



*It's the Network that Delivers!®*

(NYSE American: RLGT)

# GLOBAL TRANSPORTATION & LOGISTICS

## Overview through FQ3 March 31, 2022



## 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 \$1,338 million, net revenues of \$284 million and adjusted EBITDA of \$69.5 million for the trailing twelve months ended March 31, 2022.

## KEY STATISTICS

**\$1.3B**

Gross Revenue  
TTM Ended 3/31/22

**\$284.1M**

Net Revenue  
TTM Ended 3/31/22

**\$69.5M**

Adj. EBITDA  
TTM Ended 3/31/22

**20.0%**

2016-2022  
EBITDA CAGR

**100+**

Agent Stations

**20+**

Company-Owned  
Locations

**20**

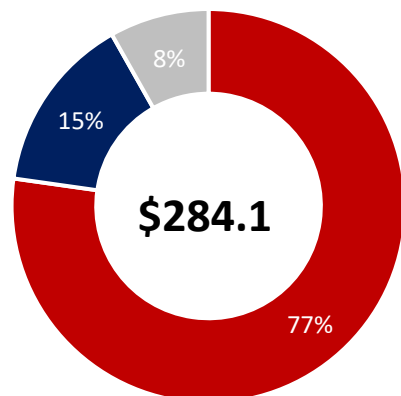
Completed  
Acquisitions

## NET REVENUE For the Trailing Twelve Months Ended March 31, 2022 (\$ in millions)

### SERVICE OFFERING

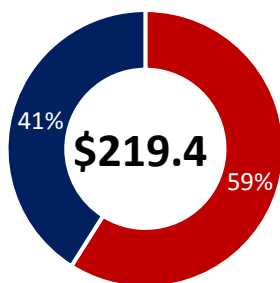
### COMPELLING DIVERSITY OF NET REVENUE BY SERVICE OFFERING

#### FREIGHT FORWARDING



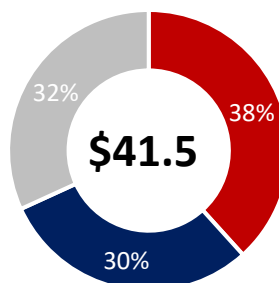
- Freight Forwarding
- Brokerage
- Value Added Service (VAS)

#### BROKERAGE BY MODE



- Domestic
- International

#### VALUE-ADDED SERVICE OFFERING



- Materials Management & Distribution
- Customs House Brokerage
- Consulting/Other

# 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.

FYE 2006 – 2022  
TTM Ended 3/31 CAGRs  
Gross Revenue: 28.3%  
Adj. EBITDA: 35.9%

**\$1,337.7 MM**

TTM Ended 3/31/22  
Revenue

**~\$855MM**  
FY2020 Revenue

**~\$500MM**  
FY2015 Revenue



Navegate acquisition completed, bringing a proprietary technology platform to facilitate global trade management

Friedway Enterprises/CIC2  
(Agent stations)

**100+**  
Agent  
Stations and  
Company  
Locations

AGENT STATION AND COMPANY-OWNED LOCATION GROWTH

Radiant remains opportunistically acquisitive, seeking companies with complementary geographical and logistics service offerings

**~\$25MM**

FY2006 Revenue



Radiant acquires its first company-owned locations through DBA



Radiant embarks on multi-brand strategy



Radiant is launched with initial investment in AIRGROUP



Largest acquisition to date, providing intermodal and brokerage capabilities



Lomas  
(Agent station)

Dedicated Logistics Tech  
(Agent station)

Sandifer Valley  
(Agent station)

Copper Logistics  
(Agent station)

Highways & Skyways  
(Agent station)

Phoenix Cartage  
(Agent station)

Don Cameron & Associates  
(Agent station)

ALBS Logistics  
(Agent station)

ISLA Intl  
(Agent station)

