



**LET YOUR
LEGACY
LIVE ON**



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MESSAGE FROM THE CEO

“ We think the best outcomes in business come from having an obsessive behavior towards making sure your customers are absolutely thrilled when dealing with your company. Your customers will become your sales people and they will stay with you. This has been our formula, plain and simple. If you have a business that has achieved that, we'd like you to consider making Valsoft the permanent home for your business. We promise to build upon your legacy. ”

SAM YOUSSEF



ABOUT US

Based in Montreal, Canada, Valsoft acquires and develops vertical market software companies, enabling each business to deliver the best mission-critical solutions for customers in their respective industries or niche. By taking advantage of its simple corporate setup and its unique operating platform, Valsoft continues to grow its acquisitions towards sustainable success while making customer success a top priority. Because of its decentralized strategy and indefinite hold period, Valsoft has the ability to look at companies in different lifecycles.

For more information, please contact info@valsoftcorp.com

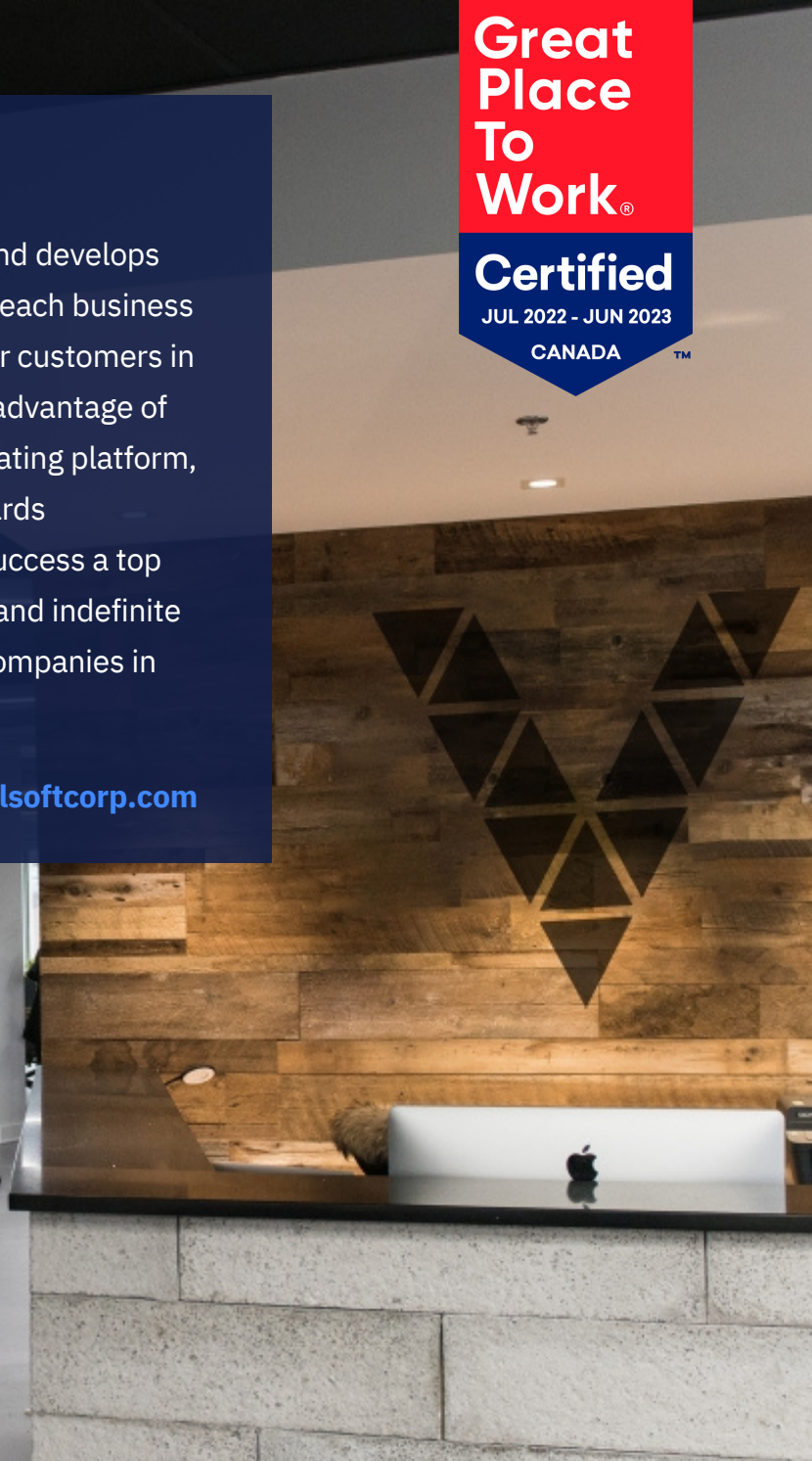
Great
Place
To
Work®

Certified

JUL 2022 - JUN 2023

CANADA

TM



50

Technology **Fast 50**
2023 CANADA
ENTERPRISE—INDUSTRY LEADERS WINNER
Deloitte.



