



Cambridge Acquisition Investor Presentation

May 1, 2017

Safe Harbor Provision

This press release contains forward-looking statements within the meaning of the federal securities laws. Statements that are not historical facts, including statements about FleetCor's beliefs, expectations and future performance, are forward-looking statements. Forward-looking statements can be identified by the use of words such as "anticipate," "intend," "believe," "estimate," "plan," "seek," "project," "expect," "may," "will," "would," "could" or "should," the negative of these terms or other comparable terminology.

Examples of forward-looking statements in this press release include statements relating to the anticipated consummation of the acquisition, its accretiveness to earnings, operating synergies, and its impact on future opportunities and long-term grown in electronic toll payments, and the impact on our liquidity. These forward-looking statements are subject to a number of risks and uncertainties that could cause actual results to differ materially from those contained in any forwardlooking statement, such as failure to complete, or delays in completing, this acquisition or other anticipated new partnership arrangements or acquisitions; failure to successfully integrate or otherwise achieve anticipated benefits from this acquisition or other partnerships or acquired businesses; the impact of foreign exchange rates on acquisition prices, operations, revenue and income; fuel price and spread volatility; changes in credit risk of customers and associated losses; the actions of regulators relating to payment cards or resulting from investigations; failure to maintain or renew key business relationships; failure to maintain competitive offerings; failure to maintain or renew sources of financing; the effects of general economic conditions on fueling patterns and the commercial activity of fleets, as well as the other risks and uncertainties identified under the caption "Risk Factors" in FleetCor's Annual Report on Form 10-K for the year ended December 31, 2016, filed with the Securities and Exchange Commission on March 1, 2017. FleetCor believes these forward-looking statements are reasonable; however, forward-looking statements are not a guarantee of performance, and undue reliance should not be placed on such statements. The forward-looking statements included in this press release are made only as of the date hereof, and FleetCor does not undertake, and specifically disclaims, any obligation to update any such statements or to publicly announce the results of any revisions to any of such statements to reflect future events or developments.

You may get FleetCor's Securities and Exchange Commission ("SEC") Filings for free by visiting the SEC Web site at www.sec.gov or FleetCor's investor relations website at investor.fleetcor.com. Trademarks which appear in this presentation belong to their respective owners.

- **Transaction Overview**
- **Cambridge Overview**
- **B2B Cross-Border Payments Market**
- Rationale
- Cambridge Financials

Cambridge Transaction Overview	
Price	 FleetCor signed a definitive agreement to acquire Cambridge for approximately ~\$675 USD¹
Valuation	 ~12.9x Current Fiscal Year EBITDA (Y/E 2/28) <10x EBITDA with FLT synergies
Timing	Expected close in third quarter of 2017, subject to regulatory approval
Accretion	2017 accretion estimate of approximately \$0.05 cash EPS depending on timing of close
Leverage	 Proforma leverage at Q3-17 of 2.9x, post acquisition

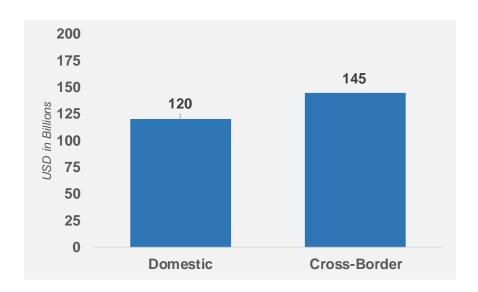
Cambridge Overview

Cambridge is a B2B international payments and FX solution provider

- Product Offering: International corporate payments ... entirely B2B ... serving SMBs & mid-cap corporates
- <u>Typical payment types</u>: cross border AP to suppliers (e.g. inventory, parts, raw materials), foreign office / personnel payments, capital expenditures ... in >140 different currencies
- Growth: FY14 FY17 revenue CAGR 25% ... EBITDA CAGR 41%
- Revenue by Country: ~50% U.S. ... ~30% Canada ... ~20% Europe & Australia
- Business Model: Recurring revenue, limited capex & working capital, high barriers to entry
- Customers: ~13,000 B2B clients
- Target Customer: \$10-\$300M revenue ... CFO/Treasurer/AP dept ... International AP as % of total AP 25%-45%
- <u>Distribution model</u>: a) outbound / inbound telesales & account admin, b) large account field sales reps
- Location & FTE: HQ: Toronto, Canada ... other offices in NYC, London, Sydney

9

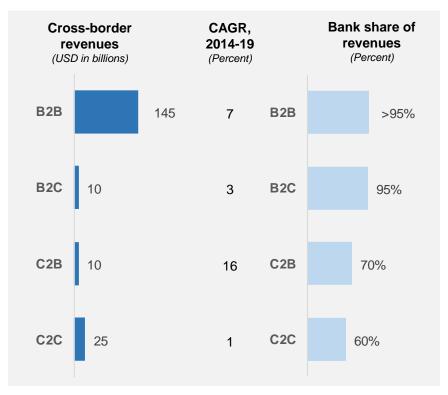
B2B Global Payment Revenue Comparison¹



-

B2B cross-border payment revenues are
 20% larger than domestic payment revenues

Cross-Border Payment Market Size, Growth and Bank Market Share Comparison¹





 Bank market share loss in cross-border consumer payments is the future of B2B cross-border payments

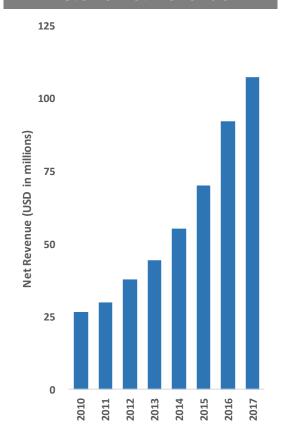


FleetCor Strategic Rationale Immediate cash EPS accretion, with long term EPS growth **EPS** accretion potential Entry into the 2. US\$145 billion revenue market B2B crossborder payments • Banks have >95% share today in B2B cross-border payments ... market vs. 60-70% share in consumer cross-border payments Allows FLEETCOR to offer both domestic and international AP 3. Enhanced global payment solutions ... a differentiating solution corporate payments Substantial synergies by integrating Comdata's domestic AP capabilities automation and virtual card solutions into Cambridge's client base



Cambridge's prospects for continued revenue & earnings growth are promising

Historic Net Revenue¹



Cambridge Financials

- 2017 revenue forecast of ~USD\$125m
- 2017 EBITDA forecast of ~USD\$48-50m

Drivers 2017 & Beyond

- Global cross-border payment growth of 7% (2-3x GDP)
- Market share gain vs. banks via:
 - SMB distribution focus
 - Superior service/ specialists
 - Superior technology/ systems integration
- Cross-selling of domestic and international AP payment capabilities to Cambridge's and Comdata's existing clients

¹ Fiscal years ended 2/28 ... constant FX of 0.75 USD / CAD