

Investor Update

Fiscal Year 2019



Forward-looking Statements / Non-GAAP

This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are based upon management's current expectations and are subject to various risks and uncertainties including, but not limited to: The ability of the Company to stabilize and grow revenues; The acceptance of, and renewal rates for the All Access Pass; The ability of the Company to hire productive sales professionals; General economic conditions; Competition in the Company's targeted marketplace; Market acceptance of new products or services and marketing strategies; Changes in the Company's market share; Changes in the size of the overall market for the Company's products; Changes in the training and spending policies of the Company's clients, and other factors identified and discussed in the Company's most recent Annual Report on Form 10-K and other periodic reports filed with the Securities and Exchange Commission. Many of these conditions are beyond our control or influence, any one of which may cause future results to differ materially from the Company's current expectations, and there can be no assurance the Company's actual future performance will meet management's expectations. These forward-looking statements are based on management's current expectations and we undertake no obligation to update or revise these forward-looking statements to reflect events or circumstances after the date of today's presentation, except as required by law.

The Securities and Exchange Commission's Regulation G applies to any public disclosure or release of material information that includes a non-GAAP financial measure. In the event of such a disclosure or release, Regulation G requires: (i) the presentation of the most directly comparable financial measure calculated and presented in accordance with GAAP and (ii) a reconciliation of the differences between the non-GAAP financial measure presented and the most directly comparable financial measure calculated and presented in accordance with GAAP. The required presentations and reconciliations are contained herein and can be found at our website at www.franklincovey.com.

FranklinCovey uses the non-GAAP financial measure "earnings before interest, taxes, depreciation and amortization" ("EBITDA") to assess the operating results and effectiveness of the Company's ongoing training and consulting business. In addition, the Company also uses the non-GAAP financial measure "Adjusted EBITDA" as a representation of the Company's operating performance. Adjusted EBITDA is defined as pre-tax net income (loss), plus depreciation and amortization, net interest income (expense), and special charges, such as the gain on the sale of the Japan Products division in Fiscal 2010, restructuring costs, and asset impairment changes. The Company finds these non-GAAP financial measures to be useful when evaluating its operating and financial performance. These non-GAAP financial measures may not be comparable to similar measures used by other companies and should not be used as a substitute for revenue, net income (loss) or other GAAP operating measures.

Expectations for Growth in Adjusted EBITDA & Cash Flow FY19

| | FY19 GUIDANCE (IN CONSTANT CURRENCY) | FY19 ACTUAL (IN CONSTANT CURRENCY) | FY19 ACTUAL AS REPORTED |
|---|---|---|-------------------------------|
| ADJUSTED EBITDA | \$18-22M | \$21.6M | \$20.6M |
| ADJUSTED EBITDA + CHANGE IN DEFERRED REVENUE | \$30-34M | \$31.3M | \$30.3M |
| NET CASH GENERATED | \$18-22M | \$22.2M | \$22.2M |
| CASH FLOW FROM OPERATING ACTIVITIES | n/a | n/a | \$30.5M |

Note: Adjusted EBITDA is a non-GAAP financial measure; please see Appendix for additional information.

Three Factors

FACTOR 1

A PERCENT OF EVERY DOLLAR OF SALES GROWTH IS FLOWING-THROUGH TO INCREASES IN ADJUSTED EBITDA & CASH FLOW

+

FACTOR 2

SUBSCRIPTION REVENUE IS GROWING RAPIDLY, IS STICKY, AND CREATING SIGNIFICANT & DURABLE LIFETIME CUSTOMER VALUE

+

FACTOR 3

WE ARE AGGRESSIVELY TAKING ADVANTAGE OF A COMPELLING SALES FORCE EXPANSION OPPORTUNITY

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HIGH RATES OF GROWTH IN ADJUSTED EBITDA AND CASH FLOW

Targets

2022
Reported Adj EBITDA: \$45-50M
Net Cash Generated: \$44-49M

2021
Reported Adj EBITDA: \$36-41M
Net Cash Generated: \$35-39M

2020
Reported Adj EBITDA: \$27-32M
Net Cash Generated: \$25-30M

2019
Reported Adj EBITDA: \$18-22M
Net Cash Generated: \$18-22M

Note: Adjusted EBITDA and Operating SG&A are non-GAAP financial measures. Please see the appendix for additional information.