2023
REPORT ON BUSINESS
CANADA'S TOP GROWING
COMPANIES



COMPANY

- ✓ Capitalized by Valsef
- ✓ Our Model: Acquire, enhance, and grow vertical software companies, using a decentralized management approach - we partner with great people to help us run our companies
- ✓ Owners have been doing business together since 2002, owners are active in Valsoft day to day
- ✓ Ability to look at companies in different lifecycles (legacy, core, growth)
- ✓ Group has made over 60 acquisitions, projecting 20 by the end of the year

TRANSACTIONS

- ✓ 100% or Majority acquisitions, We are flexible, Target Revenue \$3M - \$50M+
- ✓ Fast: LOI's with valuation within a week; LOI and closing within 45 days Inhouse legal and accounting team
- ✓ Easy: Seller friendly: cash at close; no post-close contingencies
- ✓ Certain: 95%+ close rate on our LOIs
- ✓ Broad: Mature companies, market leaders, growth, turnaround

PHILOSOPHY & APPROACH

I What makes us different



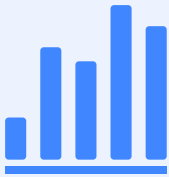
A PERMANENT HOME

We buy and hold investments.
We do not flip businesses for profit.



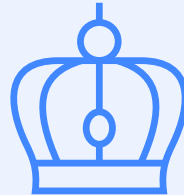
OPERATIONAL EXPERTISE

Providing resources, guidance,
and capital to improve
operational efficiencies.



GROWTH

Track record of driving growth and
profitability for entrepreneurs and
business owners.



LEAVING A LASTING LEGACY

Let us take what you've
built to the next level.



Michael Hollinger
CEO of WiSys

"We are very proud of what we've accomplished to date and are excited at the prospect of continuing to build with Valsoft. Rarely do we find such cultural compatibility in a partner, and we believe that this will immediately bear fruit as we continue our push to be a leader in the industry."

HOW WE CAN HELP YOU GROW YOUR BUSINESS

1

Dedicated in-house mergers & acquisitions team to explore acquisitions as part of your growth strategy.

2

Potential for cross selling and synergies with our existing partner companies.

3

Leverage our global expertise to penetrate new markets and geographies.

4

Marketing team ready to enhance your go-to-market strategy.

5

Quarterly manager meetings where best practices are discussed.

OUR ACQUISITION APPETITE

- ✓ We are interested in acquiring all types of vertical software businesses, spanning from \$3M in revenue all the way to \$50M in revenue
- ✓ Our portfolio includes SaaS and on-premise software companies in North America, Europe and Australia
- ✓ Our group companies enjoy significant competitive advantages:
 - Proven business model - our customers love us
 - Proven operating platform - cost-structure advantages
- ✓ We bid most aggressively for those companies with long-tenured customers, even if they have modest growth rate

OUR FOCUS

Our four operating strategies:

Established Mature Businesses

- \$3M - \$50M of yearly revenue
- Slow growth, no growth or slowly declining
- Dedicated customer base
- Legacy technology
- We also consider carve outs, divestitures

Market Leader

- \$3M - \$50M of yearly revenue
- Have a strong, established market position
- Have meaningful, positive EBITDA
- Some growth
- Legacy or new technology

Growth Companies

- \$1M - \$10M in yearly revenue
- Little to no EBITDA; healthy LTV:CAC
- Ratio growth at 20%+ /yr
- Modern technology

