



It's the Network that Delivers!®

(NYSE American: RLGT)

GLOBAL TRANSPORTATION & LOGISTICS



FORWARD-LOOKING STATEMENT

This presentation and discussion includes forward-looking statements within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended, and Section 27A of the Securities Act of 1933, as amended, and such statements are subject to the safe harbor created by those sections and the Private Securities Litigation Reform Act of 1995, as amended. All statements, other than statements of historical fact, including without limitation statements regarding the financial position, strategic plan and other plans, projections, future industry characteristics, growth expectations, future ability to identify, consummate, and integrate acquisitions, and objectives for our future operations, are forward-looking statements. Such statements may be identified by their use of terms or phrases such as “may,” “could,” “expects,” “estimates,” “projects,” “believes,” “anticipates,” “plans,” “intends,” and similar terms and phrases. Forward-looking statements are based upon the current beliefs and expectations of our management and are inherently subject to risks and uncertainties, some of which cannot be predicted or quantified, which could cause future events and actual results to differ materially from those set forth in, contemplated by, or underlying the forward-looking statements. Although we believe that such forward-looking statements are based on reasonable assumptions, we give no assurance that our expectations will in fact occur. For examples of risks, uncertainties, and events that may cause our actual results to differ materially from the expectations we describe in our forward-looking statements, see “Risk Factors” in the prospectus to which this offering relates and the documents incorporated by reference therein. Existing and prospective investors are cautioned not to place undue reliance on forward-looking statements, which speak only as of the date hereof. We undertake no obligation to publicly update or revise any forward-looking statements after the date they are made, whether as a result of new information, future events or otherwise, except for the extent required by applicable securities laws.

NON-GAAP FINANCIAL DATA

This presentation may include the use of net revenues, EBITDA, adjusted EBITDA, adjusted net income, and adjusted net income per share, which are financial measures that are not in accordance with generally accepted accounting principles (“GAAP”). Each such measure is a supplemental non-GAAP financial measure that is used by management and external users of our financial statements, such as industry analysts, investors and lenders. While management believes such measures are useful for investors, they should not be used as a replacement for financial measures that are in accordance with GAAP.

We define net revenues as revenues less directly related operations and expenses attributed to the company’s services. We define EBITDA to exclude the effects of preferred stock dividends, interest and taxes, and excludes the “non-cash” effects of depreciation and amortization on long-term assets. Companies have some discretion as to which elements of depreciation and amortization are excluded in the EBITDA calculation. We exclude all depreciation charges related to furniture and equipment, all amortization charges, including amortization of leasehold improvements and other intangible assets. We define adjusted EBITDA to exclude changes in contingent consideration, expenses specifically attributable to acquisitions, severance and lease termination costs, F/X gains and losses, extraordinary items, share-based compensation expense, non-recurring litigation expenses, and other non-cash charges. For adjusted net income and adjusted net income per share, management uses a 24.5% tax rate commencing with FY2019 and a 31% tax rate for prior periods for calculating the provision for income taxes before preferred dividend requirement to normalize the Company’s tax rate to that of its competitors and to compare the Company’s reporting periods with difference effective tax rates. In addition, in arriving at adjusted net income, the Company adjusts for significant items that are not part of regular operating activities. These adjustments include acquisition costs, transition, severance and lease termination costs, non-recurring litigation expenses as well as depreciation and amortization and certain other non-cash charges.

Our presentation of net revenues, EBITDA, adjusted EBITDA, adjusted net income, and adjusted net income per share should not be construed as an inference that our results will be unaffected by unusual or non-recurring items. Our computations of net revenue, EBITDA, adjusted EBITDA, adjusted net income, and adjusted net income per share may not be comparable to other similarly titled measures of other companies.

Reconciliations of our non-GAAP financial measures presented to our GAAP-based financial measures are included on the last slide of this presentation.

Leading Multi-Modal 3PL Service Provider



Radiant is a leading non-asset based provider of domestic and int'l transportation and logistics solutions.

- Radiant provides global supply chain services, including domestic and international air and ocean freight forwarding and truckload, less-than-truckload, and intermodal freight brokerage services
 - Strong network of company-owned locations and strategic operating partners (agents) in the United States and Canada as well as additional global partners to facilitate international shipments
- Radiant continues to build out a compelling multi-modal offering, leveraging its technology and bundling value-added logistics solutions with its core transportation service offerings
 - The Company continues to optimize its best-in-class operating platform (people, processes, and technology) in order to provide exceptional operational and back-office infrastructure to its network participants
- The Company has generated impressive financial results, with revenues of \$813.2 million, net revenues of \$222.8 million and adjusted EBITDA of \$38.5 million for the twelve months ended Dec. 31, 2019.

