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

ASSETS	September 30, 2024 (Unaudited)	June 30, 2024
Cash and cash equivalents	$ 1,000,219	$ 1,280,662
Accounts receivable trade, net of allowance for credit losses of $14,509 as of September 30, 2024 and $12,108 as of June 30, 2024	592,614	626,189
Contract assets (Note 3)	70,203	66,450
Income taxes recoverable (Note 13)	96,633	61,113
Prepaid expenses and other current assets (Note 7)	220,425	242,911
Total current assets	1,980,094	2,277,325
Property and equipment, net of accumulated depreciation of $768,438 as of September 30, 2024 and $751,174 as of June 30, 2024	365,451	367,740
Operating lease right of use assets (Note 4)	219,514	219,774
Long-term contract assets (Note 3)	42,314	38,684
Goodwill (Note 5)	7,502,649	7,488,367
Acquired intangible assets (Note 6)	2,357,997	2,486,264
Deferred tax assets (Note 13)	954,813	932,657
Other assets (Note 7)	302,387	298,281
Long-term income taxes recoverable (Note 13)	54,072	96,615
Total assets	$ 13,779,291	$ 14,205,707
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Accounts payable and accrued liabilities (Note 8)	$ 862,973	$ 931,116
Current portion of long-term debt (Note 9)	35,850	35,850
Operating lease liabilities (Note 4)	75,312	76,446
Deferred revenues (Note 3)	1,450,456	1,521,416
Income taxes payable (Note 13)	74,948	235,666
Total current liabilities	2,499,539	2,800,494
Long-term liabilities:		
Accrued liabilities (Note 8)	45,197	46,483
Pension liability, net (Note 10)	133,666	127,255
Long-term debt (Note 9)	6,353,277	6,356,943
Long-term operating lease liabilities (Note 4)	213,400	218,174
Long-term deferred revenues (Note 3)	162,397	162,401
Long-term income taxes payable (Note 13)	99,286	145,644
Deferred tax liabilities (Note 13)	135,642	148,632
Total long-term liabilities	7,142,865	7,205,532
Shareholders' equity:		
Share capital and additional paid-in capital (Note 11)		
265,545,938 and 267,800,517 Common Shares issued and outstanding at September 30, 2024 and June 30, 2024, respectively; authorized Common Shares: unlimited	2,290,191	2,271,886
Accumulated other comprehensive income (loss) (Note 18)	(74,456)	(69,619)
Retained earnings	2,065,221	2,119,159
Treasury stock, at cost (3,899,507 and 3,135,980 shares at September 30, 2024 and June 30, 2024, respectively)	(145,646)	(123,268)
Total OpenText shareholders' equity	4,135,310	4,198,158
Non-controlling interests	1,577	1,523
Total shareholders' equity	4,136,887	4,199,681
Total liabilities and shareholders' equity	$ 13,779,291	$ 14,205,707

Guarantees and contingencies (Note 12)
Related party transactions (Note 22)
Subsequent events (Note 23)

See accompanying Notes to Condensed Consolidated Financial Statements.

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

	Three Months Ended September 30,	
	2024	2023
Revenues (Note 3):		
Cloud services and subscriptions	$ 457,024	$ 451,014
Customer support	595,490	697,713
License	125,813	173,026
Professional service and other	90,678	103,676
Total revenues	1,269,005	1,425,429
Cost of revenues:		
Cloud services and subscriptions	175,257	171,412
Customer support	62,574	75,014
License	6,657	3,839
Professional service and other	66,915	79,922
Amortization of acquired technology-based intangible assets (Note 6)	47,244	76,824
Total cost of revenues	358,647	407,011
Gross profit	910,358	1,018,418
Operating expenses:		
Research and development	190,693	226,231
Sales and marketing	245,882	280,007
General and administrative	106,730	131,211
Depreciation	32,171	34,091
Amortization of acquired customer-based intangible assets (Note 6)	81,504	120,192
Special charges (recoveries) (Note 16)	47,136	13,794
Total operating expenses	704,116	805,526
Income from operations	206,242	212,892
Other income (expense), net (Note 20)	(35,655)	20,170
Interest and other related expense, net	(84,282)	(141,764)
Income before income taxes	86,305	91,298
Provision for income taxes (Note 13)	1,883	10,352
Net income	$ 84,422	$ 80,946
Net (income) attributable to non-controlling interests	(54)	(45)
Net income attributable to OpenText	$ 84,368	$ 80,901
Earnings per share—basic attributable to OpenText (Note 21)	$ 0.32	$ 0.30
Earnings per share—diluted attributable to OpenText (Note 21)	$ 0.32	$ 0.30
Weighted average number of Common Shares outstanding—basic	267,400	271,178
Weighted average number of Common Shares outstanding—diluted	267,821	271,902

