



FINANCE | MANAGEMENT | LEGAL | MARKETING | HUMAN RESOURCES | INFORMATION TECHNOLOGY

# The Challenge The Solution

# The Challenge

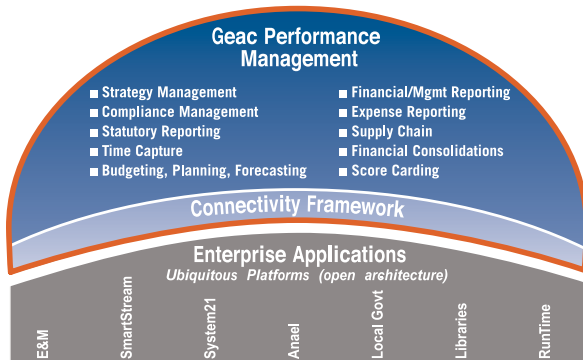
From a large portfolio of legacy software companies spread throughout the globe, create a “one-company” vision, strategy and culture focused upon achieving highest-in-the-industry profit margins and building innovative new products for the customer base in a maturing, swiftly consolidating, fragmented market.

As the preceding section of this brochure indicates, a return for our investors of 889% since April of 2001 is an extraordinary achievement in every sense.

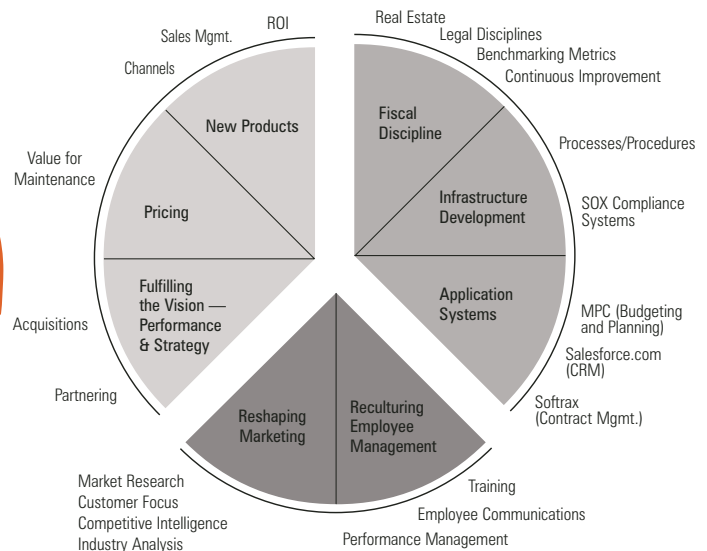
On the following pages are some of the leaders who accomplished superior and improving financial results by mastering the challenge.

# The Solution: Change

## Strategy



## Execution



# Overview of the Past Five Years

## Building a Management Team



# Finance Department

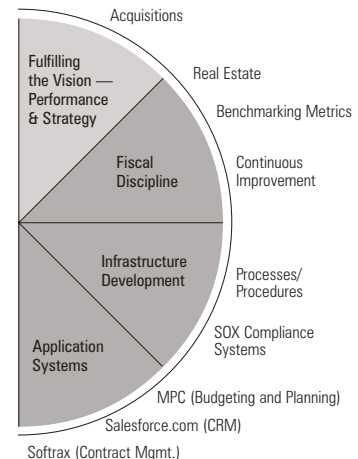
## List of Accomplishments



**Donna de Winter**  
Chief Financial Officer

- ▶ Share price grew from C\$5.00 in August 2003 to C\$13.11 in November 2005
- ▶ General and Administrative costs decreased from approximately 14% of revenue in FYO3 to 12.8% of revenue in the first half of FYO6 (Sarbanes costs excluded)
- ▶ Reduced annual lease payments by \$5.5 million from FYO4 to FYO6
- ▶ Accounts Receivable greater than 60 days reduced from 26.1% on April 30, 2003, to 18.0% on April 30, 2005
- ▶ 8 consecutive quarters of generating cash from operating activities
- ▶ Converted financial statement reporting to USD
- ▶ Achieved NASDAQ listing and US GAAP note disclosure
- ▶ Increased Street Analyst coverage by 4 analysts
- ▶ Reduced close times, reporting times and internal control points
- ▶ Implemented global chart of accounts, ERP system, and budgeting, forecasting and planning
- ▶ Simplified corporate infrastructure – reduced legal entities from 99 to 49 and reduced banks from 26 to 4
- ▶ Implemented rolling 15-month forecasting
- ▶ Developed Sarbanes-Oxley program, with extensive SOX remediation