**34** Agent Stations

# A Track Record of Profitable Growth



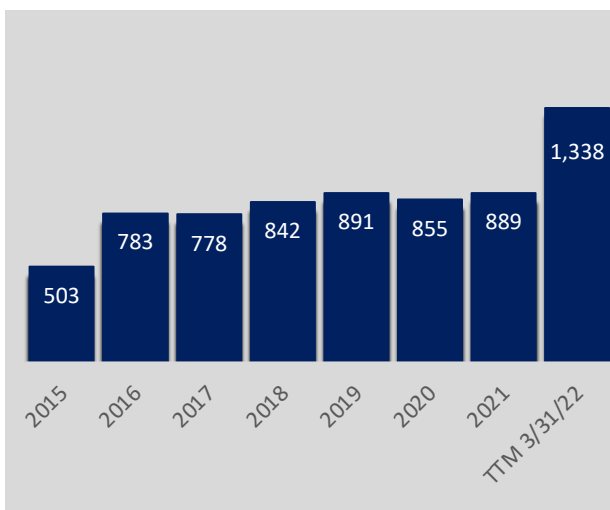
**Radiant has consistently generated solid financial results and is well positioned for future growth.**

- For the Trailing Twelve Months Ended March 31, 2022, Radiant generated \$284 million in net revenue and \$69.5 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) improved to a record 24.50% for the Trailing Twelve Months Ended March 31, 2022

## CONSISTENT FINANCIAL PERFORMANCE

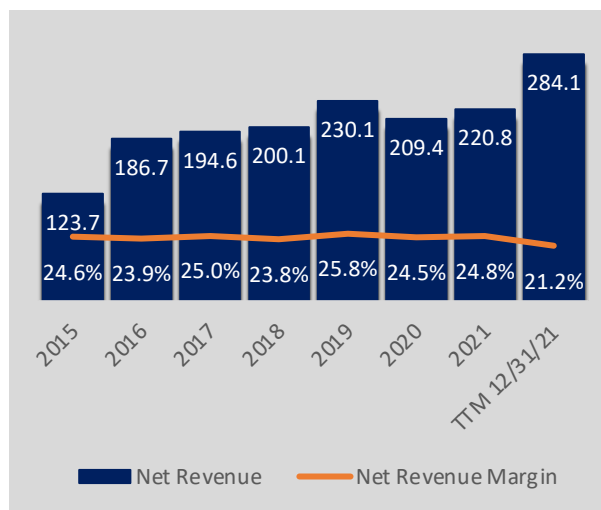
### GROSS REVENUE

For the Fiscal Years Ended 2016 – 2022  
(\$ in millions)



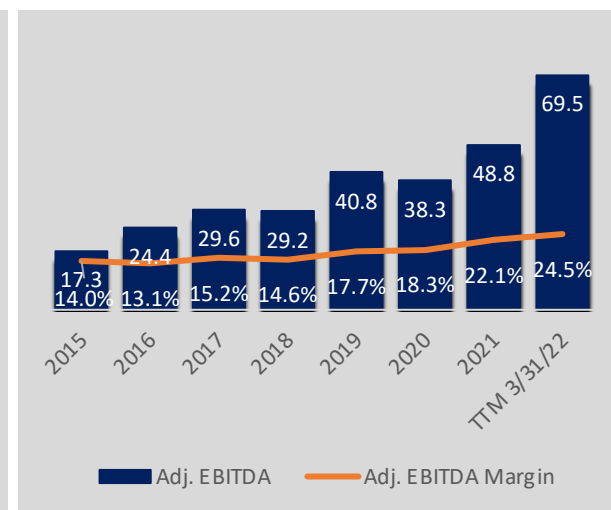
### NET REVENUE & NET REVENUE MARGIN

For the Fiscal Years Ended 2016 – 2022  
(\$ in millions)



