OPEN TEXT CORPORATION
CONDENSED CONSOLIDATED BALANCE SHEETS
(In thousands of U.S. dollars, except share data)

	December 31, 2021	June 30, 2021
ASSETS	(unaudited)	
Cash and cash equivalents	$ 1,511,792	$ 1,607,306
Accounts receivable trade, net of allowance for credit losses of $15,849 as of December 31, 2021 and $22,151 as of June 30, 2021	427,020	438,547
Contract assets	22,336	25,344
Income taxes recoverable	19,855	32,312
Prepaid expenses and other current assets	118,353	98,551
Total current assets	2,099,356	2,202,060
Property and equipment	243,850	233,595
Operating lease right of use assets	230,973	234,532
Long-term contract assets	22,920	19,222
Goodwill	5,195,078	4,691,673
Acquired intangible assets	1,355,003	1,187,260
Deferred tax assets	747,780	796,738
Other assets	228,142	208,894
Long-term income taxes recoverable	41,428	35,362
Total assets	$ 10,164,530	$ 9,609,336
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Accounts payable and accrued liabilities	$ 364,739	$ 423,592
Current portion of long-term debt	10,000	10,000
Operating lease liabilities	62,910	58,315
Deferred revenues	848,977	852,629
Income taxes payable	16,219	17,368
Total current liabilities	1,302,845	1,361,904
Long-term liabilities:		
Accrued liabilities	16,401	28,830
Pension liability	75,055	74,511
Long-term debt	4,211,488	3,578,859
Long-term operating lease liabilities	214,824	224,453
Long-term deferred revenues	90,669	98,989
Long-term income taxes payable	34,133	34,113
Deferred tax liabilities	89,290	108,224
Total long-term liabilities	4,731,860	4,147,979
Shareholders' equity:		
Share capital and additional paid-in capital		
271,006,308 and 271,540,755 Common Shares issued and outstanding at December 31, 2021 and June 30, 2021, respectively; authorized Common Shares: unlimited	1,990,913	1,947,764
Accumulated other comprehensive income	31,349	66,238
Retained earnings	2,174,467	2,153,326
Treasury stock, at cost (1,476,420 and 1,567,664 shares at December 31, 2021 and June 30, 2021, respectively)	(67,966)	(69,386)
Total OpenText shareholders' equity	4,128,763	4,097,942
Non-controlling interests	1,062	1,511
Total shareholders' equity	4,129,825	4,099,453
Total liabilities and shareholders' equity	$ 10,164,530	$ 9,609,336

OPEN TEXT CORPORATION
CONDENSED CONSOLIDATED STATEMENTS OF INCOME (LOSS)
(In thousands of U.S. dollars, except share and per share data)
(unaudited)

	Three Months Ended December 31,		Six Months Ended December 31,	
	2021	2020	2021	2020
Revenues:				
Cloud services and subscriptions	$ 364,886	$ 350,454	$ 721,475	$ 691,440
Customer support	334,875	334,492	670,112	663,891
License	109,493	107,348	183,022	175,871
Professional service and other	67,545	63,350	134,498	128,455
Total revenues	876,799	855,644	1,709,107	1,659,657
Cost of revenues:				
Cloud services and subscriptions	122,129	117,882	241,908	230,506
Customer support	29,668	29,668	59,151	58,862
License	3,741	4,302	7,710	6,791
Professional service and other	53,041	46,619	104,766	93,200
Amortization of acquired technology-based intangible assets	52,602	54,091	105,769	112,128
Total cost of revenues	261,181	252,562	519,304	501,487
Gross profit	615,618	603,082	1,189,803	1,158,170
Operating expenses:				
Research and development	103,622	100,238	203,787	194,141
Sales and marketing	163,938	147,897	310,178	280,297
General and administrative	71,513	62,765	142,990	118,954
Depreciation	21,779	20,280	43,165	42,283
Amortization of acquired customer-based intangible assets	52,665	54,926	104,549	109,919
Special charges (recoveries)	9,217	(17,494)	9,561	(4,250)
Total operating expenses	422,734	368,612	814,230	741,344
Income from operations	192,884	234,470	375,573	416,826
Other income (expense), net	(25,037)	5,251	4,745	8,134
Interest and other related expense, net	(40,245)	(37,595)	(77,300)	(76,684)
Income before income taxes	127,602	202,126	303,018	348,276
Provision for (recovery of) income taxes	39,266	267,559	82,716	310,303
Net income (loss) for the period	$ 88,336	$ (65,433)	$ 220,302	$ 37,973
Net (income) loss attributable to non-controlling interests	(38)	(44)	(89)	(74)
Net income (loss) attributable to OpenText	$ 88,298	$ (65,477)	$ 220,213	$ 37,899
Earnings (loss) per share—basic attributable to OpenText	$ 0.32	$ (0.24)	$ 0.81	$ 0.14
Earnings (loss) per share—diluted attributable to OpenText	$ 0.32	$ (0.24)	$ 0.81	$ 0.14
Weighted average number of Common Shares outstanding—basic (in '000's)	272,112	272,433	272,078	272,210
Weighted average number of Common Shares outstanding—diluted (in '000's)	272,931	272,433	273,074	273,019