FACTOR 1

A PERCENT OF EVERY DOLLAR OF SALES GROWTH IS FLOWING-THROUGH TO INCREASES IN ADJUSTED EBITDA & CASH FLOW

- High Single Digit Revenue Growth
- High Gross Margins
- SG&A Declining as a Percent of Sales
- Accelerated Growth in Adjusted EBITDA

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FACTOR 2

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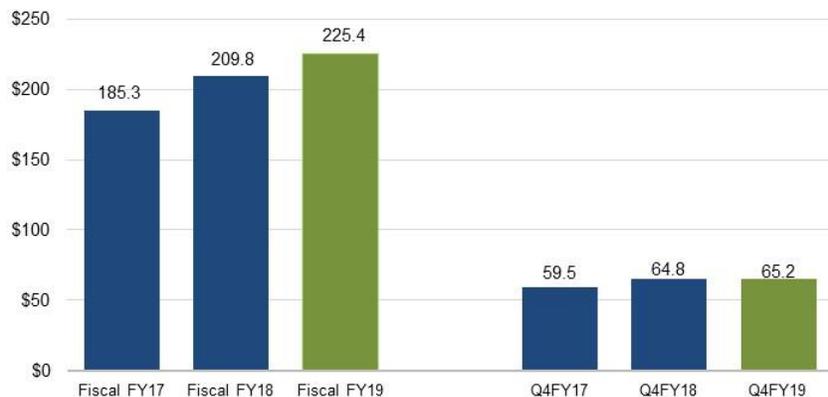
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HIGH RATES OF GROWTH IN ADJUSTED EBITDA AND CASH FLOW

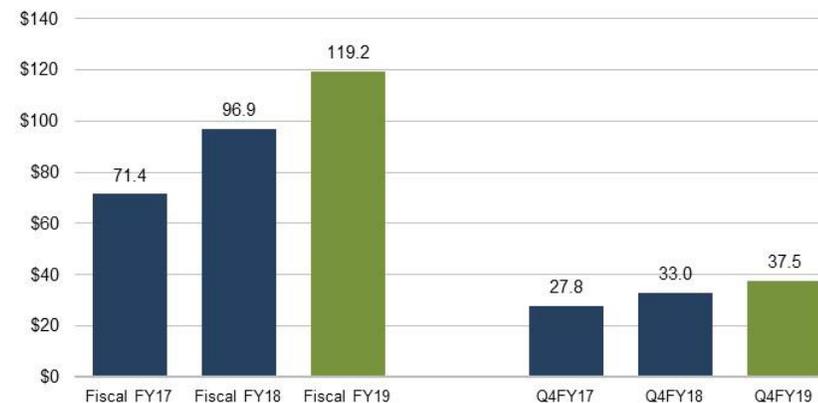
Franklin Covey: High Flow-Through of Revenue Growth

(in millions and unaudited)