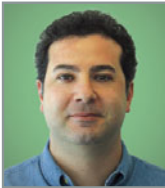
## Change Pie Areas of Focus



## Finance Team

### List of Accomplishments

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**Mark Marino**  
Vice President, Finance  
and Corporate Controller



**Russell Cullens**  
Finance Director, Europe



**Steve Horniak**  
Director, Accounting



**Hema Anganu**  
Vice President,  
Treasury and Taxation

- ▶ Implemented more than 20 SOX remediation solutions including cash and treasury management software, professional services software and regional centralization of invoicing and contract management
- ▶ Centralized banking in each region, maximizing return on cash and increasing operational efficiency
- ▶ Produced a quarterly operating report book including consolidated and divisional key performance metrics
- ▶ Adopted new MD&A standards and improved external reporting to help communicate Geac story for analyst and shareholder community
- ▶ Rolled out Shared Service Center concept globally, rationalizing many accounting offices into 4 locations
- ▶ Eliminated 20 real estate locations resulting in savings of \$8.8 million over 2 years
- ▶ Accounts Receivable greater than 60 days reduced from 26.1% on April 30, 2003 to 18.8% on April 30, 2005, and improved DSO in the same period by 15%
- ▶ Reduced close times, reporting times and internal control points
- ▶ Implemented global chart of accounts, ERP system and budgeting with full drill-down capabilities
- ▶ Simplified corporate infrastructure – reduced legal entities from 99 to 49 and reduced banks from 26 to 4

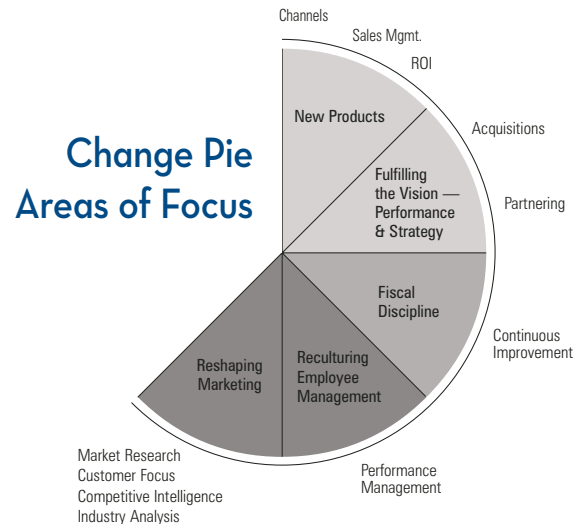
# Industry Applications Group

## List of Accomplishments



**James J. McDevitt**  
**Chief Executive,**  
**Performance Management Business**  
 (Previously, Vice President  
 and General Manager,  
 Industry Specific Applications Division)

- ▶ Turned Interealty loss-making operation to profitability, enabling sale within two years to the First American Corporation for US\$35 million
- ▶ Integrated three ISA companies, bundling product offerings into one combined division. Improved variable revenue performance while reducing operating costs by 15%, resulting in improved profitability and increased customer satisfaction
- ▶ Grew North American ISA software license revenue by 8.9% from FYO4 to FYO6 YTD (first half)
- ▶ Service margin during the last three years averaged 42.2% (excluding Interealty)
- ▶ Service margin in FYO6 YTD (first half) increased to 47.8% from 37.5% (excluding Interealty)
- ▶ In three years, dramatically reduced attrition rates of maintenance customers in the ISAs
- ▶ Sold NTC to a strategic buyer, achieving a net long-term positive cash result
- ▶ Promoted to SVP of global MPC business



