

August 1, 2024

Second Quarter 2024 Financial Results



Forward-Looking Statements

This presentation includes or may include forward-looking statements. Forward-looking statements include the Company's financial performance outlook and statements regarding goals, beliefs, strategies, objectives, plans or current expectations. These statements involve known and unknown risks, uncertainties and other factors which may cause the actual results to be materially different from any future results, performance or achievements contemplated in the forward-looking statements. Such factors include: economic conditions, especially as they relate to commercial and consumer credit conditions and business spending; commercial real estate property values, vacancy rates and general conditions of financial liquidity for real estate transactions; the ability to attract new capital commitments to our Investment Management funds and retain existing capital under management; the effects of changes in foreign exchange rates in relation to the US dollar on Canadian dollar, Australian dollar, UK pound sterling and Euro denominated revenues and expenses; competition in markets served by the Company; labor shortages or increases in commission, wage and benefit costs; the impact of higher than expected inflation could impact profitability of certain contracts; impact of pandemics on client demand, ability to deliver services and ensure the health and productivity of employees; disruptions or security failures in information technology systems; cybersecurity risks; a change in/loss of our relationship with US government agencies could significantly impact our ability to originate mortgage loans; default on loans originated under the Fannie Mae Delegated Underwriting and Servicing program could materially affect our profitability; the effect of increases in interest rates on our cost of borrowing and political conditions or events, including elections, referenda, changes to international trade and immigration policies and any outbreak or escalation of terrorism or hostilities.

Additional factors and explanatory information are identified in the Company's Annual Information Form for the year ended December 31, 2023 under the heading "Risk Factors" (which factors are adopted herein, and which can be accessed at www.sedarplus.ca) and other periodic filings with Canadian and US securities regulators. Forward looking statements contained in this presentation are made as of the date hereof and are subject to change. All forward-looking statements in this press release are qualified by these cautionary statements. Except as required by applicable law, Colliers undertakes no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise.

This presentation does not constitute an offer to sell or a solicitation of an offer to purchase an interest in any fund.

Non-GAAP measures

This presentation makes reference to certain non-GAAP measures, including local currency ("LC") revenue growth rate, internal revenue growth rate, Adjusted EBITDA ("AEBITDA"), Adjusted EPS ("AEPS"), free cash flow, assets under management ("AUM"), fee paying assets under management ("FPAUM"). Please refer to Appendix for reconciliations to GAAP measures.

Highlights

(US \$ millions, except per share amounts)

- Growth across all service lines and segments, led by Leasing
- Strong and predictable growth in recurring service lines – Outsourcing & Advisory and Investment Management
- First period of Capital Markets revenue growth since Q2 2022
- Completed the acquisition of Englobe on July 29, 2024
- Outlook for 2024 unchanged, except Englobe impact

Three months ended June 30	2024	2023	%Change	
			USD	LC ⁽¹⁾
Revenue	1,139.4	1,078.0	6%	6%
Adjusted EBITDA	155.6	147.1	6%	6%
Adjusted EBITDA Margin	13.7%	13.6%		
Adjusted EPS	1.36	1.31	4%	
GAAP Operating Earnings	114.7	75.3	52%	
GAAP Operating Earnings Margin	10.1%	7.0%		
GAAP diluted EPS	0.73	(0.16)	NM	

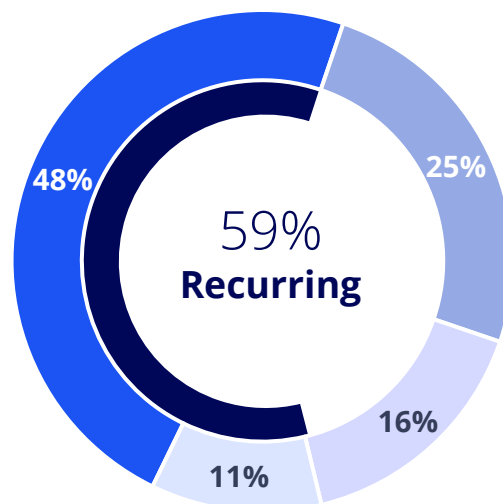
Six months ended June 30	2024	2023	% Change	
			USD	LC ⁽¹⁾
Revenue	2,141.3	2,043.9	5%	5%
Adjusted EBITDA	264.3	251.7	5%	6%
Adjusted EBITDA Margin	12.3%	12.3%		
Adjusted EPS	2.13	2.16	-1%	
GAAP Operating Earnings	158.1	97.4	62%	
GAAP Operating Earnings Margin	7.4%	4.8%		
GAAP diluted EPS	0.99	(0.61)	NM	

