



Enters into a Definitive Agreement to Acquire Sojern

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Safe Harbor

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RateGain & Sojern come together to create a unique AI first, digital marketing and distribution platform in Hospitality and Travel to drive guest acquisition, engagement & retention and wallet share expansion



► Sojern: Executive Summary

BUSINESS & PRODUCTS

Sojern offers an AI powered Hospitality & Travel Marketing Platform to deliver deep traveler insight, intelligent audiences, multichannel activation & optimization, and guest experience solutions.

TEAM

- Experienced management Team led with expertise of scaling Travel Martech business
- Senior management team from Yahoo, Kayak, Intuit, Netpulse, Criteo

FOUNDED

2007

EMPLOYEES

366 Team Members with majority in US

CAP TABLE

PE/VC investors and Employees

LOCATIONS

HQ USA; Other key presence in UK, Europe and Asia Pacific

KEY FINANCIALS

- Gross Revenue : \$172.2 mn (CY2024A)
- Healthy FCF generation
- Gross Revenue per Employee - \$470k
- ~85% of revenue from US and Europe

CUSTOMER PROFILE

- Independent and Chain hotels
 - Destinations
 - Attractions
 - Travel Corporates
- Customer Count: 13,000+

► Sojern's AI-Powered Hospitality Marketing Platform Delivers Data-Driven Performance At Scale

Data Integrations

- 500+ IBE, PMS, POS, CRS, CRM & Data Partner Integrations
- Customer First-Party Data
- Foot Traffic Data
- 1:1 Guest Interactions and Feedback
- Credit Card Data

Sojern Marketing Platform



Activation APIs

- SEM
- Metasearch
- Programmatic Display / Native / Video / CTV
- Curation Platforms
- Social
- Email / SMS / WhatsApp

Sojern Ingests Billions Of Real-Time Data Signals Across 500+ Data Sources, The AI-Powered Platform Builds And Activates Custom Audiences, Then Auto-Optimizes Bids And Budgets Across Advertising And Marketing Channels To Drive Performance

► Sojern Captures & Optimizes Direct Demand Across Two Primary Lines of Business

Property



Serves Independent / Boutique Hotels And Larger Groups & Chains

Increases revenue & profitability by driving traffic via AI led campaign management to direct channels

Guest Experience Platform to engage guests throughout the journey to drive revenue

Solutions & Pricing Model

Commission (Pay On The Stay)

Paid Digital Marketing

Guest Experience (GEP): SaaS

2024 Revenue Mix

~40%

Destinations & Corporates



Serves Destination Marketing Organizations (DMOs), Attractions, Hotels, Airlines & Cruise Brands

Cost Effectively Identifies, Attracts & Engages Travelers For Destination Marketers

Custom AI Powered Audiences & Activation Strategies at Scale
Meeting Managed Media & Self Serve Needs

Solutions & Pricing Model

Paid Digital Marketing

Traveler Audiences

2024 Revenue Mix

~60%

▶ AI led Full Suite Guest Experience Platform for Hospitality to be a big growth driver: Empowers Hoteliers To Connect With Guests At **Every Touchpoint**

Hoteliers Connect With Guests From Initial Search To Post-Stay, Offering A Chance **To Boost Efficiency, Drive Revenue** And **Elevate Guest Satisfaction**

Guest Marketing Suite

Easily and efficiently engage guests pre-stay, mid-stay and post-stay through email, SMS and chat capabilities

- Increase Direct Revenue
- Retarget customer to increase repeat bookings

Create Repeat Customers And Drive OTA Win-Backs

AI Smart Concierge

All-hours concierge to address guests' needs, upsell and expedite essential services

- Increase in Ancillary Revenue
- Guest Experience

Expand Wallet Share And Personalize The Guest Experience

Reputation Manager

Generate feedback from guests and instantly respond to in-stay and online reviews

- Guest Engagement
- Guest Sentiment
- Operational & Brand Insights

Build Brand Advocates

► RateGain <> Sojern : Acquisition Rationale

01

Aligned to RateGain's vision of building an Integrated RevMax platform – Focused on all three pillars of guest acquisition, retention and wallet share expansion

02

Sojern will **boost Martech business** : Combination creates a strong platform for **AI led** Direct Demand Generation and pool of Travel Intent Data to drive superior **RoAS for customers**