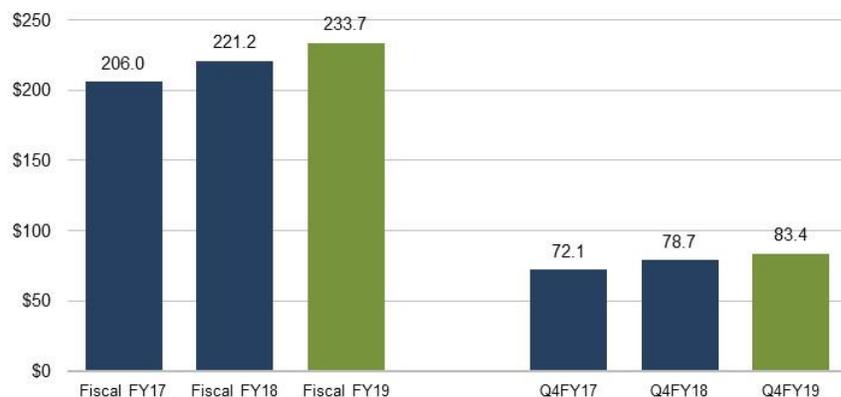
REVENUE



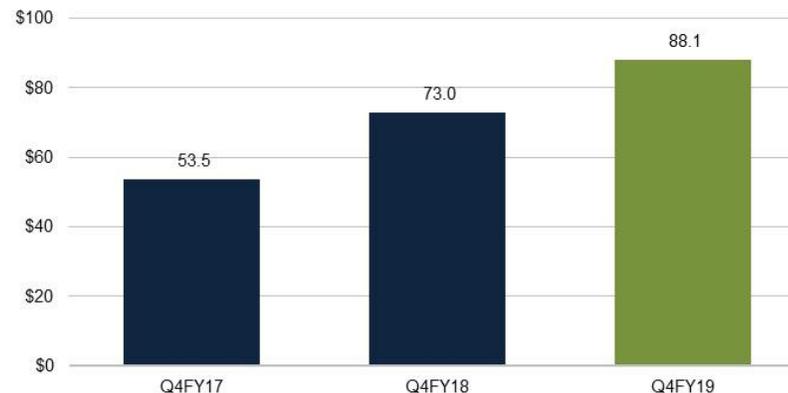
SUBSCRIPTION AND RELATED SALES



INVOICED



BILLED & UNBILLED DEFERRED REVENUE



Key Points

- Subscription accounting for the large amount of subscription sales in the 4th quarter, meant that very little of that Contracted and Invoiced Revenue is recognized in the 4th quarter.
- Fluctuations in foreign currency had a \$2.0M and \$1.0M negative impact on fiscal 2019 Reported Sales and Adjusted EBITDA, respectively. In constant currency Reported Sales grew 8.4% and Adjusted EBITDA increased 81.4%.

Franklin Covey – Financial Summary

(in millions and unaudited)

| Financial Summary | Fiscal 2019 | Fiscal 2018 | chg | % | Q4 19 | Q4 18 | Chg | % |
|------------------------|--------------|--------------|-------------|--------------|-------------|-------------|--------------|--------------|
| Sales | 225.4 | 209.8 | 15.6 | 7.4% | 65.2 | 64.8 | 0.3 | 0.5% |
| Cost of Sales | 66.0 | 61.5 | 4.6 | 7.4% | 17.7 | 17.1 | 0.6 | 3.6% |
| Gross Profit | 159.3 | 148.3 | 11.0 | 7.4% | 47.5 | 47.8 | (0.3) | -0.5% |
| Gross Profit % | 70.7% | 70.7% | 0 bps | | 72.9% | 73.7% | -79 bps | |
| Operating SG&A | 138.7 | 136.4 | 2.3 | 1.7% | 34.1 | 36.4 | (2.3) | -6.3% |
| Operating SG&A % | 61.6% | 65.0% | 348 bps | | 52.3% | 56.2% | 384 bps | |
| Adjusted EBITDA | 20.6 | 11.9 | 8.7 | 73.5% | 13.4 | 11.4 | 2.0 | 18.0% |