See accompanying Notes to Condensed Consolidated Financial Statements.

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

	Three Months Ended September 30,	
	2024	2023
Net income	$ 84,422	$ 80,946
Other comprehensive income (loss)—net of tax:		
Net foreign currency translation adjustments	(5,190)	(14,583)
Unrealized gain (loss) on cash flow hedges:		
Unrealized gain (loss)—net of tax (1)	654	(1,841)
(Gain) loss reclassified into net income—net of tax (2)	262	9
Unrealized gain (loss) on available-for-sale financial assets:		
Unrealized gain (loss)—net of tax (3)	248	(221)
Actuarial gain (loss) relating to defined benefit pension plans:		
Actuarial gain (loss)—net of tax (4)	(1,045)	(19)
Amortization of actuarial (gain) loss into net income—net of tax (5)	234	189
Total other comprehensive loss, net	(4,837)	(16,466)
Total comprehensive income	79,585	64,480
Comprehensive income attributable to non-controlling interests	(54)	(45)
Total comprehensive income attributable to OpenText	$ 79,531	$ 64,435

(1) Net of tax expense (recovery) of $236 and $(664) for the three months ended September 30, 2024 and 2023, respectively.
(2) Net of tax expense (recovery) of $94 and $3 for the three months ended September 30, 2024 and 2023, respectively.
(3) Net of tax expense (recovery) of $207 and $(59) for the three months ended September 30, 2024 and 2023, respectively.
(4) Net of tax expense (recovery) of $(43) and $19 for the three months ended September 30, 2024 and 2023, respectively.
(5) Net of tax expense (recovery) of $92 and $75 for the three months ended September 30, 2024 and 2023, respectively.

See accompanying Notes to Condensed Consolidated Financial Statements.

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

	Three Months Ended September 30, 2024							
	Common Shares and Additional Paid in Capital		Treasury Stock					
	Shares	Amount	Shares	Amount	Retained Earnings	Accumulated Other Comprehensive Income	Non-Controlling Interests	Total
Balance as of June 30, 2024	**267,801**	**$2,271,886**	**(3,136)**	**$(123,268)**	**$2,119,159**	**$ (69,619)**	**$ 1,523**	**$4,199,681**
Issuance of Common Shares								
Under employee stock option plans	5	141	—	—	—	—	—	141
Under employee stock purchase plans	389	9,863	—	—	—	—	—	9,863
Share-based compensation	—	29,446	—	—	—	—	—	29,446
Purchase of treasury stock	—	—	(824)	(25,010)	—	—	—	(25,010)
Issuance of treasury stock	—	(1,930)	60	2,632	(702)	—	—	—
Repurchase of Common Shares	(2,649)	(19,215)	—	—	(67,266)	—	—	(86,481)
Dividends declared ($0.2625 per Common Share)	—	—	—	—	(70,338)	—	—	(70,338)
Other comprehensive income (loss) - net	—	—	—	—	—	(4,837)	—	(4,837)
Net income for the period	—	—	—	—	84,368	—	54	84,422
Balance as of September 30, 2024	**265,546**	**$2,290,191**	**(3,900)**	**$(145,646)**	**$2,065,221**	**$ (74,456)**	**$ 1,577**	**$4,136,887**

