



Projections – 2025 to 2028

DRAFT – Subject to Material Revision

February 4, 2025

Disclaimer – Important information regarding this Presentation

The information in this presentation (this “Presentation”) has been provided by Exela Technologies, Inc. (“Exela” or the “Company”) and has been prepared solely for informational purposes. This Presentation does not constitute and should not to be construed as, considered a part of, or relied on in connection with any information or offering memorandum, security purchase agreement, or offer to underwrite, buy, subscribe for, otherwise acquire, or sell any securities or other financial instruments or interests or any other transaction.

Statements made in this Presentation that are not historical facts, including statements accompanied by words such as “will,” “intend,” “believe,” “anticipate,” “expect,” “estimate,” or similar words are forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements are based on management’s current expectations and involve a number of risks and uncertainties including, among other things: the ability to successfully obtain additional contracts; the ability to effectively compete in the information technology industry; our reliance on large customers; the failure to manage or obtain a sufficient workforce, including failure to maintain relationships with subcontractors; the ability to successfully acquire and integrate acquisitions and new operations; the ability to effectively manage projects, costs, or project delays; failure by us or our customers to comply with regulatory requirements; and other factors relating to competition, economic factors, and market conditions. We do not undertake any obligation to publicly update or revise any forward-looking statements to reflect future events, information or circumstances that arise after the date of this discussion, except to the extent required by applicable law. We use non-generally accepted accounting principles (“non-GAAP”) financial measures in this Presentation. This material is confidential and is subject to the terms of the Confidentiality Agreement between you and Exela. By its acceptance hereof, each recipient agrees that it will use the Presentation solely in accordance with the Confidentiality Agreement. Each recipient acknowledges that the Presentation may contain material non-public information (“MNPI”) regarding Exela and represents that it will not pursue any claim against Exela or its representatives based on or relating to the existence or possession of MNPI. This Presentation shall remain the property of Exela. Exela reserves the right to require the return of this Presentation (together with any copies or extracts thereof) at any time.

Certain holders (the “**Ad Hoc Group**”) of those certain 11.5% Secured Notes due 2026 (the “**Notes**”) issued under that certain Indenture, dated as of July 11, 2023, among Exela Intermediate LLC (the “**Company**”), as Issuer, Exela Finance, Inc. as Co- Issuer, and U.S. Bank Trust Company, National Association, as Trustee (as amended, supplemented or otherwise modified from time to time, the “**Indenture**”), entered into those certain confidentiality agreements with Company in January or February 2025 (as applicable) (each such confidentiality agreement, the “**Confidentiality Agreements**”). Pursuant to Confidentiality Agreements, the Company provided certain confidential information to the Ad Hoc Group in connection with discussions regarding a potential restructuring transaction.

The information contained herein is being provided solely pursuant to the Company’s disclosure obligations under the Confidentiality Agreements and should not be used or relied upon for any other purpose, including the purchase or sale of claims against the Debtors or any of their affiliates. Furthermore, the Company makes no express or implied representation or warranty as to the accuracy or completeness of the information provided herein.

Executive Summary

- BPA intends to restructure its debt to create a sustainable capital structure
- Key features of the restructuring include:
 - Exchange of all April 2026 Notes outstanding (totaling ~\$1.3B), including all April 2026 Notes owned by the affiliates of the issuer, for equity of the holding company of the issuer (Exela Technologies BPA, LLC, “BPA” or Exela Technologies) on a pro rata basis
 - Post exchange, the total debt outstanding is estimated at \$156M excluding the off-balance sheet AR securitization facility
 - XBP Europe to purchase 100% of BPA by issuing its common stock to shareholders of BPA which shall be calculated based on an exchange rate established by independent valuation of each of XBP Europe and BPA. The transaction is subject to board, shareholder and regulatory approvals. XCV EMEA, controlling shareholder (72.3%) of XBP Europe, will vote in favor of the transaction
- BPA plans to obtain an exit Facility of \$130M
 - The financials included assumes April 30th emergence from a pre-packaged bankruptcy (“Exit”) funded with a \$75M DIP Facility.
 - Significant cash needs at Exit required, however cash generation expected thereafter to above minimum liquidity levels
 - Exit facility uses are paydown of \$75M DIP Facility, \$39M Blue Torch Facility¹ and \$19M of working capital normalization at Exit
 - Assumes 100% conversion of the April 2026 notes into equity and extinguishment of the July 2026 notes
 - Trade creditors assumed to be unimpaired post-emergence

¹ Blue Torch Facility may exchange into new facility reducing the size of the Exit Facility at emergence

Sources and Uses at Exit

Exela Technologies

Sources and Uses at Exit

\$ in MMs

Sources

	In Court	
New Facility ¹	\$	130
Working Capital Recapture		8
Cash on Balance Sheet		30
Total Sources	\$	168