Key Points

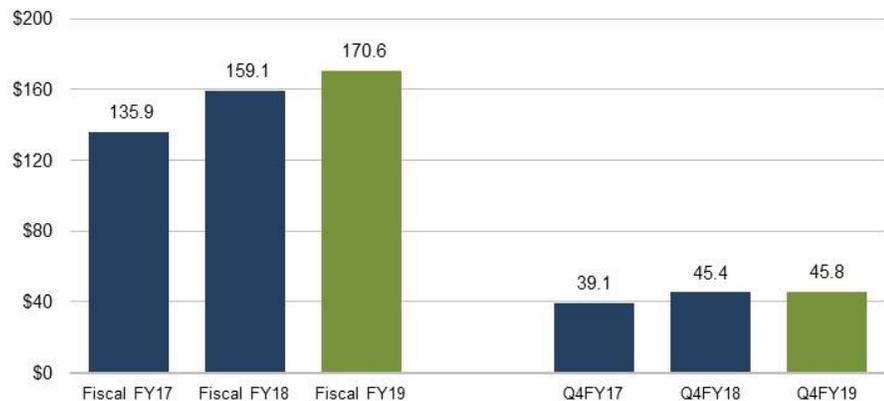
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Note: Adjusted EBITDA and Operating SG&A are non-GAAP financial measure; please see Appendix for additional information. Amounts may not total due to rounding.

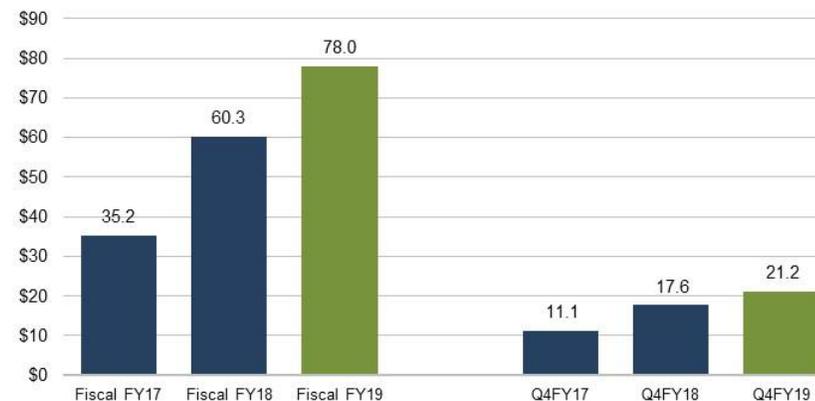
Enterprise: High Flow-Through of Revenue Growth

(in millions and unaudited)

