



# Second Quarter and YTD 2016 Earnings Conference Call

---

July 28, 2016





# Disclosures

## Forward-looking statements

Certain statements in this presentation constitute “forward-looking statements” within the meaning of, and subject to the protection of, the Private Securities Litigation Reform Act of 1995. Such statements can be identified by the use of forward-looking terminology such as “believes,” “expects,” “may,” “estimates,” “will,” “should,” “plans” or “anticipates” or the negative thereof or other variations thereon or comparable terminology, or by discussions of strategy. Readers are cautioned that any such forward-looking statements are not guarantees of future performance and may involve significant risks and uncertainties, and that actual results may vary materially from those in the forward-looking statements as a result of various factors. Among the factors that significantly impact our business and could impact our business in the future are: the effect of the Restatement of our previously issued financial results for the years ended December 31, 2014 and 2013 as described in Note 2 to the quarterly unaudited financial statements, and any claims, investigations or proceedings arising as a result; the effectiveness of our efforts to remediate the material weakness in our internal controls over financial reporting described in Item 4 of this Quarterly Report and our ability to maintain effective internal controls and procedures in the future; our reliance on our relationship with Popular, Inc. (“Popular”) for a significant portion of our revenues and with Banco Popular de Puerto Rico (“Banco Popular”), Popular’s principal banking subsidiary, to grow our merchant acquiring business; for as long as we are deemed to be controlled by Popular, we will be subject to supervision and examination by U.S. federal banking regulators, and our activities will be limited to those permissible for Popular. Furthermore, as a technology service provider to regulated financial institutions, we are subject to additional regulatory oversight and examination. As a regulated institution, we most likely will be required to obtain regulatory approval before engaging in certain new activities or businesses, whether organically or by acquisition; our ability to renew our client contracts on terms favorable to us; our dependence on our processing systems, technology infrastructure, security systems and fraudulent payment detection systems, as well as on our personnel and certain third parties with whom we do business, and the risks to our business if our systems are hacked or otherwise compromised; our ability to develop, install and adopt new software, technology and computing systems; a decreased client base due to consolidations and failures in the financial services industry; the credit risk of our merchant clients, for which we may also be liable; the continuing market position of the ATH network; a reduction in consumer confidence, whether as a result of a global economic downturn or otherwise, which leads to a decrease in consumer spending; our dependence on credit card associations, including any adverse changes in credit card association or network rules or fees; changes in the regulatory environment and changes in international, legal, political, administrative or economic conditions; the geographical concentration of our business in Puerto Rico, including our business with the government of Puerto Rico and its instrumentalities, which are facing severe fiscal challenges and fiscal and regulatory oversight uncertainties; our exposure to climate risks in Puerto Rico; additional adverse changes in the general economic conditions in Puerto Rico, including the continued migration of Puerto Ricans to the U.S. mainland, which could negatively affect our customer base, general consumer spending, our cost of operations and our ability to hire and retain qualified employees; operating an international business in multiple regions with potential political and economic instability, including Latin America; our ability to execute our geographic expansion and acquisition strategies; our ability to protect our intellectual property rights against infringement and to defend ourselves against claims of infringement brought by third parties; our ability to recruit and retain the qualified personnel necessary to operate our business; our ability to comply with U.S. federal, state, local and foreign regulatory requirements; evolving industry standards and adverse changes in global economic, political and other conditions; our high level of indebtedness and restrictions contained in our debt agreements, including the senior secured credit facilities, as well as debt that could be incurred in the future; our ability to prevent a cybersecurity attack or breach in our information security; our ability to generate sufficient cash to service our indebtedness and to generate future profits; our ability to refinance our debt; and the risk that the counterparty to our interest rate swap agreement fails to satisfy its obligations under the agreement. These forward-looking statements involve a number of risks and uncertainties that could cause actual results to differ materially from those suggested by the forward-looking statements. The Company does not undertake, and specifically disclaims any obligation, to update any of the “forward-looking statements” to reflect occurrences or unanticipated events or circumstances after the date of such statements except as required by the federal securities laws. Investors should refer to the Company’s Form 10-K for the year ended December 31, 2015 (the “2015 Form 10-K”) for a discussion of factors that could cause events to differ from those suggested by the forward-looking statements, including factors set forth in the sections entitled “Risk Factors” and “Management’s Discussion and Analysis of Financial Condition and Results of Operations.”