Profitable Software Businesses

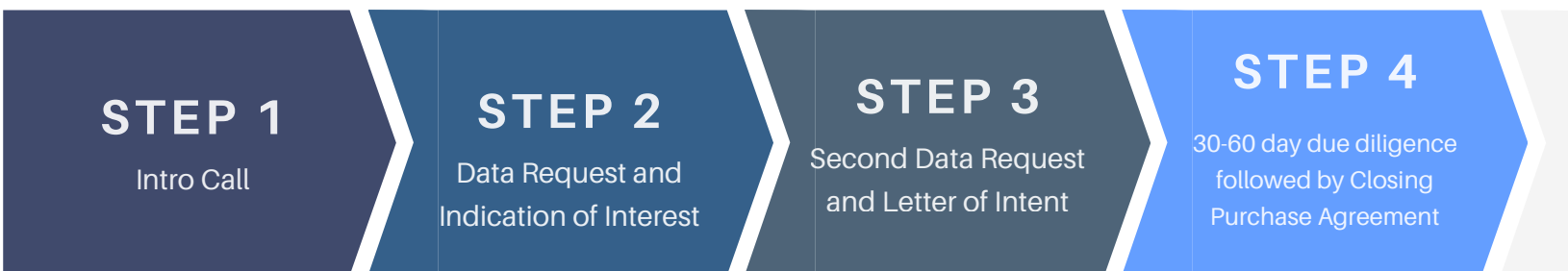
- \$3M - \$25M USD revenue
- \$1M - \$5M EBITDA
- North American based
- Specialize in Founder/Owner run companies



OUR PROCESS: FAST AND EASY

Because the decision makers at Valsoft are involved in the day-to-day, getting a deal done can take as little as 30 days from start to finish. We can often give you an offer after the initial data request has been completed. Below is our four-step process:

Seamless acquisition process



FOR INITIAL VALUATION AND INDICATION OF INTEREST, PLEASE SUBMIT:

- 1)** Corporate website and Information Memorandum (if any)
- 2)** Quarterly financial statements for the latest 12 months, including income statement (detailing any pass-through revenue), balance sheet (including accumulated deficit if any), and cash flow statement
 - a)** Any additional detail on revenue mix (subscription vs. license vs. maintenance, software vs. services, recurring vs. resold, product line breakdown, etc.)
 - b)** Any available detail on the composition of COGS.
- 3)** Any available detail on recurring revenue retention rates
- 4)** Summary of lease obligations, by location, showing monthly financial obligations and termination dates
- 5)** TTM revenue by customer by product/service line (anonymous is fine)
- 6)** Employee roster (names not necessary) with function, geography, tenure, and salary
- 7)** Cap table, including the total amount of equity funding (if applicable)

MEET OUR TEAM



SAM YOUSSEF

FOUNDER AND CEO

Sam Youssef is the founder and current CEO of Valsoft. He is a 2004 graduate from Montreal's Concordia University with a Bachelors Degree in Computer Engineering and has been creating and building businesses since the age of 15. In his early 20s, he turned a passion for technology-based businesses into a company that quickly grew to over 300 employees, with offices in North America, Europe and Australia. He also co-founded Valnet, a visionary company that operates a portfolio of the biggest content-rich entertainment web properties in the world, including TheRichest.com and ScreenRant.com. In addition to his roles at Valsoft and Valnet, Sam is an avid value investor, advisor and board member in various early-stage businesses.



STEPH MANOS

FOUNDER

Steph Manos graduated from Montreal's Concordia University in 2004 with a Bachelor's Degree in Computer Engineering Hardware, and subsequently launched a business career in his early 20s. His first venture, which grew to over 300 employees, quickly transformed him into one of Canada's most successful young tech entrepreneurs. Leveraging his experience, Steph co-founded Valsoft, and is now the President of Valstone, a spin-off venture focusing on the acquisition and growth of software businesses in the industrial sector. Steph is also an early investor in Valnet.



MEET OUR TEAM



MOUNIR HILAL

PRESIDENT AND COO

Mounir has over 20 years of experience in all aspects of building and running enterprise software businesses. Most recently, he served as Executive VP, GM and CCO at Upland Software, where he completed more than 30 software acquisitions and lead a successful Initial Public Offering (IPO). Mounir is well acquainted with the organization, having been one of its original partners, a valued advisor, and a key board member for both Valsoft and Valsef Group.



MICHAEL ASSI

CEO OF ASPIRE SOFTWARE

Michael Assi is the CEO of Aspire Software, the operating arm of Valsoft Corporation. Michael is responsible for developing the group-wide strategy, while leading the executive team towards building a growth path for the organization. Michael holds a bachelor's degree in software engineering from Polytechnique, and a Master of Business Administration degree from HEC Montreal Business School.