Funding Sizing

Repayment at Transaction		
Blue Torch Facility ¹	\$	39
DIP Repayment		75
Working Capital Normalization		15
Cash to Balance Sheet		39
Total Uses	\$	168

Memo: Stub Notes

Exela Intermediate LLC Note - 11.5%, April 2026	\$	-
Exela Intermediate LLC Note - 11.5% July 2026	\$	-
New Facility, net	\$	91

- Sources:
 - Assumes \$8M of working capital recapture at emergence
- Uses:
 - \$39M cash to the balance sheet
 - Repayment of DIP Facility
 - Repayment or refinance of Blue Torch Facility ¹
 - Chapter 11 Professional and Financing Fees assumed to be paid through the DIP
- Working capital normalization in Uses includes reduction in A/P and other accrued liabilities

¹ Blue Torch Facility may exchange into new facility reducing the size of the Exit Facility at emergence

Illustrative Summary of Funding Needs - Monthly 2025

	In Court Scenario								
<i>\$ in MM's</i>	May '25	Jun '25	Jul '25	Aug '25	Sep '25	Oct '25	Nov '25	Dec '25	Total
Total Revenue	\$70	\$67	\$72	\$70	\$71	\$81	\$70	\$73	\$574
Operating Cash Flow									
GAAP EBITDA	\$5	\$5	\$6	\$6	\$6	\$9	\$6	\$7	\$52
Working Capital	7	(2)	8	(2)	(1)	9	(14)	4	\$9
CapEx	(1)	(1)	(1)	(1)	(1)	(1)	(1)	(1)	(6)
Other	-	(1)	-	-	(1)	-	-	(1)	(2)
Unlevered Free Cash Flow	\$11	\$1	\$14	\$3	\$5	\$18	(\$8)	\$10	\$54
(-) Cash Interest Paid	(1)	(2)	(1)	(1)	(1)	(11)	(1)	(1)	(17)
Levered Free Cash Flow	\$11	(\$1)	\$13	\$3	\$4	\$7	(\$9)	\$10	\$36
Restructuring Related Cash Flows									
Prior Period Working Capital ¹	(15)	(1)	(1)	(1)	(1)	(1)	(1)	(1)	(19)
Professional and Financing Fees	-	-	-	-	-	-	-	-	-
Levered Free Cash Flow w/ Rx	(\$4)	(\$2)	\$12	\$2	\$3	\$6	(\$10)	\$9	\$17
(+) New 2030 Notes	130	-	-	-	-	-	-	-	130
(-) Blue Torch Facility Extinguishment	(39)	-	-	-	-	-	-	-	(39)
(-) Maturity - April 2026 Notes	-	-	-	-	-	-	-	-	-
(-) Maturity - July 2026 Notes	-	-	-	-	-	-	-	-	-
(-) Maturities - DIP	(75)	-	-	-	-	-	-	-	(75)
Change in Cash	\$12	(\$2)	\$12	\$2	\$3	\$6	(\$10)	\$9	\$33
(+) Beginning Cash	30	41	40	52	54	57	64	54	30
Ending Cash	\$41	\$40	\$52	\$54	\$57	\$64	\$54	\$63	\$63
Blue Torch Facility	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Second Lien AR Note	26	26	26	26	26	26	26	26	26
11.5% July 2026 Notes	-	-	-	-	-	-	-	-	-
11.5% April 2026 Notes	-	-	-	-	-	-	-	-	-
New Facility ²	130	130	130	130	130	130	130	130	130
Total Debt ³	\$156	\$156	\$156	\$156	\$156	\$156	\$156	\$156	\$156

¹ Assumes A/P normalization and Pro Fees paid utilizing the DIP

² New Facility size could be reduced by exchange of Blue Torch into new facility or recapture of working capital post emergence