KEY STATISTICS

\$813.2M

Gross Revenue
TTM Ended 12/31/19

\$222.8M

Net Revenue
TTM Ended 12/31/19

\$38.5M

Adj. EBITDA
TTM Ended 12/31/19

13.9%

2016-2019
EBITDA CAGR

100+

Agent Stations

20+

Company-Owned
Locations

18

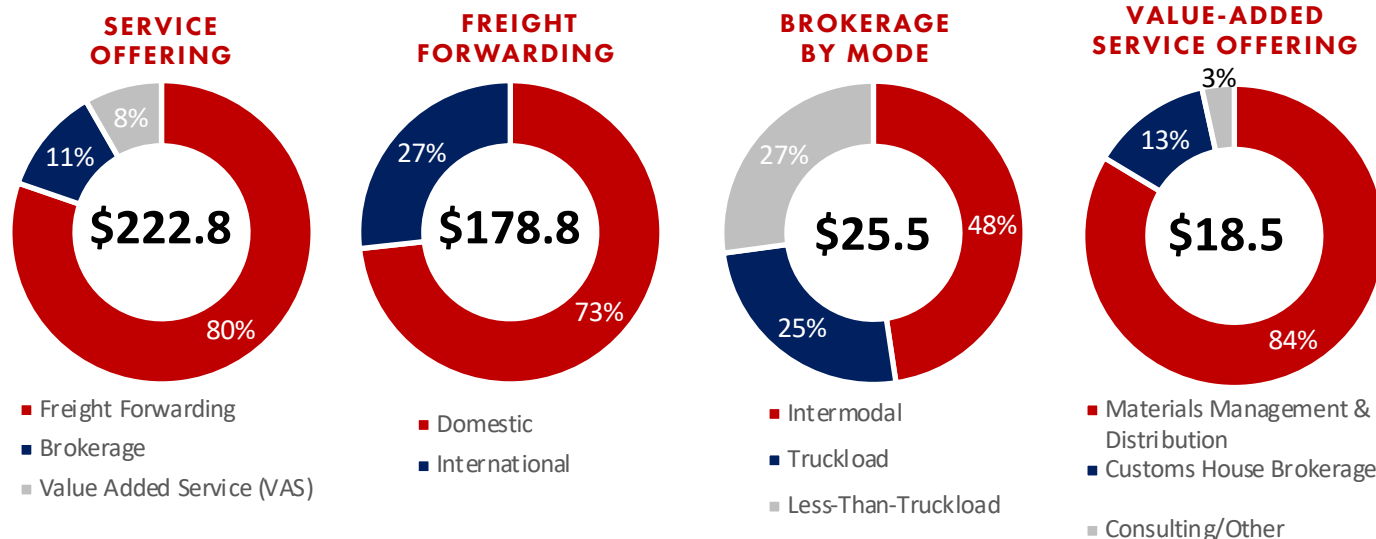
Completed
Acquisitions

COMPELLING DIVERSITY OF NET REVENUE BY SERVICE OFFERING

NET REVENUE

For the Twelve Months Ended December 31, 2019