## Use of Non-GAAP measures

Generally Accepted Accounting Principles (GAAP) is the term used to refer to the standard framework of guidelines for financial accounting. GAAP includes the standards, conventions, and rules accountants follow in recording and summarizing transactions and in the preparation of financial statements. In addition to reporting financial results in accordance with GAAP, the company has provided non-GAAP financial measures, which it believes are useful to help investors better understand its financial performance, competitive position and prospects for the future. For these reasons, management also uses these measures in part to assess its performance. In addition, the Company’s presentation of Adjusted EBITDA is consistent with the equivalent measurements contained in the Credit Agreement in testing EVERTEC Group’s compliance with covenants therein such as the senior secured leverage ratio. Any non-GAAP measures should be considered in context with the GAAP financial presentation and should not be considered in isolation or as a substitute for GAAP measures. Further, EVERTEC’s non-GAAP measures may be calculated differently from similarly titled measures of other companies. Reconciliations of these non-GAAP measures to related GAAP measures, including footnotes describing the specific adjustments, are provided in the appendix of this presentation and in the Investor Relations section of the EVERTEC web site, [www.evertecinc.com](http://www.evertecinc.com).



# Business Summary

**Mac Schuessler**  
President and CEO





# evertec® Q2 2016 Highlights

## Strong Q2 Performance

### Revenue growth across all business segments

- Total Revenue \$97.7 million, +5%
- Adjusted EPS \$0.43, +7%

## Returning Cash to Shareholders

### \$21 million returned to shareholders

- Stock repurchase of approximately \$13.2 million
- Dividends of approximately \$7.5 million

## Completed Restatement

### Filed 2015 10-K and Q1 2016 on May 26th

- Completed filings with the SEC
- Satisfied credit amendment waiver requirements



# Puerto Rico Update

- **Legislation for Puerto Rico, “PROMESA” on June 30<sup>th</sup>**
  - Establishes an Oversight Board
  - Stays litigation
  - Exempts PR from new overtime legislation
  - Establishes Economic Task Force
  - Promotes electronic reporting, payment and auditing
- **Opportunities for EVERTEC**
  - Support progressive technology projects
  - Increase electronic payments





# Puerto Rico Business Highlights

- **2Q 2016 results and current business trends**
  - 2Q Puerto Rico revenue growth approximately 1%
    - Transaction growth 5%
- **New business**
  - New Oriental Bank contract replaces existing contract
  - Signed new tax contract with PR government
  - Potential small business growth due to new legislation





# Latin America Update

- **Q2 2016 Results**

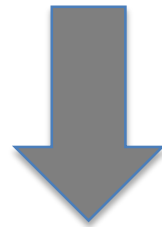
- Significant revenue growth in Q2
  - Included Processa results
  - Benefit of favorable comparison to prior year due to timing of contract renewal
  - Low double digits revenue growth on a comparable basis
  - Delayed client migrations
- Processa integration is progressing on track
- Improved account management

- **New Contract**

- Davivienda in Honduras



# Communicating change...







# Financial Summary

**Peter Smith**  
**Chief Financial Officer**



# Revenue Results Q2 and YTD 2016

(\$'s in millions)

	Q2	6 Months
<b>Total Revenue</b>	\$ 97.7	\$ 193.2
<i>Growth %</i>	5%	4%
<b>Merchant Acquiring</b>	\$ 23.3	\$ 46.2
<i>Growth %</i>	10%	12%
<b>Payment Processing</b>	\$ 28.2	\$ 55.1
<i>Growth %</i>	5%	4%
<b>Business Solutions</b>	\$ 46.2	\$ 91.9
<i>Growth %</i>	2%	1%



