

RWS Full Year Results 2022

15 Dec 2022



Andrew Brode Chairman

Ian El-Mokadem Chief Executive Officer

Candy Davies Chief Financial Officer Rod Day Deputy Chief Financial Officer

RWS

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Overview

Financial Review

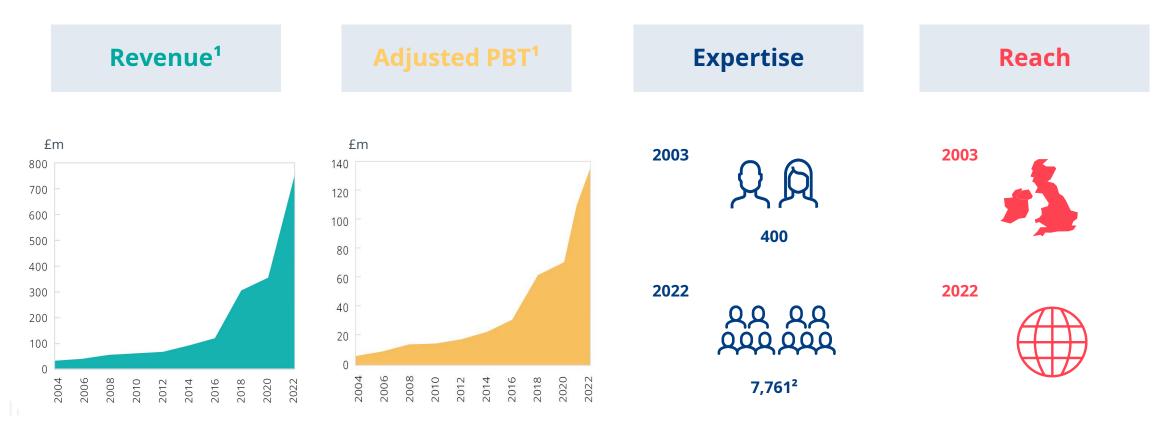
Strategic and Operational Review

Current Trading and Outlook

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Unique, world-leading provider of technology-enabled language, content and IP services



Long track record of sustained growth and customer delivery



Notes: ¹ - includes full year of SDL; graphs show every other year; ² – FTE at 30 Sept 2022

High quality, long-term client relationships

Supporting our ability to grow organically on a sustainable basis

Diversified client base: 16 of Fortune's **Major global** 88 of the Top 100 Top 20 most technology Top 10 = 29% of Group revenues brands admired **businesses** companies Top 30 = 43% of Group revenues 19 of the Top 20 **High loyalty - average tenure:** 18 of the Top 20 **18 of the Top 20** asset law firms patent filers management • 13 years (Top 10) companies • 15 years (Top 30) 10 of the Top 10 18 of the Top 20 19 of the Top 20 **High satisfaction** contract pharmaceutical medical device research +41 NPS (12 month rolling average) companies companies organisations



Robust, cash-generative, profitable growth in line with expectations

REVENUE	GROSS MARGIN	ADJUSTED PBT ¹		ADJUSTED PBT MAR	RGIN ¹ ADJUSTED BASIC EP
£749.2m	46.7%	£135	.7m	18.1%	26.6p
+ 8%	+ 160 bps	+ 17%		+ 140 bps	+ 12%
FY21: £694.5m	FY21: 45.1%	FY21: £1	16.4m	FY21: 16.7%	FY21: 23.8p
CAPEX	FINAL DIV	IDEND	CASH CONVERSION ³		ROCE ⁴
4.0%	9.5	p	110.2% + 1350 bps <i>FY21: 96.7%</i>		10.9%
of revenue + 70 bps	+ 129	%			+ 70 bps
FY21: 3.3%	FY21: 8	.5p			FY21: 10.2%

¹ Calculated before exceptional items, share-based payment expenses and amortisation of acquired intangibles.

² Calculated before exceptional items, share-based payment expenses and amortisation of acquired intangibles, net of associated tax effects.

³ Cash conversion is defined as adjusted operating cash flows divided by adjusted operating profit.

⁴ ROCE is adjusted operating profit, divided by total assets less current liabilities



RWS Growth Model – continued good progress

Building long-term client relationships

- Investments in sales and marketing, including sales improvement initiatives in IP Services
- Expanded 'voice of the customer' programme

Deepening our cultural and technical expertise

Deploying our unique technology and AI

Developing our portfolio

Leveraging our global scale and reach

- eLearning upsell to established clients; Asia expansion; new logos
- Further growth in Linguistic Validation segment to new and existing clients
- Accelerated growth in L&CT (driving gross margin improvement) enabled by clear accountability / ownership
- Clear, focused development roadmaps and plans for legacy solutions in place
- Development of Data Annotation proposition and marketing plans well underway
- Fonto integration proceeding well
- Increased use of our unique production platform, Language eXperience Delivery (LXD), driving gross margin improvement
- Transformation programmes established & Business Transformation Office strengthened