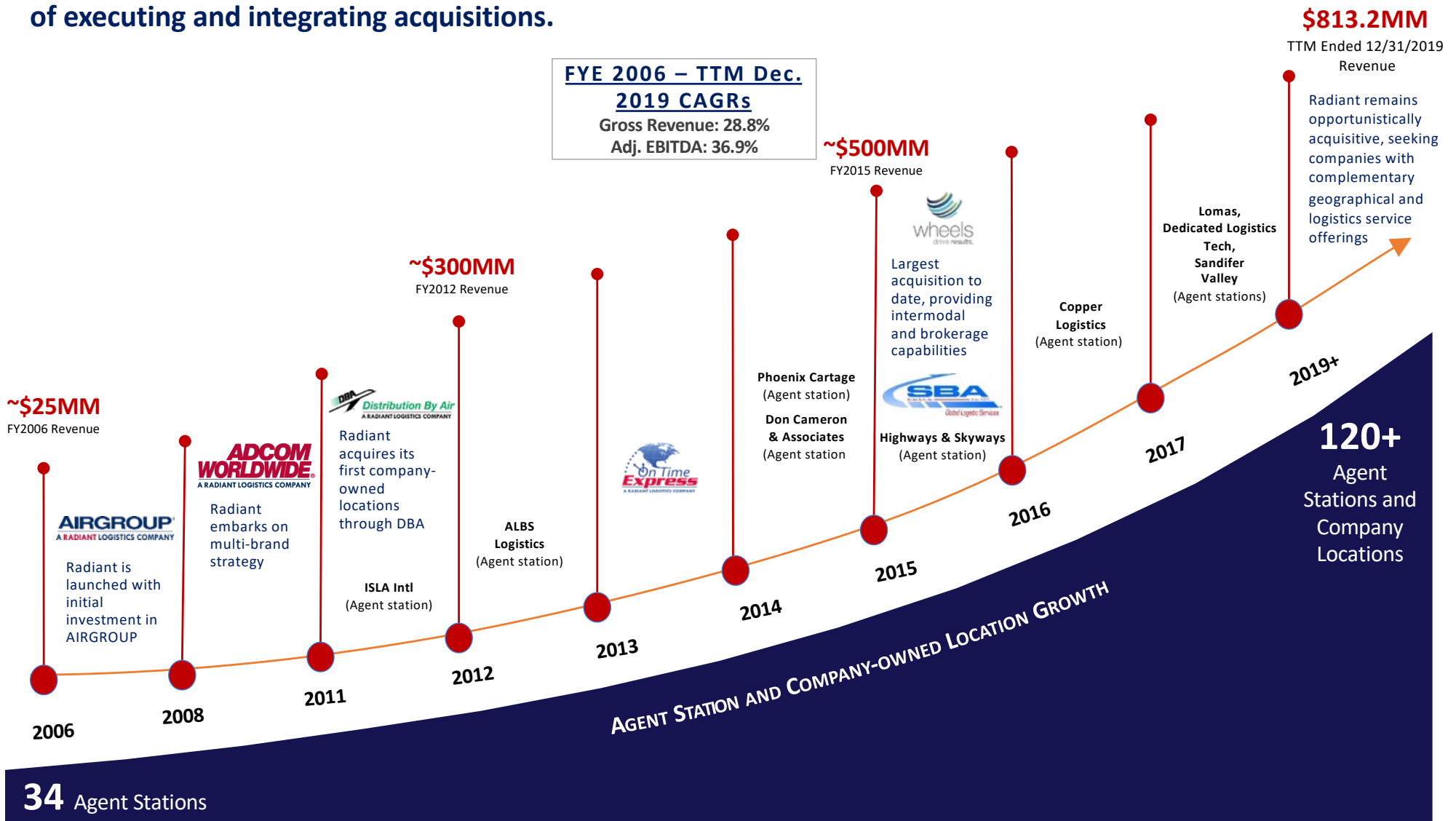
(\$ in millions)



A Proven Growth Platform



Since its inception in 2006, Radiant has continued to deliver profitable growth with a track record of executing and integrating acquisitions.



34 Agent Stations

A Track Record of Profitable Growth



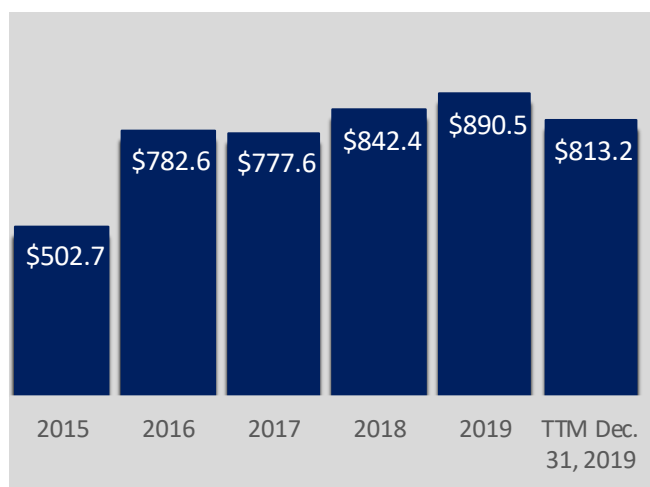
Radiant has consistently generated solid financial results and is well positioned for future growth.

