

Spirit Technology Solutions(STT)

Intalock Cyber Security Acquisition
& Market Update – December 2020

Spirit Technology Solutions – Expanded Operating Model

Products & Services



High speed
internet



Security



Cloud



Mobile



Voice



Managed
services

Markets



SMBs



Essential
Services



Corp
& Govt



Distribution



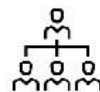
Direct



Retail



Wholesale



Reseller



White Label



Spirit X



Online

Digital

*Mobiles to be launched Q3

Intalock Acquisition – Deal Rationale

Acquisition positions Spirit Technology Solutions deeper into Corporate & Govt segment with Cyber Security. Allows for material deal size sales with bundles to be sold: Cloud, Data, Voice, MSP & Cyber Security offering.

- Intalock is one of Australia's leading Cyber security services businesses with a sophisticated full Security Operations Centre (SOC).
- Comprehensive Cyber Security offering, with blue chip customer portfolio across Corporate and Government – in line with Spirit's market expansion strategy for FY21 into Corporate markets.
- Intalock generated revenue of \$23.6M and normalised EBITDA of \$2.3M in FY20.

Transaction summary:

- Upfront consideration of \$15.0M paid as a combination of cash (85%) and Spirit equity (15%) with a deferred consideration component. An additional earn-out consideration component is also available for out-performance in FY22 capped to maximum total transaction value of \$22.5M.
- Transaction EBITDA multiple of x6.5.
- Cash component will be paid from cash reserves and CBA debt facility.

Higher Contract Value
New Product +
Corp & Gov Segment



Corp
& Govt



Intalock
Cyber Security

Cyber Security A Rapid Growth Market – Australia

Australia's revenue from cybersecurity could triple over next decade with a forecast to increase to A\$6bn by 2026 at a CAGR of 10.6%

The current cybersecurity market is highly fragmented with disparate solutions

Over three-quarters of the market is dominated by foreign companies, mostly with local bases employing Australians

Cybersecurity in Australia employs around 20,500 people and requires c. 17,000 more workers by 2026

Total expenditure on cybersecurity in Australia in 2018 amounted to c. A\$5.0bn, with c. A\$3.9bn spent on external cybersecurity