# Adjusted EBITDA Q2 and YTD 2016

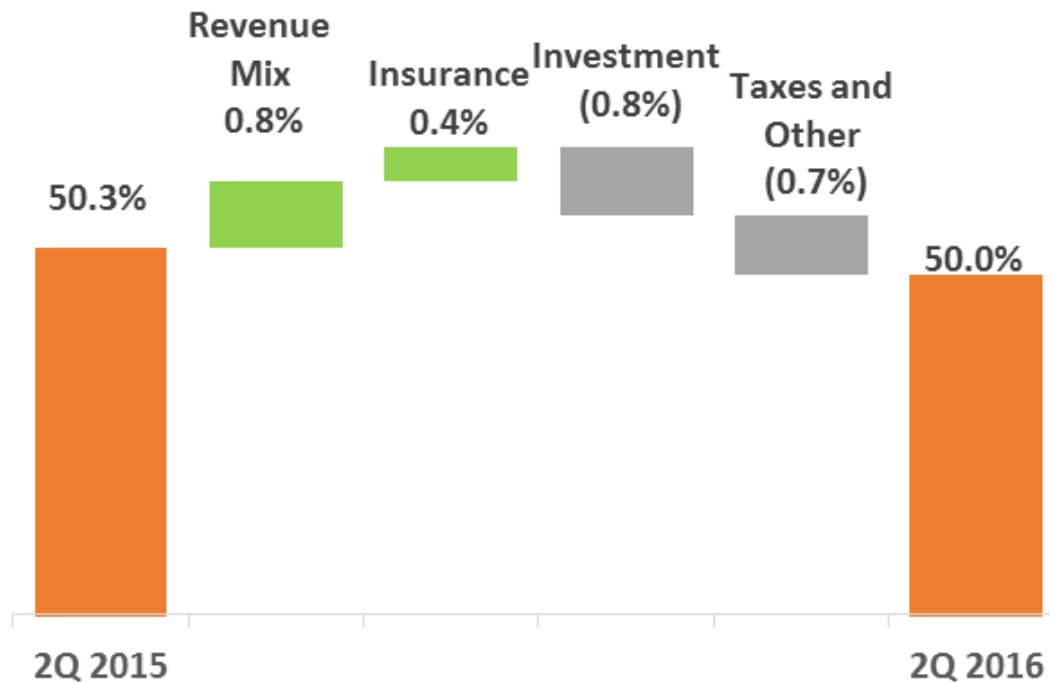
(\$'s in millions)

	Q2	6 Months
<b>EBITDA</b>	<b>\$ 44.0</b>	<b>\$ 85.5</b>
<u>Adjustments</u>		
Severance	\$ 0.4	\$ 2.5
Share-based and other compensation	1.9	3.6
Transaction related expenses	0.8	1.4
Equity Income in subsidiary	(0.0)	\$ 0.1
Restatement related expense	1.7	1.8
Subtotal	<u>\$ 4.8</u>	<u>\$ 9.4</u>
<b>Adjusted EBITDA</b>	<b><u>\$ 48.8</u></b>	<b><u>\$ 94.9</u></b>
<i>YOY Growth</i>	<i>4%</i>	<i>2%</i>
<b>Adjusted EBITDA Margin</b>	<b><u>50.0%</u></b>	<b><u>49.1%</u></b>
<i>YOY Growth</i>	<i>(30) bps</i>	<i>(100) bps</i>



\*See Non-GAAP reconciliation summary in appendix, p.18-19.

# Adjusted EBITDA Margin Bridge Q2 2016



\*See Non-GAAP reconciliation summary in appendix, p.18-19.