⁽¹⁾ Local Currency

Broad Diversification

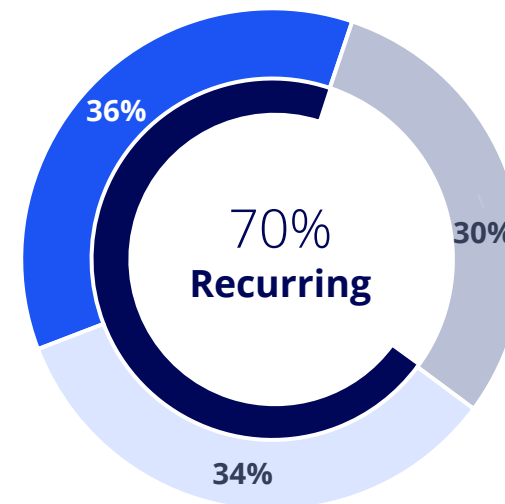
Trailing twelve months ended June 30, 2024

TTM Q2 2024 Revenue by Service



■ Outsourcing & Advisory
■ Investment Management

TTM Q2 2024 AEBITDA by Service



■ Leasing
■ Leasing and Capital Markets
■ Capital Markets

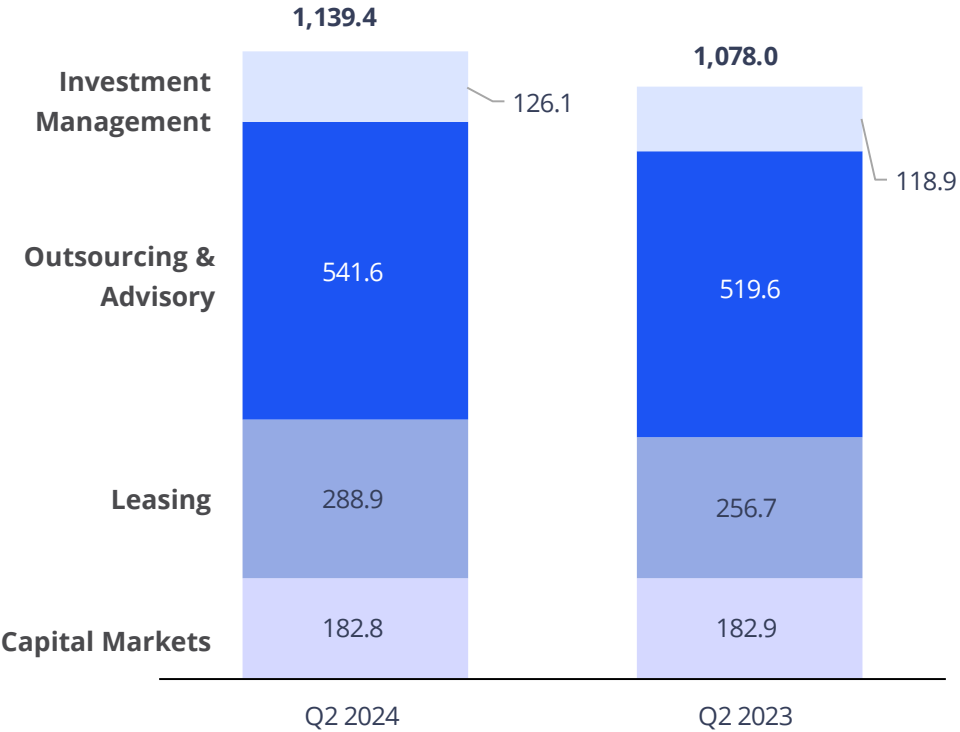
Pro forma including Englobe, Colliers generates 72% of earnings from recurring services

Consolidated Revenues

Second Quarter
(US\$ millions)

% Change over Q2 2023	USD	LC
Outsourcing & Advisory	4%	5%
Investment Management	6%	6%
Leasing	13%	13%
Capital Markets	0%	1%
Total	6%	6%