Tracking our Growth Model and ESG progress

		Measure	FY22	FY21
Building long-term client	1	Organic revenue growth at constant currency	-1%	4%
relationships	2	Net Promoter Score	+41	+43
·	3	Repeat revenue rate (Services)	99%	96%
Deepening our cultural				
and technical expertise	1	Incremental revenue from defined growth initiatives	£5.1m	n/a
and technical expertise				
Doploving our unique	1	% SaaS licence growth – L&CT	26%	18%
Deploying our unique	2	% SaaS revenue – L&CT	29%	24%
technology and AI	3	Development spend as % of L&CT revenue	12.0%	8.0%
Developing	1	To be reported on specific transactions when they occur	n/a	n/a
our portfolio				
	1	Gross margin %	46.7%	45.1%
Leveraging our global	2	Overheads divided by Gross Profit, as a percentage	60.5%	62.2%
scale and reach	3	Adjusted PBT margin %	18.1%	16.7%
	4	Capex spend	4.0%	3.3%
	1	% voluntary colleague attrition	15.9%	19.2%
Environment, social and	2	Colleague engagement score	69%	n/a
governance	3	Number of women in SLT positions	37%	38%
	4	EcoVadis business sustainability rating - score	63%	48%

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Income statement

	12 months ended 30 September 2022 (£m)	12 months ended 30 September 2021 (£m)
Revenue	749.2	694.5
Cost of sales	(399.0)	(381.3)
Gross profit	350.2	313.2
GM%	46.7%	45.1%
Administrative expenses (before adjusting items)	(211.7)	(194.7)
Net finance costs	(2.8)	(2.1)
Adjusted profit before tax	135.7	116.4
Adjusted PBT margin%	18.1%	16.7%
Adjusting items ²	(52.5)	(61.4)
Tax expense	(20.5)	(13.8)
Profit for the year	62.7	41.2
Basic EPS (pence)	16.1	10.9
Adjusted Basic EPS (pence)	26.6	23.8

- Revenue up 8% following the acquisition of SDL in November 2020:
 - Organic revenue growth +3%
 - Organic constant currency¹ -1%
- Gross margin 160bps higher at 46.7%:
 - Greater use of LXD
 - Higher proportion of revenues from L&CT
- Administrative expenses as a percentage of Gross Profit has fallen to 60.5% from 62.2%
- 17% year-on-year increase in Adjusted PBT:
 - Adjusted PBT margin up 140bps to 18.1%
 - Like-for-like³ Adjusted PBT growth was 16%
 - SDL synergies in line with expectations
- Effective tax rate of 24.6% (FY 21: 25.1%)
- Basic EPS increased 48% to 16.1p
- Adjusted basic EPS⁴ increased 12% to 26.6p

¹ Adjusted to reflect a like-for-like comparison between reporting periods and assumes constant currency across both reporting periods.

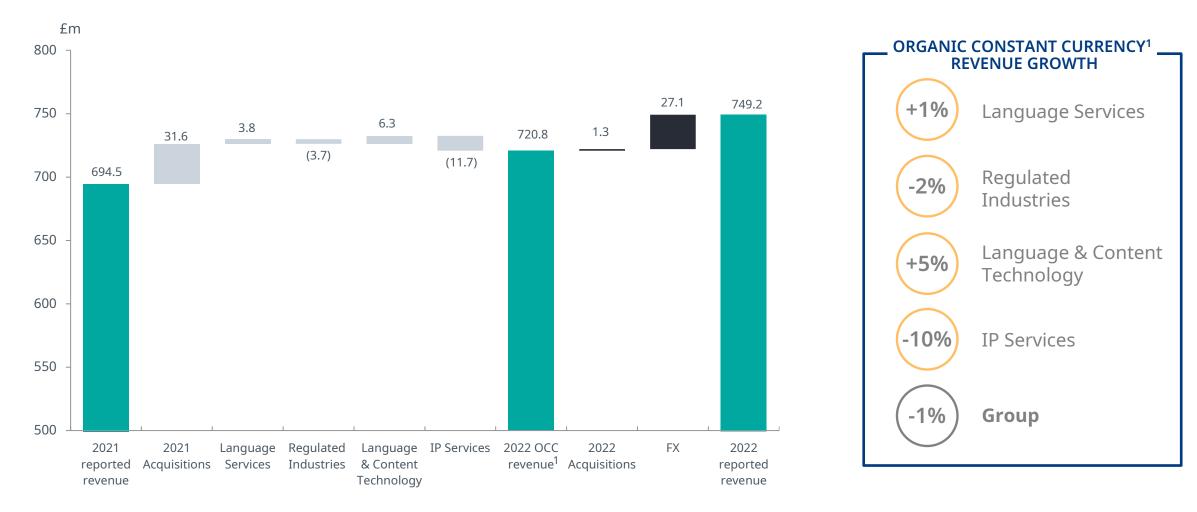
² Includes acquisition costs £2.1m (FY 21: £11.2m), amortisation of acquired intangibles £34.4m (FY 21: £34.4m), share-based payment expenses £3.2m (FY 21: £1.4m), exceptional items £12.5m (FY 21: £14.1m) and exceptional finance costs of £0.3m (FY 21: £0.3m)



³ Adjusted for additional month of SDL trading in FY22.

⁴ Adjusted basic EPS is earnings per share before exceptional items net of tax, share-based payments net of tax, amortisation of acquired intangibles and exceptional tax items.

Group revenue bridge



¹ Adjusted for the effect of acquisitions and assumes constant currency i.e. FY21 results are retranslated at FY22 average exchange rates.



