



REPAY[®]

Realtime Electronic Payments

Q3 2022 Earnings Supplement

November 2022

Disclaimer

Repay Holdings Corporation ("REPAY" or the "Company") is required to file annual, quarterly and current reports, proxy statements and other information with the Securities and Exchange Commission ("SEC") Such filings, which you may obtain for free at the SEC's website at <http://www.sec.gov>, discuss some of the important risk factors that may affect REPAY's business, results of operations and financial condition.

On July 11, 2019 (the "Closing Date"), Thunder Bridge Acquisition Ltd. ("Thunder Bridge") and Hawk Parent Holdings LLC ("Hawk Parent") completed their previously announced business combination (the "Business Combination") under which Thunder Bridge acquired Hawk Parent, upon which Thunder Bridge changed its name to Repay Holdings Corporation. Unless otherwise indicated, information provided in this presentation (a) that relates to any period ended prior to the Closing Date reflects that of Hawk Parent prior to the Business Combination, and (b) that relates to any period ended December 31, 2019 reflects the combination of (i) Hawk Parent for the periods from January 1, 2019 through July 10, 2019 and (ii) REPAY for the period from the Closing Date through December 31, 2019. Such combination reflects a simple arithmetic addition of the relevant periods. The historical financial information of Thunder Bridge prior to the Business Combination has not been reflected in any financial information of Hawk Parent.

Forward-Looking Statements

This presentation (the "Presentation") contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such statements include, but are not limited to, statements about future financial and operating results, REPAY's plans, objectives, expectations and intentions with respect to future operations, products and services; and other statements identified by words such as "will likely result," "are expected to," "will continue," "is anticipated," "estimated," "believe," "intend," "plan," "projection," "outlook" or words of similar meaning. These forward-looking statements include, but are not limited to, REPAY's 2022 outlook and other financial guidance, expected demand on REPAY's product offering, including further implementation of electronic payment options and statements regarding REPAY's market and growth opportunities, and REPAY's business strategy and the plans and objectives of management for future operations. Such forward-looking statements are based upon the current beliefs and expectations of REPAY's management and are inherently subject to significant business, economic and competitive uncertainties and contingencies, many of which are difficult to predict and generally beyond REPAY's control. In addition to factors previously disclosed in REPAY's reports filed with the SEC, including its Annual Report on Form 10-K for the year ended December 31, 2021, the following factors, among others, could cause actual results and the timing of events to differ materially from the anticipated results or other expectations expressed in the forward-looking statements: exposure to economic conditions and political risk affecting the consumer loan market, the receivables management industry and consumer and commercial spending, including inflationary pressures, general economic slowdown or recession; the impacts of the ongoing COVID-19 pandemic, including the continued emergence of new variants, and the actions taken to control or mitigate its spread; a delay or failure to integrate and/or realize the benefits of REPAY's recent acquisitions; changes in the payment processing market in which REPAY competes, including with respect to its competitive landscape, technology evolution or regulatory changes; changes in the vertical markets that REPAY targets, including the regulatory environment applicable to REPAY's clients; the ability to retain, develop and hire key personnel; risks relating to REPAY's relationships within the payment ecosystem; risk that REPAY may not be able to execute its growth strategies, including identifying and executing acquisitions; risks relating to data security; changes in accounting policies applicable to REPAY; and the risk that REPAY may not be able to maintain effective internal controls. Actual results, performance or achievements may differ materially, and potentially adversely, from any projections and forward-looking statements and the assumptions on which those forward-looking statements are based. There can be no assurance that the data contained herein is reflective of future performance to any degree. You are cautioned not to place undue reliance on forward-looking statements as a predictor of future performance. All information set forth herein speaks only as of the date hereof in the case of information about REPAY or the date of such information in the case of information from persons other than REPAY, and REPAY disclaims any intention or obligation to update any forward-looking statements as a result of developments occurring after the date of this Presentation. Forecasts and estimates regarding our industry and end markets are based on sources REPAY believes to be reliable, however there can be no assurance these forecasts and estimates will prove accurate in whole or in part. Annualized, pro forma, projected and estimated numbers are used for illustrative purpose only, are not forecasts and may not reflect actual results.