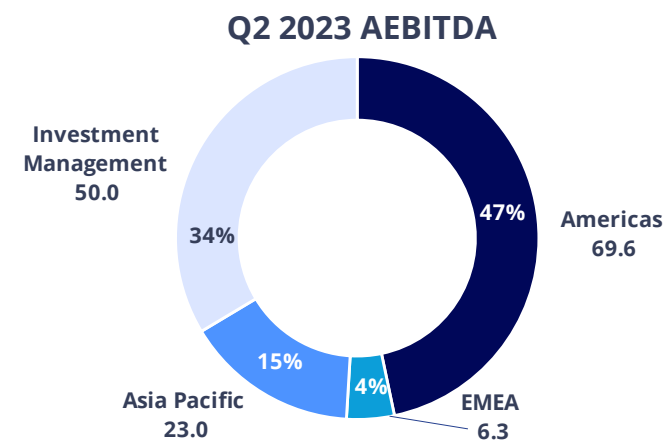
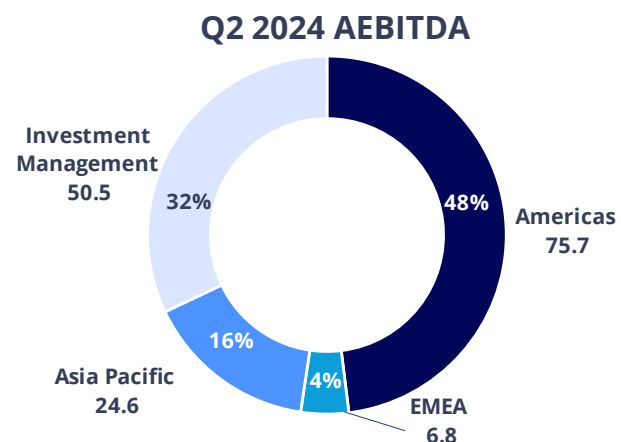
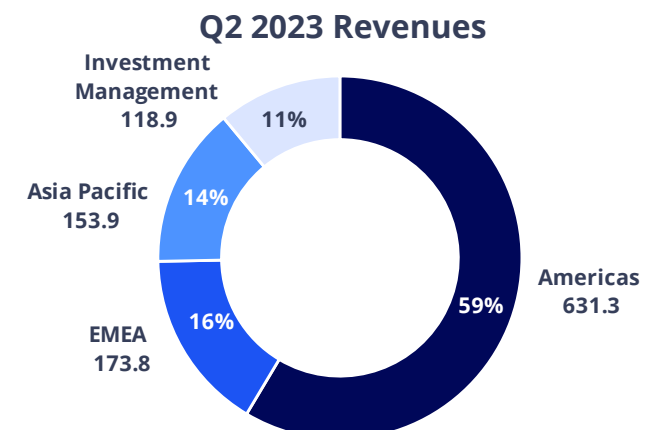
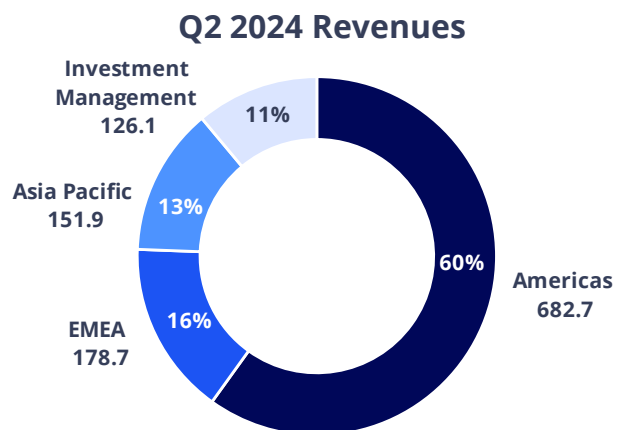
Revenue Mix	Q2 2024	Q2 2023
Outsourcing & Advisory	48%	48%
Investment Management	11%	11%
Leasing	25%	24%
Capital Markets	16%	17%
Total	100%	100%



Geographic Mix

Second Quarter

(US\$ millions)



(1) Q2 2024 GAAP Operating Earnings: \$53.0M Americas, (\$0.7M) EMEA, \$21.6M Asia Pacific, \$55.0M Investment Management

(2) Q2 2023 GAAP Operating Earnings: \$46.5M Americas, (\$5.1M) EMEA, \$19.6M Asia Pacific, \$26.4M Investment Management