JOSEPH KHOUBBIEH

INVESTMENT PARTNER

Joe is responsible for Valsoft's overall M&A effort across all vertical markets. Drawing upon his proven track record and expertise, he guides the company's strategies to enhance shareholder value, while building and leading high-performance teams. Prior to Valsoft, he successfully advised clients in strategic mergers and acquisitions and lead investments in public and private equity funds for a family office. With almost two decades of Investment experience, he has advised on over 100 transactions and managed over \$1B in AUM.



MEET OUR TEAM



GAURAV GOYAL

PRESIDENT, CORPORATE INVESTMENT TEAM

Gaurav holds an undergraduate degree in Finance and Economics from the Schulich School of Business at York University. He began his career in corporate M&A at Volaris Group, an operating group of Constellation Software. Most recently, he was part of the M&A team at Recall Corporation and assisted in the completion of multiple deals in North America, Brazil and Europe.



JOE FARRUGGIA

INVESTMENT PARTNER

Joe joined Valsoft in 2016 and is currently responsible for identifying investment opportunities, cultivating relationships with key stakeholders, and leveraging his deep understanding of financial markets to drive successful deals. His expertise in software and entrepreneurship guides him in negotiating deals, to ensure optimal outcomes for both Valsoft and the vertical software companies they acquire.



COSTA TAGALAKIS

INVESTMENT PARTNER

Costa is a seasoned investment professional with a proven track record in the world of mergers and acquisitions. At Valsoft, he uses his wealth of experience in evaluating potential M&A targets, conducting due diligence, and structuring deals that create long-term value for Valsoft and its portfolio of companies. He has built a reputation for delivering results, including growing and operating a \$50M P&L, as well as, contributing towards nearly a quarter of Valsoft's acquisitions.



MEET OUR TEAM



CHRISTOPHER MALOUF

INVESTMENT PARTNER

Chris started his M&A journey working in the hedge fund division of Canada's largest independent financial institution. With a rich background in finance and a strategic mindset, he ran his own business before selling it and joining Valsoft. This unique journey provides Chris with a comprehensive understanding of the intricacies involved with both sides of M&A transactions.



MITCH BOURASSA

VICE PRESIDENT OF OPERATIONS

Mitch holds an undergraduate degree in Finance and Accounting from the John Molson School of Business at Concordia University and proceeded to commence his career in the fast-paced industry of the bond market at one of Canada's prominent banks. After successful completion of his level 1 CFA exam, Mitch pursued his lifelong dream of physically working in a winery as well as earn his sommelier certificate before reverting to mergers and acquisition.



DAVID FELICISSIMO

GENERAL COUNSEL

David Felicissimo is General Counsel & Partner at Valsoft. As General Counsel, David is responsible for all legal matters including extensive involvement in all acquisitions, negotiations and overseeing the corporate structure of its U.S. and European offices. David began his legal career with McMillan LLP, a national law firm based in Montreal, Canada. David received his BA from Concordia University and JD and LL.L from the University of Ottawa and completed an Executive Education Certificate at Harvard Law School.