# Enterprise Solutions and Global Support

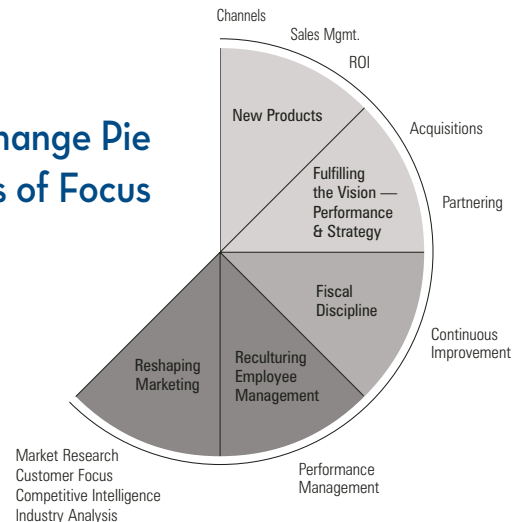
## List of Accomplishments



**Isobel Harris**  
Vice President and General Manager,  
Enterprise Solutions and Global Support

- ▶ Reduced Enterprise Server maintenance attrition (Americas) to single digits, from a high of 12.2% in FYO3 to 8.8% in FYO5. FYO6 is forecasted at 6.9%
- ▶ Reversed SmartStream maintenance attrition (Americas) from 4.0% in FYO3 to a growth of 0.9% in FYO5. FYO6 is forecasted at a growth of 3.1%
- ▶ PSO margin increased in the Americas from 4% in FYO3 to 32% in FYO5
- ▶ Increased operating margins in Enterprise Server (57.6% to 67.9%), SmartStream (48.4% to 64.1%), and Expense Management (-32.7% to 1.7%) from FYO3 to FYO6 (forecasted)
- ▶ Decreased development spending in Enterprise Server from 15.0% in FYO3 to 11.7% in FYO6. Expense Management decreased from 44.2% to 24.5% in the same period
- ▶ Improved sales and marketing margins. Sales and marketing costs as a percent of license revenue decreased from 8.2% to 4.8% (combined products)
- ▶ Increased revenue per headcount from \$237 in FYO3 to \$432 in FYO5. FYO6 is forecasted to increase to \$479 (combined products)
- ▶ Improved support margins in all three product lines. Margins increase from 79% in FYO3 to 85% in FYO5. FYO6 is forecast at 89%
- ▶ Increased profitability in Expense Management by \$7.2 million in FYO5
- ▶ Maintained operating income from FYO3 to FYO5 on decreasing (high margin) revenues by improving cost controls. Increased operating income by \$3.6 million in FYO5
- ▶ Designed and executed a Value for Maintenance (VFM) Program that stemmed attrition, accelerated maintenance renewals, strengthened overall customer relationships and created additional opportunities for service and cross-selling. Technologically, this was possible through the introduction of Geac's Active Access and Active Client products. More than 100 VFM contracts signed, more than \$15.6 million in maintenance revenue secured for 2-3 years and \$2.5 million in additional revenue received

## Change Pie Areas of Focus



# EMEA and Asia-Pacific Operations and Product Development

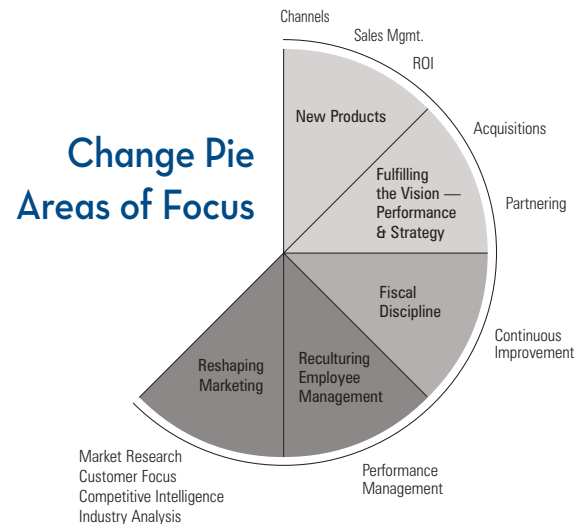
## List of Accomplishments



**Timothy J. Wright**  
CEO of EMEA and Asia-Pacific  
and Chief Technology Officer

- ▶ Drove portions of international license revenue from \$31.7 million in FYO4 to \$41.2 million forecasted in FYO6, fueling a growth engine
- ▶ Responsible for significant growth in number of license deals and average size of deals over \$150K. Grew from a quarterly average in FYO4 of 376 deals to an average of 423 per quarter in FYO5, a pattern that continues into FYO6
- ▶ Consolidated end-to-end customer supply chain solutions, including product design to manufacturing, warehousing, inventory and distribution, sales and financial reporting, into a complete solution. This application suite includes System21, RunTime, MPC and partner products
- ▶ Oversaw System21 Aurora, RunTime and BlueStream new product successes with major Fortune 500 clients, 37% license growth from FYO4 to FYO6
- ▶ New Anael products and Anael ASP, all built on .NET architecture building new customers, driving 17% license growth from FYO4 to FYO6
- ▶ Active Access for Client Server and Active Client on the mainframe E&M products extending customer value from their investments, tying customers through "value for maintenance" programs