Industry and Market Data

The information contained herein also includes information provided by third parties, such as market research firms. Neither of REPAY nor its affiliates and any third parties that provide information to REPAY, such as market research firms, guarantee the accuracy, completeness, timeliness or availability of any information. Neither REPAY nor its affiliates and any third parties that provide information to REPAY, such as market research firms, are responsible for any errors or omissions (negligent or otherwise), regardless of the cause, or the results obtained from the use of such content. Neither REPAY nor its affiliates give any express or implied warranties, including, but not limited to, any warranties of merchantability or fitness for a particular purpose or use, and they expressly disclaim any responsibility or liability for direct, indirect, incidental, exemplary, compensatory, punitive, special or consequential damages, costs, expenses, legal fees or losses (including lost income or profits and opportunity costs) in connection with the use of the information herein.

Non-GAAP Financial Measures

This Presentation includes certain non-GAAP financial measures that REPAY's management uses to evaluate its operating business, measure its performance and make strategic decisions. Adjusted EBITDA is a non-GAAP financial measure that represents net income prior to interest expense, tax expense, depreciation and amortization, as adjusted to add back certain charges deemed to not be part of normal operating expenses, non-cash and/or non-recurring charges, such as loss on extinguishment of debt, loss on termination of interest rate hedge, non-cash change in fair value of contingent consideration, non-cash change in fair value of assets and liabilities, share-based compensation charges, transaction expenses, restructuring and other strategic initiative costs and other non-recurring charges. Adjusted Net Income is a non-GAAP financial measure that represents net income prior to amortization of acquisition-related intangibles, as adjusted to add back certain charges deemed to not be part of normal operating expenses, non-cash and/or non-recurring charges, such as loss on extinguishment of debt, loss on termination of interest rate hedge, non-cash change in fair value of contingent consideration, non-cash change in fair value of assets and liabilities, share-based compensation expense, transaction expenses, restructuring and strategic initiative costs and other non-recurring charges, non-cash interest expense, net of tax effect associated with these adjustments. Adjusted Net Income is adjusted to exclude amortization of all acquisition-related intangibles as such amounts are inconsistent in amount and frequency and are significantly impacted by the timing and/or size of acquisitions. Management believes that the adjustment of acquisition-related intangible amortization supplements GAAP financial measures because it allows for greater comparability of operating performance. Although management excludes amortization from acquisition-related intangibles from REPAY's non-GAAP expenses, management believes that it is important for investors to understand that such intangibles were recorded as part of purchase accounting and contribute to revenue generation. Organic gross profit growth is a non-GAAP financial measure that represents year-on-year gross profit growth that excludes incremental gross profit attributable to acquisitions made in the applicable prior period or any subsequent period. Adjusted Free Cash Flow is a non-GAAP financial measure that represents net cash flow provided by operating activities less total capital expenditures, as adjusted to add back certain charges deemed to not be part of normal operating expenses and/or non-recurring charges, such as transaction expenses, restructuring and other strategic initiative costs and other non-recurring charges. REPAY believes that Adjusted EBITDA, Adjusted Net Income, organic gross profit growth and Adjusted Free Cash Flow provide useful information to investors and others in understanding and evaluating its operating results in the same manner as management. However, Adjusted EBITDA, Adjusted Net Income, organic gross profit growth and Adjusted Free Cash Flow are not financial measures calculated in accordance with GAAP and should not be considered as a substitute for net income, operating profit, or any other operating performance measure calculated in accordance with GAAP. Using these non-GAAP financial measures to analyze REPAY's business has material limitations because the calculations are based on the subjective determination of management regarding the nature and classification of events and circumstances that investors may find significant. In addition, although other companies in REPAY's industry may report measures titled Adjusted EBITDA, Adjusted Net Income, organic gross profit growth, Adjusted Free Cash Flow or similar measures, such non-GAAP financial measures may be calculated differently from how REPAY calculates its non-GAAP financial measures, which reduces their overall usefulness as comparative measures. Because of these limitations, you should consider Adjusted EBITDA, Adjusted Net Income, organic gross profit growth and Adjusted Free Cash Flow alongside other financial performance measures, including net income and REPAY's other financial results presented in accordance with GAAP.