	Three Months Ended September 30, 2023							
	Common Shares and Additional Paid in Capital		Treasury Stock					
	Shares	Amount	Shares	Amount	Retained Earnings	Accumulated Other Comprehensive Income	Non-Controlling Interests	Total
Balance as of June 30, 2023	**270,903**	**$2,176,947**	**(3,536)**	**$(151,597)**	**$2,048,984**	**$ (53,559)**	**$ 1,329**	**$4,022,104**
Issuance of Common Shares								
Under employee stock option plans	85	2,892	—	—	—	—	—	2,892
Under employee stock purchase plans	240	8,641	—	—	—	—	—	8,641
Share-based compensation	—	37,004	—	—	—	—	—	37,004
Purchase of treasury stock	—	—	(1,400)	(53,085)	—	—	—	(53,085)
Issuance of treasury stock	—	(8,563)	183	8,563	—	—	—	—
Dividends declared ($0.25 per Common Share)	—	—	—	—	(67,778)	—	—	(67,778)
Other comprehensive income (loss) - net	—	—	—	—	—	(16,466)	—	(16,466)
Net income for the period	—	—	—	—	80,901	—	45	80,946
Balance as of September 30, 2023	**271,228**	**$2,216,921**	**(4,753)**	**$(196,119)**	**$2,062,107**	**$ (70,025)**	**$ 1,374**	**$4,014,258**

See accompanying Notes to Condensed Consolidated Financial Statements.

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

	Three Months Ended September 30,	
	2024	2023
Cash flows from operating activities:		
Net income	$ 84,422	$ 80,946
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization of intangible assets	160,919	231,107
Share-based compensation expense	29,558	37,095
Pension expense	3,463	3,171
Amortization of debt discount and issuance costs	5,296	5,496
Write-off of right of use assets	—	4,715
Loss on sale and write down of property and equipment, net	2	458
Deferred taxes	(42,150)	(88,630)
Share in net (income) loss of equity investees	(455)	9,696
Changes in financial instruments	24,935	(17,895)
Changes in operating assets and liabilities:		
Accounts receivable	57,607	31,304
Contract assets	(33,849)	(22,566)
Prepaid expenses and other current assets	22,151	19,326
Income taxes	(193,509)	29,597
Accounts payable and accrued liabilities	(107,520)	(124,214)
Deferred revenue	(76,531)	(150,476)
Other assets	(4,742)	4,104
Operating lease assets and liabilities, net	(7,403)	(6,113)
Net cash provided by (used in) operating activities	(77,806)	47,121
Cash flows from investing activities:		
Additions of property and equipment	(39,316)	(37,539)
Purchase of Micro Focus, net of cash acquired	—	(9,272)
Proceeds from net investment hedge derivative contracts	2,519	1,966
Other investing activities	357	(5,554)
Net cash used in investing activities	(36,440)	(50,399)
Cash flows from financing activities:		
Proceeds from issuance of Common Shares from exercise of stock options and ESPP	9,449	11,453
Repayment of long-term debt and Revolver	(8,963)	(186,463)
Net change in transition services agreement obligation	(4,295)	—
Debt issuance costs	—	(1,961)
Repurchase of Common Shares	(87,403)	—
Purchase of treasury stock	(25,000)	(53,085)
Payments of dividends to shareholders	(69,061)	(66,965)
Net cash used in financing activities	(185,273)	(297,021)
Foreign exchange gain (loss) on cash held in foreign currencies	19,136	(11,503)
Decrease in cash, cash equivalents and restricted cash during the period	(280,383)	(311,802)
Cash, cash equivalents and restricted cash at beginning of the period	1,282,793	1,233,952
Cash, cash equivalents and restricted cash at end of the period	$ 1,002,410	$ 922,150

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

Reconciliation of cash, cash equivalents and restricted cash:	**September 30, 2024**	**September 30, 2023**
Cash and cash equivalents	$ 1,000,219	$ 919,850
Restricted cash (1)	2,191	2,300
Total cash, cash equivalents and restricted cash	$ 1,002,410	$ 922,150

(1) Restricted cash is classified under the Prepaid expenses and other current assets and Other assets line items on the Condensed Consolidated Balance Sheets (Note 7).

Supplemental cash flow disclosures (Note 4 and Note 19)

See accompanying Notes to Condensed Consolidated Financial Statements.