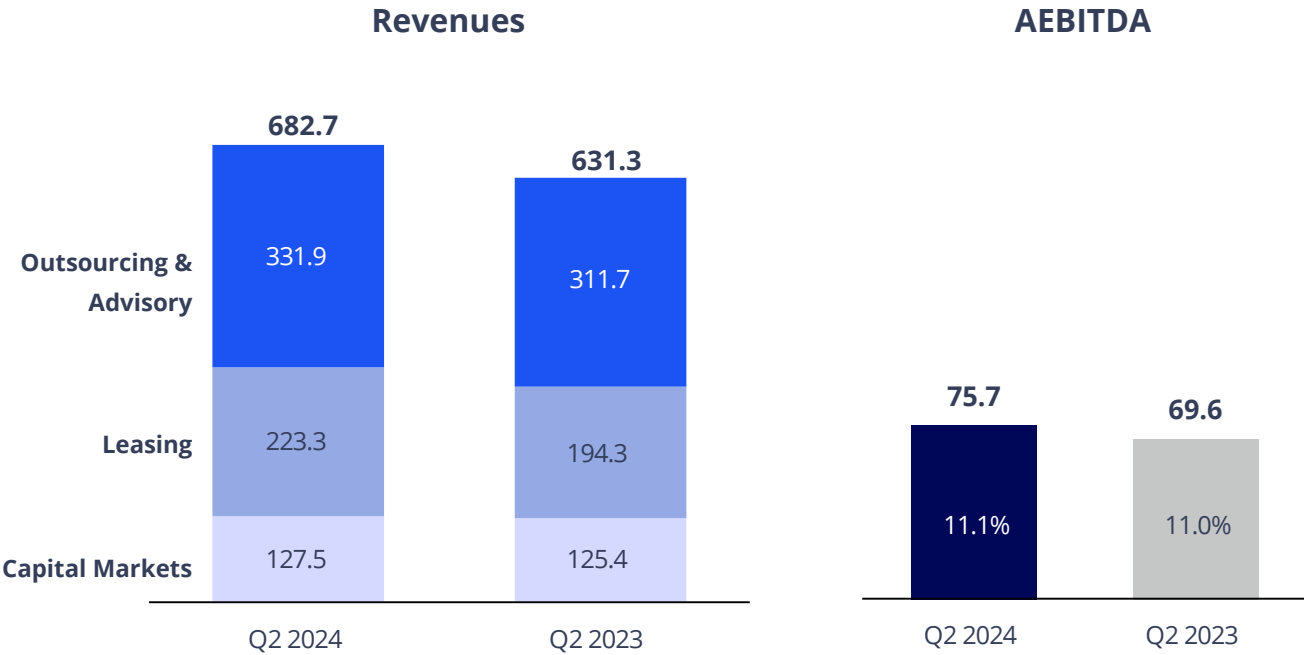
Americas

Second Quarter
(US\$ millions)

Higher Leasing activity as well as robust broad-based growth in Outsourcing & Advisory

Capital Markets revenues up 2%

	USD	LC
Revenue Growth	8%	8%



GAAP Operating Earnings: Q2 2024 \$53.0M at 7.8% margin; Q2 2023 \$46.5M at 7.4% margin

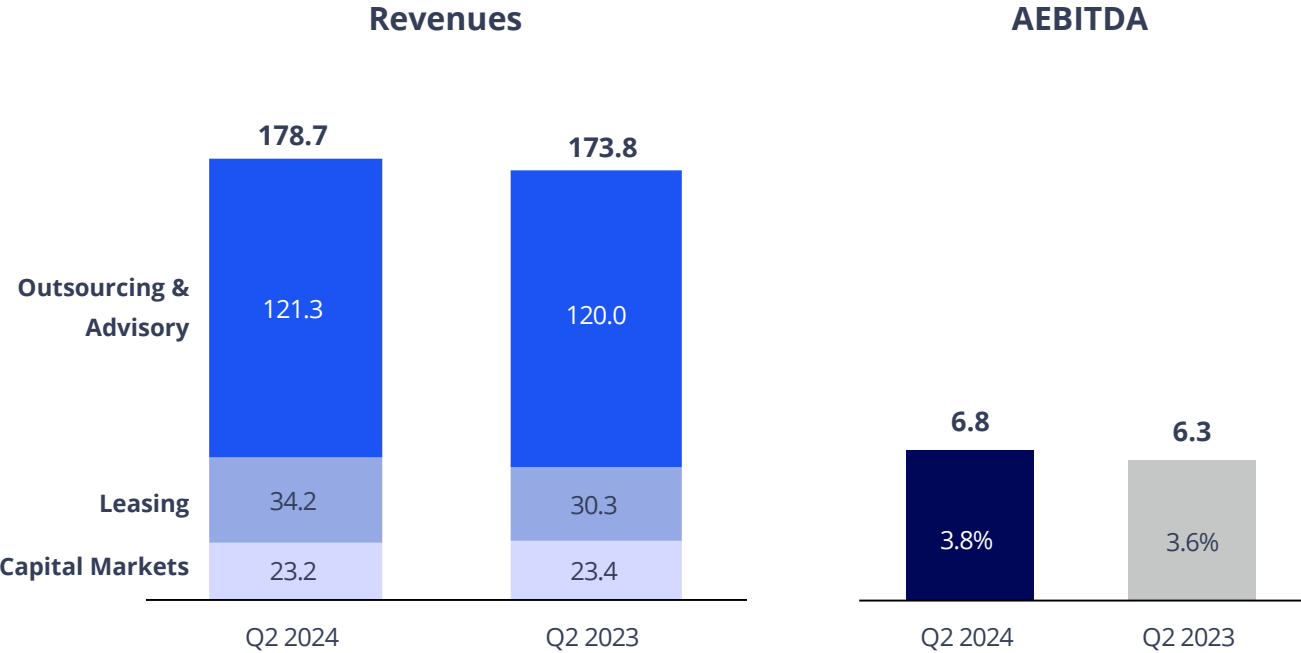
EMEA

Second Quarter
(US\$ millions)

Higher Leasing activity and modest growth in Outsourcing & Advisory

Adjusted EBITDA margin improved on a lower cost base

	USD	LC
Revenue Growth	3%	3%



GAAP Operating Earnings: Q2 2024 (\$0.7M) at (0.4%) margin; Q2 2023 (\$5.1M) at (2.9%) margin