# Adjusted Net Income Q2 and YTD 2016

(\$'s in millions, except per share)

## Adjusted Net Income

*YOY Growth*

## Adjusted EPS

*YOY Growth*

GAAP Effective Tax rate

Diluted shares outstanding (millions)

+/- prior year

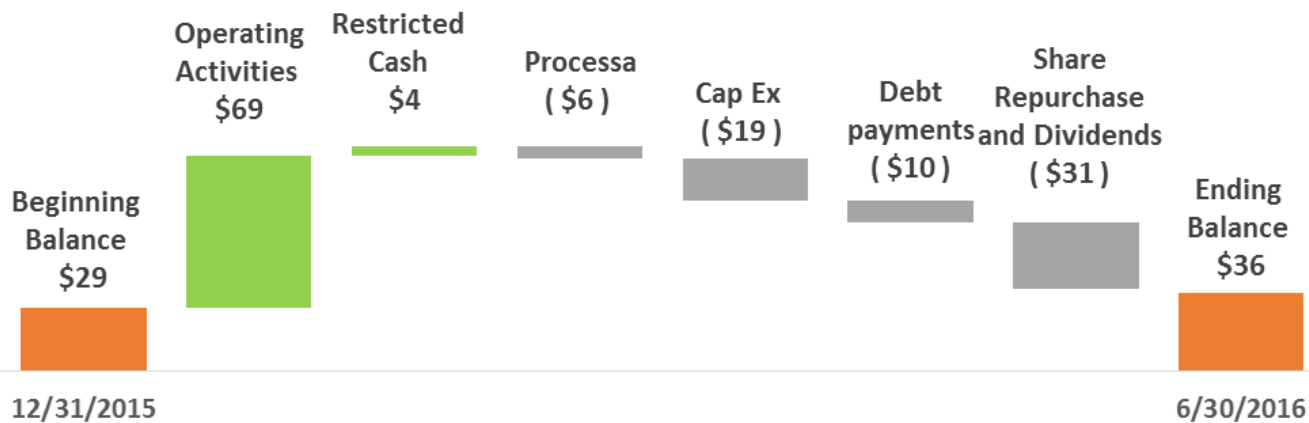
	Q2	6 Months
	\$ 32.0	\$ 62.9
	4%	6%
	\$ 0.43	\$ 0.84
	7%	10%
	12.2%	10.6%
	75.0	75.0
	(2.7)	(2.8)



\*See Non-GAAP reconciliation summary in appendix, p.18-19.

# Roll Forward of YTD 2016 Cash Balance

(\$'s in Millions)



# Debt

(\$'s in millions)

		6/30/16	12/31/15
<b>Unrestricted Cash</b>		\$ 35.7	\$ 28.7
<b>Total Debt</b>		\$ 667.8	\$ 674.4
Term A Loan (2018 Maturity)	L+225bps	\$ 255.0	\$ 262.5
Term B Loan (2020 Maturity)	75+250bps	\$ 388.0	\$ 390.0
Revolver (2018 Maturity, \$100M)	L+225bps	\$ 20.0	\$ 17.0
Other	4.64%	\$ 4.8	\$ 4.9
<b>Net Debt</b>		\$ 632.1	\$ 645.7
<b>Weighted Average Interest Rate</b>		3.05%	3.04%
<b>Net Debt / Adjusted TTM EBITDA</b>		3.4x	3.5x
<b>Ending Liquidity</b>		\$ 111.5	\$ 111.7



\*See Non-GAAP reconciliation summary in appendix, p.18-19.