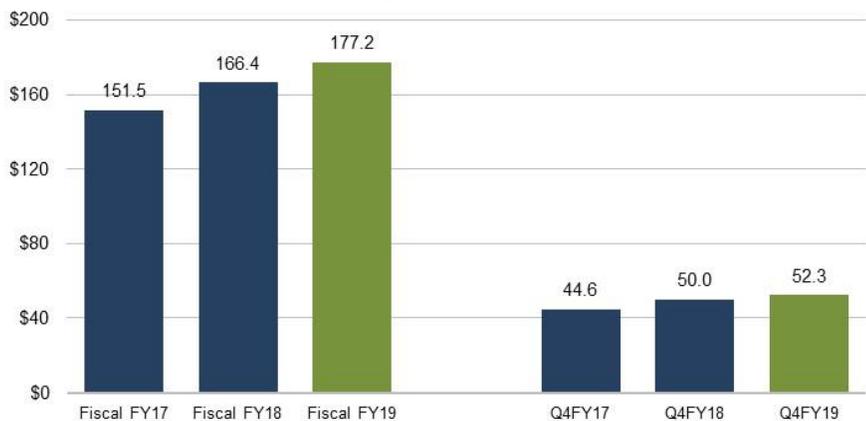
REVENUE



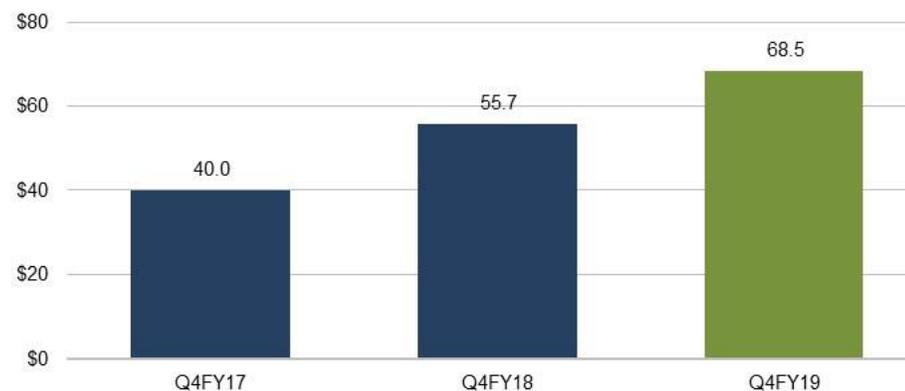
AAP AND RELATED SALES



INVOICED



BILLED & UNBILLED DEFERRED REVENUE



Key Points

- Subscription accounting for the large amount of subscription sales in the 4th quarter meant that very little of that Contracted and Invoiced Revenue is recognized in the 4th quarter.
- Fluctuations in foreign currency had a \$1.8M and \$0.8M negative impact on fiscal 2019 Reported Sales and Adjusted EBITDA, respectively. In constant currency Sales increased 8.4% and Adjusted EBITDA increased 43.5%.

Enterprise Division - Financial Summary

(in millions and unaudited)

| | Fiscal 2019 | Fiscal 2018 | Chg | % | Q4FY19 | Q4FY18 | Chg | % |
|------------------------|--------------|--------------|-------------|--------------|-------------|-------------|------------|--------------|
| Sales | 170.6 | 159.1 | 11.5 | 7.2% | 45.8 | 45.4 | 0.4 | 0.8% |
| Cost of Sales | 43.7 | 40.9 | 2.7 | 6.6% | 10.5 | 10.7 | (0.2) | -2.0% |
| Gross Profit | 127.0 | 118.2 | 8.8 | 7.5% | 35.2 | 34.7 | 0.6 | 1.7% |
| Gross Profit % | 74.4% | 74.3% | 15 bps | | 77.0% | 76.4% | 65 bps | |
| Operating SG&A | 101.5 | 99.8 | 1.6 | 1.6% | 24.6 | 26.5 | (1.9) | -7.2% |
| Operating SG&A % | 59.5% | 62.7% | 329 bps | | 53.7% | 58.3% | 465 bps | |
| Adjusted EBITDA | 25.5 | 18.3 | 7.2 | 39.2% | 10.7 | 8.2 | 2.5 | 30.5% |

Key Points

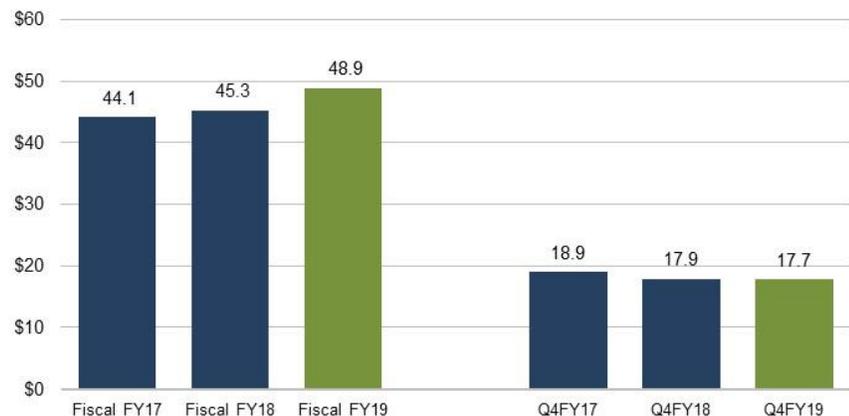
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- Fluctuations in foreign currency had a \$0.2M and \$0.2M negative impact on fiscal 2019 Reported Sales and Adjusted EBITDA, respectively. In constant currency Sales increased 8.4% and Adjusted EBITDA increased 37.0%.