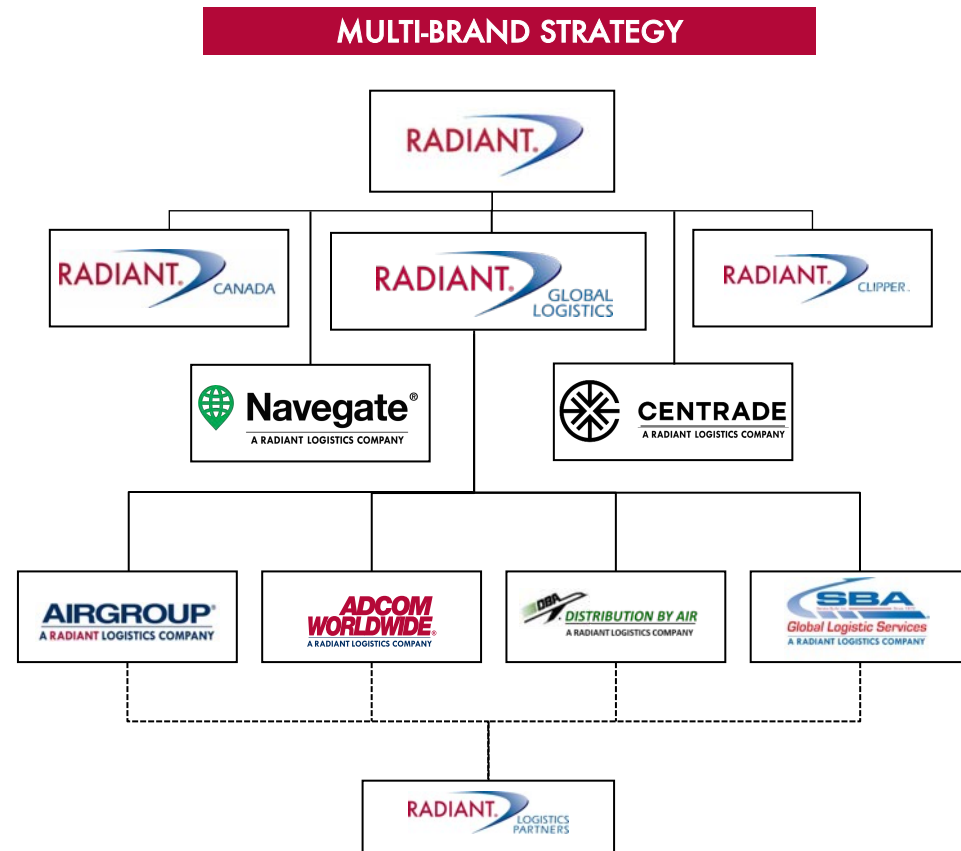
### ADJ. EBITDA & ADJ. EBITDA MARGIN

For the Fiscal Years Ended 2016 – 2022  
(\$ in millions)



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 10+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



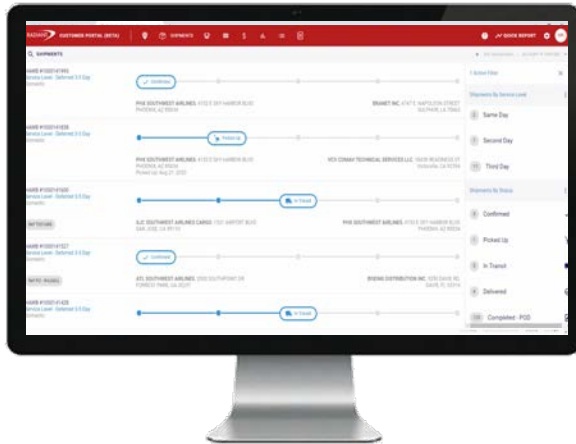


# A Robust Technology Platform



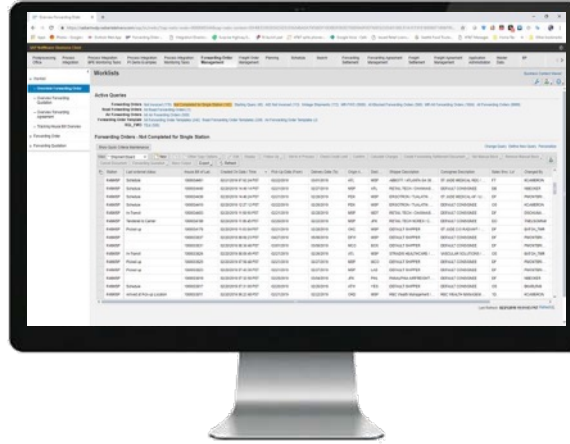
Radiant enjoys a robust, scalable technology platform to support its future growth.