³ Total Debt does not include \$93M off balance sheet PNC AR Facility

Financial Projections – 2025 to 2028

Illustrative Summary of Funding Needs Through 2028

\$ in MMs	In Court Scenario				Total	Notes
	May-Dec '25	FY'26	FY'27	FY'28		
Total Revenue	\$574	\$869	\$891	\$922	\$3,255	
Operating Cash Flow						
GAAP EBITDA	\$52	\$78	\$88	\$98	\$314	
Working Capital	9	(0)	1	1	\$11	
CapEx	(6)	(9)	(9)	(9)	(33)	
Other	(2)	(2)	(2)	(2)	(8)	
Unlevered Free Cash Flow	\$54	\$67	\$78	\$87	\$285	
(-) Cash Interest Paid	(17)	(28)	(28)	(28)	(102)	
Levered Free Cash Flow	\$36	\$38	\$49	\$59	\$182	
Restructuring Related Cash Flow s						
Prior Period Working Capital ¹	(19)	(8)	(8)	(8)	(43)	
Professional and Financing Fees	-	-	-	-	-	
Levered Free Cash Flow w/ Rx	\$17	\$30	\$41	\$51	\$139	
(+) New 2030 Notes	130	-	-	-	130	
(-) Blue Torch Facility Extinguishme	(39)	-	-	-	(39)	
(-) Maturity - April 2026 Notes	-	-	-	-	-	
(-) Maturity - July 2026 Notes	-	-	-	-	-	
(-) Maturities - DIP	(75)	-	-	-	(75)	DIP payment required to be paid at exit
Change in Cash	\$33	\$30	\$41	\$51	\$155	
(+) Beginning Cash	30	63	93	134	30	
Ending Cash	\$63	\$93	\$134	\$185	\$185	Significant cash generation beyond 2025
Blue Torch Facility	\$ -	\$ -	\$ -	\$ -	\$ -	Assumed to be repaid or exchanged into new facility
Second Lien AR Note	26	26	26	26	26	
11.5% July 2026 Notes	-	-	-	-	-	
11.5% April 2026 Notes	-	-	-	-	-	
New Facility	130	130	130	130	130	New Facility size could be reduced by exchange of Blue Torch into new facility or recapture of working capital post emergence
Total Debt ²	\$156	\$156	\$156	\$156	\$156	

¹ Partial normalization of working capital at emergence

² Total Debt does not include \$93M off balance sheet PNC AR Facility

Key Assumptions: 2025 to 2028 Financial Projections

Category	In-Court-Scenario
Overall	<ul style="list-style-type: none"> Assumes pre-packaged bankruptcy filing February 14, 2025 and emergence on May 1, 2025
Revenue Growth	<ul style="list-style-type: none"> 2025: 0% YoY, 2026: 1.5% YoY, 2027: 2.5% YoY, 2028: 3.5% YoY
Gross Margin	<ul style="list-style-type: none"> 2025: 22.5%, 2026: 22.5%, 2027: 23.0%, 2028: 23.5%
SG&A	<ul style="list-style-type: none"> Savings improve SG&A by 2% in 2026 and 1% in 2027/28
CapEx / depreciation	<ul style="list-style-type: none"> Assumes CapEx at 1% of revenue per year Assumes Depreciation declines YoY due to lower investment rate
Working Capital	<ul style="list-style-type: none"> DSO: BPA – 14 days, Neon – 3 days DPO: BPA – 30 days, Neon – 10 days Inventory: DIO – 5 days, Neon – flat Post emergence working capital normalization \$19M¹ in 2025
Transaction Fees	<ul style="list-style-type: none"> Included in sources and uses for exit facility of \$130M
Debt	<ul style="list-style-type: none"> New Senior Secured Term loan: \$130M new money –interest paid semi-annually Blue Torch Term Loan: \$39M repaid by new Senior Secured Term loan or exchanged into new notes April 2026 Notes – 100% extinguishment of \$1,231M principal and \$71M interest July 2026 notes – 100% extinguishment of \$24M principal BRCC – \$26M principal - 11.5% interest paid semi-annually PNC AR Securitization – assume off-balance sheet at 8.2% annual interest, calculated monthly BRCC and PNC facilities assumed to be renewed or refinanced in 2025
Other B/S Items	<ul style="list-style-type: none"> Sundry, Other Income, Prepaid Expenses, customer deposits and deferred revenue all assume % of revenue Other items remain constant Tax impact from restructuring TBD

¹Included A/P and other accrued liabilities

Financial Projections - Consolidated Income Statement

Currency USD (in millions) Year	Actuals 2023	Forecast 2024	Forecast 2025	Forecast 2026	Forecast 2027	Forecast 2028
Revenue	\$ 884	\$ 856	\$ 856	\$ 869	\$ 891	\$ 922
Cost of Revenue	(692)	(667)	(664)	(674)	(686)	(708)
Gross Profit	192	189	192	196	205	214
	21.74%	22.06%	22.47%	22.50%	23.00%	23.25%
Operating expense:						
Selling, general and administrative expenses	(113)	(107)	(106)	(104)	(103)	(102)
Depreciation	(16)	(16)	(13)	(12)	(11)	(10)
Amortization	(40)	(35)	(32)	(32)	(32)	(24)
Related party expense	(8)	(9)	(9)	(9)	(9)	(10)
Operating expense	(177)	(166)	(160)	(157)	(155)	(145)
Operating income (loss)	15	22	32	38	50	70
Other income/(expense):						
Interest income/(expense)	(191)	(114)	(50)	(28)	(28)	(28)
Other income/(expense)	22	0	1	1	1	1
Other income/(expense)	(169)	(114)	(49)	(28)	(28)	(28)
Income before taxes	(155)	(91)	(17)	11	22	42
Income tax expense (benefit)	(9)	(10)	(2)	(2)	(2)	(2)
Parent Costs	-	(0)	(5)	(5)	(5)	(6)
Debt extinguishment	-	-	1,326	-	-	-
Net Income	\$ (163)	\$ (102)	\$ 1,302	\$ 3	\$ 14	\$ 34
EBITDA						
Net Income	\$ (163)	\$ (102)	\$ 1,302	\$ 3	\$ 14	\$ 34
(+) Taxes	9	10	2	2	2	2
(+) Interest Expense	191	114	50	28	28	28
(+) Depreciation	16	16	13	12	11	10
(+) Amortization	40	35	32	32	32	24
(-/+) (Gain) / Loss on extinguishment of debt	-	-	(1,326)	-	-	-
GAAP EBITDA	\$ 93	\$ 73	\$ 73	\$ 78	\$ 88	\$ 98