OPEN TEXT CORPORATION
CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)
(In thousands of U.S. dollars)
(unaudited)

	Three Months Ended December 31,		Six Months Ended December 31,	
	2021	2020	2021	2020
Net income (loss) for the period	$ 88,336	$ (65,433)	$ 220,302	$ 37,973
Other comprehensive income (loss)—net of tax:				
Net foreign currency translation adjustments	(21,347)	26,065	(31,439)	48,710
Unrealized gain (loss) on cash flow hedges:				
Unrealized gain (loss) - net of tax expense (recovery) effect of $37 and $751 for the three months ended December 31, 2021 and 2020, respectively; ($354) and $1,056 for the six months ended December 31, 2021 and 2020, respectively	104	2,082	(982)	2,927
(Gain) loss reclassified into net income (loss) - net of tax (expense) recovery effect of ($7) and ($227) for the three months ended December 31, 2021 and 2020, respectively; ($110) and ($283) for the six months ended December 31, 2021 and 2020, respectively	(18)	(628)	(305)	(784)
Actuarial gain (loss) relating to defined benefit pension plans:				
Actuarial gain (loss) - net of tax expense (recovery) effect of ($104) and ($441) for the three months ended December 31, 2021 and 2020, respectively; ($336) and ($1,357) for the six months ended December 31, 2021 and 2020, respectively	(1,435)	(981)	(2,484)	(2,686)
Amortization of actuarial (gain) loss into net income (loss) - net of tax (expense) recovery effect of $67 and $93 for the three months ended December 31, 2021 and 2020, respectively; $135 and $180 for the six months ended December 31, 2021 and 2020, respectively	159	243	321	484
Total other comprehensive income (loss) net, for the period	(22,537)	26,781	(34,889)	48,651
Total comprehensive income (loss)	65,799	(38,652)	185,413	86,624
Comprehensive (income) loss attributable to non-controlling interests	(38)	(44)	(89)	(74)
Total comprehensive income (loss) attributable to OpenText	$ 65,761	$ (38,696)	$ 185,324	$ 86,550

OPEN TEXT CORPORATION
CONDENSED CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY
(In thousands of U.S. dollars and shares)
(unaudited)

	Three Months Ended December 31, 2021							
	Common Shares and Additional Paid in Capital		Treasury Stock		Retained Earnings	Accumulated Other Comprehensive Income	Non-Controlling Interests	Total
	Shares	Amount	Shares	Amount				
Balance as of September 30, 2021	**272,534**	**$1,991,719**	**(1,426)**	**$ (63,477)**	**$2,225,363**	**$ 53,886**	**$ 1,024**	**$4,208,515**
Issuance of Common Shares								
Under employee stock option plans	56	1,966	—	—	—	—	—	1,966
Under employee stock purchase plans	226	9,421	—	—	—	—	—	9,421
Share-based compensation	—	14,409	—	—	—	—	—	14,409
Purchase of treasury stock	—	—	(400)	(19,593)	—	—	—	(19,593)
Issuance of treasury stock	—	(15,104)	350	15,104	—	—	—	—
Repurchase of Common Shares	(1,810)	(11,498)	—	—	(79,536)	—	—	(91,034)
Dividends declared ($0.2209 per Common Share)	—	—	—	—	(59,658)	—	—	(59,658)
Other comprehensive income (loss) - net	—	—	—	—	—	(22,537)	—	(22,537)
Net income for the period	—	—	—	—	88,298	—	38	88,336
Balance as of December 31, 2021	**271,006**	**$1,990,913**	**(1,476)**	**$ (67,966)**	**$2,174,467**	**$ 31,349**	**$ 1,062**	**$4,129,825**