- For the Twelve Months Ended December 31, 2019, Radiant generated \$222.8 million in net revenue and \$38.5 million in adjusted EBITDA
- A track record of seamlessly integrating company-owned locations and realizing meaningful post-acquisition synergies, combined with an active M&A pipeline, creates compelling levers to further accelerate growth
- Radiant's adjusted EBITDA margin (i.e. adjusted EBITDA as a percentage of net revenues) continues above 17.0% for the Twelve Months Ended December 31, 2019

CONSISTENT FINANCIAL PERFORMANCE

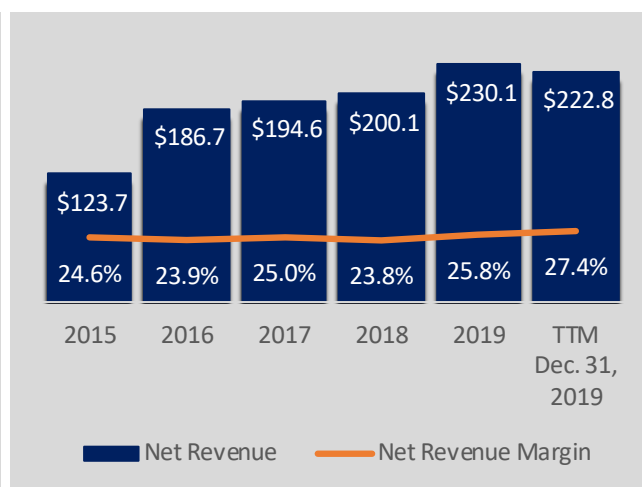
GROSS REVENUE

For the Fiscal Years Ended 2015 – 2019
(\$ in millions)



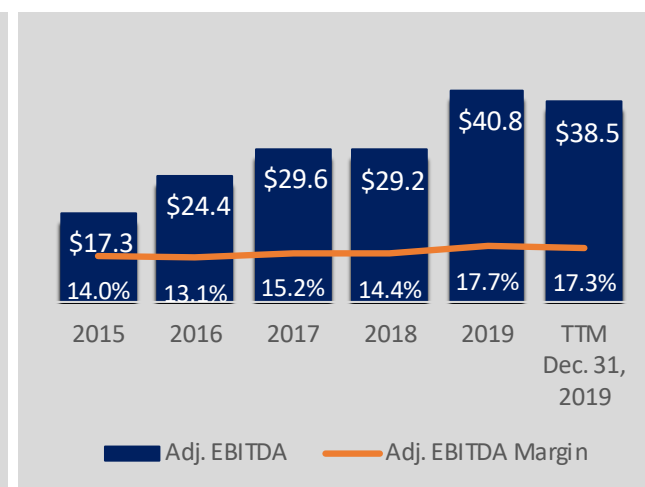
NET REVENUE & NET REVENUE MARGIN

For the Fiscal Years Ended 2015 – 2019
(\$ in millions)



ADJ. EBITDA & ADJ. EBITDA MARGIN

For the Fiscal Years Ended 2015 – 2019
(\$ in millions)

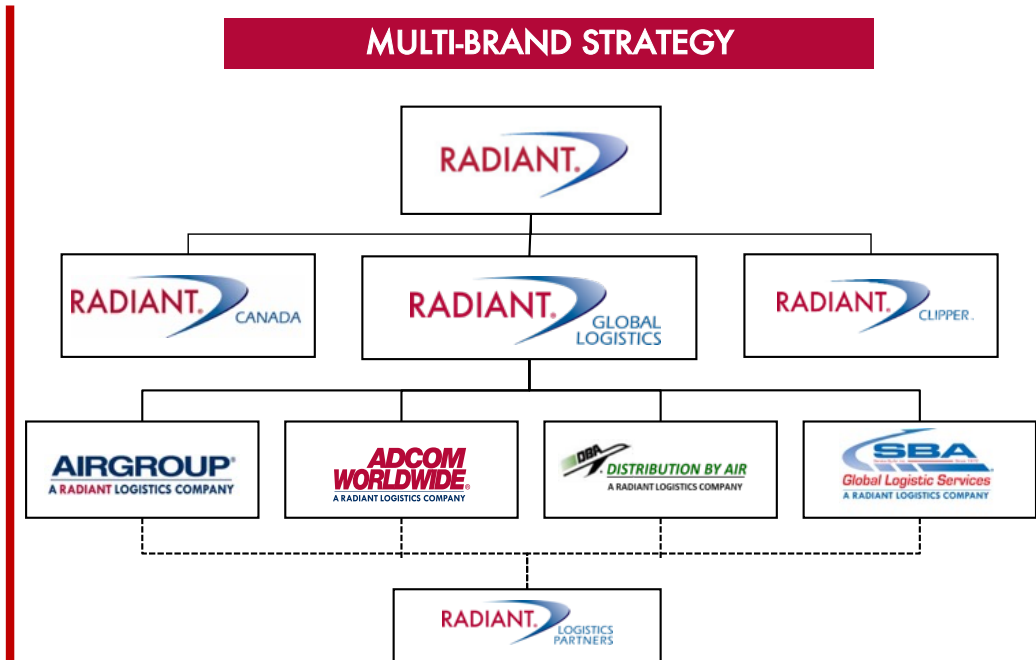


12-Year First to Market Advantage



Structural changes within the freight forwarding community, resulting from industry deregulation in the 1970s and the natural “graying” of industry pioneers, provide an opportunity to support the logistics entrepreneur in transition.

