of the Company	69,043	45,641	243,830	86,426
Weighted average number of common shares outstanding				
Basic	142,698,569	135,837,128	139,729,116	98,681,060
Diluted	147,640,841	139,929,183	144,441,502	101,576,193
Adjusted net income per share attributable to common shareholders of the Company <sup>(g)</sup>				
Basic	0.48	0.34	1.75	0.88
Diluted	0.47	0.33	1.69	0.85

(a)	This line item represents change in redemption value related to shares classified as liabilities prior to our TSX listing.
	As part of the TSX listing, such shares were converted into equity as Subordinate Voting Shares. These expenses
	are included in finance costs.
11.1	The base was a later to an effective second allow an interaction of the second state o

(b) This line item relates to amortization expense taken on intangible assets created from the purchase price adjustment process on acquired companies and businesses and resulting from a change in control of the Company.

(c) These expenses relate to:

(i) professional, legal, consulting, accounting and other fees and expenses related to our acquisition activities and financing activities. For the three months and year ended December 31, 2021, those expenses were \$4.3 million and \$14.7 million respectively (\$5.7 million and \$10.9 million for the three months and year ended December 31, 2020). These costs are presented in the professional fees line item of selling, general and administrative expenses.

(ii) acquisition-related compensation. For the three months and year ended December 31, 2021, those expenses were \$4.5 million and \$10.8 million (\$0.1 million and \$0.8 million for the three months and year ended December 31, 2020). These costs are presented in the employee compensation line item of selling, general and administrative expenses.

(iii) change in deferred purchase consideration for previously acquired businesses. No amount was recognized in 2021. Gains of \$1.2 million and \$2.5 million were recognized for the three months and year ended December 31, 2020. These amounts are presented in selling, general and administrative expenses.

(iv) severance and integration expenses, which were immaterial for the three months and year ended December 31, 2021 (\$0.1 million and \$0.7 million for the three months and year ended December 31, 2020). These expenses are presented in selling, general and administrative expenses.

(d) These expenses represent expenses recognized in connection with stock options and other awards issued under share-based plans as well as related payroll taxes that are directly attributable to share-based payments. For the three months and year ended December 31, 2021, the expenses were comprised of non-cash share-based payments of \$32.9 million and \$53.2 million (\$3.2 million and \$10.4 million for three months and year ended December 31, 2020), as well as \$1.7 million of cash expenses for related payroll taxes (nil in 2020).

(e) This line item primarily represents legal settlements and associated legal costs, as well as non-cash gains, losses and provisions and certain other costs. These costs are presented in selling, general and administrative expenses.

This line item reflects income tax expense on taxable adjustments using the tax rate of the applicable jurisdiction.

(g) The number of share-based awards used in the diluted weighted average number of common shares outstanding in the Adjusted net income per diluted share calculation is determined using the treasury stock method as permitted under IFRS.



	Three months ended December 31		Change		Years ended December 31		Change		ge
(In thousands of U.S. dollars, except for percentages)	2021 \$	2020 \$	\$	%	2021 \$	2020 \$	\$	%	
Revenue									
North America	76,229	52,001	24,228	47 %	301,257	183,803	117,454	64 %	
Europe, Middle East and Africa	127,856	58,884	68,972	117 %	394,758	176,771	217,987	123 %	
Latin America	6,404	3,315	3,089	93 %	22,841	10,771	12,070	112 %	
Asia Pacific	1,386	1,707	(321)	(19)%	5,670	4,881	789	16 %	
	211,875	115,907	95,968	83 %	724,526	376,226	348,300	<b>93</b> %	

The table above summarizes our revenue by geography based on the billing location of the merchant.



	Three months ended December 31		Years ended December 31		
	2021	2020	2021	2020	
(In thousands of U.S. dollars except for percentages)	\$	\$	\$	\$	
Revenue	211,875	115,907	724,526	376,226	
Adjustments for acquired or divested businesses <sup>(a)</sup>	(32,740)	_	(123,659)	(2,524)	
Organic revenue	179,135	115,907	600,867	373,702	
Revenue growth	83 %		93 %		
Organic revenue growth	55 %		61 %		

(a) The Company acquired Smart2Pay Technology & Services B.V on November 2, 2020, Base Commerce on January 1, 2021, Mazooma on August 3, 2021, and Simplex and Paymentez on September 1, 2021. In May 2020, the Company disposed of CreditGuard.