	Three Months Ended December 31, 2020							
	Common Shares and Additional Paid in Capital		Treasury Stock		Retained Earnings	Accumulated Other Comprehensive Income	Non-Controlling Interests	Total
	Shares	Amount	Shares	Amount				
Balance as of September 30, 2020	**272,174**	**$1,872,411**	**(1,394)**	**$ (58,788)**	**$2,213,053**	**$ 39,695**	**$ 1,349**	**$4,067,720**
Issuance of Common Shares								
Under employee stock option plans	213	6,893	—	—	—	—	—	6,893
Under employee stock purchase plans	202	7,260	—	—	—	—	—	7,260
Share-based compensation	—	14,526	—	—	—	—	—	14,526
Issuance of treasury stock	—	(11,233)	293	11,233	—	—	—	—
Dividends declared ($0.2008 per Common Share)	—	—	—	—	(54,500)	—	—	(54,500)
Other comprehensive income (loss) - net	—	—	—	—	—	26,781	—	26,781
Net income (loss) for the period	—	—	—	—	(65,477)	—	44	(65,433)
Balance as of December 31, 2020	**272,589**	**$1,889,857**	**(1,101)**	**$ (47,555)**	**$2,093,076**	**$ 66,476**	**$ 1,393**	**$4,003,247**

OPEN TEXT CORPORATION
CONDENSED CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY
(In thousands of U.S. dollars and shares)
(unaudited)

	Six Months Ended December 31, 2021							
	Common Shares and Additional Paid in Capital		Treasury Stock		Retained Earnings	Accumulated Other Comprehensive Income	Non-Controlling Interests	Total
	Shares	Amount	Shares	Amount				
Balance as of June 30, 2021	**271,541**	**$1,947,764**	**(1,568)**	**$ (69,386)**	**$2,153,326**	**$ 66,238**	**$ 1,511**	**$4,099,453**
Issuance of Common Shares								
Under employee stock option plans	852	29,265	—	—	—	—	—	29,265
Under employee stock purchase plans	423	17,910	—	—	—	—	—	17,910
Share-based compensation	—	28,343	—	—	—	—	—	28,343
Purchase of treasury stock	—	—	(400)	(19,593)	—	—	—	(19,593)
Issuance of treasury stock	—	(21,013)	492	21,013	—	—	—	—
Repurchase of Common Shares	(1,810)	(11,498)	—	—	(79,536)	—	—	(91,034)
Dividends declared ($0.4418 per Common Share)	—	—	—	—	(119,536)	—	—	(119,536)
Other comprehensive income (loss) - net	—	—	—	—	—	(34,889)	—	(34,889)
Distribution to non-controlling interest	—	142	—	—	—	—	(538)	(396)
Net income for the period	—	—	—	—	220,213	—	89	220,302
Balance as of December 31, 2021	**271,006**	**$1,990,913**	**(1,476)**	**$ (67,966)**	**$2,174,467**	**$ 31,349**	**$ 1,062**	**$4,129,825**

	Six Months Ended December 31, 2020							
	Common Shares and Additional Paid in Capital		Treasury Stock		Retained Earnings	Accumulated Other Comprehensive Income	Non-Controlling Interests	Total
	Shares	Amount	Shares	Amount				
Balance as of June 30, 2020	**271,863**	**$1,851,777**	**(622)**	**$ (23,608)**	**$2,159,396**	**$ 17,825**	**$ 1,319**	**$4,006,709**
Adoption of ASU 2016-13 - cumulative effect, net	—	—	—	—	(2,450)	—	—	(2,450)
Issuance of Common Shares								
Under employee stock option plans	524	15,498	—	—	—	—	—	15,498
Under employee stock purchase plans	202	7,553	193	6,690	—	—	—	14,243
Share-based compensation	—	26,262	—	—	—	—	—	26,262
Purchase of treasury stock	—	—	(965)	(41,870)	—	—	—	(41,870)
Issuance of treasury stock	—	(11,233)	293	11,233	—	—	—	—
Dividends declared ($0.3754 per Common Share)	—	—	—	—	(101,769)	—	—	(101,769)
Other comprehensive income (loss) - net	—	—	—	—	—	48,651	—	48,651
Net income for the period	—	—	—	—	37,899	—	74	37,973
Balance as of December 31, 2020	**272,589**	**$1,889,857**	**(1,101)**	**$ (47,555)**	**$2,093,076**	**$ 66,476**	**$ 1,393**	**$4,003,247**