REPAY
Realtime Electronic Payments

1 | Financial Update & Outlook

REPAY
Realtime Electronic Payments

Instant Funding | Take a Payment | Account Lookup | Reports | User Management | SMS | UI Configuration | File Management | Mari Croghan

Scheduled Payment Occurrences

Gas Energy 11/02/2021 12:00AM to 12/04/2021 00:00AM ACCOUNT # Search Filter

Status: Paid Pending

Date Scheduled	Account #	Amount	Payment Method	Status	Date Processed	Date Created	
02/14/2021	L137812623	\$67.08	ACH	Paid	02/14/2021 09:00AM	02/09/2021 02:18PM	View Details
02/12/2021	L30213812802	\$14.10	Card	Paid	02/12/2021 01:02AM	01/21/2021 06:15AM	View Details
01/23/2021	L10013624502	\$34.10	Card	Paid	01/22/2021 05:01AM	01/21/2021 06:14AM	View Details
01/15/2021	L10013624502	\$34.10	ACH	Paid	01/15/2021 05:02AM	12/31/2020 12:11PM	View Details



We remain positioned for another year
of growth in 2022

We will continue to take advantage of the many secular trends
towards frictionless digital payments that have been, and will
continue to be, a tailwind driving our business

Third Quarter 2022 Financial Highlights

REPAY's Unique Model Translates Into a Highly Attractive Financial Profile



CARD PAYMENT
VOLUME

\$6.4Bn
(+15%)



REVENUE

\$71.6MM
(+17%)



GROSS PROFIT⁽¹⁾

\$54.9MM
(+20%)
(+15% organic)⁽²⁾



ADJUSTED EBITDA

\$31.7MM
(+30%)

(Represents YoY Growth)

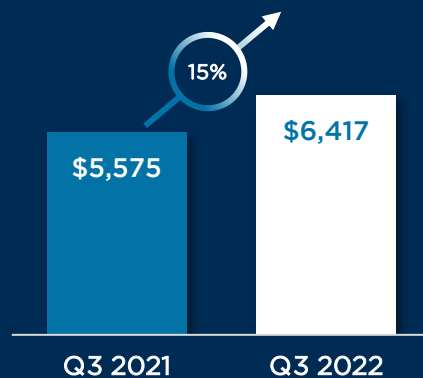
1) Gross profit represents revenue less costs of services

2) Represents organic gross profit growth (a non-GAAP financial measure). See slide 21 for additional details

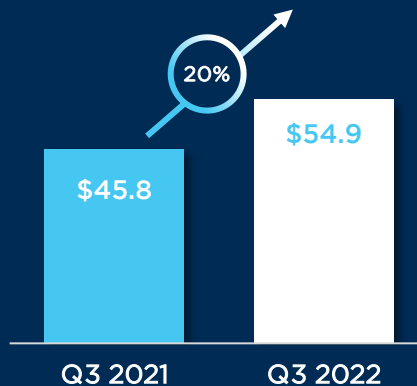
Financial Update – Q3 2022 (\$MM)



Card Payment Volume



Gross Profit⁽¹⁾



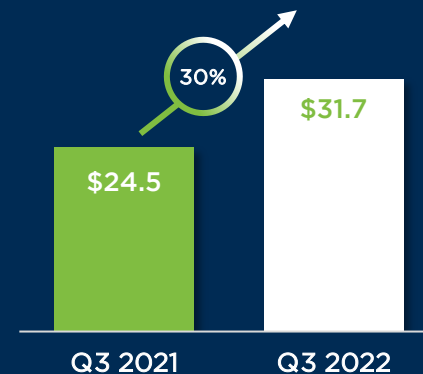
% Margin

75%

77%



Adjusted EBITDA



% Margin

40%

44%

1) Gross profit represents revenue less costs of services

Strong Liquidity Position as of September 30, 2022



Liquidity	
Cash on Hand	\$64 MM
Revolver Capacity	\$165 MM
Total Liquidity	\$229 MM

Focused on Maintaining Significant Liquidity

- Preserve liquidity and profitability through:
 - Implemented targeted hiring freeze
 - Limited discretionary expenses
 - Negotiations with vendors
- Business continues to show high cash flow conversion
- Continued investments in organic and inorganic growth

Leverage	
Total Debt	\$460 MM
Cash on Hand	\$64 MM
Net Debt	\$396 MM
PF Net Leverage⁽¹⁾	3.4x

Committed to Prudently Managing Leverage

- Proceeds from concurrent convertible notes and follow-on equity offerings used to refinance existing term loan
 - No interest payments, no principal due until maturity in 2026 (if not converted)
- \$185 million revolver facility provides flexibility for further acquisitions
 - Secured net leverage covenant is max of 2.5x (definitionally excludes convertible notes balance)
 - Drew \$20 million to fund Payix acquisition

1) Based on LTM September 2022 PF adjusted EBITDA, pro forma for adjusted EBITDA contribution of Payix

FY 2022 Outlook

REPAY reiterates its previously provided guidance for full year 2022,
as shown below