# 2016 Outlook

(\$'s in millions, except per share)

## Total Revenue

Growth %

	Low	High
\$	382	\$ 388
	2%	4%

## Adjusted EPS

Growth %

\$	1.61	\$ 1.67
	1%	5%

## Capital Expenditures

\$	35	\$ 40
----	----	-------

## Assumptions:

Adjusted EBITDA Margin

48% 49%

Tax rate

8.5% 10%

Share count as of 6/30/2016

75 million







# Q&A

---





# Non-GAAP Reconciliation Summary

## Adjusted EBITDA & Adjusted Net Income Q2 and YTD 2016

(Dollar amounts in thousands, except per share data)

	Quarter ended June 30,		Six-month period ended June 30,	
	2016	2015	2016	2015
<b>Net income</b>	<b>\$ 20,234</b>	<b>\$ 19,567</b>	<b>\$ 39,401</b>	<b>\$ 38,111</b>
Income tax expense (benefit)	2,801	2,645	4,677	5,420
Interest expense, net	6,046	6,083	11,837	12,180
Depreciation and amortization	14,941	16,006	29,611	32,834
<b>EBITDA</b>	<b>44,022</b>	<b>44,301</b>	<b>85,526</b>	<b>88,545</b>
Software maintenance reimbursement and other costs <sup>(1)</sup>	149	455	461	929
Equity (income) loss <sup>(2)</sup>	(29)	(9)	101	(199)
Compensation and benefits <sup>(3)</sup>	2,349	1,831	6,030	2,664
Transaction, refinancing and other non-recurring fees <sup>(4)</sup>	611	411	970	732
Purchase accounting <sup>(5)</sup>	-	(9)	-	(12)
Restatement related expenses <sup>(6)</sup>	1,737	-	1,796	-
<b>Adjusted EBITDA</b>	<b>48,839</b>	<b>46,980</b>	<b>94,884</b>	<b>92,659</b>
Operating depreciation and amortization <sup>(7)</sup>	(7,081)	(6,638)	(14,087)	(14,099)
Cash interest expense, net <sup>(8)</sup>	(5,264)	(5,309)	(10,301)	(10,642)
Income tax expense <sup>(9)</sup>	(4,438)	(4,171)	(7,470)	(8,452)
Non-controlling interest <sup>(10)</sup>	(69)	-	(88)	-
<b>Adjusted Net Income</b>	<b>\$ 31,987</b>	<b>\$ 30,862</b>	<b>\$ 62,938</b>	<b>\$ 59,466</b>
Net income per common share (GAAP):				
Basic	\$ 0.27	\$ 0.25	\$ 0.53	\$ 0.49
Diluted	\$ 0.27	\$ 0.25	\$ 0.53	\$ 0.49
Adjusted net income per common share (Non-GAAP):				
Basic	\$ 0.43	\$ 0.40	\$ 0.84	\$ 0.77
Diluted	\$ 0.43	\$ 0.40	\$ 0.84	\$ 0.76
Shares used in computing adjusted net income per common share:				
Basic	74,706,042	77,457,322	74,826,946	77,631,339
Diluted	75,019,485	77,697,861	74,958,126	77,780,202

- 1) Predominantly represents reimbursements received for certain software maintenance expenses as part of the Merger.
- 2) Represents the elimination of non-cash equity earnings from our 19.99% equity investment in CONTADO, net of cash dividends received.
- 3) Primarily represents share-based compensation expense of \$1.9 million and \$1.5 million for the quarters ended June 30, 2016 and 2015 and severance payments of \$0.4 million and \$0.2 million for the quarters ended June 30, 2016 and 2015 and share-based compensation expense of \$3.5 million and \$2.3 million for the six-month period ended June 30, 2016 and 2015 and severance payments of \$2.5 million and \$0.2 million for the six month period ended June 30, 2016 and 2015.
- 4) Represents fees and expenses associated with corporate transactions as defined in the Credit Agreement.
- 5) Represents the elimination of the effects of purchase accounting in connection with certain customer service and software-related arrangements whereby EVERTEC receives reimbursements from Popular.
- 6) Represents consulting, audit and legal expenses incurred as part of the restatement.
- 7) Represents operating depreciation and amortization expense, which excludes amounts generated as a result of the Merger.
- 8) Represents interest expense, less interest income, as they appear on our consolidated statements of income and comprehensive income, adjusted to exclude non-cash amortization of the debt issue costs, premium and accretion of discount.
- 9) Represents income tax expense calculated on adjusted pre-tax income using GAAP tax rate.
- 10) Represents the 35% non-controlling equity interest in Processa, net of amortization for intangibles created as part of the purchase.