Net cash¹ bridge & cash conversion



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¹ Net cash comprises cash and cash equivalents less loans but before lease liabilities

² Cash conversion is measured as adjusted operating profit plus depreciation, amortisation of non-acquired intangibles and net changes to working capital divided by adjusted operating profit; when calculated as Free Cash Flow before exceptional cash flows divided by Adjusted Net Income, Cash conversion is 83.3%, in line with CMD guidance

12 © 2022 RWS

Balance sheet

	As at 30 September 2022 (£m)	As at 30 September 2021 (£m)
Non-current assets	1,150.4	1,059.4
Trade and other receivables	220.5	191.8
Other current assets	4.2	3.5
Cash and cash equivalents	101.2	92.5
Total assets	1,476.3	1,347.2
Trade and other payables	169.1	154.4
Loans	29.3	47.2
Lease liabilities	46.7	51.5
Deferred tax liabilities	58.4	51.2
Other liabilities	31.1	32.0
Total liabilities	334.6	336.3
Net assets	1,141.7	1,010.9

Net cash	71.9	45.3
Net cash/(debt) – including lease liabilities	25.2	(6.2)

Non-current assets

- Goodwill increased £76.8m or 12% following the acquisition of Fonto and the impact of FX during the year
- Intangible assets have increased £18.8m due to the acquisition of Fonto and the impact of FX, partly offset by associated amortisation

Working capital

- Net working capital has increased by £15.1m, primarily driven by higher revenue and favourable FX in H2 2022
- Debt collection rates are consistent with FY21 after adjusting for FX

Cash and net debt

- Cash has increased by 9% to £101.2m
- Net cash (excluding lease liabilities) increased by £26.6m to £71.9m during the year, after:
 - Fonto initial net consideration of €17.5m (£14.4m); and
 - Record dividend payments of £41.9m
- Refinanced our RCF increasing committed debt to US\$220m while extending maturity to August 2026



Capex in line with guidance

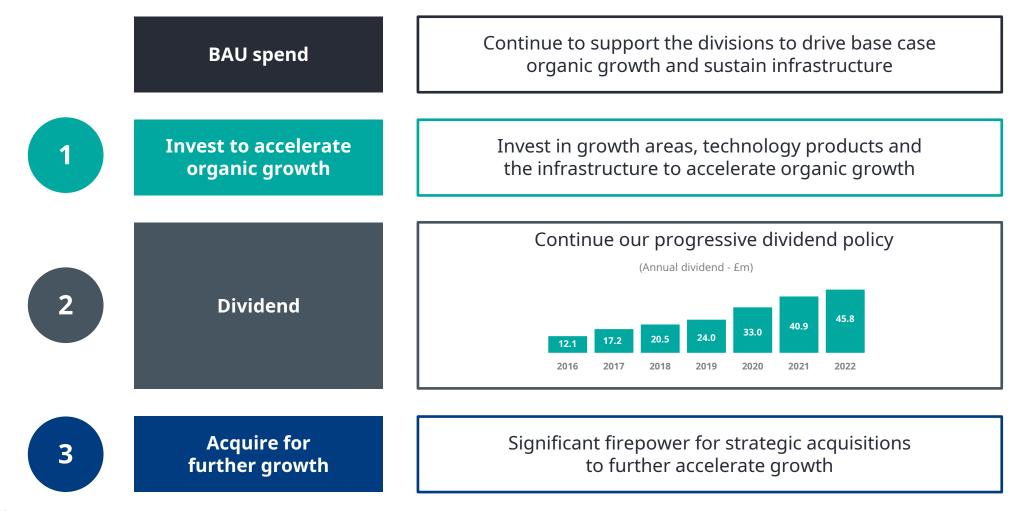
Rising to 7% of revenue in FY23, as planned, expected to trend downwards thereafter

Scheduled completion

Programme	What is it?	Key benefits	202 H1	23 H2	2024 H1 H2	2025 H1 H2
Highlander	• Consolidation of Microsoft collaboration tools	 Foundation for business transformation Reduced complexity and increased flexibility First class collaboration experience 				
LXD	 Unified operating model for production, supporting all divisions 	 Efficient 24/7 delivery platform, leveraging in-house and external linguistic resource & RWS technology Operational leverage opportunity Time and cost savings 				
IP Services	 Common backbone Optimised operating model 	 Fully integrated service offering Ability to cross-sell and up-sell solutions Enhanced digital engagement with clients Time and cost savings 				
Finance	 Consolidation to Group- wide Finance operating model and platform 	 Scalable solution Reduced complexity driving efficiency Enhanced reporting and insight Time and cost savings 				
HR	 Consolidation to Group- wide HR operating model and platform 	 Scalable solution Improved colleague experience Enhanced reporting and insight Time and cost savings 	 			
					-	RWS

Investments governed by capital allocations policy

Continued strong cash generation and disciplined capital allocation



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Strategy on a page

Purpose	Why we exist	Unlocking global understanding				
Our business	Who we are	A unique, world leading technology-enabled language, content and IP services business				
Proposition	What we do	Through content transformation and multi-lingual data analysis, our unique combination of technology and cultural expertise helps our clients to grow, by ensuring they are understood anywhere, in any language				
Growth model	How we win	 Long-term relationships Cultural and technical expertise Unique technology and AI Developing our portfolio Leveraging our global scale 				
Values	How we think, act and behave	 We partner We pioneer We deliver 				