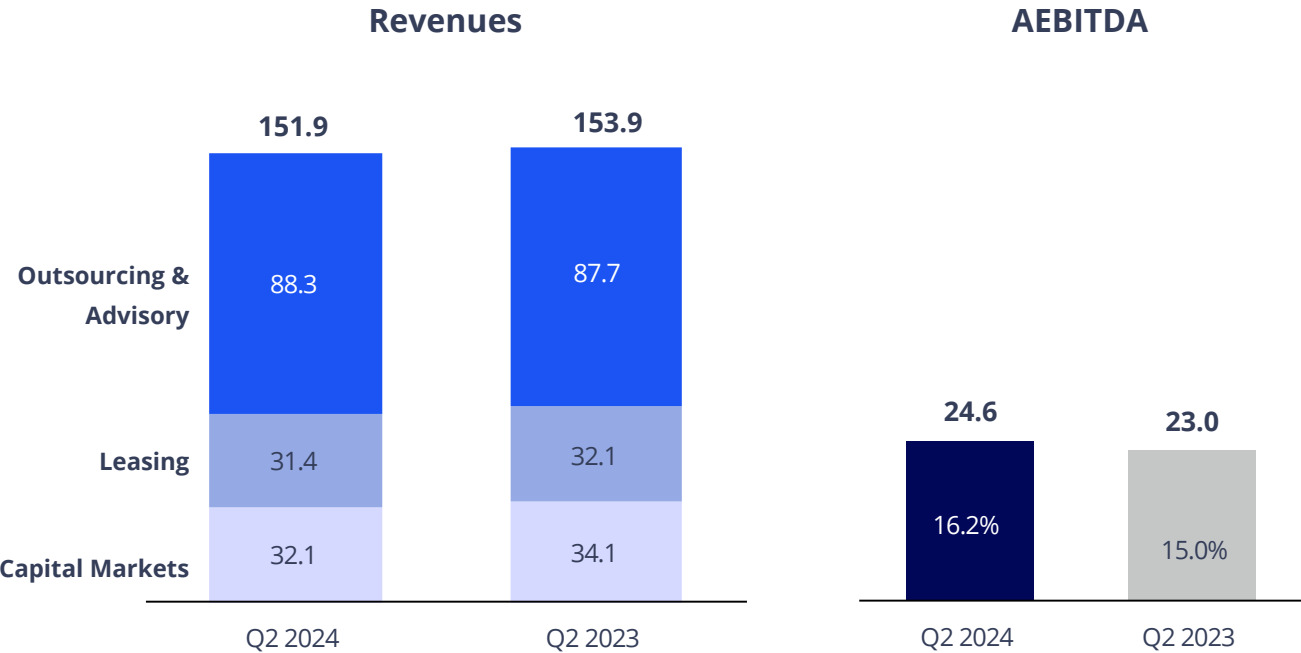
APAC

Second Quarter
(US\$ millions)

Revenues up modestly in local currency terms

Adjusted EBITDA margin improved on lower operating costs

	USD	LC
Revenue Growth	-1%	1%



GAAP Operating Earnings: Q2 2024 \$21.6M at 14.2% margin; Q2 2023 \$19.6M at 12.7% margin



Investment Management

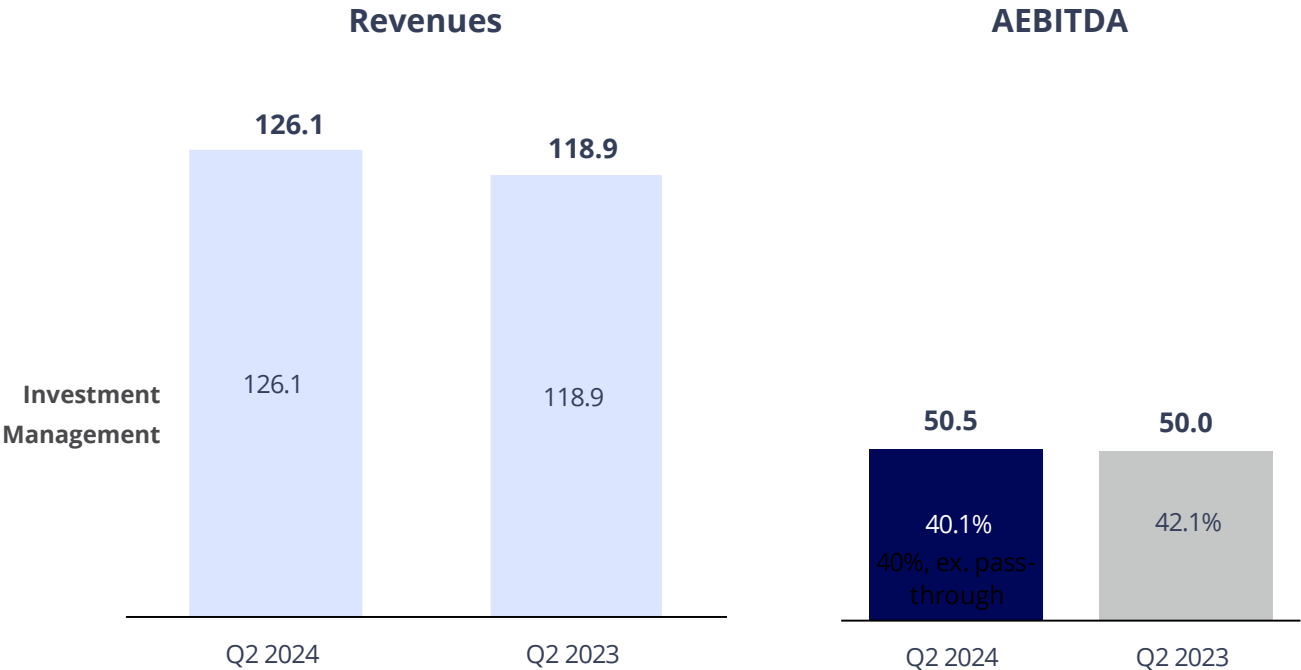
Second Quarter
(US\$ millions)