- ▶ Developed more than 30 new products while reducing R&D expenditures
- ▶ Newly developed products were responsible for 24.1 % of license revenue in the last several quarters, won multiple awards and received increased recognition from Gartner on the Magic Quadrant





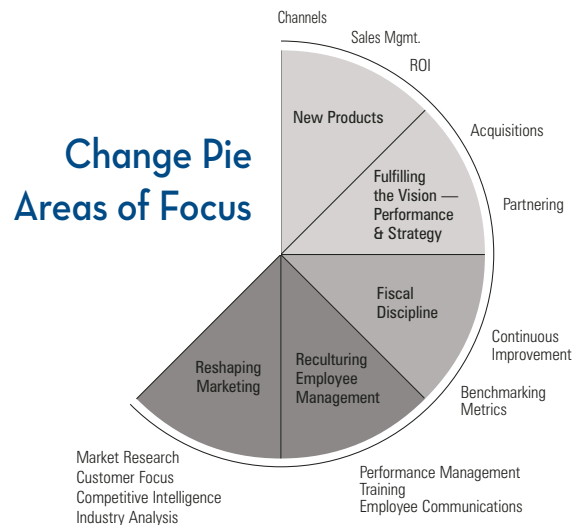
# System21 Operations

## List of Accomplishments



**Richard Smith**  
General Manager, System21

- ▶ Delivered 37% license growth in System21 over the last 3 years
- ▶ RunTime revenue doubled since 2003
- ▶ Delivered operating income in excess of \$30 million per annum in each of the last 3 years
- ▶ Achieved eight-fold growth in operating income from 2002 to the present
- ▶ Reorganized management, R&D and customer support to forge a unified global customer-focused business, eliminating inefficient regional replication of activity and resources
- ▶ Oversaw an innovation pipeline that delivered 11 new additional software applications and 2 completely new product releases, System21 Aurora and BlueStream
- ▶ Inaugurated new international System21 development facility in Prague, Czech Republic
- ▶ System21 customer service benchmarked ahead of SAP, Oracle, Epicor, SSA, IFS and QAD in 2004
- ▶ Achieved 100% referenceability in top 100 System21 customers



# France Operations

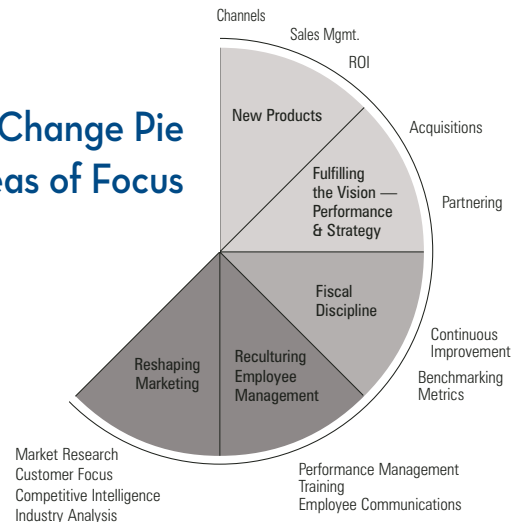
## List of Accomplishments



**Viviane Ribeiro**  
General Manager,  
France Operations

- ▶ Led significant growth of business from break-even to industry-leading performance in France
  - ▶ Total revenue for Anael and Geac Performance Management in France up 14.63% (Q3 FYO6 compared to the same period last year)
  - ▶ Total revenue per employee for Anael and Geac Performance Management in France up 12.28% (Q3 FYO6 compared to the same period last year)
  - ▶ ASP recurring revenue up 47% (Q3 FYO6 compared to the same period last year)
  - ▶ License revenue increased 28.7% (Q3 FYO6 compared to the same period last year), and YTD Q3 FYO6 is up 18.3% over FYO5 through Q3
  - ▶ Anael and Geac Performance Management services revenue in France up 17.7% (Q3 FYO6 compared to the same period last year), and YTD Q3 FYO6 is up 10.76% over FYO5 through Q3
  - ▶ Improved service margins from 28.9% to 29.9% (Q3 FYO6 compared to the same period last year), and YTD Q3 FYO6 from 24.1% to 26.7% over FYO5 through Q3
- ▶ A 2005 IDC French survey on license growth positioned GEAC in 3rd place at 5% behind SAP at 13.9% and behind Cegid at 8% (included CCMX for the last months of the year), and ahead of Microsoft, Adonix, Oracle and Intentia
  - ▶ Introduced new HR and Construction product; Geac currently leads the temporary work market
  - ▶ Geac France is leading the French Software Companies Association, which was set up in October 2005. This association includes members Dassault Systemes, Microsoft France, Cegid and Cartesis