Note: Adjusted EBITDA and Operating SG&A are non-GAAP financial measure; please see Appendix for additional information. Amounts may not total due to rounding.

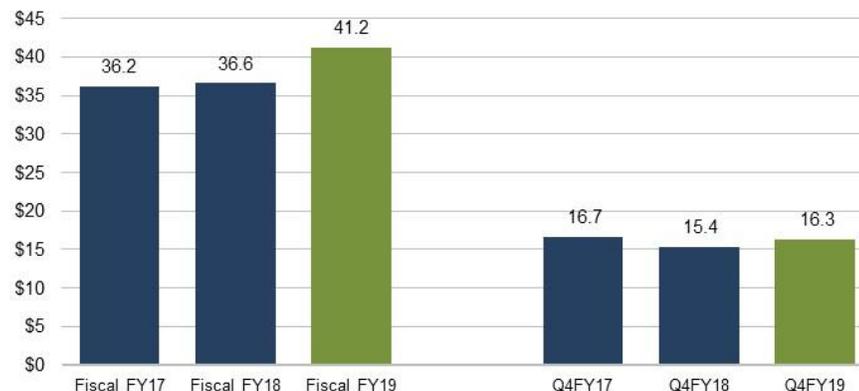
Education: High Flow-Through of Revenue Growth

(in millions and unaudited)

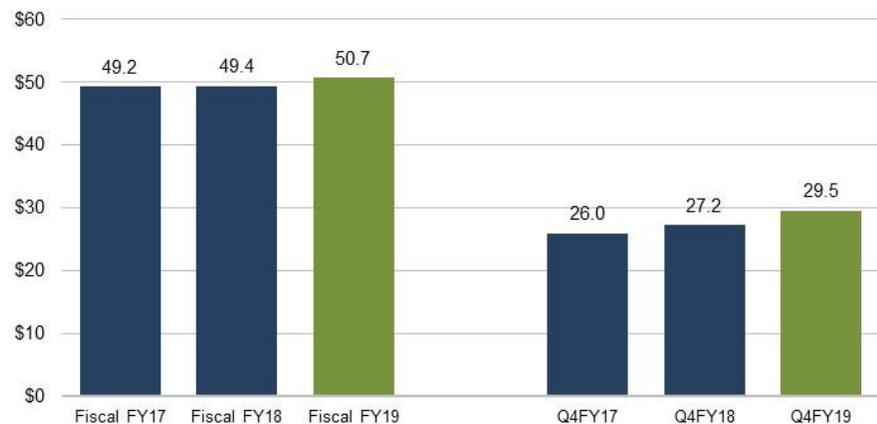
REVENUE



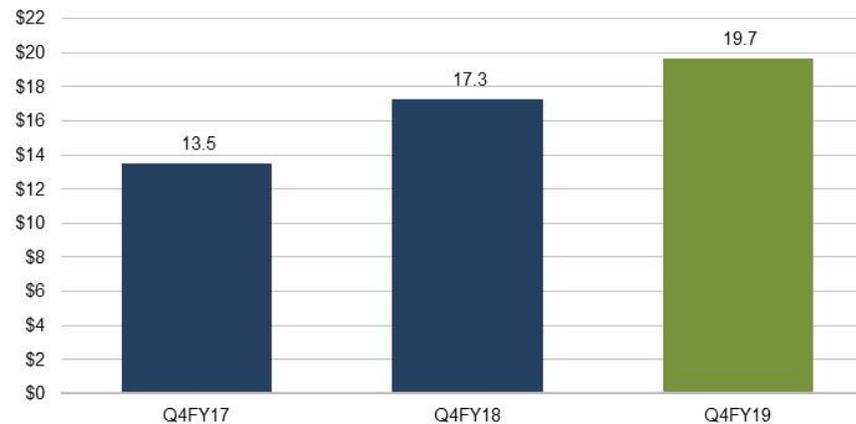
EDUCATION (LIM) SUBSCRIPTION AND RELATED SALES