## 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
- 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 is 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.**

# 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*



**John Sobba**  
*SVP, General Counsel  
and Secretary*



**Arnie Goldstein**  
*SVP and CCO*



**Mark Rowe**  
*SVP of Technology  
Solutions*



**Harry Smit**  
*SVP and Country  
Manager, Canada*



**Christopher Brach**  
*SVP and General  
Manager, Clipper*





# 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 <sup>(1)</sup>

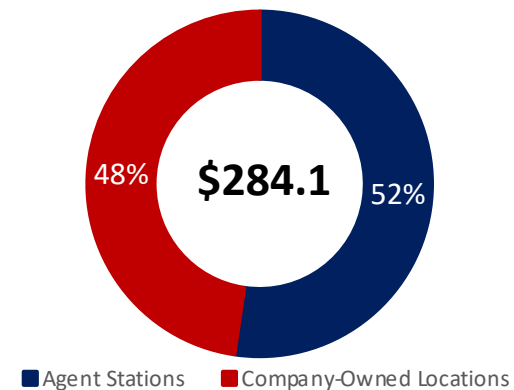
- Over 12,000 individual customers
- No single agency station accounts for more than 6.25% of net revenues
- Top 5 agency stations account for less than 19% of net revenues
- Top 10 customers account for less than 19% of net revenues
- No single customer accounts for more than 4.0% of net revenues

(1) For TTM Ended March 31, 2022

(2) \$ in millions

## NET REVENUE BY STATION TYPE <sup>(2)</sup>

### Agency vs Company-Owned



## 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

## 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, providing 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



# Multiple Opportunities for Future Growth



## STRONG, CONSISTENT RECORD OF ORGANIC GROWTH

## VERTICAL SPECIALIZATION

## SERVICE OFFERING EXPANSION

## NEW AGENT ONBOARDING

## INTERNAL AND EXTERNAL M&A

## FINANCIAL FLEXIBILITY

- Entrepreneurial characteristics of the leading agent-based network, underpinned by Management's focus on increasing company-owned same-store-sales, provides consistent organic growth

- Recent investment in Salesforce platform is expected to drive continued organic growth momentum

- Recent investment in X-suite driving productivity gains in the back-office and margin expansion (adj. EBITDA as a function of gross margin)

- Recently initiated vertical strategy focusing on key end markets such as military & government, healthcare & life sciences, and humanitarian / NGO, reaping early rewards

- Former operators in respective industries serve as vertical experts, providing deep institutional knowledge to agents and internal sales force

- Vertical experts typically bring an existing book of business with them when joining Radiant, bolstering organic revenue growth

- Leveraging competencies gained through Wheels, Management continues to build out freight brokerage, intermodal, and value-added services to enhance and deepen customer relationships

- Continuing to focus on growing through a strategy of bundling value-added logistics solutions with its core transportation service offering

- Significant opportunity exists to cross-sell services to existing customers only utilizing one or two service offerings

- Radiant's multi-brand strategy provides a number of ways to add new agent stations / locations into the network

- The Company's two Regional Vice Presidents are each charged with recruiting agents to the Radiant platform.

- Incremental cost of supporting the next agent station is very small

- Continuing to replenish a pipeline of potential tuck-in acquisitions as agent stations ultimately convert

- Active M&A pipeline, with out-of-network opportunities currently in progress

- 100+ agent stations provide embedded pipeline of potential acquisition targets

- Opportunity to consolidate operations into one of 20+ company-owned locations provides additional synergy potential

- U.S. Forwarding, U.S. Brokerage and Canada provide three discreet platforms to support M&A efforts

- Low leverage with \$85.5M drawn on \$150 million facility at 03/31/22, not including access to an additional \$50.0 million accordion feature to support our future M&A activities

- \$150M Equity Shelf declared effective and available

- Recently renewed Company's stock repurchase program authorizing the discretionary repurchase of up to 5.0 million shares of Radiant stock through December 31, 2023.