48% of Australian businesses experienced a cyber breach in 2018



47% of businesses paid ransom

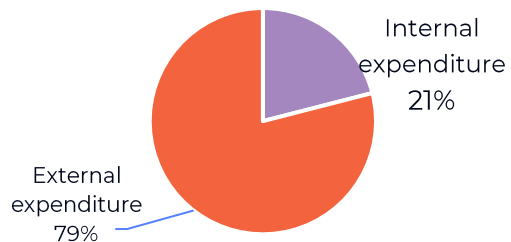


A\$12.5bn global losses from email led attacks 2013 to 2018

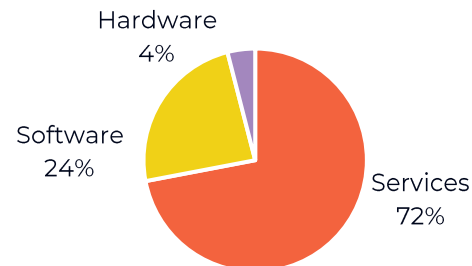


60% of all attacks are insider

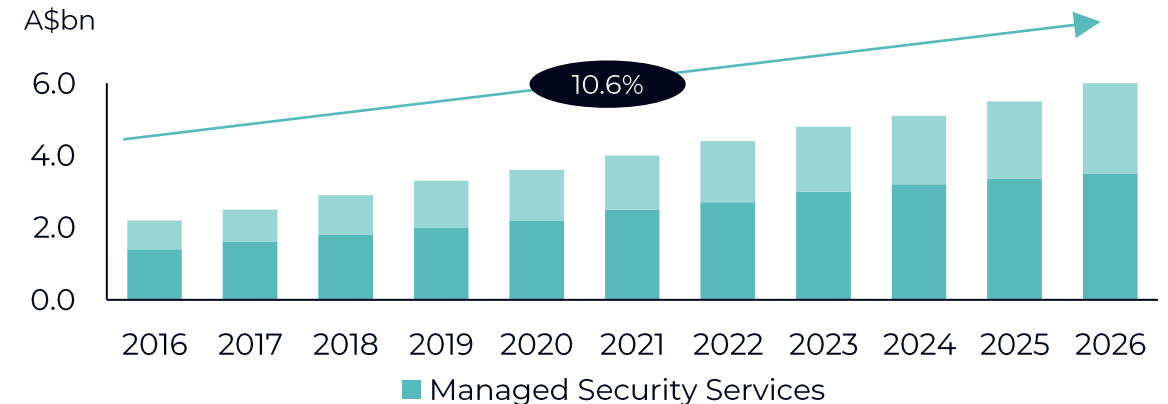
Australia's cyber expenditure



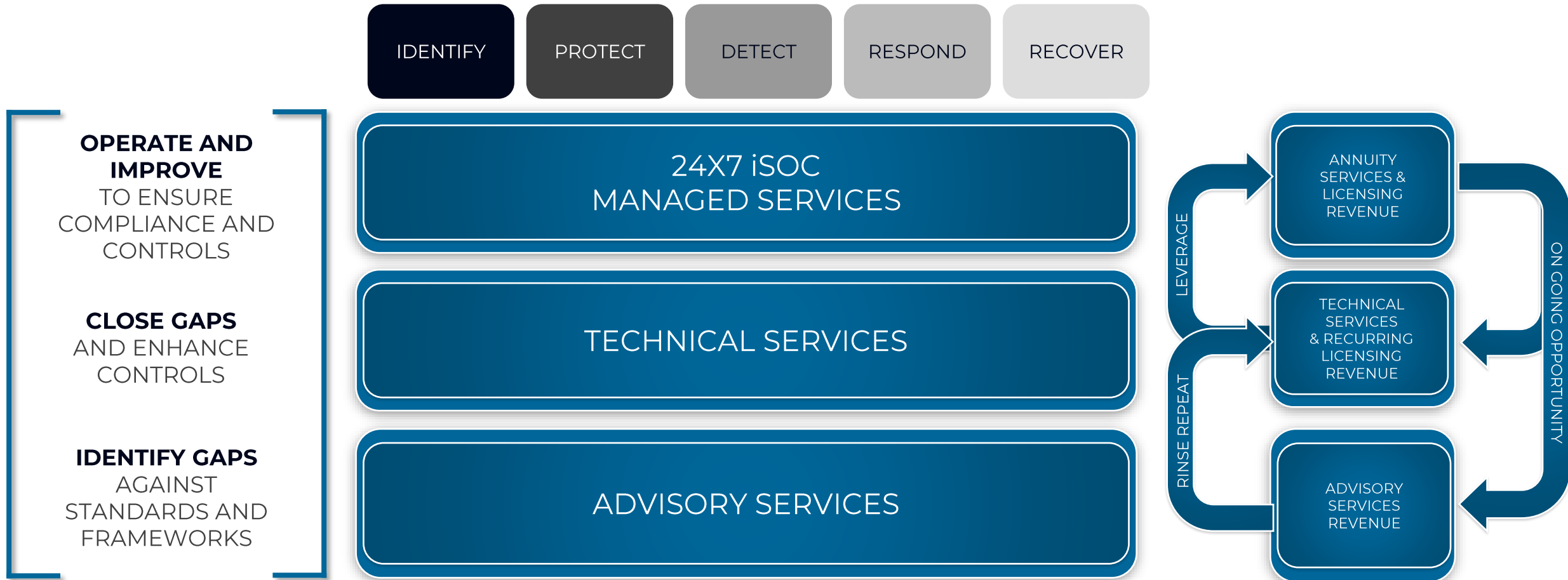
Australian external cybersecurity expenditure



