



*It's the Network that Delivers!®*

(NYSE American: RLGT)

# GLOBAL TRANSPORTATION & LOGISTICS

## Overview through FQ4 June 30, 2023



**AIRGROUP®**  
A RADIANT LOGISTICS COMPANY

**DBA**  
**Distribution By Air**  
A RADIANT LOGISTICS COMPANY

**ADCOM**  
**WORLDWIDE®**  
A RADIANT LOGISTICS COMPANY

**SBA**  
**Global Logistic Services**  
A RADIANT LOGISTICS COMPANY

**RADIANT.**  
ROAD & RAIL

**RADIANT.**  
CANADA

**RADIANT.**  
GLOBAL  
LOGISTICS

**RADIANT.**  
WORLD TRADE  
SERVICES

**RADIANT.**  
CUSTOMS  
SERVICES

## 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 adjusted gross profit, 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 adjusted gross profit 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, management uses a 24.5% tax rate to calculate the provision for income taxes to normalize Radiant’s tax rate to that of its competitors and to compare Radiant’s reporting periods with different effective tax rates. In addition, in arriving at adjusted net income, the Company adjusts for certain non-cash charges and significant items that are not part of regular operating activities. These adjustments include income taxes, depreciation and amortization, net interest expense, share-based compensation, change in fair value of contingent consideration, transition costs, lease termination costs, acquisition related costs, ransomware related costs, litigation costs, change in fair value of interest rate swap contracts, and gain on foreign currency transaction.*

*Our presentation of adjusted gross profit, 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 adjusted gross profit, 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 \$1,085 million, adjusted gross profit of \$283.8 million and adjusted EBITDA of \$55.6 million for the trailing twelve months ended June 30, 2023.