- Radiant enjoys a 12-year first to market advantage in leveraging a multi-brand strategy to consolidate the agent based forwarding community
- Uniquely positioned to bring value to the logistics entrepreneur
 - Leveraging our status as a public company to provide network participants with a framework to share in the value that they help create
 - Solid platform in terms of network, people, process and technology to “scale” the business
 - Ideal long term partner in terms of succession planning and liquidity
- Systematically, we plan to convert key agent-based offices to company-owned offices and strategically acquire and integrate other additional non-asset based operations
- Radiant has identified and is in varying stages of due diligence with a number of potential acquisitions



Diversified Customer Base



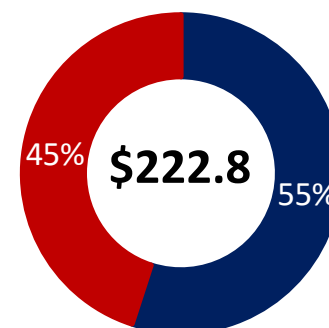
Radiant provides customized time critical domestic and international transportation and logistics solutions to a diversified customer base of manufacturers, distributors and retailers.

HIGHLY DIVERSIFIED CUSTOMER BASE ⁽¹⁾

- Over 12,000 individual customers
- No single agency station accounts for more than 10% of net revenues
- Top 5 agency stations account for less than 20% of net revenues
- Top 10 customers account for less than 20% of net revenues
- No single customer accounts for more than 10% of net revenues

NET REVENUE BY STATION TYPE ⁽¹⁾

Agency vs Company-Owned



(1) For TTM ended Dec. 31, 2019 and \$ in millions

■ Agent Stations ■ Company-Owned Locations

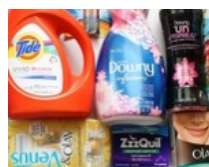
INDUSTRIES SERVED



Aviation
& Automotive



Military &
Government



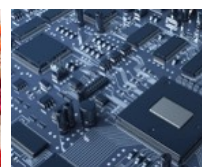
Manufacturing &
Consumer Goods



Industrial & Farm



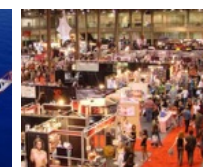
Medical,
Healthcare &
Pharmaceuticals



Electronics & High Tech



Oil & Gas/Energy



Trade Shows,
Events &
Advertising



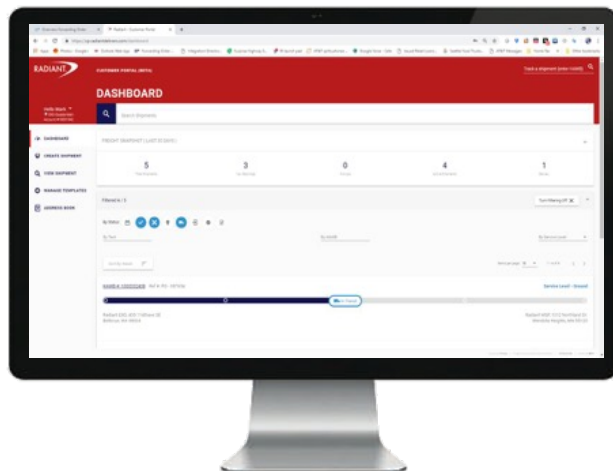
Retail

A Robust Technology Platform



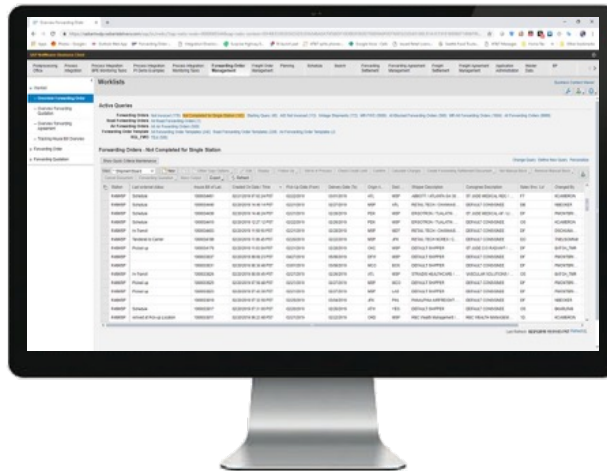
Radiant enjoys a robust, scalable technology platform to support its future growth.