INVOICED



BILLED & UNBILLED DEFERRED REVENUE



Key Points

- Subscription accounting for the large amount of subscription sales in the 4th quarter meant that very little of that Contracted and Invoiced Revenue is recognized in the 4th quarter.
- Fluctuations in foreign currency had a \$0.2M and \$0.2M negative impact on fiscal 2019 Reported Sales and Adjusted EBITDA, respectively. In constant currency Sales increased 8.4% and Adjusted EBITDA increased 37.0%.

Education Division - Financial Summary

(in millions and unaudited)

| | Fiscal 2019 | Fiscal 2018 | Chg | % | Q4FY19 | Q4FY18 | Chg | % |
|------------------------|-------------|-------------|------------|--------------|-------------|-------------|--------------|---------------|
| Sales | 48.9 | 45.3 | 3.6 | 8.0% | 17.7 | 17.9 | (0.1) | -0.6% |
| Cost of Sales | 18.5 | 16.6 | 1.9 | 11.4% | 6.0 | 5.3 | 0.7 | 14.1% |
| Gross Profit | 30.4 | 28.7 | 1.7 | 6.0% | 11.7 | 12.6 | (0.9) | -6.8% |
| Gross Profit % | 62.1% | 63.3% | -115 bps | | 66.0% | 70.4% | -440 bps | |
| Operating SG&A | 26.8 | 25.9 | 0.9 | 3.4% | 6.8 | 7.0 | (0.2) | -2.3% |
| Operating SG&A % | 54.9% | 57.3% | 244 bps | | 38.3% | 39.0% | 66 bps | |
| Adjusted EBITDA | 3.6 | 2.7 | 0.8 | 31.1% | 4.9 | 5.6 | (0.7) | -12.4% |

Key Points

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- Fluctuations in foreign currency had a \$0.2M and \$0.2M negative impact on fiscal 2019 Reported Sales and Adjusted EBITDA, respectively. In constant currency Sales increased 8.4% and Adjusted EBITDA increased 37.0%.

Note: Adjusted EBITDA and Operating SG&A are non-GAAP financial measure; please see Appendix for additional information. Amounts may not total due to rounding.

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A PERCENT OF EVERY DOLLAR OF SALES GROWTH IS FLOWING-THROUGH TO INCREASES IN ADJUSTED EBITDA & CASH FLOW

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FACTOR 2

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FACTOR 3

WE ARE AGGRESSIVELY TAKING ADVANTAGE OF A COMPELLING SALES FORCE EXPANSION OPPORTUNITY

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HIGH RATES OF GROWTH IN ADJUSTED EBITDA AND CASH FLOW

- Subscription and Related Sales Grew Rapidly
- Retained Substantially all of the Subscription & Related Revenue
- Created Significant Life-Time Customer Value