CARD PAYMENT VOLUME

\$25.0 – \$26.3Bn



REVENUE

\$268 – \$286MM



GROSS PROFIT

\$204 – \$216MM



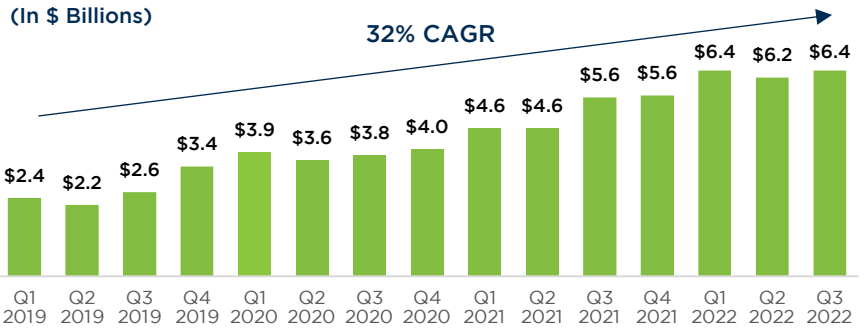
ADJUSTED EBITDA

\$118 – \$126MM

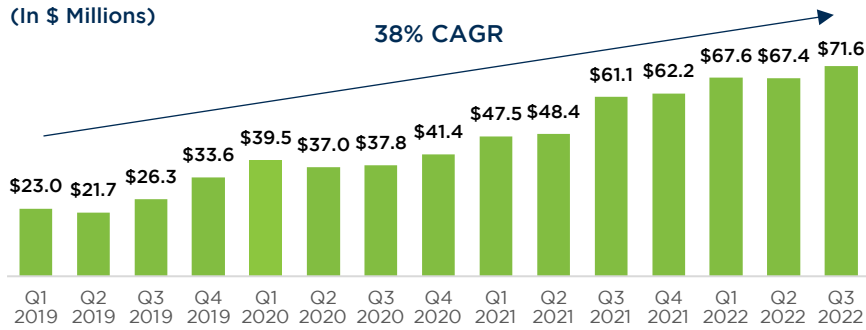
Note: REPAY does not provide quantitative reconciliation of forward-looking, non-GAAP financial measures such as forecasted 2022 Adjusted EBITDA to the most directly comparable GAAP financial measure because it is difficult to reliably predict or estimate the relevant components without unreasonable effort due to future uncertainties that may potentially have significant impact on such calculations, and providing them may imply a degree of precision that would be confusing or potentially misleading.

History of Sustained Growth Across All Key Metrics...