## 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



### 10+ 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 4.0% OF TRAILING TWELVE MONTHS ENDED MARCH 31, 2022 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 \$150M EQUITY SHELF) TO SUPPORT M&A

## ATTRACTIVE GROWTH TRAJECTORY

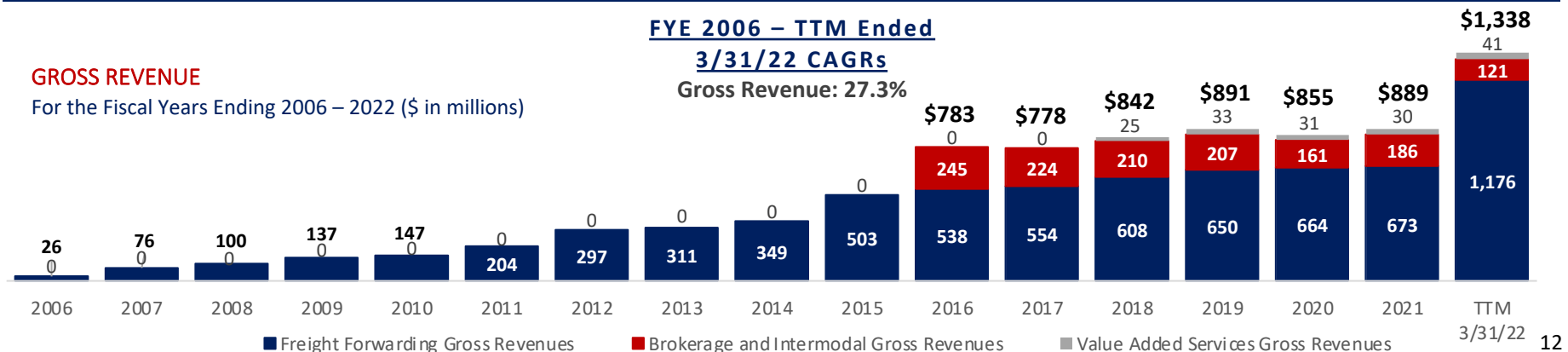
### GROSS REVENUE

For the Fiscal Years Ending 2006 – 2022 (\$ in millions)

FYE 2006 – TTM Ended

3/31/22 CAGRs

Gross Revenue: 27.3%



# 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 Q3
Net revenues	2016	2017	2018	2019	2020	2021	2022
Total revenues	\$ 782,579	\$ 777,613	\$ 842,417	\$ 890,517	\$ 855,197	\$ 889,124	\$ 1,337,693
Cost of transportation and other services	595,918	582,977	639,990	660,416	645,824	668,299	1,053,599
Net revenues	\$ 186,661	\$ 194,636	\$ 200,145	\$ 230,101	\$ 209,373	\$ 220,825	\$ 284,094
Net revenues margin	23.9%	25.0%	23.8%	25.8%	24.5%	24.8%	21.2%

(In thousands)	Year Ended June 30,						TTM Q3
Reconciliation of GAAP net income to adjusted EBITDA	2016	2017	2018	2019	2020	2021	2022
GAAP net income (loss) attributable to Radiant Logistics, Inc.	\$ (3,519)	\$ 4,862	\$ 10,188	\$ 16,346	\$ 10,541	\$ 22,942	\$ 39,424
Income tax expense	(1,886)	3,673	73	4,800	3,157	5,896	11,843
Depreciation and amortization	12,033	12,349	14,389	15,209	16,571	16,642	17,610
Net interest expense	4,872	2,497	3,075	2,973	2,826	2,532	2,975
EBITDA	11,500	23,381	27,725	39,328	33,095	48,012	71,853
Share-based compensation	1,407	1,304	1,514	1,612	1,663	1,070	1,608
Change in fair value of contingent consideration	1,003	3,431	(1,176)	(1,207)	1,752	4,350	607
Acquisition related costs	2,446	944	239	316	577	42	509
Ransomware incident related costs, net	-	-	-	-	-	-	1,031
Litigation costs	1,066	177	346	754	1,061	535	586
Gain on litigation settlement, net	-	-	-	-	-	(25)	(25,000)
Transition, lease termination and non-recurring costs	2,824	580	176	117	586	(0)	-
Foreign currency transaction loss (gain)	(700)	(222)	8	(160)	125	189	(448,483)
Change in fair value of swap contracts	-	-	-	-	(600)	594	(1,610,126)
Gain on forgiveness of debt	-	-	-	-	-	(5,987)	(4,572,693)
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	\$ 38,259	\$ 48,781	\$ 69,537
Adjusted EBITDA as a% of net revenues	13.1%	15.2%	14.6%	17.7%	18.3%	22.1%	24.5%

***It's the Network that Delivers!®***

**THANK YOU**