Incremental revenues from new investor capital commitments

Adjusted EBITDA improved on higher revenues, partly offset by increased investments in new products, strategies and fundraising capabilities

AUM of \$96.4 billion as of June 30, 2024 relative to \$96.3 billion as of March 31, 2024

	USD	LC
Revenue Growth	6%	6%



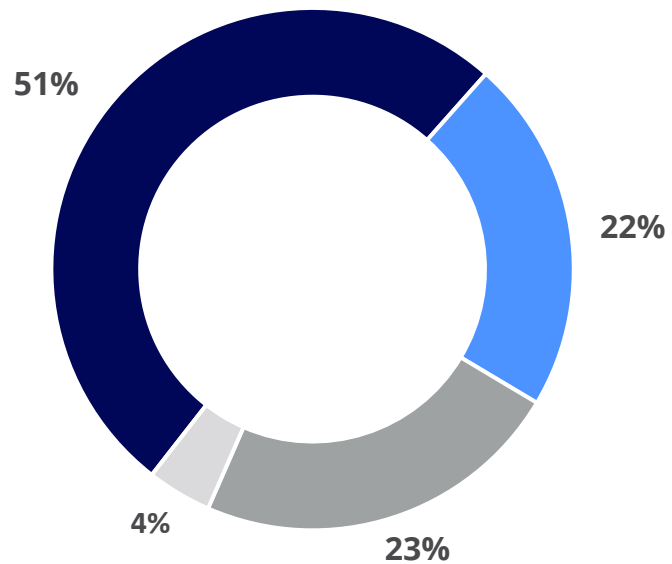
GAAP Operating Earnings: Q2 2024 \$55.0M at 43.7% margin; Q2 2023 \$26.4M at 22.2% margin

Investment Management

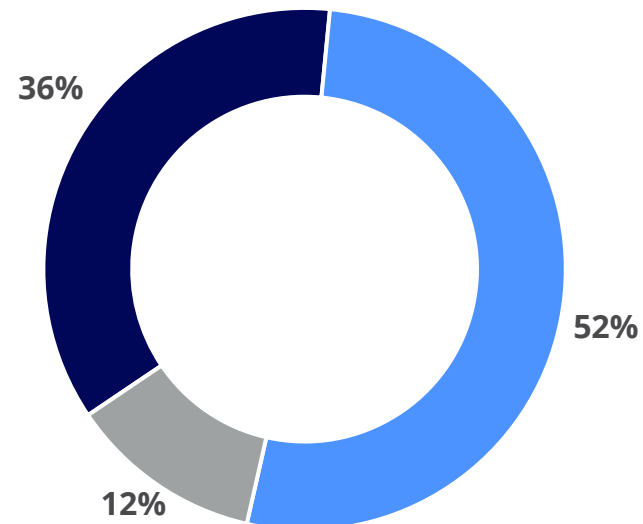
Focus on long-duration, highly differentiated AUM

AUM: \$96.4B | FPAUM: \$49.8B

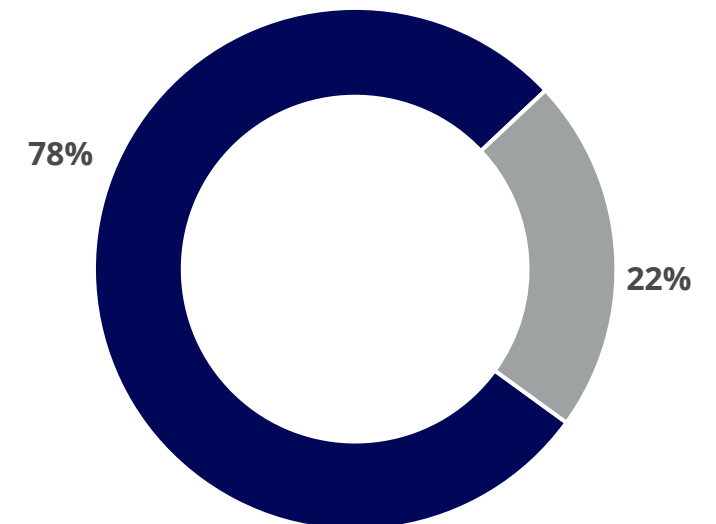
AUM by Asset Class



AUM by Strategy



AUM by Geography



■ Alternatives ■ Infrastructure ■ Traditional Real Estate ■ Credit

■ Perpetual Capital ■ Long-dated Funds ■ Managed Accounts

■ North America ■ EMEA

Capitalization & Capital Allocation

(US\$ millions)