## KEY STATISTICS

**\$1.1B**

Gross Revenue  
TTM Ended 6/30/23

**\$283.8M**

Adjusted gross profit  
TTM Ended 6/30/23

**\$55.6M**

Adj. EBITDA  
TTM Ended 6/30/23

**12.5%**

2016-2023  
EBITDA CAGR

**100+**

Agent Stations

**20+**

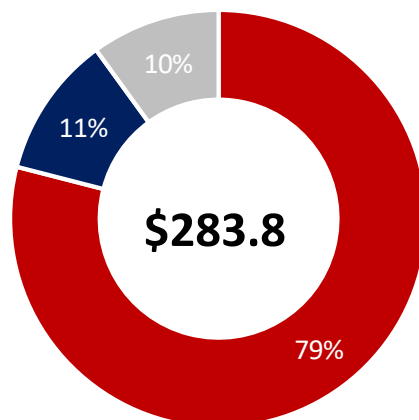
Company-Owned  
Locations

**20**

Completed  
Acquisitions

**ADJUSTED GROSS PROFIT For the Trailing Twelve Months Ended June 30, 2023 (\$ in millions)**

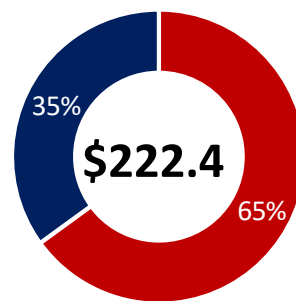
## SERVICE OFFERING



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

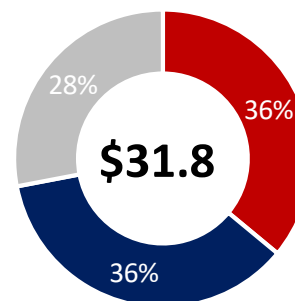
## COMPELLING DIVERSITY OF ADJUSTED GROSS PROFIT BY SERVICE OFFERING

### FREIGHT FORWARDING



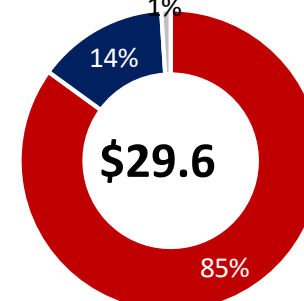
- Domestic
- International

### BROKERAGE BY MODE



- Intermodal
- Truckload
- Less-Than-Truckload

### VALUE-ADDED SERVICE OFFERING

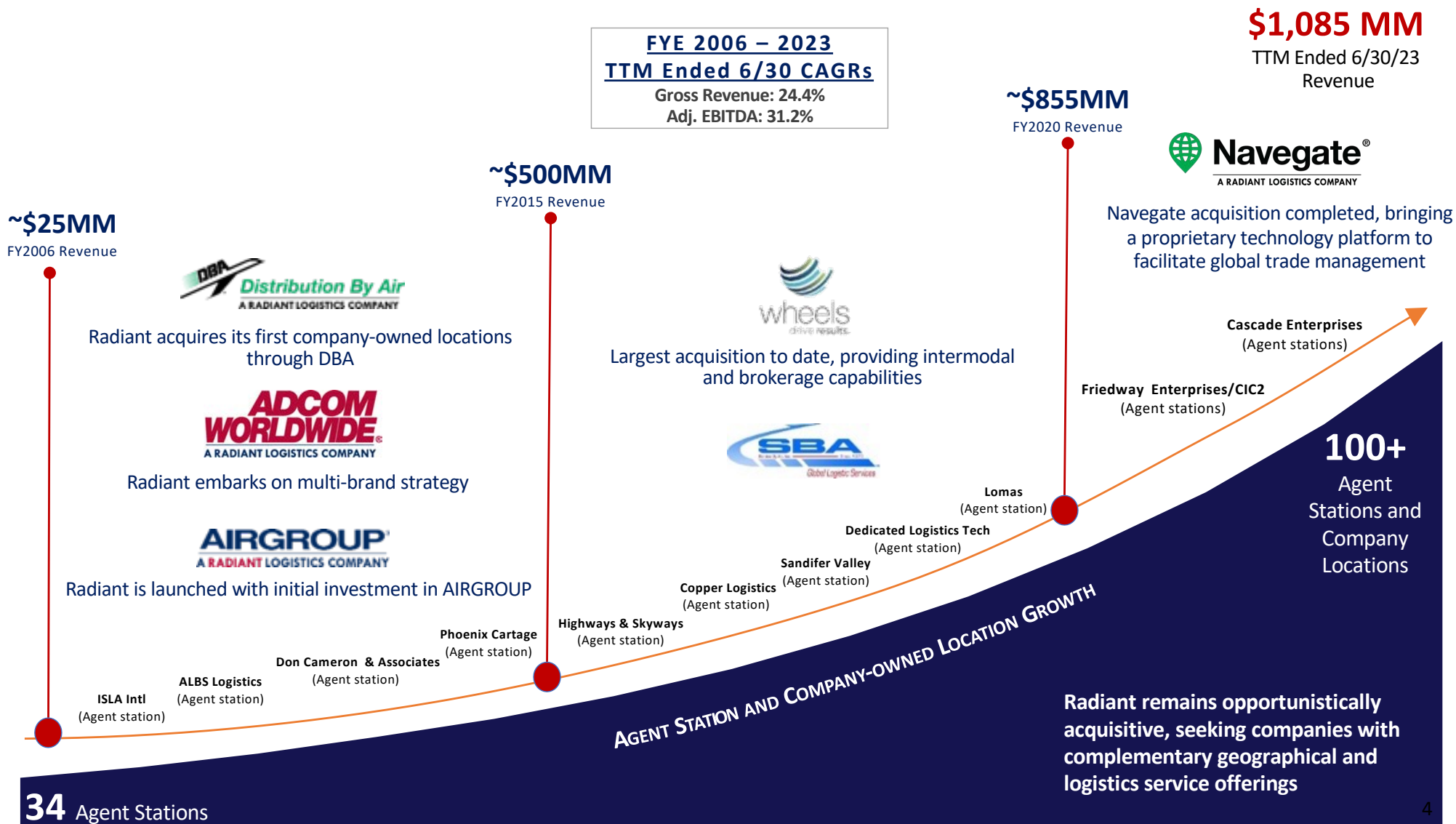


- Materials Management & Distribution
- Customs House Brokerage
- Consulting/Other