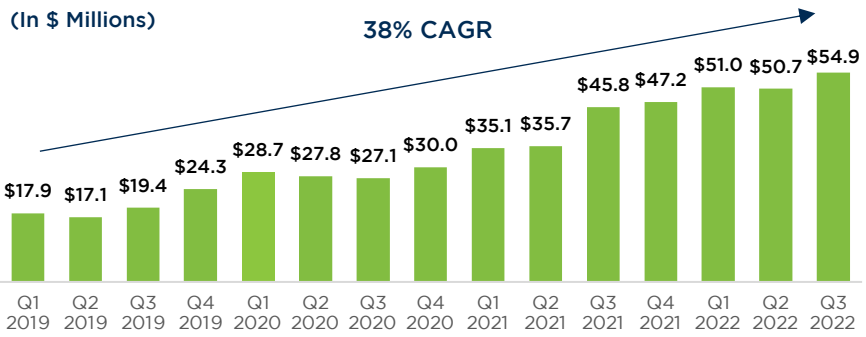
Card Payment Volume



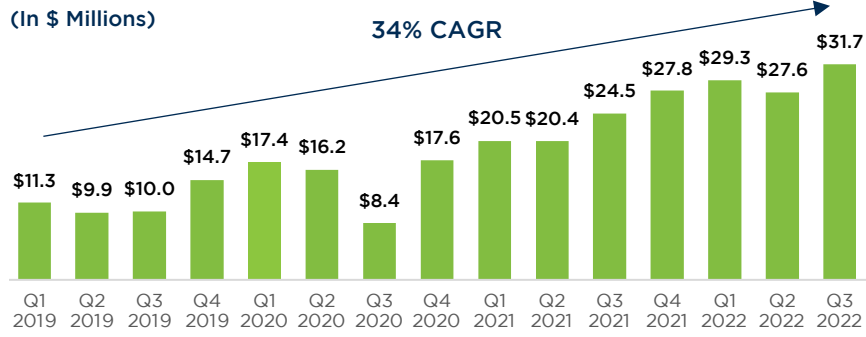
Revenue



Gross Profit



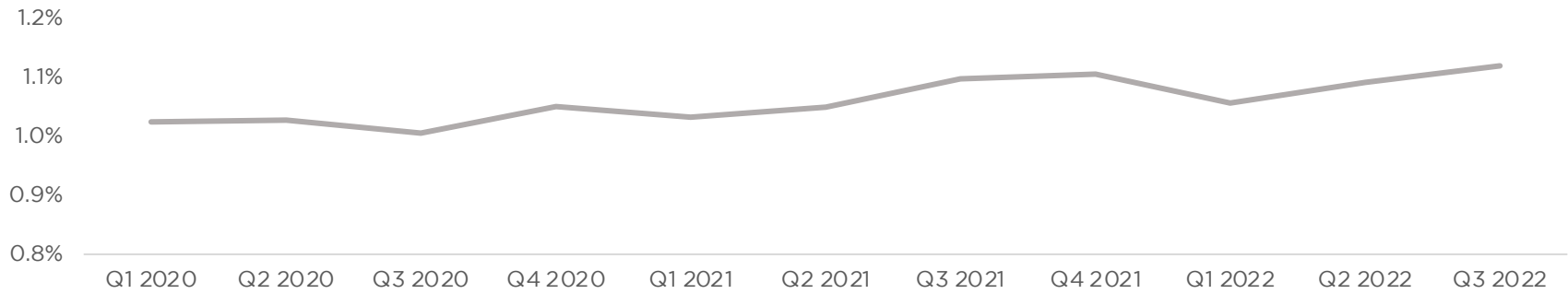
Adjusted EBITDA⁽¹⁾



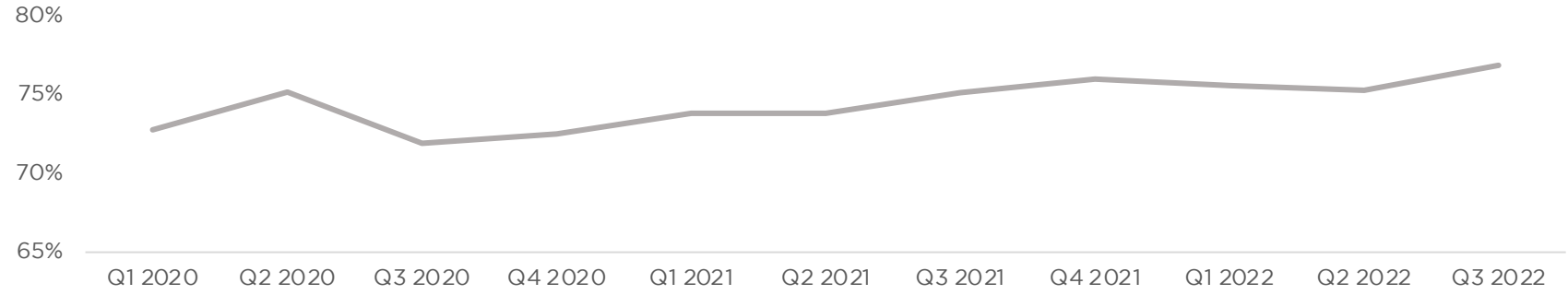
1) Certain periods experienced large declines due to a historical accounting presentation change

...With Expanding Take Rates and Gross Profit Margins

Revenue Take Rates⁽¹⁾



Gross Profit Margins



1) Revenue take rate defined as revenue divided by card payment volume

REPAY

Realtime Electronic Payments

2

Strategy & Business Updates



With Our Q3 2022 Performance We See Multiple Levers to Continue to Drive Growth

20%

Q3 2022
Gross Profit
Growth

Majority of growth
derived from further
penetration of existing
client base

REPAY's leading platform & attractive market opportunity position it to build on its record of robust growth & profitability

EXECUTE ON EXISTING BUSINESS



Expand Usage and
Increase Adoption



Acquire New Clients in
Existing Verticals



Operational Efficiencies

BROADENING ADDRESSABLE MARKET AND SOLUTIONS



Future Market Expansion
Opportunities



Strategic M&A

Executing on Growth Plan

EXPANDING EXISTING BUSINESS

236 SOFTWARE PARTNER RELATIONSHIPS⁽¹⁾, INCLUDING:

B2B CROSS BORDER



LOAN REPAYMENT / ARM / CREDIT



B2B AR / VIRTUAL CARD / AP AUTOMATION



MORTGAGE PAYMENTS



ADDED NEW CUSTOMERS VIA DIRECT SALESFORCE ACROSS ALL VERTICALS

Partnered with **Veem** to expand ability to deliver cross-border payment options