	June 30, 2024	December 31, 2023	June 30, 2023
Cash	\$ 162.6	\$ 181.1	\$ 172.4
Total Debt	1,363.9	1,502.6	1,668.4
Net Debt	\$ 1,201.2	\$ 1,321.5	\$ 1,496.1
Redeemable non-controlling interests	1,105.0	1,072.1	1,093.7
Shareholders' equity	1,195.3	850.5	716.9
Total capitalization	\$ 3,501.5	\$ 3,244.1	\$ 3,306.7
Net debt / pro forma adjusted EBITDA - Leverage Ratio ⁽¹⁾	2.0x	2.2x	2.4x

	Six months ended	
	June 30, 2024	June 30, 2023
Capital Expenditures	\$ 29.4	\$ 41.1
Acquisition Spend ⁽²⁾	\$ 32.1	\$ 82.1

- Leverage ratio of 2.0x
- More than \$1 billion of available liquidity as of June 30, 2024; >\$500 million after Englobe closing
- Anticipating capital expenditures of \$75-\$80 million in 2024

⁽¹⁾ Net debt for financial leverage ratio excludes restricted cash, warehouse credit facilities and convertible notes, in accordance with debt agreements

⁽²⁾ Includes business acquisitions, contingent acquisition consideration and purchases of non-controlling interests in subsidiaries

Outlook for 2024

(US\$ millions)

Outlook for 2024 unchanged, except to reflect the partial year impact of the acquisition of Englobe

		2024 Outlook		
Measure	Actual 2023	Prior	Englobe	Revised (with Englobe)
Revenue growth	-3%	+5% to +10%	+3%	+8% to +13%
Adjusted EBITDA growth	-6%	+5% to +15%	+3%	+8% to +18%
Adjusted EPS growth	-23%	+10% to +20%	+1%	+11% to +21%

The financial outlook is based on the Company's best available information as of the date of this presentation, and remains subject to change based on numerous macroeconomic, geopolitical, health, social and related factors. Continued interest rate volatility and/or lack of credit availability for commercial real estate transactions could materially impact the outlook.



Appendix

Reconciliation of non-GAAP measures

Reconciliation of GAAP earnings to adjusted EBITDA

(US\$ thousands)

Net earnings

Income tax

Other income, including equity earnings from non-consolidated investments

Interest expense, net

Operating earnings

Loss on disposal of business operations

Depreciation and amortization

Gains attributable to MSRs

Equity earnings from non-consolidated entities

Acquisition-related items

Restructuring costs

Stock-based compensation expense

Adjusted EBITDA

	Three months ended		Six months ended	
	June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023
Net earnings	\$ 71,927	\$ 35,001	\$ 86,063	\$ 34,094
Income tax	24,377	16,477	34,347	20,016
Other income, including equity earnings from non-consolidated investments	(932)	(886)	(1,583)	(4,206)
Interest expense, net	19,376	24,670	39,248	47,502
Operating earnings	114,748	75,262	158,075	97,406
Loss on disposal of business operations	-	2,282	-	2,282
Depreciation and amortization	49,845	50,794	100,353	100,286
Gains attributable to MSRs	(3,712)	(6,052)	(5,027)	(9,087)
Equity earnings from non-consolidated entities	796	532	1,232	3,686
Acquisition-related items	(15,221)	11,668	(13,281)	38,136
Restructuring costs	1,722	7,038	8,833	7,781
Stock-based compensation expense	7,446	5,556	14,134	11,213
Adjusted EBITDA	\$ 155,624	\$ 147,080	\$ 264,319	\$ 251,703

Reconciliation of GAAP earnings to adjusted net earnings and adjusted earnings per share

(US\$ thousands)

Net earnings

Non-controlling interest share of earnings	
Interest on Convertible Notes	
Loss on disposal of operations	
Amortization of intangible assets	
Gains attributable to MSRs	
Acquisition-related items	
Restructuring costs	
Stock-based compensation expense	
Income tax on adjustments	
Non-controlling interest on adjustments	