OPEN TEXT CORPORATION
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(In thousands of U.S. dollars)
(unaudited)

	Three Months Ended December 31,		Six Months Ended December 31,	
	2021	2020	2021	2020
Cash flows from operating activities:				
Net income (loss) for the period	$ 88,336	$ (65,433)	$ 220,302	$ 37,973
Adjustments to reconcile net income (loss) to net cash provided by operating activities:				
Depreciation and amortization of intangible assets	127,046	129,297	253,483	264,330
Share-based compensation expense	14,409	14,526	28,343	26,262
Pension expense	1,529	1,615	3,015	3,120
Amortization of debt issuance costs	1,293	1,142	2,454	2,254
Loss on extinguishment of debt	27,413	—	27,413	—
Loss on sale and write down of property and equipment	11	380	38	953
Deferred taxes	6,210	81,577	20,892	80,397
Share in net (income) loss of equity investees	(2,042)	(2,034)	(31,357)	(8,255)
Changes in operating assets and liabilities:				
Accounts receivable	(25,339)	(42,115)	51,187	32,727
Contract assets	(11,497)	(10,355)	(18,745)	(20,193)
Prepaid expenses and other current assets	(1,410)	11,457	(11,221)	7,966
Income taxes	(13,985)	147,809	2,776	168,841
Accounts payable and accrued liabilities	5,705	14,891	(108,629)	(36,538)
Deferred revenue	(12,177)	22,621	(50,693)	(18,647)
Other assets	9,371	(2,016)	16,913	(1,467)
Operating lease assets and liabilities, net	1,771	(20,907)	142	(23,364)
Net cash provided by operating activities	216,644	282,455	406,313	516,359
Cash flows from investing activities:				
Additions of property and equipment	(10,635)	(7,651)	(37,347)	(22,956)
Purchase of Zix Corporation, net of cash acquired	(837,573)	—	(837,573)	—
Purchase of Bricata Inc.	(17,927)	—	(17,927)	—
Purchase of XMedius	—	444	—	444
Purchase of Dynamic Solutions Group Inc.	—	(371)	—	(371)
Other investing activities	(3,567)	867	(3,271)	(1,370)
Net cash used in investing activities	(869,702)	(6,711)	(896,118)	(24,253)
Cash flows from financing activities:				
Proceeds from issuance of Common Shares from exercise of stock options and ESPP	8,968	13,338	45,688	29,177
Proceeds from long-term debt and Revolver	1,500,000	—	1,500,000	—
Repayment of long-term debt and Revolver	(852,500)	(602,500)	(855,000)	(605,000)
Debt extinguishment costs	(24,969)	—	(24,969)	—
Debt issuance costs	(15,347)	—	(15,347)	—
Repurchase of Common Shares	(91,034)	—	(91,034)	—
Purchase of treasury stock	(19,593)	—	(19,593)	(41,870)
Distribution to non-controlling interest	—	—	(396)	—
Payments of dividends to shareholders	(59,658)	(54,500)	(119,536)	(101,769)
Net cash provided by (used in) financing activities	445,867	(643,662)	419,813	(719,462)
Foreign exchange gain (loss) on cash held in foreign currencies	(16,436)	22,979	(25,713)	33,771
Increase (decrease) in cash, cash equivalents and restricted cash during the period	(223,627)	(344,939)	(95,705)	(193,585)
Cash, cash equivalents and restricted cash at beginning of the period	1,737,722	1,848,617	1,609,800	1,697,263
Cash, cash equivalents and restricted cash at end of the period	$ 1,514,095	$ 1,503,678	$ 1,514,095	$ 1,503,678

OPEN TEXT CORPORATION
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(In thousands of U.S. dollars)
(unaudited)

Reconciliation of cash, cash equivalents and restricted cash:	**December 31, 2021**	**December 31, 2020**
Cash and cash equivalents	$ 1,511,792	$ 1,500,561
Restricted cash [1]	2,303	3,117
Total cash, cash equivalents and restricted cash	$ 1,514,095	$ 1,503,678

[1] Restricted cash is classified under the Prepaid expenses and other current assets and Other assets line items on the Condensed Consolidated Balance Sheets.