Further product expansion in loan repayments, through partnership with **Finicity**

Ended Q3 2022 with 227 total credit union customers

VISA ACCEPTANCE FASTTRACK PROGRAM



BROADEN ADDRESSABLE MARKET AND SOLUTIONS

Expanded TAM to ~\$5.3 trillion⁽²⁾ through strategic M&A, including our acquisitions of BillingTree, Kontrol Payables and Payix

Continued to grow existing relationships and add new names to our **Buy Now Pay Later** pipeline

Completed concurrent common stock and convertible notes offerings in Q1 2021, as well as amended our revolving credit facility - providing the Company with **ample liquidity of \$229 million** to pursue deals

Engaged ~45 software developers thus far through relationship with Protego to **enhance and accelerate new product and research & development capabilities**

1) As of September 30, 2022; certain logos added post this date

2) Third-party research and management estimates as of 9/30/2022

REPAY's Growing B2B Payments Business

Combined AR and AP automation solution provides a compelling value proposition to clients

\$3.4Tn

TOTAL
ADDRESSABLE
MARKET⁽¹⁾

15+

VERTICAL
END MARKETS

~\$6.0Bn

ANNUALIZED
PAYMENT
VOLUME⁽²⁾

~3,900

CLIENTS

~147K

SUPPLIER
NETWORK

~85

B2B
INTEGRATED
SOFTWARE
PARTNERS

B2B Merchant Acquiring

- \$1.2Tn total addressable market
- Integrations with leading ERP platforms, serving a highly diversified client base across a wide range of industry verticals
- Expanded into B2B vertical via APS acquisition
- Cross sell initiative happening within Sage and Acumatica ERPs to add AP solutions

B2B AP Automation


- \$2.2Tn total addressable market
- Fully integrated AP automation platform with electronic payment capabilities including virtual cards and ACH
- Expanded into AP automation vertical via cPayPlus, CPS, and Kontrol acquisitions
- Entered the B2B healthcare space through Ventanex acquisition

1) Third-party research and management estimates as of 9/30/22

2) Volume includes merchant acquiring credit and debit card, virtual card, and enhanced ACH

Powerful B2B Offering

ACCOUNTS RECEIVABLE AUTOMATION

-  Deep ERP Integrations
-  Multiple Payment Methods
-  Tracking and Reconciliation
-  Highly Secure



ACCOUNTS PAYABLE AUTOMATION

-  Automated Reporting and Reconciliation
-  Multiple Payment Options Including Virtual Card and Cross Border
-  Vendor Management
-  Customer Rebates

REPRESENTATIVE CLIENTS



One-stop-shop B2B payments solutions provider



REPAY[™]
Realtime Electronic Payments

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Appendix

Q3 2022 Financial Update

(\$MM)	THREE MONTHS ENDED SEPTEMBER 30		CHANGE	
	2022	2021	AMOUNT	%
Card Payment Volume	\$6,416.8	\$5,574.7	\$842.2	15%
Revenue	\$71.6	\$61.1	\$10.4	17%
Costs of Services	16.6	15.3	1.3	9%
Gross Profit⁽¹⁾	\$54.9	\$45.8	\$9.1	20%
SG&A ⁽²⁾	24.2	28.7	(4.5)	16%
EBITDA	\$30.7	\$17.1	\$13.6	79%
Depreciation and Amortization	24.7	25.9	(1.2)	(5%)
Interest Expense	1.1	0.8	0.4	48%
Income Tax Expense (Benefit)	(0.5)	(2.3)	1.8	NM
Net Income (Loss)	\$5.4	(\$7.3)	\$12.7	174%
Adjusted EBITDA⁽³⁾	\$31.7	\$24.5	\$7.2	30%
Adjusted Net Income⁽⁴⁾	\$22.8	\$17.1	\$5.7	33%

1) Gross Profit is defined as Revenue less Costs of Services

2) SG&A includes expense associated with the change in fair value of tax receivable liability, change in fair value of contingent consideration, and other income / expenses

3) See "Adjusted EBITDA Reconciliation" on slide 17 for reconciliation of Adjusted EBITDA to its most comparable GAAP measure

4) See "Adjusted Net Income Reconciliation" on slide 18 for reconciliation of Adjusted Net Income to its most comparable GAAP measure