Adjusted net earnings

Three months ended		Six months ended	
June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023
\$ 71,927	\$ 35,001	\$ 86,063	\$ 34,094
(11,224)	(13,816)	(20,145)	(24,757)
-	561	-	2,861
-	2,282	-	2,282
34,385	37,330	69,471	74,173
(3,712)	(6,052)	(5,027)	(9,087)
(15,221)	11,668	(13,281)	38,136
1,722	7,038	8,833	7,781
7,446	5,556	14,134	11,213
(9,606)	(11,845)	(20,733)	(23,193)
(7,141)	(5,773)	(13,271)	(10,926)
\$ 68,576	\$ 61,950	\$ 106,044	\$ 102,577

(US\$)

Diluted net earnings (loss) per common share

Interest on Convertible Notes, net of tax	
Non-controlling interest redemption increment	
Loss on disposal of operations	
Amortization expense, net of tax	
Gains attributable to MSRs, net of tax	
Acquisition-related items	
Restructuring costs, net of tax	
Stock-based compensation expense, net of tax	

Adjusted EPS

Three months ended		Six months ended	
June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023
\$ 0.73	\$ (0.14)	\$ 0.99	\$ (0.57)
-	0.01	-	0.04
0.48	0.59	0.33	0.77
-	0.05	-	0.05
0.41	0.49	0.88	0.97
(0.04)	(0.07)	(0.06)	(0.11)
(0.36)	0.19	(0.37)	0.70
0.02	0.11	0.14	0.12
0.12	0.08	0.22	0.19
\$ 1.36	\$ 1.31	\$ 2.13	\$ 2.16

Diluted weighted average shares for Adjusted EPS (thousands)

50,479	47,422	49,671	47,442
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Adjusted EPS is calculated using the "if-converted" method of calculating earnings per share in relation to the Convertible Notes, which were issued on May 19, 2020 and fully converted or redeemed by June 1, 2023

Reconciliation of net cash flow from operations to free cash flow

(US\$ thousands)

Net cash provided by (used in) operating activities

Contingent acquisition consideration paid

Purchase of fixed assets

Cash collections on AR Facility deferred purchase price

Distributions paid to non-controlling interests

Free cash flow

Three months ended		Six months ended	
June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023
\$ 141,189	\$ 98,973	\$ 3,574	\$ (33,595)
300	2,719	3,038	2,991
(12,480)	(22,179)	(29,353)	(41,062)
34,930	28,539	68,848	59,311
(38,521)	(40,059)	(48,827)	(51,120)
<u>\$ 125,418</u>	<u>\$ 67,993</u>	<u>\$ (2,720)</u>	<u>\$ (63,475)</u>

Other Non-GAAP Measures

Local currency revenue and adjusted EBITDA growth rate and internal revenue growth rate measures

Percentage revenue and adjusted EBITDA variances presented on a local currency basis are calculated by translating the current period results of our non-US dollar denominated operations to US dollars using the foreign currency exchange rates from the periods against which the current period results are being compared. Percentage revenue variances presented on an internal growth basis are calculated assuming no impact from acquired entities in the current and prior periods. Revenue from acquired entities, including any foreign exchange impacts, are treated as acquisition growth until the respective anniversaries of the acquisitions. We believe that these revenue growth rate methodologies provide a framework for assessing the Company's performance and operations excluding the effects of foreign currency exchange rate fluctuations and acquisitions. Since these revenue growth rate measures are not calculated under GAAP, they may not be comparable to similar measures used by other issuers.

Assets under management

We use the term assets under management ("AUM") as a measure of the scale of our Investment Management operations. AUM is defined as the gross market value of operating assets and the projected gross cost of development assets of the funds, partnerships and accounts to which we provide management and advisory services, including capital that such funds, partnerships and accounts have the right to call from investors pursuant to capital commitments. Our definition of AUM may differ from those used by other issuers and as such may not be directly comparable to similar measures used by other issuers.

Fee paying assets under management

We use the term fee paying assets under management ("FPAUM") to represent only the AUM on which the Company is entitled to receive management fees. We believe this measure is useful in providing additional insight into the capital base upon which the Company earns management fees. Our definition of FPAUM may differ from those used by other issuers and as such may not be directly comparable to similar measures used by other issuers.

Recurring revenue percentage

Recurring revenue percentage is computed on a trailing twelve-month basis and represents the proportion that is derived from Outsourcing & Advisory and Investment Management service lines. Both these service lines represent medium to long-term duration revenue streams that are either contractual or repeatable in nature. Revenue for this purpose incorporates the expected full year impact of acquisitions and dispositions.

Adjusted EBITDA from recurring revenue percentage

Adjusted EBITDA from recurring revenue percentage is computed on a trailing twelve-month basis and represents the proportion of adjusted EBITDA that is derived from Outsourcing & Advisory and Investment Management service lines. Both these service lines represent medium to long-term duration revenue streams that are either contractual or repeatable in nature. Adjusted EBITDA for this purpose is calculated in the same manner as calculated for our debt agreement covenant calculation purposes, incorporating the expected full year impact of business acquisitions and dispositions.