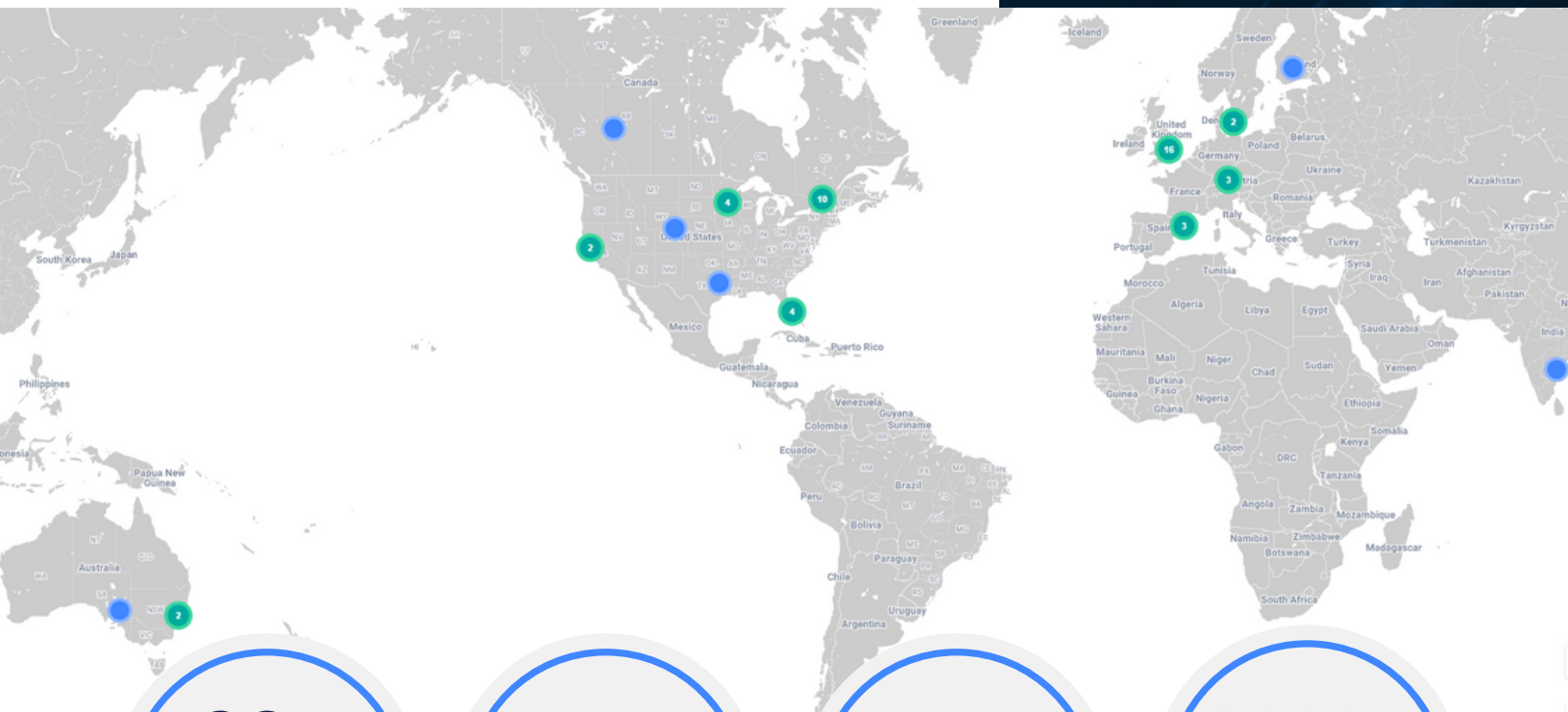
OUR GLOBAL NETWORK

Real Business Enhancing Solutions

Our companies offer real business enhancing solutions, which allow our clients to operate at a high level of efficiency. We do this by eliminating manual work and streamlining those tasks.

We provide necessary information to make crucial business decisions and more importantly, we deliver real value to the products and services our clients provide to their customers.

We believe that customers who use our software solutions add significantly more to their bottom line than would be possible without them.



90+
Acquired
Companies

25+
Industries


























14+
Countries

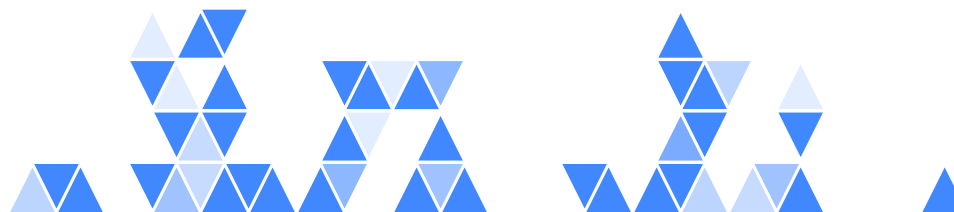
3000+
Employees
Worldwide



OUR COMPANIES

Get the most out of your business by connecting with other companies in your industry.

 Animal Health →	 Automotive →	 Aviation →
 Broadcast & Media Entertainment →	 Car Rental →	 Construction →
 Education →	 Energy →	 Financial Services →
 Document Management →	 Grant Management →	 Health & Dental →
 Industrial →	 Local Government →	 Manufacturing →
 Managed Print Services →	 Process Control →	 Public Safety →
 Quality, Safety, Health & Environment →	 Recreation →	 Transportation & Logistics →
 Travel & Leisure →	 Warehouse Management →	 Wealth Management →
 Workforce Management →		





TAKE YOUR BUSINESS TO THE NEXT LEVEL

Email us at info@valsoftcorp.com