## Change Pie Areas of Focus



# Asia-Pacific Operations

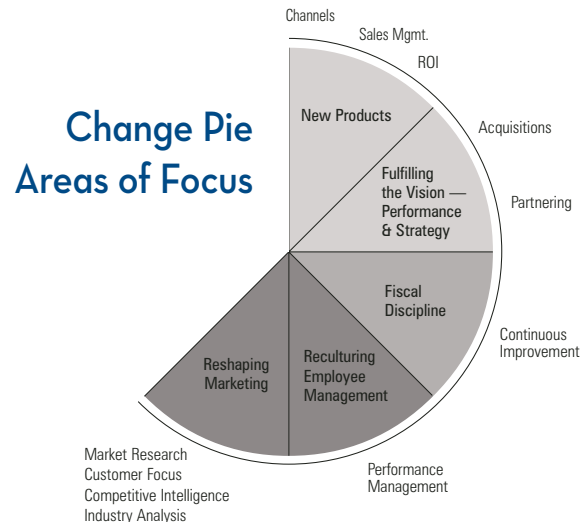
## List of Accomplishments



**Norbert Kiss**  
**Managing Director,**  
**Asia-Pacific Operations**

- ▶ Grew Asia FYO6 first half software licenses for legacy product lines 48% compared to the same period in FYO5
- ▶ Grew Asia FYO6 first half services revenue 18% compared to the same period in FYO5
- ▶ Expanded operations in Hong Kong to spearhead increased penetration into the style and fashion markets
- ▶ Successfully introduced MPC product into the Asia-Pacific region on a direct and indirect partner basis
- ▶ Refocused Geac operations into North Asia, producing localized products in both Chinese and Japanese languages

- ▶ Launched Geac into the Japan market including recruiting of local management team, partners and support team



# Legal Department

## List of Accomplishments



**Jeffrey Snider**  
Senior Vice President  
and General Counsel



**Jonathon Salon**  
Vice President and  
Deputy General Counsel



**Bradford Steiner**  
Vice President and  
Deputy General Counsel

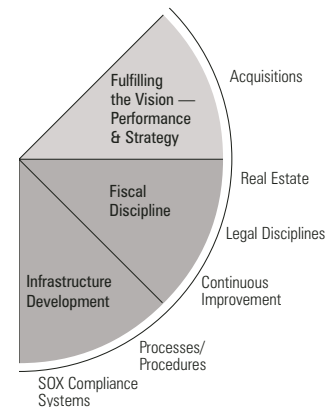


**Tobias Trautner**  
Assistant General Counsel  
Americas

- ▶ Reduced annual expense for outside legal fees from more than \$8 million to less than \$2 million
- ▶ Resolved over twenty-five legacy litigation matters, representing over \$20 million in exposure
- ▶ Generated over \$6 million in cash from successful offensive litigation
- ▶ Negotiated corporate financings, including two lines of credit totaling more than \$200 million
- ▶ Responsible for worldwide real estate portfolio; eliminated more than 20 locations and produced over \$6 million in savings
- ▶ Conducted corporate reorganizations to reduce the number of legal entities from 97 to 55
- ▶ Oversaw design and creation of automated contract pre-approval process

- ▶ Conducted intellectual property program rationalization
- ▶ Coordinated sale of non-strategic business unit for approximately \$35 million
- ▶ Led successful defense against activist hedge fund in proxy contest to elect representatives to Board of Directors