# 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.



# A Track Record of Profitable Growth



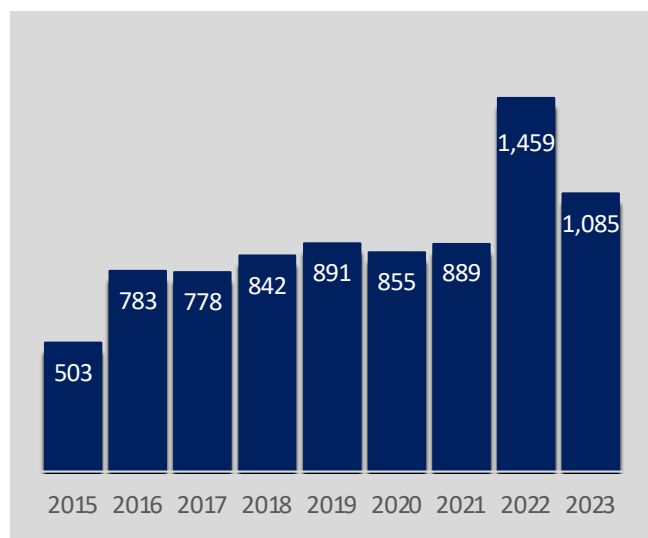
**Radiant has consistently generated solid financial results and is well positioned for future growth.**

- For the Trailing Twelve Months Ended June 30, 2023, Radiant generated \$283.8 million in adjusted gross profit and \$55.6 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 adjusted gross profit) is 19.6% for the Trailing Twelve Months Ended June 30, 2023

## CONSISTENT FINANCIAL PERFORMANCE

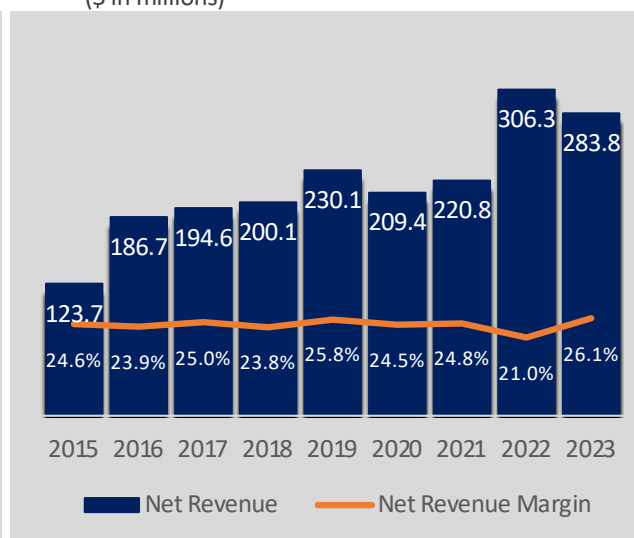
### GROSS REVENUE

For the Fiscal Years Ended 2015 – 2023  
(\$ in millions)



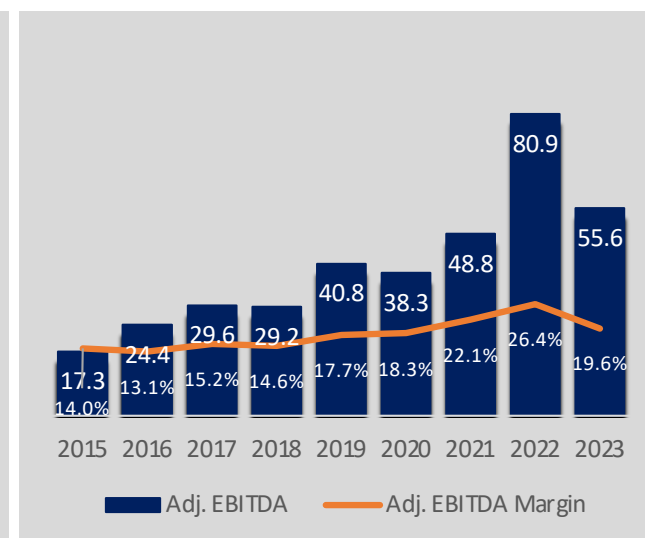
### ADJUSTED GROSS PROFIT & ADJUSTED GROSS PROFIT MARGIN

For the Fiscal Years Ended 2015 – 2023  
(\$ in millions)