Strong portfolio, unique production platform

OPERATING DIVISIONS	Langu Serv • Localisatio to multiple • Includes da training, el video local interpretin	ices n solutions verticals ata Learning, isation and	Regu Indus Life science Financial s Legal serv Highly spe technical t	s tries es services ices	• Linguistic MT	technology on ent and ty	 IP Ser Patent tran filing Search, rei monitoring Highly spe technical t 	nslation and trieval and g services
REVENUE SPLIT	FY22: 46%	FY21: 46%	FY22: 23%	FY21: 23%	FY22: 17%	FY21: 15%	FY22: 14%	FY21: 16%
PRODUCTION PLATFORM								
SUPPORT FUNCTIONS	Financ	e	HR		orate opment	Technology & Data		& Company cretary



progress in eLearning growth leverStrategic Solutions Group (SSG):

- Americas region strong across the year
- New client wins in education, manufacturing, software and telecommunications sectors
- Enterprise Internationalisation Group:

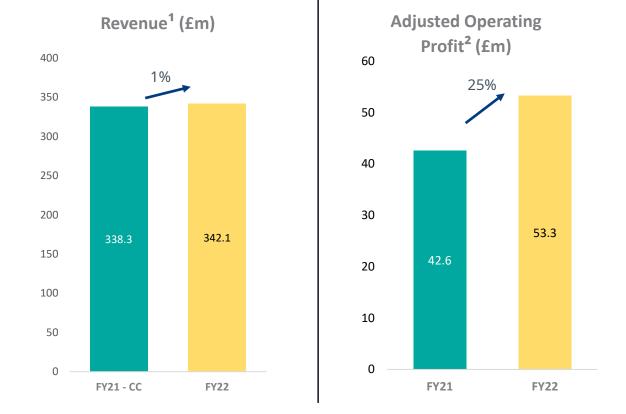
Language Services

- Revenue growth with global digital retailer
- Several clients reduced activity, but satisfaction high, retention strong, so well-placed for recovery
- Significant data services win in early FY23
- Adjusted operating profit ahead of prior period, due to top-line growth in SSG, improved gross margin and good cost control

Solid growth in Strategic Solutions Group; some Enterprise Internationalisation Group clients reduced activity, but confidence in these established, long-term relationships remains

Performance

• 1% organic growth at constant currency, with good



¹ Revenue figures adjusted to reflect a like-for-like comparison between reporting periods and assumes constant currency across both reporting periods.

 $^{\rm 2}\,$ Adjusted operating profit figures adjusted to reflect a like-for-like comparison between reporting periods.



Growth initiative focus – eLearning

 What is it? Digital learning experience for any organisation's global audience through localisation and cultural adaptation Encompasses eLearning design, development and multimedia delivery mechanisms 	 Market Attractiveness Significant market size High growth Low competitive concentration 	 FY22 Progress Capability development in eLearning development consulting and design Localisation operations built around Trados Enterprise Sold into 22 existing clients Won 1st major E2E Global eLearning lifecycle solution
 Client Need Cost benefit - higher proportion of training conducted online Post pandemic shift to hybrid working styles accelerating demand Diversity and inclusion considerations driving need to localise content 	 RWS Right to Win Capabilities beyond core localisation – eLearning development consulting and design Easy route to market - existing base 	 FY23 Focus Continue upsell to existing Language Services base Start selling into Life Sciences clients in RI Expand into Japan and India Marketing investment to support growth targets Further integrate with authoring tools

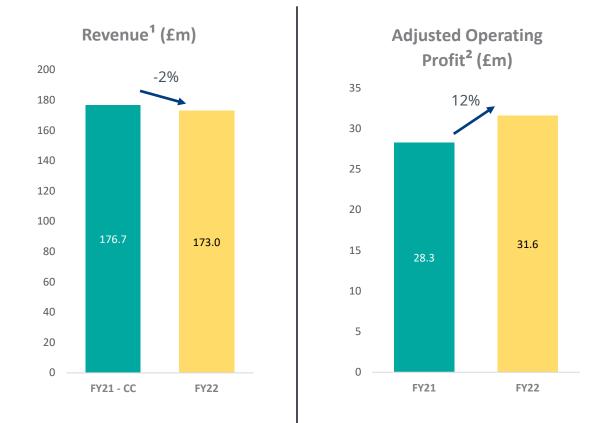


Regulated Industries

Strong performance in Linguistic Validation, offset by some second half softness

Performance

- Organic revenue at constant currency fell 2%
- Continued strong penetration of Linguistic Validation segment, incl. significant orders in Q4
- Client wins in financial services (banking; asset management); medical device; pharmaceutical
- Good period-on-period growth with 13 of top 20 clients, but we exited a number of low margin contracts in financial and legal services segment
- In H2, we decided to reduce work with large CRO who lowered volumes and moved into offering competing services
- Adjusted operating profit up 12%, due to exit of low margin contracts and increasing use of LXD



¹ Revenue figures adjusted to reflect a like-for-like comparison between reporting periods and assumes constant currency across both reporting periods.

 $^{\rm 2}\,$ Adjusted operating profit figures adjusted to reflect a like-for-like comparison between reporting periods.