## Change Pie Areas of Focus



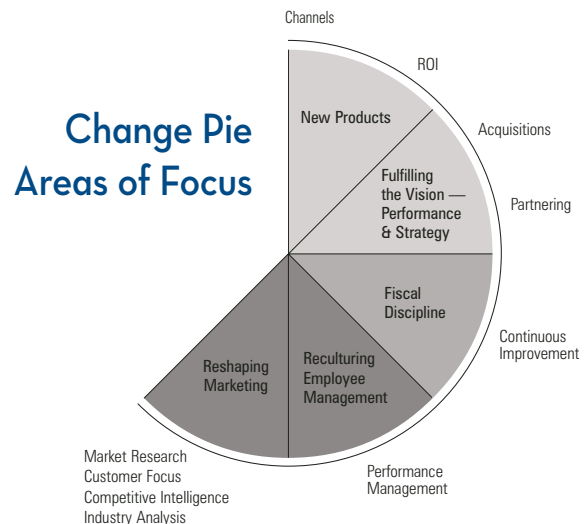
# Technology

## List of Accomplishments



**Doug Ring**  
Chief Technology Officer

- ▶ Participated in the sell-side activities as an alternative strategy for the company, presenting to potential acquirers
- ▶ Led an extensive investigation into broadening Geac's outsourcing strategy, identifying potential savings in excess of \$90 million over a 7-year horizon
- ▶ Coordinated overall technology synergies across Geac products by galvanizing the development resources through a worldwide developers forum
- ▶ Coordinated, evaluated and executed a number of buy-side activities to expand Geac's offerings in the Financial Value Chain, including the integration of Comshare products and architecture
- ▶ Organized the Best Practices Team to help customers define their Corporate Performance Management needs and to encourage a holistic approach, leading to larger deal sizes and higher quality leads
- ▶ Identified the move towards a business process management approach to delivering applications
- ▶ Promoted to Chief Technology Officer November 2005



# Human Resources

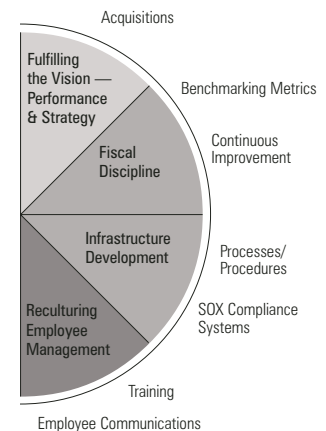
## List of Accomplishments



**Cynthia E. Davis**  
Vice President,  
Human Resources

- ▶ Implemented systems for performance evaluation and improvement
- ▶ Improved alignment of incentive compensation to desired performance improvements and assisted in the development of benchmarking standards
- ▶ Introduced new executive incentive program to replace traditional options with RSUs that would not be dilutive to shareholders
- ▶ Built international Human Resources organization consisting of professionals with domain expertise in the HR arena as well as a broad range of general business skills
- ▶ Designed and executed all employee stock participation and incentive programs, including a broadly used Employee Stock Purchase Plan (ESPP) in North America, the United Kingdom, France and Australia, and the Restricted Share Unit and Options Plans for the executive team
- ▶ Identified and selected a partner to enable employees to manage and administer their own equity in the ESPP
- ▶ Worked with Chief Executive to identify, interview and integrate senior executives
- ▶ Identified and selected a financial partner to give employees the ability to administer their own retirement plans

### Change Pie Areas of Focus



# Marketing Department

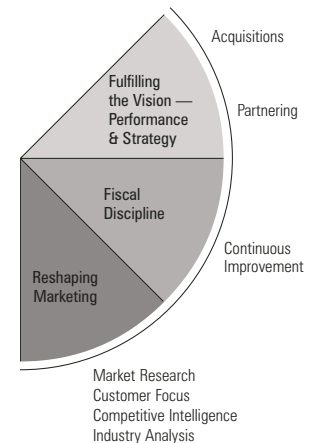
## List of Accomplishments



**Brian Hartlen**  
Vice President,  
Global Marketing

- ▶ Built an emerging global Geac brand
- ▶ Attracted additional strong Fortune 500 brands to the customer portfolio, including large contracts with GE
- ▶ Helped increase EAS license deals over \$150K to an average of \$231K in 4Q04 to \$294K in 2Q06
- ▶ Helped increase number of contracts closed for deals over \$150K from an average of 23 between 4Q04 and 3Q05 to an average of 34 in the 3 quarters of 4Q05 through 2Q06
- ▶ Helped to implement a sales force automation solution in support of a global sales organization and new revenue generation. Specifically, this initiative resulted in more than 1,800 new leads generated monthly
- ▶ Developed sales pipeline data resources and evaluation tools for sales team with IT group
- ▶ Developed various customized marketing programs for selected key customer groups
- ▶ Worked with Gartner over a three-year period for clear understanding of product achievement and notable recognition of success and performance in the Gartner Magic Quadrant
- ▶ Improved customer communication via a single customer newsletter for all EAS customers
- ▶ Designed new website and integrated all key products lines and messaging around the Financial Value Chain
- ▶ Customized materials and supported rollout of Customer Centric Selling to MPC sales team
- ▶ Developed, documented and distributed new collateral and corporate design standards across the company
- ▶ Planned and hosted several Alliance conferences, Geac's largest customer event, with nearly 1,200 participants
- ▶ Focused considerable effort on analyst relations. In two consecutive reports, Ventana Research ranked Geac and MPC first out of more than 30 vendors and 70 products