### ADJ. EBITDA & ADJ. EBITDA MARGIN

For the Fiscal Years Ended 2015 – 2023  
(\$ in millions)



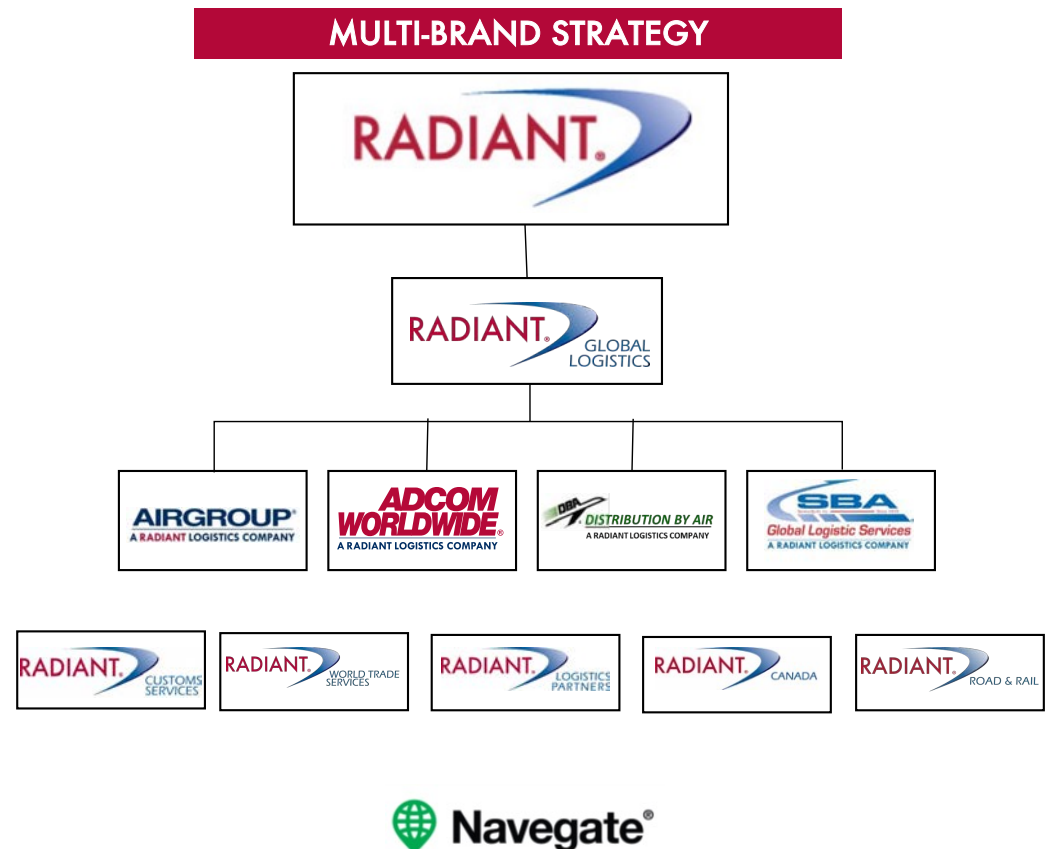


# First to Market Advantage



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 15+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