CUSTOMER PORTAL



- Direct integration with SAP TM
- Visual tracker providing status of shipments
- Highly versatile dashboard allows user to quickly search and filter data to see records for pertinent activities
- Radiant-developed, with a continuous feature set as business expands

AGENT PORTAL



- Robust platform supporting all key modes
- Separate, integrated modules for booking, routing, settlement
- User configurable screens and worklists
- Extensive data elements for analytics and customer reporting

SAP TM ROLL-OUT

- Radiant maintains a highly-customizable, enterprise IT platform to support its multi-brand strategy
- The Company has chosen SAP TM as its platform going forward and is effectively and methodically deploying the system across its network
 - Pilot SAP TM program has migrated domestic forwarding transactions to both company-owned and agent locations
 - Pilot for international functionality launched in FQE 12/31/2019
 - Remainder of forwarding transactions are taking place in CargoWise (legacy system)
- The Company's IT team developed a "middleware" solution that allows any TMS to quickly integrate into Radiant's financial system
 - Acts as a transmission between any other TMS and SAP ECC and allows agent stations and company-owned locations to use legacy systems concurrently with the new system as they transition, facilitating a seamless integration

Radiant will be one of the first 3PLs in North America to deploy SAP TM, a competitive advantage in targeting the installed customer base of shippers operating on SAP.

To meet our current and future growth, Radiant's production environments are deployed in AMAZON WEB SERVICES (AWS). AWS is a premier hyperscaler providing stable and scalable global infrastructure with the capabilities to expand our footprint.



UNIQUE MULTI-BRAND STRATEGY

- Radiant has maintained the brands from its agent network acquisitions including AIRGROUP (2006), ADCOM (2008), Distribution by Air (2011), and SBA (2015)
- Provides multiple on-ramps for agents to join the network while centralizing back-office operations and creating a pipeline of attractive tuck-in acquisitions
- Company-owned locations operate as Radiant Global Logistics, including agency locations as they convert to company-owned stores

SCALABLE INFRASTRUCTURE

- Scalable platform with infrastructure and team in place to support a much larger organization
- Track record of on-boarding acquisitions and capturing significant synergies through absorption of back-office functions

BEST-IN-CLASS TECHNOLOGY

- Have utilized SAP ERP since inception, providing robust analytics and functionality
- One of the first 3PLs in North America to implement SAP TM, which will provide seamless integration with the vast universe of shippers operating on SAP

BUILT-IN ACQUISITION PIPELINE

- Opportunity to continue to selectively convert agent stations to company-owned operations
- Limited integration risk as agent stations are already operating as part of the network
- Incremental cost synergies available at the station level

A Talented and Experienced Management Team



Radiant is led by a deep management team with extensive industry experience, a long track record of success and is aligned with shareholders. The Founder/CEO continues to own ~20% of the shares outstanding.