## Change Pie Areas of Focus



# Mergers and Acquisitions

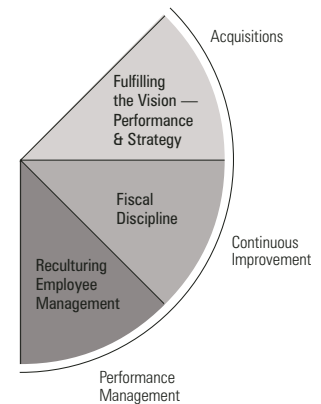
## List of Accomplishments



**Larry Kaplan**  
**Senior Vice President and General Manager**  
**of the Industry Specific Applications Group**  
 (Previously, Senior Vice President of M&A)

- ▶ Negotiated successful divestment of non-strategic asset, Interealty, for all-cash price of more than \$35 million
- ▶ Led search for acquisitions including vetting in excess of 40 potential targets and, where applicable, managed due diligence process
- ▶ Successfully replaced Geac's banking facility with a \$200 million line of credit that would allow the company to execute its acquisition strategy. Worked with a syndicate led by Bank of America, including Citibank, JP Morgan Chase, Wachovia and Canadian Imperial Bank of Commerce to arrive at more favorable terms than the previous line
- ▶ Promoted to manage ISA division consisting of various industry-specific product lines with aggregate annual revenues of roughly \$40 million

### Change Pie Areas of Focus





# IT Department

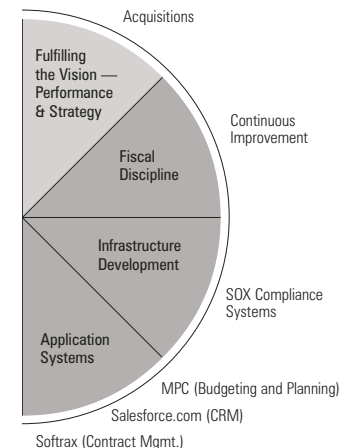
## List of Accomplishments



**Andrew M. Smith**  
Vice President and  
Chief Information Officer

- ▶ Restructured the global technology function from a collection of segmented regional teams to a global organization. Restructured global IT to operate at efficiencies 40% greater than industry averages while increasing service and support offerings
- ▶ Deployed a global messaging architecture supporting both email and wireless devices. This infrastructure provided “anywhere, anytime” communication for Geac’s management team
- ▶ Implemented a sales force automation solution in support of a global sales organization and new revenue generation. Specifically, this initiative resulted in more than 1,800 new leads generated monthly, as well as real-time access to pipeline visibility, win/loss alerting, and deal workflow
- ▶ Renegotiated Geac’s multiple desktop and infrastructure licensing contracts into one global agreement, delivering a \$300,000 cost reduction annually, greater anti-virus and prevention offering, and increased maintenance and support access
- ▶ In a joint IT-Finance effort, deployed a common financial application suite across Geac’s finance centers. This solution, including core finance components such as GL, AP, and AR, supports more than 160,000 journal entries processed monthly and provides a common source for Geac’s reporting and budgeting applications
- ▶ Consolidated more than twenty separate telecommunications contracts globally into four primary carrier agreements, delivering greater performance across Geac’s global WAN while achieving a 10% cost reduction, and previously non-existent network resiliency
- ▶ With particular focus on Sarbanes-Oxley 404 requirements, the IT organization has documented and tested more than 100 key IT general controls, driving remediation efforts in accordance with the COSO and COBIT frameworks. Drawing on this experience, the compliance team within IT was instrumental in the development of Geac’s Compliance Management product