Growth initiative focus – Linguistic Validation

 What is it? Translation, validation, copyright management, and distribution of patient-facing, data-gathering questionnaires used in clinical trials Complex methodology involves recruiting and interviewing patients in over 50 countries 	 Market Attractiveness Significant market size High growth High barrier to entry Low competitive concentration Extremely "sticky" service offering 	 FY22 Progress Continued investing in operational capacity, marketing and account management Won several multiple study programmes, covering LV, eCOA migration & proofreading, and consulting services Sold into 42 existing clients Sold to 40 new clients
 Client Need Critical in clinical trial phase of Life Sciences value chain Used for range of Clinical Outcomes Assessments (COAs) Ensures both conceptual and construct value equivalence across languages and locales 	 RWS Right to Win Life Sciences subject matter expertise 20+ years of LV experience Range of languages covered Easy route to market - existing base 	 FY23 Focus Targeted investments to further accelerate Linguistic Validation revenue Initiative to further reduce turnaround time related to electronic administration of questionnaires Investing in technology improvements designed to maximize process efficiency



Language and Content Technology

Full ownership and accountability drove accelerated growth, despite faster-than-anticipated growth in SaaS revenues

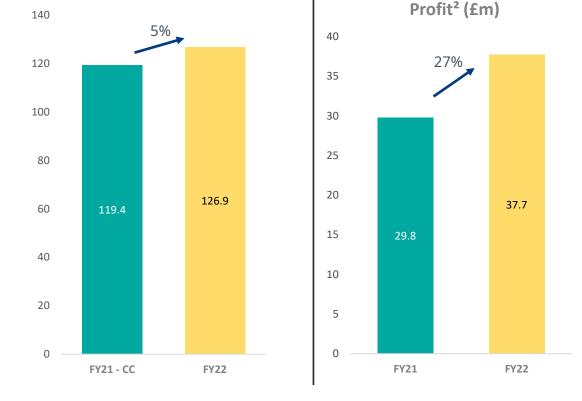
Performance

- 5% organic growth in constant currency, even after increased SaaS revenues, which were ahead of plan
- Divisional revenues now 29% SaaS (FY21: 24%)
 - New FY22 revenues = 26% SaaS (FY21: 18%)
- Full ownership & accountability for product groups Trados, Language Weaver, Tridion, Contenta
- Wins in diverse range of verticals aerospace; automotive; banking; IT consulting; robotic software
- Increasing number of sales of language and content technology solutions to services clients
- Integration of Fonto proceeding well
- Adjusted operating profit up 27%, due to revenue growth, lower Cloud costs and direct people cost savings

¹ Revenue figures adjusted to reflect a like-for-like comparison between reporting periods and assumes constant currency across both reporting periods.

 $^{\rm 2}\,$ Adjusted operating profit figures adjusted to reflect a like-for-like comparison between reporting periods.

Revenue¹ (£m)





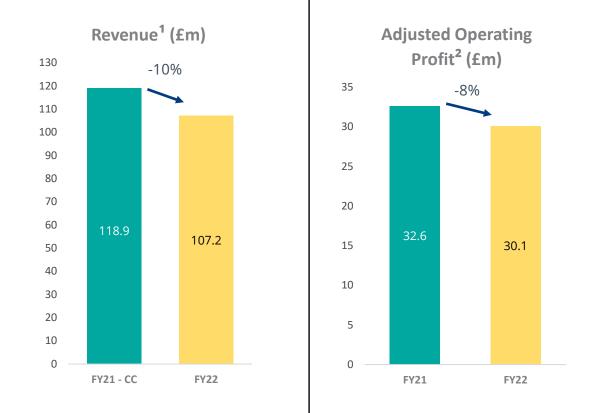
Adjusted Operating

IP Services

Lower revenue in Eurofile segment due to impact of forthcoming introduction of Unitary Patent (UP), partially offset by solid growth in Worldfile and other patent services

Performance

- 10% revenue decline (constant currency), reflecting weak demand due to impending introduction of UP
- Modest growth in other segments (2/3 divisional revenues) translation & filing beyond Europe, IP research, Japan and China
- Enhanced sales capability having positive impact and will support FY23 recovery
- New logos in Q4 across diverse verticals, incl. agricultural sciences; battery and chemical manufacturing; energy storage; natural gas; medical device; petroleum; and pharmaceutical
- UP anticipated to come into effect in H1 CY23
- Appointment of new President (Nov 22) will drive next phase of division's development
- Operating profit lower, due to UP impact, partially offset by H1 cost actions impact & good cost control



¹ Revenue figures adjusted to reflect a like-for-like comparison between reporting periods and assumes constant currency across both reporting periods.

 $^2\,$ Adjusted operating profit figures adjusted to reflect a like-for-like comparison between reporting periods.