EXECUTIVE LEADERSHIP TEAM



Bohn Crain
Founder,
Chairman,
& CEO



Todd Macomber
SVP, CFO, and
Treasurer



Arnie Goldstein
SVP and CCO



John Sobba
SVP, General
Counsel & Secretary



Mark Rowe
SVP of Technology
Solutions



Joe Bento
SVP and COO,
Forwarding



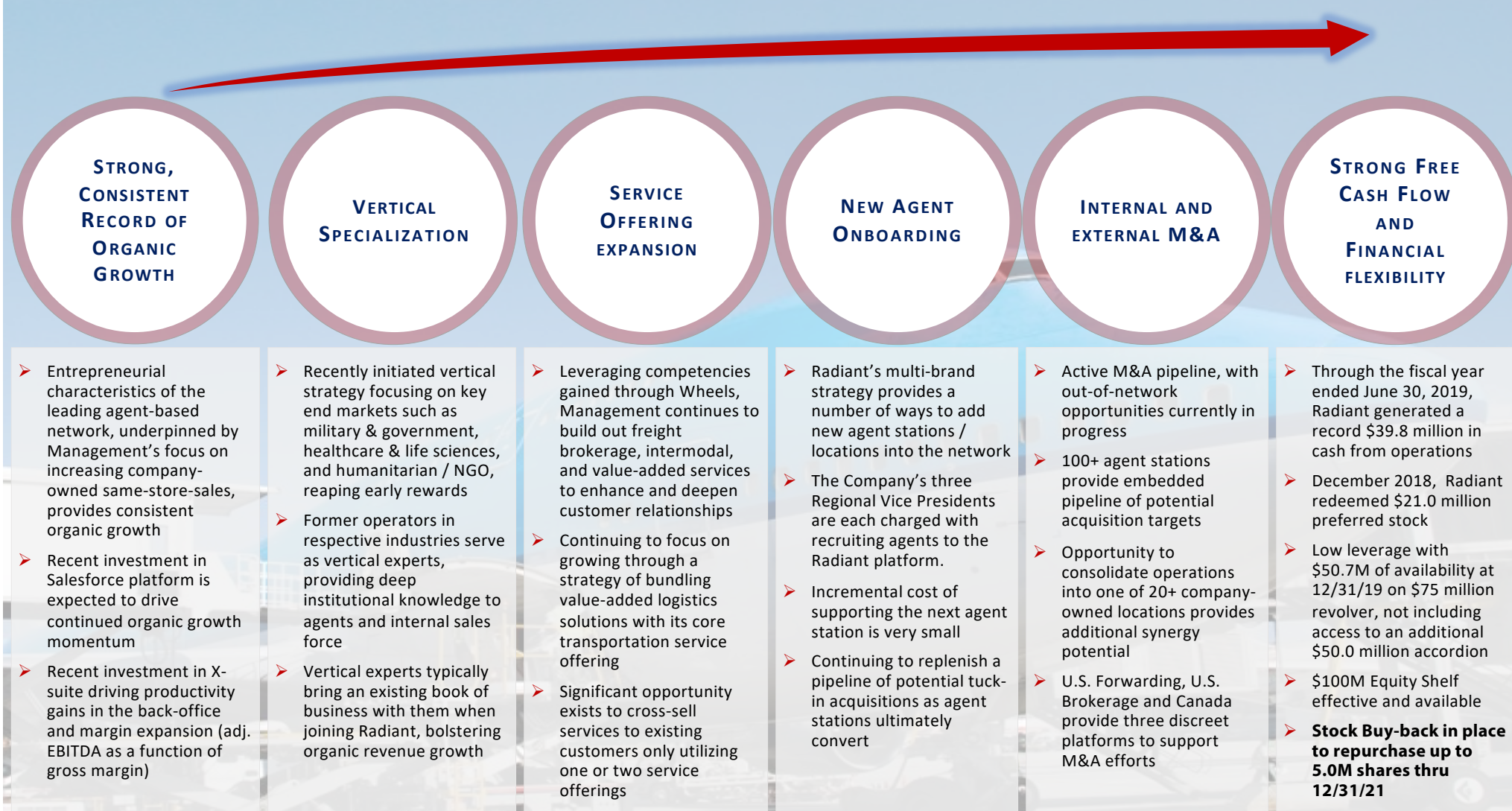
Harry Smit
SVP and Country
Manager, Canada



Christopher Brach
SVP and General
Manager, Clipper



Multiple Opportunities for Future Growth



SCALABLE PLATFORM

World-class IT system, corporate infrastructure, and multi-brand strategy provide ability to efficiently add new agents to the network, grow existing locations and agents organically, and realize significant back-office synergies from acquisitions

Key Investment Highlights



INVESTMENT HIGHLIGHTS



LEADING MULTI-MODAL 3PL SERVICE PROVIDER

A PLATFORM FOR GROWTH WITH A PROVEN TRACK RECORD OF PROFITABLE GROWTH THROUGH A NETWORK OF 120+ AGENT AND COMPANY-OWNED LOCATIONS



12-YEAR FIRST TO MARKET ADVANTAGE AND UNIQUELY POSITIONED IN THE MARKETPLACE

THE PREFERRED PARTNER FOR LOGISTICS ENTREPRENEURS WITH A ROBUST SERVICE OFFERING AND BUILT-IN EXIT STRATEGY FROM ITS MULTI-BRAND PLATFORM



HIGHLY DIVERSIFIED CUSTOMER BASE

SIGNIFICANT LONG-STANDING CUSTOMER RELATIONSHIPS ACROSS THE PLATFORM — NO ONE CUSTOMER REPRESENTS MORE THAN 10% OF FY2019 NET REVENUE



ROBUST IT PLATFORM

MEANINGFUL INVESTMENTS IN IT INFRASTRUCTURE TO SUPPORT SCALE AND ENHANCE OPERATIONAL EXECUTION AND EFFICIENCIES



TALENTED AND EXPERIENCED MANAGEMENT TEAM WITH SIGNIFICANT EQUITY OWNERSHIP

MANAGEMENT HAS DEEP EXPERIENCE AND ALIGNED WITH SHAREHOLDERS (FOUNDER/CEO OWNS ~20% OF THE SHARES OUTSTANDING) IS COMMITTED TO CONTINUING TO GROW THE PLATFORM