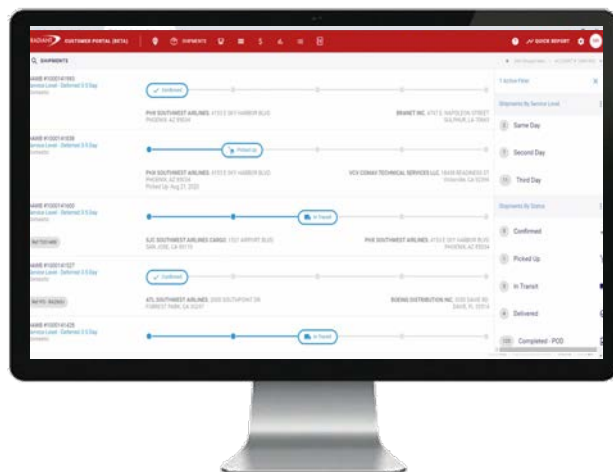


# A Robust Technology Platform



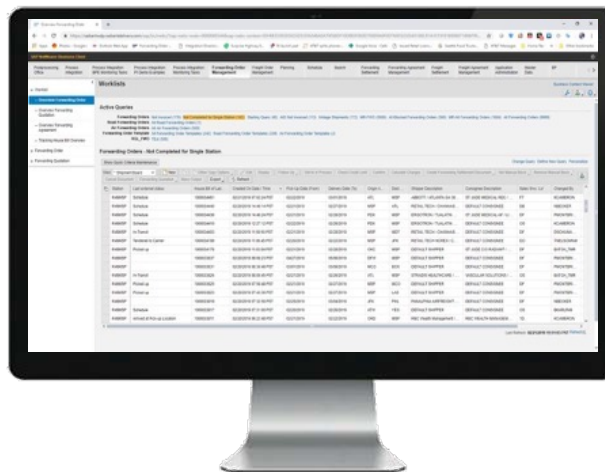
Radiant enjoys a robust, scalable technology platform to support its future growth.

## 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 and CTO*





# 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>

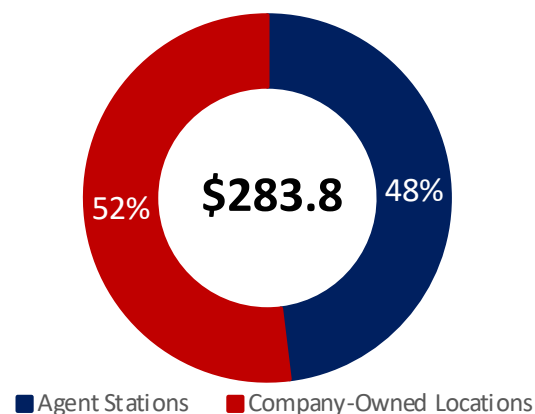
- Over 12,000 individual customers
- No single agency station accounts for more than 5.0% of adjusted gross profit
- Top 5 agency stations account for less than 16.2% of adjusted gross profit
- Top 10 customers account for less than 18.5% of adjusted gross profit
- No single customer accounts for more than 4.1% of adjusted gross profit

(1) For TTM Ended June 30, 2023

(2) \$ in millions

## ADJUSTED GROSS PROFIT BY STATION TYPE <sup>(2)</sup>

### Agency vs Company-Owned



## INDUSTRIES SERVED



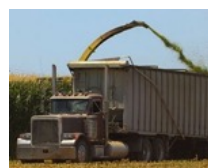
Aviation  
& Automotive



Military &  
Government



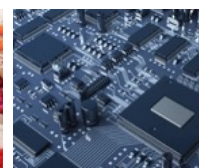
Manufacturing &  
Consumer Goods



Industrial & Farm



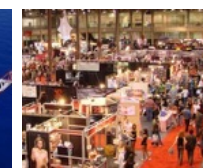
Medical,  
Healthcare &  
Pharmaceuticals