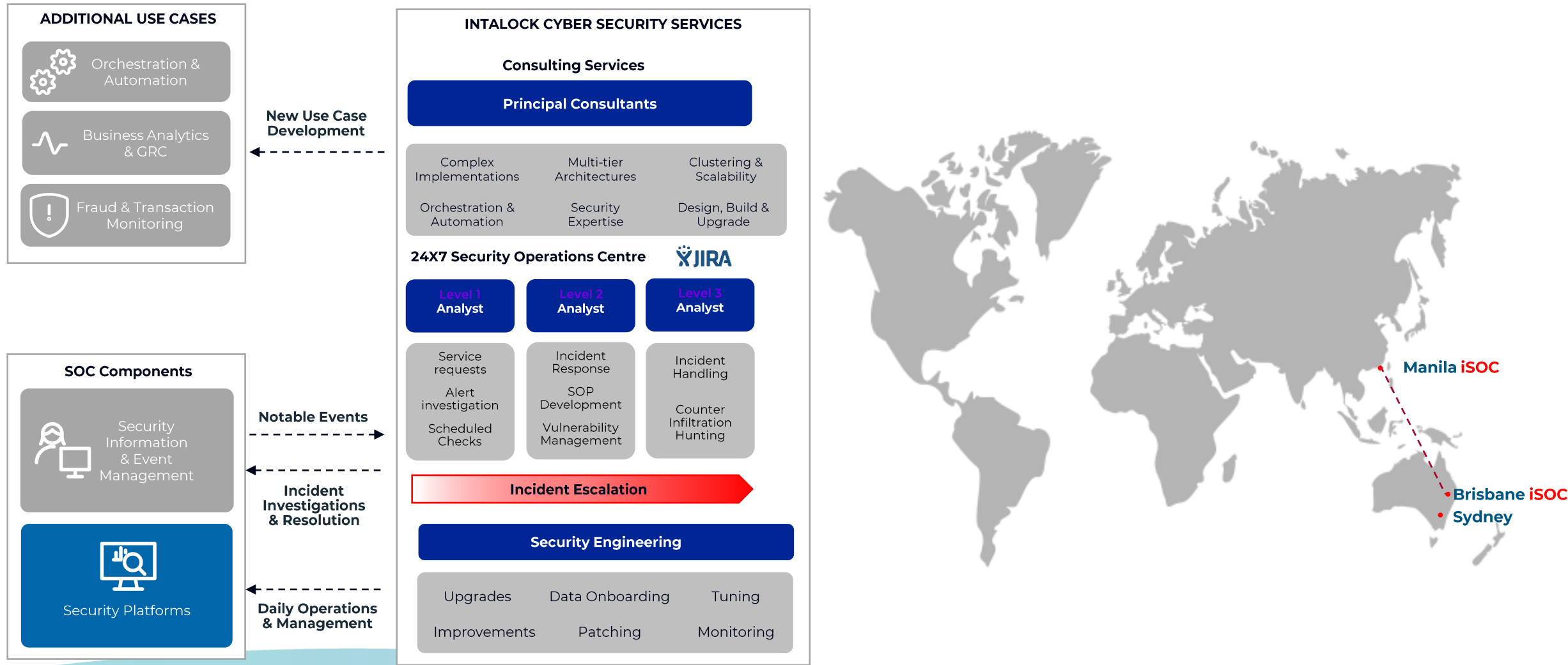
Australian cybersecurity market growth forecast