Adjusted EBITDA Reconciliation

(\$MM)	Q3 2022	Q3 2021
Net Income (Loss)	\$5.4	(\$7.3)
Interest Expense	1.1	0.8
Depreciation and Amortization⁽¹⁾	24.7	25.9
Income Tax Expense (Benefit)	(0.5)	(2.3)
EBITDA	\$30.7	\$17.1
Non-cash change in fair value of contingent consideration⁽²⁾	(0.3)	(1.6)
Non-cash change in fair value of assets and liabilities⁽³⁾	(11.4)	(3.4)
Share-based compensation expense⁽⁴⁾	5.3	5.6
Transaction expenses⁽⁵⁾	4.1	4.4
Restructuring and other strategic initiative costs⁽⁶⁾	1.5	1.4
Other non-recurring charges⁽⁷⁾	1.9	1.0
Adjusted EBITDA	\$31.7	\$24.5

- 1) For the three months ended September 30, 2022, reflects amortization of client relationships, non-compete agreement, software, and channel relationship intangibles acquired through the business combination with Thunder Bridge, and client relationships, non-compete agreement, and software intangibles acquired through REPAY's acquisitions of TriSource Solutions, APS Payments, Ventanex, cPayPlus, CPS Payments, BillingTree, Kontrol Payables and Payix. For the three months ended September 30, 2021 reflects amortization of client relationships, non-compete agreement, software, and channel relationship intangibles acquired through the business combination, and client relationships, non-compete agreement, and software intangibles acquired through REPAY's acquisitions of TriSource Solutions, APS Payments, Ventanex, cPayPlus, CPS, BillingTree, and Kontrol Payables. This adjustment excludes the amortization of other intangible assets which were acquired in the regular course of business, such as capitalized internally developed software and purchased software. See additional information below for an analysis of amortization expenses.
- 2) Reflects the changes in management's estimates of future cash consideration to be paid in connection with prior acquisitions from the amount estimated as of the most recent balance sheet date.
- 3) Reflects the changes in management's estimates of the fair value of the liability relating to the Tax Receivable Agreement.
- 4) Represents compensation expense associated with equity compensation plans, totaling \$5.3 million and \$5.6 million the three months ended September 30, 2022 and 2021, respectively.
- 5) Primarily consists of (i) during the three months ended September 30, 2022, professional service fees and other costs incurred in connection with the acquisitions of BillingTree, Kontrol Payables and Payix, and (ii) during the three months ended September 30, 2021, professional service fees and other costs incurred in connection with the acquisition of Ventanex, cPayPlus, CPS, BillingTree and Kontrol Payables, as well as professional service expenses related to the January 2021 equity and convertible notes offerings.
- 6) Reflects consulting fees related to processing services and other operational improvements, including restructuring and integration activities related to acquired businesses, that were not in the ordinary course during the three months ended September 30, 2022 and 2021.
- 7) For the three months ended September 30, 2022 and 2021, reflects payments made to third-party recruiters in connection with a significant expansion of our personnel, franchise taxes and other non-income based taxes, extraordinary refunds to clients and other payments related to COVID-19, and non-cash rent expense. Additionally, for the three months ended September 30, 2022, reflects loss on disposal of fixed assets.

Adjusted Net Income Reconciliation

(\$MM)	Q3 2022	Q3 2021
Net Income (Loss)	\$5.4	(\$7.3)
Amortization of acquisition-related intangibles ⁽¹⁾	20.8	23.4
Non-cash change in fair value of contingent consideration ⁽²⁾	(0.3)	(1.6)
Non-cash change in fair value of assets and liabilities ⁽³⁾	(11.4)	(3.4)
Share-based compensation expense ⁽⁴⁾	5.3	5.6
Transaction expenses ⁽⁵⁾	4.1	4.4
Restructuring and other strategic initiative costs ⁽⁶⁾	1.5	1.4
Other non-recurring charges ⁽⁷⁾	1.9	1.0
Non-cash interest expense ⁽⁸⁾	0.7	0.7
Pro forma taxes at effective rate ⁽⁹⁾	(5.2)	(7.0)
Adjusted Net Income	\$22.8	\$17.1