## Change Pie Areas of Focus



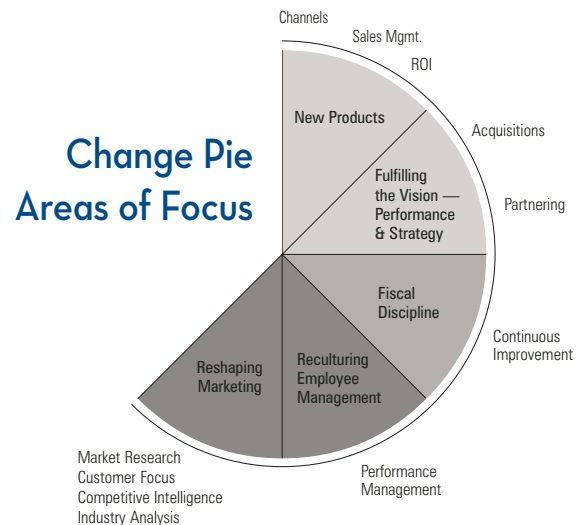
# Global Communications

## List of Accomplishments



**Alys Scott**  
Vice President, Global Communications  
and Investor Relations

- ▶ Reinvigorated Canadian and US financial analyst coverage, including Merrill Lynch in New York. Developed or strengthened relationships and increased frequency and accuracy of reports
- ▶ Worked with executive team to list on NASDAQ
- ▶ Helped build US institutional interest to 25% of shareholder base
- ▶ Cultivated relationships and generated broad and consistent coverage with primary top-tier financial daily print and broadcast media outlets in Canada and the US
- ▶ Developed and distributed comprehensive internal and external acquisition and integration communications plans around Extensity, Comshare and Golden Gate transactions to key financial analyst, investor, media, customer, partner and employee constituencies
- ▶ Wrote, designed and produced corporate Annual Report and other corporate-level collateral to market key financial messages, corporate vision and brand identity
- ▶ Developed content, coordinated all production initiatives and executed all components of the Company's Annual Shareholders Meeting
- ▶ Developed and executed all corporate news management initiatives, conducted competitive market intelligence reports and built financial market peer group analysis reports
- ▶ Built and executed a crisis communications program during a hostile proxy battle that resulted in the candidate's withdrawal from the election process



## Lawyer to the Board

### List of Accomplishments

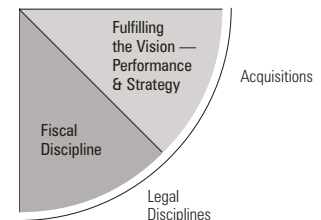


**Craig C. Thorburn**  
Senior Vice President, Mergers & Acquisitions and Corporate Secretary

Today, every Board benefits from legal advice separate from the traditional management chain of command. At Geac, the Board engineered an unusual arrangement with Blake, Cassels and Graydon, LLP by securing the committed services of one of their partners as Senior Vice President and Corporate Secretary to bring another layer to the risk management of major transactions. Craig Thorburn served as the global ombudsman for ethical inquiries and was Lead Global Counsel for the acquisitions of Extensity and Comshare.

- ▶ Led the legal team that raised Cdn.\$20 million through a private placement of special warrants (June 2001)
- ▶ Led the legal team that completed a Cdn.\$27 million public offering of common shares (September 2001)
- ▶ Led the internal and external M&A team, reporting to the Chairman and CEO, in the acquisition of NASDAQ-listed Extensity, Inc. for \$50 million (March 2003)
- ▶ Led the internal and external M&A team, reporting to the Chairman and CEO, in the acquisition of NASDAQ-listed Comshare, Incorporated for \$55 million (August 2003)
- ▶ Advised on successful defense against activist hedge fund in proxy contest to elect representatives to Board of Directors
- ▶ Played a key role in the strategic review process and resulting sale of the business to Golden Gate Capital for \$1 billion
- ▶ Advised the Chairman, Board and CEO on legal, business and M&A strategy

### Change Pie Areas of Focus



## Board of Directors

Governing It All with Equal Doses of Strong Ethics and Performance Insistence



**C. Kent Jespersen**  
Chairman of the Board,  
Geac Computer Corporation Limited



**Thomas I. A. Allen, Q. C.**  
Senior Partner,  
Ogilvy Renault LLP



**David Friend**  
President and CEO,  
Carbonite, Inc.



**Pierre MacDonald**  
Chairman,  
Eurocopter Canada Ltd.



**Michael D. Marvin**  
Founder and Chairman Emeritus  
MapInfo Corporation



**William G. Nelson**  
Private Investor



**Robert L. Sillcox**  
Retired Investment Executive



**Craig C. Thorburn**  
Senior Vice President,  
Mergers & Acquisitions  
and Corporate Secretary



**Eric Rosenfeld**  
President and CEO,  
Crescendo Partners



**Charles S. Jones**  
President and Chief Executive Officer,  
Geac Computer Corporation Limited

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