Note: Does not include any adjustment for goodwill or other intangibles, including the impact of Fresh Start Accounting

DRAFT - Preliminary - Subject to Material Revision

Financial Projections - Consolidated Balance Sheet

Currency USD (in millions) Year	Actuals 2023	Forecast 2024	Forecast 2025	Forecast 2026	Forecast 2027	Forecast 2028
Current assets						
Cash and cash equivalents	\$ 16	\$ 14	\$ 63	\$ 93	\$ 135	\$ 185
Restricted cash	44	22	22	22	22	22
Accounts Receivable	42	28	25	25	26	27
Inventories	5	7	8	8	8	9
Prepaid expenses	21	27	28	29	29	30
Total current assets	129	99	146	177	220	273
Long term assets						
Property, Plant and Equipment, Net	44	47	43	40	38	38
Goodwill	155	156	156	156	156	156
Intangible assets, net	164	133	101	68	36	13
Other Long term assets	48	40	23	23	23	23
Total long term assets	411	376	322	287	253	229
TOTAL ASSETS	\$ 540	\$ 474	\$ 468	\$ 464	\$ 473	\$ 502
LIABILITIES & EQUITY						
Current liabilities						
Accounts payables	\$ 47	\$ 57	\$ 57	\$ 55	\$ 54	\$ 53
Accrued liabilities	83	109	92	85	80	75
Accrued interest	52	56	36	36	36	36
Customer deposits	23	33	33	34	35	36
Deferred revenue	6	12	12	12	12	13
Other current liabilities	106	86	50	50	50	50
Total current liabilities	318	352	279	272	267	262
Long term liabilities						
Long-term debt, net of current maturities	1,018	994	149	149	149	149
Finance lease liabilities, net	51	54	54	54	54	54
Total long term liabilities	1,069	1,048	203	203	203	203
Total Stockholders Equity	(846)	(926)	(14)	(11)	3	37
TOTAL LIABILITIES & EQUITY	\$ 540	\$ 474	\$ 468	\$ 464	\$ 473	\$ 502

Financial Projections - Consolidated Statement of Cash Flows

Currency USD (in millions) Year	Forecast 2025	Forecast 2026	Forecast 2027	Forecast 2028
Cash flows from operating activities				
Net Income	\$ 1,302	\$ 3	\$ 14	\$ 34
Adjustments to reconcile net loss				
Depreciation	13	12	11	10
Amortization	32	32	32	24
Debt modification and extinguishment gain, net	(1,326)	-	-	-
Change in operating assets and liabilities				
Accounts Receivable	3	(0)	(1)	(1)
Inventories	(1)	(0)	(0)	(0)
Prepaid expenses and other current assets	(1)	(0)	(1)	(1)
Other noncurrent assets	17	-	-	-
Accounts payables	(1)	(1)	(1)	(2)
Income tax	(0)	(0)	(0)	(0)
Accrued liabilities	(18)	(6)	(6)	(5)
Accrued interest	30	0	-	0
Customer deposits	1	0	1	1
Obligation for claim payment	-	-	-	-
Deferred revenue	0	0	0	0
Net cash provided by (used in) operating activities	52	39	50	60
Cash flows from investing activities				
Purchase of property, plant and equipment	(9)	(9)	(9)	(9)
Net cash provided by (used in) investing activities	(9)	(9)	(9)	(9)
Cash flows from financing activities				
Incremental Borrowings	130	-	-	-
Repayment	(125)	-	-	-
Net cash provided by financing activities	5	-	-	-
Net increase (decrease) in cash, restricted cash and cash equivalents	49	30	41	51
Cash, restricted cash, and cash equivalents				
Beginning of period	36	85	115	156
End of period	85	115	156	207
Restricted cash breakout:				
Cash and cash equivalents	63	93	135	185
Restricted cash	22	22	22	22