- 1) For the three months ended September 30, 2022, reflects amortization of client relationships, non-compete agreement, software, and channel relationship intangibles acquired through the business combination with Thunder Bridge, and client relationships, non-compete agreement, and software intangibles acquired through REPAY's acquisitions of TriSource Solutions, APS Payments, Ventanex, cPayPlus, CPS Payments, BillingTree, Kontrol Payables and Payix. For the three months ended September 30, 2021 reflects amortization of client relationships, non-compete agreement, software, and channel relationship intangibles acquired through the business combination, and client relationships, non-compete agreement, and software intangibles acquired through REPAY's acquisitions of TriSource Solutions, APS Payments, Ventanex, cPayPlus, CPS, BillingTree, and Kontrol Payables. This adjustment excludes the amortization of other intangible assets which were acquired in the regular course of business, such as capitalized internally developed software and purchased software. See additional information below for an analysis of amortization expenses.
- 2) Reflects the changes in management's estimates of future cash consideration to be paid in connection with prior acquisitions from the amount estimated as of the most recent balance sheet date.
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- 6) Reflects consulting fees related to processing services and other operational improvements, including restructuring and integration activities related to acquired businesses, that were not in the ordinary course during the three months ended September 30, 2022 and 2021.
- 7) For the three months ended September 30, 2022 and 2021, reflects payments made to third-party recruiters in connection with a significant expansion of our personnel, franchise taxes and other non-income based taxes, extraordinary refunds to clients and other payments related to COVID-19, and non-cash rent expense. Additionally, for the three months ended September 30, 2022, reflects loss on disposal of fixed assets.
- 8) Represents amortization of non-cash deferred debt issuance costs.
- 9) Represents pro forma income tax adjustment effect associated with items adjusted above.

Adjusted Free Cash Flow Reconciliation

(\$MM)	Q3 2022	Q3 2021
Net Cash provided by Operating Activities	\$19.4	\$14.6
Capital expenditures		
Cash paid for property and equipment	(0.8)	(0.9)
Cash paid for intangible assets ⁽¹⁾	(8.7)	(5.2)
Total capital expenditures	(9.5)	(6.1)
Free Cash Flow	\$10.0	\$8.5
Adjustments		
Transaction expenses ⁽²⁾	4.1	4.4
Restructuring and other strategic initiative costs ⁽³⁾	1.5	1.4
Other non-recurring charges ⁽⁴⁾	1.9	1.0
Adjusted Free Cash Flow	\$17.5	\$15.3

- 1) Excludes acquisition costs that are capitalized as channel relationships.
- 2) Primarily consists of (i) during the three months ended September 30, 2022, professional service fees and other costs incurred in connection with the acquisitions of BillingTree, Kontrol Payables and Payix, and (ii) during the three months ended September 30, 2021, professional service fees and other costs incurred in connection with the acquisition of Ventanex, cPayPlus, CPS, BillingTree and Kontrol Payables, as well as professional service expenses related to the January 2021 equity and convertible notes offerings.
- 3) Reflects consulting fees related to processing services and other operational improvements, including restructuring and integration activities related to acquired businesses, that were not in the ordinary course during the three months ended September 30, 2022 and 2021.
- 4) For the three months ended September 30, 2022 and 2021, reflects payments made to third-party recruiters in connection with a significant expansion of our personnel, franchise taxes and other non-income based taxes, extraordinary refunds to clients and other payments related to COVID-19, and non-cash rent expense. Additionally, for the three months ended September 30, 2022, reflects loss on disposal of fixed assets.

Depreciation and Amortization Detail

(\$MM)	Q3 2022	Q3 2021
Acquisition-related intangibles	\$20.8	\$23.4
Software	3.2	2.2
Amortization	24.1	25.6
Depreciation	0.6	0.3
Total Depreciation and Amortization	\$24.7	\$25.9

Note: Adjusted Net Income is adjusted to exclude amortization of all acquisition-related intangibles as such amounts are inconsistent in amount and frequency and are significantly impacted by the timing and/or size of acquisitions (see corresponding adjustments in the reconciliation of net income to Adjusted Net Income on slide 18). Management believes that the adjustment of acquisition-related intangible amortization supplements GAAP financial measures because it allows for greater comparability of operating performance. Although REPAY excludes amortization from acquisition-related intangibles from our non-GAAP expenses, management believes that it is important for investors to understand that such intangibles were recorded as part of purchase accounting and contribute to revenue generation. Amortization of intangibles that relate to past acquisitions will recur in future periods until such intangibles have been fully amortized. Any future acquisitions may result in the amortization of additional intangibles.

Organic Gross Profit Reconciliation

	Q3 2022A
Total Gross Profit Growth	20%
Less: Growth from Acquisitions	5%
Organic Gross Profit Growth⁽¹⁾	15%

1) Organic gross profit growth is a non-GAAP financial measure that represents year-on-year gross profit growth that excludes incremental gross profit attributable to acquisitions made in the applicable prior period (or any subsequent period)