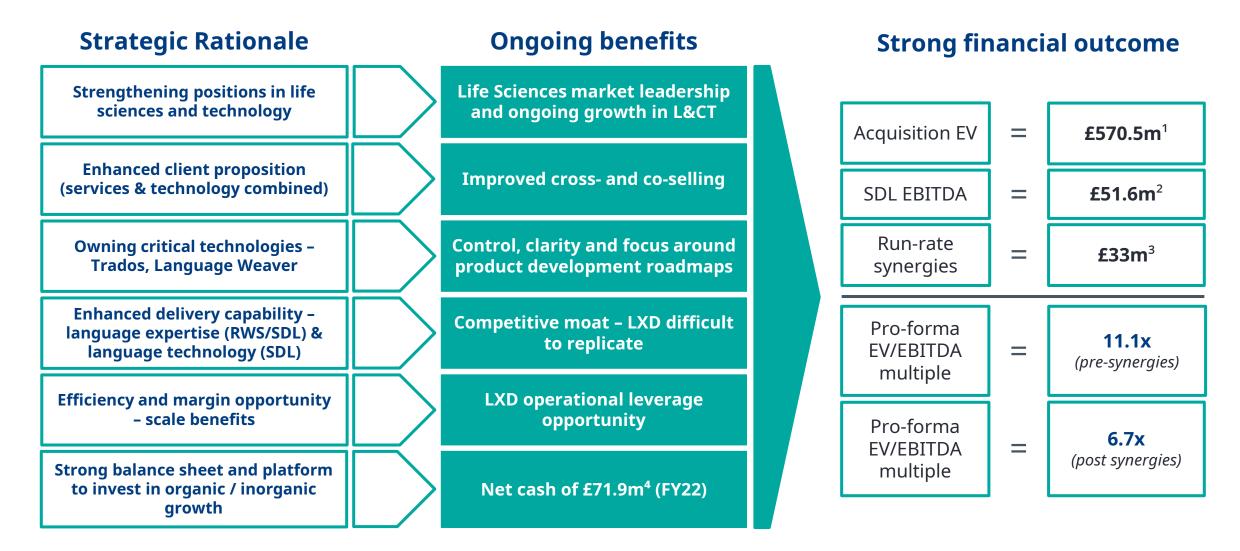


Progress on environmental, social and governance

Environmental	 Carbon emission reduction - expanded Scope 3 indirect carbon scope with aim of setting science-based targets using FY22 as a baseline CDP - achieved a B score in latest ratings demonstrating our commitment to measuring and managing our risks and opportunities on climate change
Social and Community	 Employee engagement survey – 85% participation (FY21: 81%); 69% engagement score RWS Campus – successful Africa expansion and amalgamation with Trados Academic Partner Programme: Relationships with >700 universities globally, delivering either technology support or internships 1/3 of interns are offered full-time roles after completing their degrees RWS Foundation reconstituted; external relaunch in early 2023 Developing full partnership with Clear Global (Translators without Borders)
Governance	 Board appointments – Julie Southern and Candy Davies General Counsel & Company Secretary – Jane Hyde Launched Group-wide Code of Conduct & associated mandatory training (98% completion rate for FY22)
Assurance	 Awarded Silver Medal by EcoVadis – positioned in top quartile of companies participating in its programme; placed in top 10% of companies in relevant industry category



SDL – continuing strategic and operational benefits

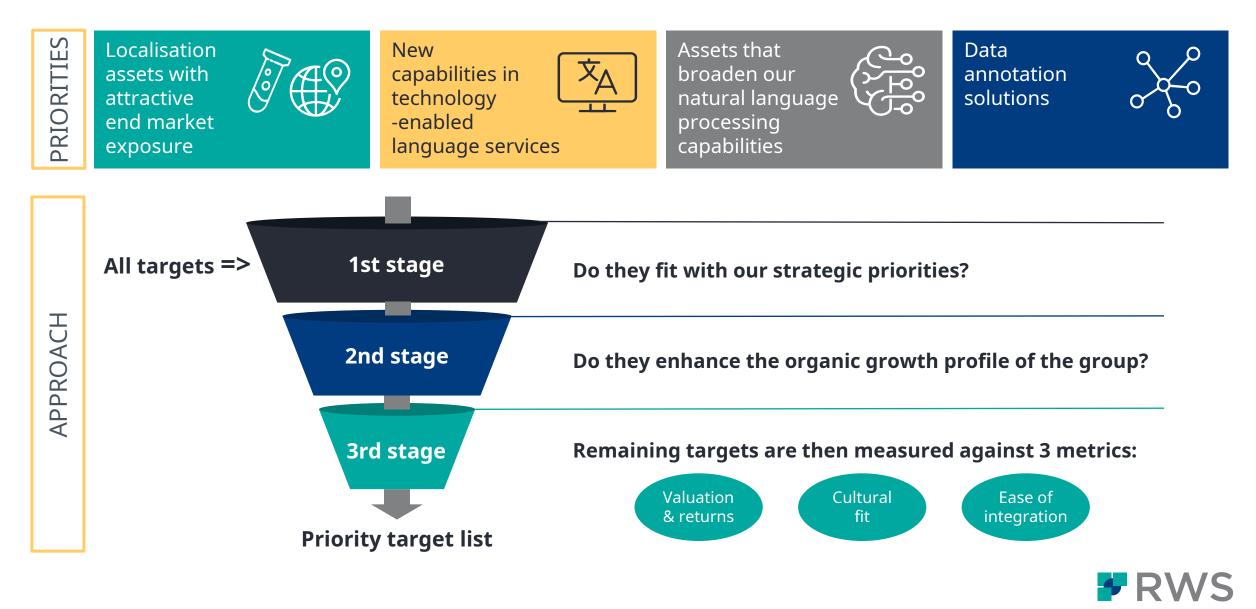




1 – Acquisition EV = acquisition cost of £625.5m less £55m cash (See RWS FY21 Report and Accounts); 2 – SDL plc Report & Accounts 2019; 3

– RWS FY21 Results Statement; 4 – cash and cash equivalents less loans but before deducting lease liabilities

M&A – clear priorities and rigorous screening criteria



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FY23: Current trading and outlook