MULTIPLE OPPORTUNITIES FOR FUTURE GROWTH AND MARGIN EXPANSION

SCALABLE PLATFORM IN TERMS OF PEOPLE, PROCESS AND TECHNOLOGY WITH FINANCIAL FLEXIBILITY (LOW LEVERAGE AND \$100M EQUITY SHELF) TO SUPPORT M&A

ATTRACTIVE GROWTH TRAJECTORY

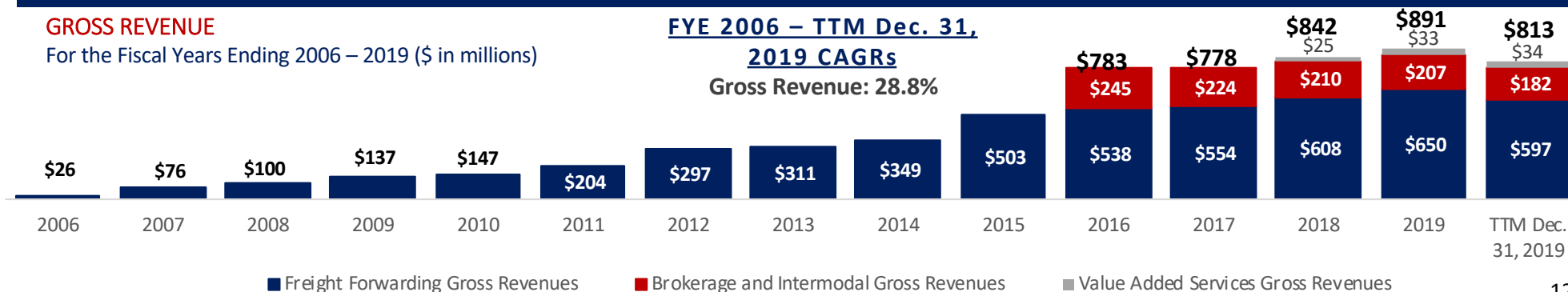
GROSS REVENUE

For the Fiscal Years Ending 2006 – 2019 (\$ in millions)

FYE 2006 – TTM Dec. 31,

2019 CAGRs

Gross Revenue: 28.8%



Reconciliations of Non-GAAP Financial Measures

Reconciliation of Total Revenues to Net Revenues, Net Income Allocable to Common Stockholders to EBITDA and Adjusted EBITDA.

(In thousands)	Year Ended June 30,				TTM ended
	2016	2017	2018	2019	Dec. 31, 2019
Net revenues					
Total revenues	\$ 782,579	\$ 777,613	\$ 842,417	\$ 890,517	\$ 813,166
Cost of transportation and other services	595,918	582,977	639,990	660,416	590,403
Net revenues	\$ 186,661	\$ 194,636	\$ 200,145	\$ 230,101	\$ 222,763
Net revenues margin	23.9%	25.0%	23.8%	25.8%	27.4%

(In thousands)	Year Ended June 30,				TTM ended
	2016	2017	2018	2019	Dec. 31, 2019
Reconciliation of GAAP net income to adjusted EBITDA					
GAAP net income (loss) attributable to Radiant Logistics, Inc.	\$ (3,519)	\$ 4,862	\$ 10,188	\$ 16,346	\$ 13,215
Income tax expense	(1,886)	3,673	73	4,800	3,697
Depreciation and amortization	12,033	12,349	14,389	15,209	15,893
Net interest expense	4,872	2,497	3,075	2,973	2,622
EBITDA	11,500	23,381	27,725	39,328	35,427
Share-based compensation	1,407	1,304	1,514	1,612	1,714
Change in fair value of contingent consideration	1,003	3,431	(1,176)	(1,207)	(588)
Acquisition related costs	2,446	944	239	316	610
Litigation costs	1,066	177	346	754	801
Transition, lease termination and non-recurring costs	2,824	580	176	117	456
Foreign currency transaction loss (gain)	(700)	(222)	8	(160)	82
MM&D start-up costs	-	-	410	-	-
Loss on impairment of intangible assets	3,680	-	-	-	-
Loss on write-off of loan fees	1,180	-	-	-	-
Adjusted EBITDA	\$ 24,406	\$ 29,595	\$ 29,242	\$ 40,760	\$ 38,502
Adjusted EBITDA as a % of net revenues	13.1%	15.2%	14.6%	17.7%	17.3%

It's the Network that Delivers!®

THANK YOU