# Non-GAAP Reconciliation Summary

## Updated Adjusted Net Income 2015

(in thousands, except per share data)

	Quarter ended				Year ended
	March 31, 2015	June 30, 2015	September 30, 2015	December 31, 2015	December 31, 2015
<b>Net income, as restated</b>	<b>\$ 18,544</b>	<b>\$ 19,567</b>	<b>\$ 25,336</b>	<b>\$ 21,930</b>	<b>\$ 85,377</b>
Income tax expense (benefit)	2,775	2,645	(9,347)	592	(3,335)
Interest expense, net	6,097	6,083	5,863	5,728	23,771
Depreciation and amortization	16,828	16,006	16,934	15,206	64,974
<b>EBITDA</b>	<b>44,244</b>	<b>44,301</b>	<b>38,786</b>	<b>43,456</b>	<b>170,787</b>
Software maintenance reimbursement and other costs <sup>(1)</sup>	474	455	479	494	1,902
Equity income <sup>(2)</sup>	(190)	(9)	3	49	(147)
Compensation and benefits <sup>(3)</sup>	833	1,831	7,271	2,302	12,237
Transaction, refinancing and other non-recurring fees <sup>(4)</sup>	321	411	260	324	1,316
Purchase accounting <sup>(5)</sup>	(3)	(9)	94	-	82
<b>Adjusted EBITDA</b>	<b>45,679</b>	<b>46,980</b>	<b>46,893</b>	<b>46,625</b>	<b>186,177</b>
Operating depreciation and amortization <sup>(6)</sup>	(7,461)	(6,638)	(7,568)	(7,634)	(29,301)
Cash interest expense, net <sup>(7)</sup>	(5,333)	(5,310)	(5,081)	(4,941)	(20,665)
Income Tax expense <sup>(8)</sup>	(4,281)	(4,171)	(3,867)	(892)	(13,211)
<b>Adjusted Net income</b>	<b>\$ 28,604</b>	<b>\$ 30,861</b>	<b>\$ 30,377</b>	<b>\$ 33,158</b>	<b>\$ 123,000</b>
Applicable GAAP Tax Rate	13.0%	11.9%	12.2%	2.6%	9.7%
GAAP EPS - diluted	\$ 0.24	\$ 0.25	\$ 0.33	\$ 0.29	\$ 1.11
Adjusted Non-GAAP EPS - diluted	\$ 0.37	\$ 0.40	\$ 0.39	\$ 0.43	\$ 1.59

- 1) Predominantly represents reimbursements received for certain software maintenance expenses as part of the Merger.
- 2) Represents the elimination of non-cash equity earnings from our 19.99% equity investment in CONTADO, net of cash dividends received.
- 3) Represents share-based compensation expense of \$5.3 million and severance payments of \$6.4 million.
- 4) Represents fees and expenses associated with corporate transactions as defined in the Credit Agreement.
- 5) Represents the elimination of the effects of purchase accounting in connection with certain customer service and software-related arrangements whereby EVERTEC receives reimbursements from Popular.
- 6) Represents operating depreciation and amortization expense, which excludes amounts generated as a result of the Merger.
- 7) Represents interest expense, less interest income, as they appear on our consolidated statements of income and comprehensive income, adjusted to exclude non-cash amortization of the debt issue costs, premium and accretion of discount.
- 8) Represents income tax expense calculated on adjusted pre-tax income using GAAP tax rate. Figures for the third quarter of 2015 and the year ended December 31, 2015 were adjusted to exclude the effect of tax benefit related to the reversal of the liability for uncertain tax position, as the underlying statute of limitations expired.