Intalock Business Model



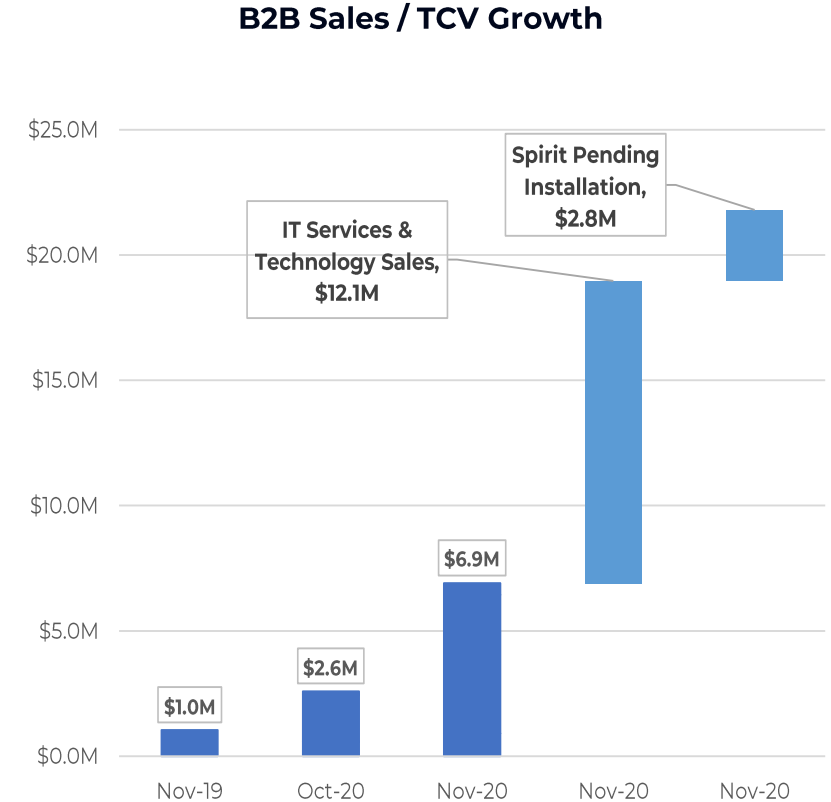
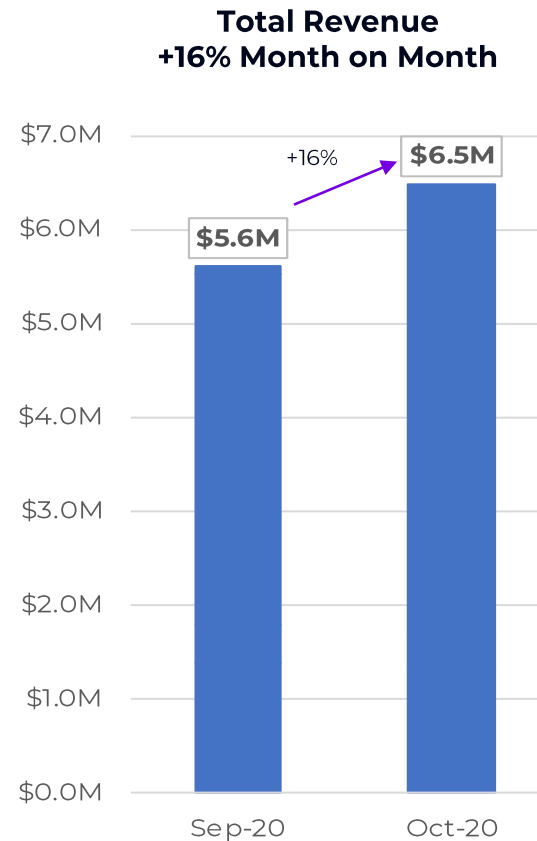
Intalock Full Security Operations Centre (Soc)



Commercial Update: Record Revenue & Sales Oct & Nov

Record growth continues, as Spirit builds out a scalable and high growth IT & Telco company across SMB, Essential Services and now Corporate & Govt.

- Spirit Group's October revenue was \$6.5M, up 16% on September and 196% YOY from \$2.2M.
- Record November Sales / Total contract value was \$6.9M (recurring) up 166% MOM and up 565% YOY, with pending installations at \$2.8M and IT Services & Technology Sales at \$12.1M.
- Large new business wins drove the record sales results with Cloud, Voice and Data products being sold in bundles across Health, Education and Corporate Segments.



Note:

*S&P = Solutions & Projects Revenue. Project revenue includes government grant revenue
N.B: All results provided on an unaudited basis

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