Growth	 Early signs of delivery on organic growth initiatives, particularly Linguistic Validation and eLearning Accelerated growth in L&CT solid growth in Strategic Solutions Group in Language Services Reduced activity with some major technology clients, but well-placed for recovery in medium-term Improved sales effectiveness will support IP Services through Unitary Patent impact
	Pricing programme is aiming to mitigate cost inflation impact
Investing to	Infrastructure programmes are progressing well
accelerate	 Strong cash generation and balance sheet position us well to invest organically and through strategically compelling acquisitions and to maintain our dividend policy
	Full executive team now in place
	 Outlook in line with market expectations¹
	 Current economic environment remains challenging whilst also offering opportunities to strengthen leadership in our markets
Full year	 Unique capabilities, diverse end-market exposure and strong client retention continue to enable resilience
	 Capex and investments in line with guidance, with strong cash conversion and capital allocation policy maintained
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Investment proposition

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Attractive markets

- Well diversified
- Strong growth potential
- High client retention



- Largest linguist
 network
- True global coverage
- Proprietary AI / MT and productivity solutions



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• Optionality to invest in service and technical development



Consolidation opportunity

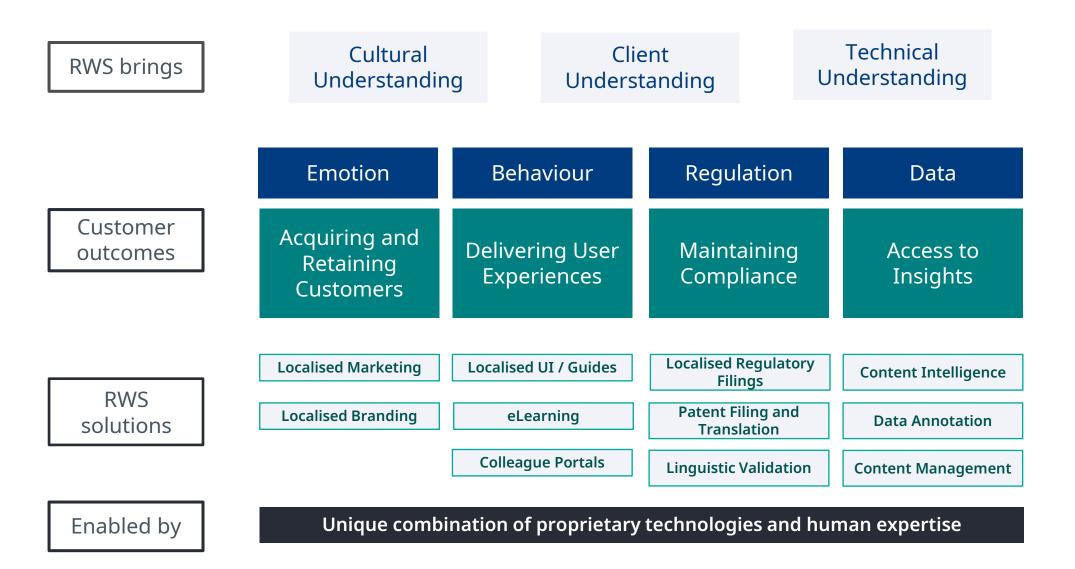
- Fragmented markets
- Proven M&A success
- Scalable platform

Long-term sustainable business, delivering financial and social value

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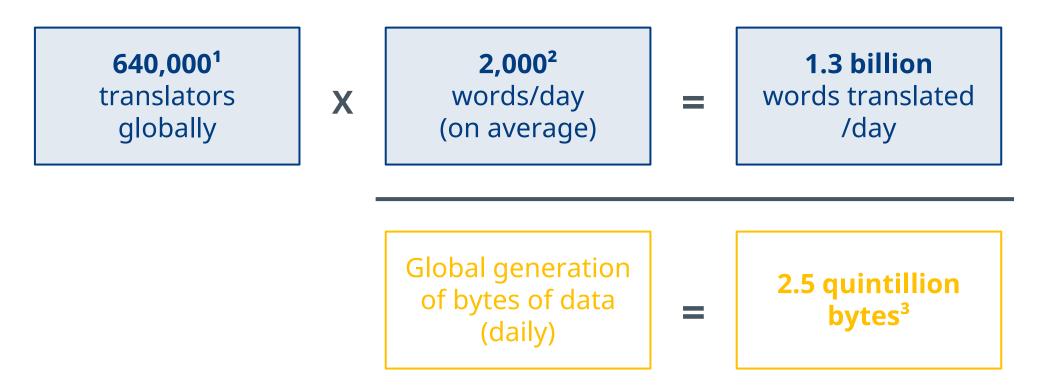


Four core use cases and outcomes





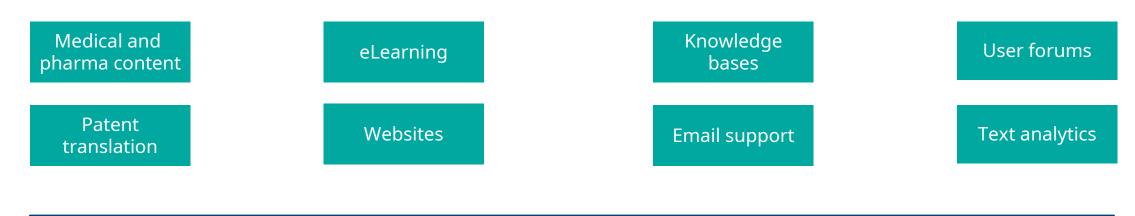
Using technology to harness growth



- While not all of this is for human consumption or requires translation, even a small percentage would dwarf 1.3 billion words
- 80% of online content is only available in one tenth of all languages⁴