03

Opens new capabilities in **Guest Engagement** – engaging guests through **the customer journey** across booking, stay and post stay

04

Scaled Properties Business. Gives RG access to a **strong hotel customer base in the US** - opening opportunities for scaling **UNO RevMax Platform**

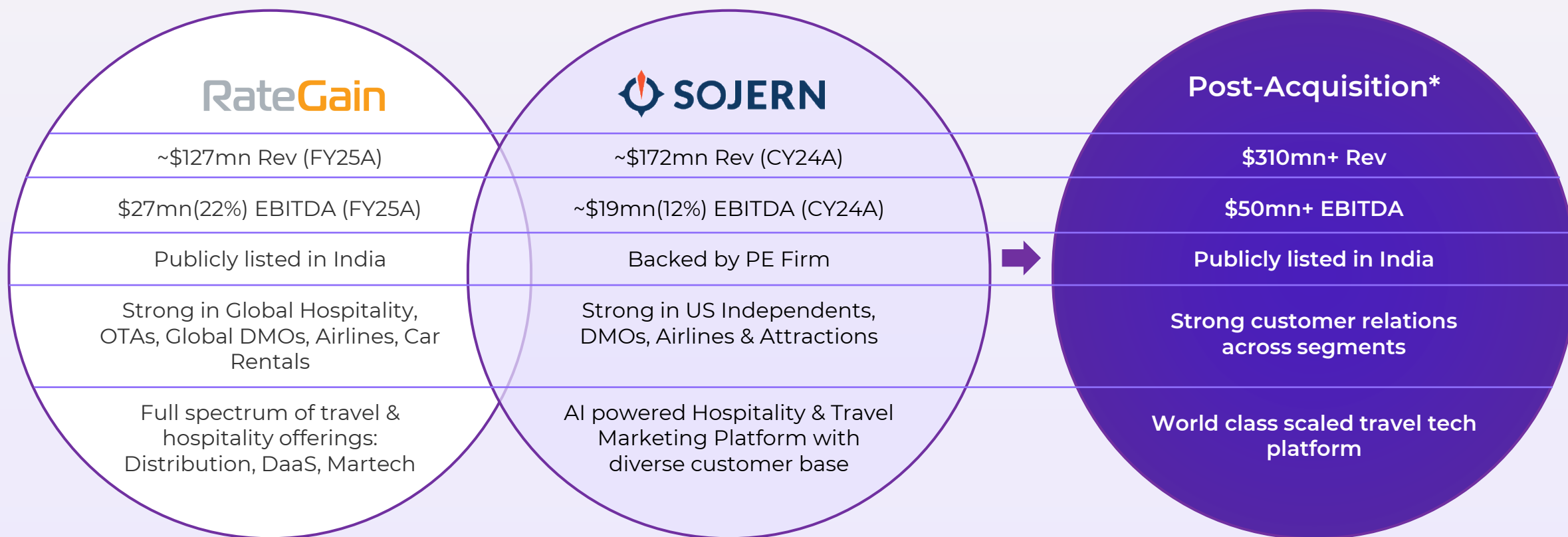
05

Ability to leverage Global Sales team of RateGain for **cross-sell/ up-sell**; Increase penetration and deepens relationships for **Hotels, DMOs, Attractions, Airlines, & Car Rentals customers**

06

Tangible Strategic Synergies (Revenue and Cost) in GTM, Product & Tech, Ops, Shared Services and Talent

► RateGain's to acquire Sojern: Building a Scalable AI Travel tech Platform



*without baking in synergies, basis CY25/FY26 projections

► Consideration and Financing

Nature of Transaction: Acquisition of 100% ownership interest in Sojern

- Debt free + Cash free + Normalized Working Capital

Total Consideration of \$250 Mn (1.5x Gross Revenue CY24)

- Additional Performance/Time Linked deferred payouts (Cash + Stock) over 3 years post Closing from Sojern cashflow

Source of financing for Upfront Payment:

1	RG's Balance sheet cash to be utilized (including QIP proceeds)	\$125 Mn
2	Debt	\$125 Mn
	➤ USD denominated SOFR linked term loan	
TOTAL		\$250 Mn

Thank You



COMPANY

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