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



## 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



✓	<b>LEADING MULTI-MODAL 3PL SERVICE PROVIDER</b> A PLATFORM FOR GROWTH WITH A PROVEN TRACK RECORD OF PROFITABLE GROWTH THROUGH A NETWORK OF 120+ AGENT AND COMPANY-OWNED LOCATIONS
✓	<b>15+YEAR FIRST TO MARKET ADVANTAGE AND UNIQUELY POSITIONED IN THE MARKETPLACE</b> THE PREFERRED PARTNER FOR LOGISTICS ENTREPRENEURS WITH A ROBUST SERVICE OFFERING AND BUILT-IN EXIT STRATEGY FROM ITS MULTI-BRAND PLATFORM
✓	<b>HIGHLY DIVERSIFIED CUSTOMER BASE</b> SIGNIFICANT LONG-STANDING CUSTOMER RELATIONSHIPS ACROSS THE PLATFORM – NO ONE CUSTOMER REPRESENTS MORE THAN 4.1% OF TRAILING TWELVE MONTHS ENDED JUNE 30, 2023, ADJUSTED GROSS PROFIT
✓	<b>ROBUST IT PLATFORM</b> MEANINGFUL INVESTMENTS IN IT INFRASTRUCTURE TO SUPPORT SCALE AND ENHANCE OPERATIONAL EXECUTION AND EFFICIENCIES
✓	<b>TALENTED AND EXPERIENCED MANAGEMENT TEAM WITH SIGNIFICANT EQUITY OWNERSHIP</b> MANAGEMENT HAS DEEP EXPERIENCE AND ALIGNED WITH SHAREHOLDERS (FOUNDER/CEO OWNS ~20% OF THE SHARES OUTSTANDING) IS COMMITTED TO CONTINUING TO GROW THE PLATFORM
✓	<b>MULTIPLE OPPORTUNITIES FOR FUTURE GROWTH AND MARGIN EXPANSION</b> SCALABLE PLATFORM IN TERMS OF PEOPLE, PROCESS AND TECHNOLOGY WITH FINANCIAL FLEXIBILITY (LOW LEVERAGE) TO SUPPORT M&A

# Reconciliations of Non-GAAP Financial Measures

## Reconciliation of Total Revenues to adjusted gross profit, Net Income Allocable to Common Stockholders to EBITDA and Adjusted EBITDA.

(In thousands)		Year Ended June 30,							
<b>Adjusted gross profit</b>		2016	2017	2018	2019	2020	2021	2022	2023
Total revenues	\$	782,579	\$ 777,613	\$ 842,417	\$ 890,517	\$ 855,197	\$ 899,812	\$ 1,459,419	\$ 1,085,486
Cost of transportation and other services		595,918	582,977	639,990	660,416	645,824	678,406	1,153,134	801,646
Adjusted gross profit	\$	186,661	\$ 194,636	\$ 200,145	\$ 230,101	\$ 209,373	\$ 221,406	\$ 306,285	\$ 283,840
Adjusted gross profit margin		23.9%	25.0%	23.8%	25.8%	24.5%	24.6%	21.0%	26.1%

(In thousands)		Year Ended June 30,							
<b>Reconciliation of GAAP net income to adjusted EBITDA</b>		2016	2017	2018	2019	2020	2021	2022	2023
GAAP net income (loss) attributable to Radiant Logistics, Inc.	\$	(3,519)	\$ 4,862	\$ 10,188	\$ 16,346	\$ 10,541	\$ 23,110	\$ 44,464	\$ 20,595
Income tax expense		(1,886)	3,673	73	4,800	3,157	5,951	12,692	6,305
Depreciation and amortization		12,033	12,349	14,389	15,209	16,571	16,642	18,716	23,157
Net interest expense		4,872	2,497	3,075	2,973	2,826	2,531	3,191	1,889
EBITDA		11,500	23,381	27,725	39,328	33,095	48,234	79,063	51,946
Share-based compensation		1,407	1,304	1,514	1,612	1,663	1,071	1,798	2,503
Change in fair value of contingent consideration		1,003	3,431	(1,176)	(1,207)	1,752	4,350	767	(646)
Acquisition related costs		2,446	944	239	316	577	42	596	185
Ransomware incident related costs, net		-	-	-	-	-	-	684	6
Restatement costs		-	-	-	-	-	-	-	1,544
Litigation costs		1,066	177	346	754	1,061	535	568	1,208
Gain on litigation settlement, net		-	-	-	-	-	(25)	-	-
Transition, lease termination and non-recurring costs		2,824	580	176	117	586	-	-	30
Foreign currency transaction loss (gain)		(700)	(222)	8	(160)	125	189	(718)	(755)
Change in fair value of swap contracts		-	-	-	-	(600)	594	(1,840)	(383)
Gain on forgiveness of debt		-	-	-	-	-	(5,987)	-	-
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	\$ 49,003	\$ 80,918	\$ 55,638
Adjusted EBITDA as a % of adjusted gross profit		13.1%	15.2%	14.6%	17.7%	18.3%	22.1%	26.4%	19.6%



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

**THANK YOU**