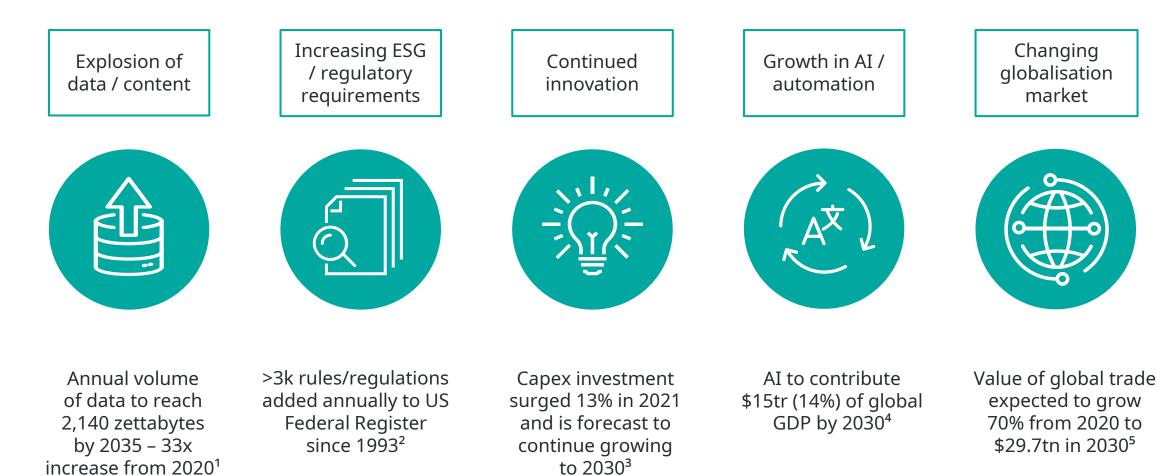
Solutions across the entire people/technology spectrum







RWS positive demand drivers





Market size

Area	Mkt Size (£bn)
Language Services – core localisation	30.0
Language Services – data annotation	2.0
Life Sciences – localisation	3.0
Finance & Legal – localisation	4.0
Linguistic AI	3.0
Language Technology	0.3
IP Services	2.0
Content Technology	2.8
Total	47.1



Our values



We play as one team – with colleagues, clients and partners We shape the future – combining the best of people and technology We choose to be positive – using every experience to grow We keep our promises – to clients, colleagues and communities



KPI definitions

	Measure	Definition		
В	Building long-term client relationships			
1	Organic revenue growth at constant currency	Calculated as a like-for-like comparison between reporting periods and assumes constant currency across both reporting periods		
2	Net Promoter Score	Rolling 12 month score from all surveys		
3	Repeat revenue rate (Services)	Current year Services revenue from prior year Services clients as a percentage of prior year Services revenue		
Deepening our cultural and technical expertise				
1	Incremental revenue from defined growth initiatives	Cumulative incremental revenue on defined growth initiatives		
D	eploying our unique technology and AI			
1	% SaaS licence growth – L&CT	SaaS revenue growth year-on-year as a proportion of prior year SaaS revenue		
2	% SaaS revenue – L&CT	Annual SaaS revenue as a percentage of annual licence revenue generated by the L&CT division		
3	Development spend % of L&CT revenue	Proportion of L&CT divisional revenues spent on development of technology products		
Developing our portfolio				
		To be reported on specific transactions when they occur		
L	everaging our global scale and reach			
1	Gross margin %	Total revenue less cost of sales over total revenue		
2	Overheads divided by Gross Profit, as a percentage	Administrative expenses, less adjusting items, divided by gross profit as a percentage		
3	Adjusted PBT margin %	Adjusted PBT as a percentage of total revenue		
4	Capex spend	Total purchases of property, plant, equipment and intangibles (software) as a percentage of total revenue		
Environment, social and governance				
1	% voluntary colleague attrition	Number of voluntary FTE leavers compared with the average number of FTE during the year		
2	Colleague engagement score	As measured via annual colleague engagement survey		
3	Number of women in SLT positions	No. women in RWS senior leadership team (incl. executive team)		
4	EcoVadis business sustainability rating - score	Based on our responses to a detailed survey across the areas of human rights, labour, environment and anti-corruption		

Shareholders

As of 30 November 2022

Top shareholders	Holding (%)
Andrew S Brode	23.2
Liontrust Asset Management	11.7
Octopus Investments	4.5
RGM Capital	3.3



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About RWS

RWS Holdings plc is a unique, world-leading provider of technology-enabled language, content and intellectual property services. Through content transformation and multilingual data analysis, our unique combination of technology and cultural expertise helps our clients to grow by ensuring they are understood anywhere, in any language.

Our purpose is unlocking global understanding. By combining cultural understanding, client understanding and technical understanding, our services and technology assist our clients to acquire and retain customers, deliver engaging user experiences, maintain compliance and gain actionable insights into their data and content.

We work with over 80% of the world's top 100 brands, more than three-quarters of Fortune's 20 'Most Admired Companies' and almost all of the top pharmaceutical companies, investment banks, law firms and patent filers. Our client base spans Europe, Asia Pacific and North and South America. Our 65+ global locations across five continents service clients in the automotive, chemical, financial, legal, medical, pharmaceutical, technology and telecommunications sectors.

Founded in 1958, RWS is headquartered in the UK and publicly listed on AIM, the London Stock Exchange regulated market (RWS.L).

For further information, please visit: www.rws.com.