Strong Subscription Growth

23%

Total
Subscription
& Related
Revenue

29%

AAP &
Related Sales

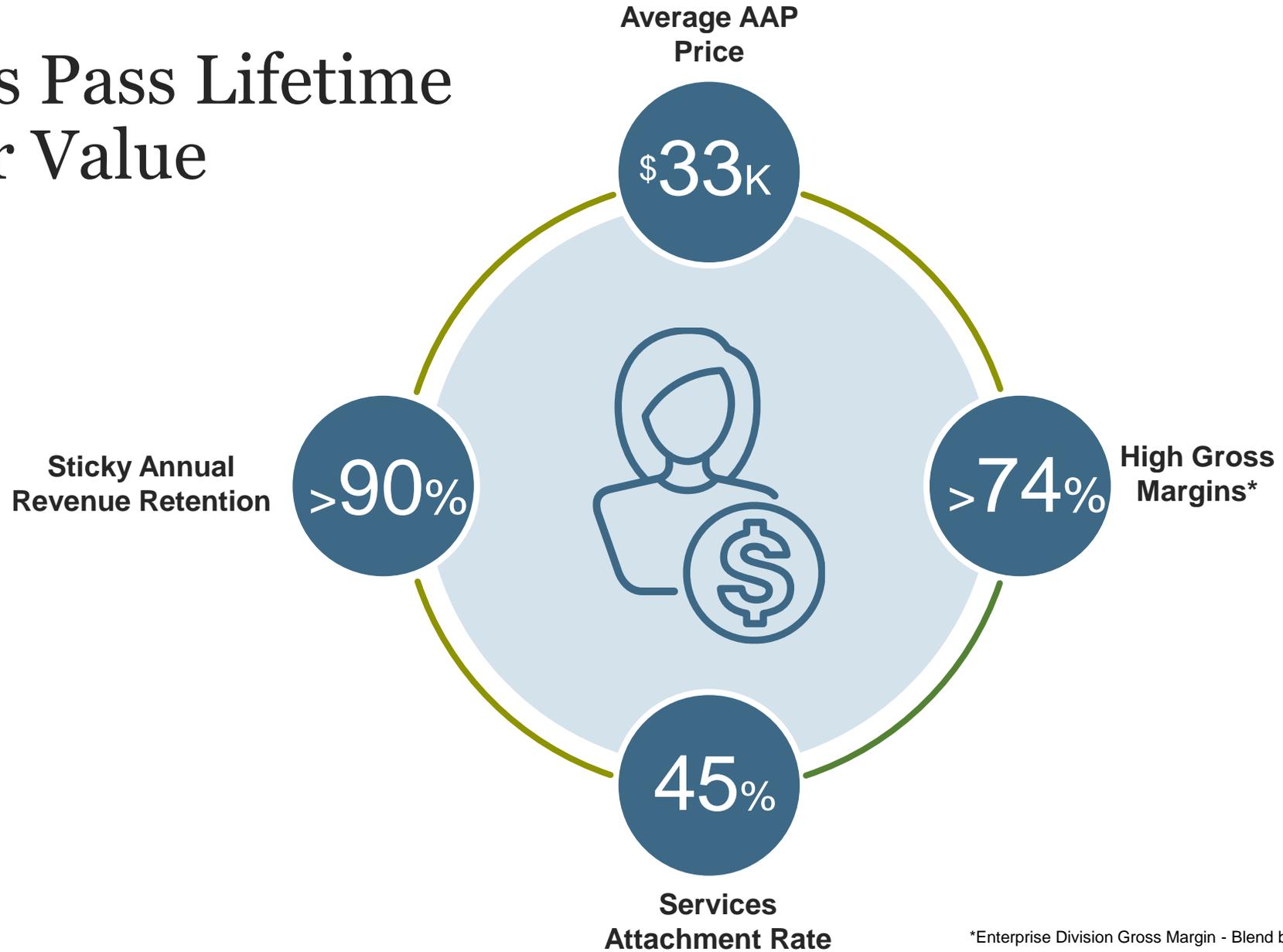
>20%

Paying
Subscribers

Quality Metrics

- Annual Revenue Retention of >90%
- Add-on Services Rate of 45%
- Relatively Large Average AAP Price of approximately \$33K
- Acquisition Costs to initial purchase price of less than 1:1

All Access Pass Lifetime Customer Value



*Enterprise Division Gross Margin - Blend between Subscription & Services

Enterprise Example

Large Financial Services Company

- Solution: Leadership Development worldwide
- Pass Size: 1,000 users
- Add-on: \$100,000
- Pass Content Addition: Unconscious Bias
- Expanded Employee Size: 10,000

All Access Pass Structurally Durable



Notes:

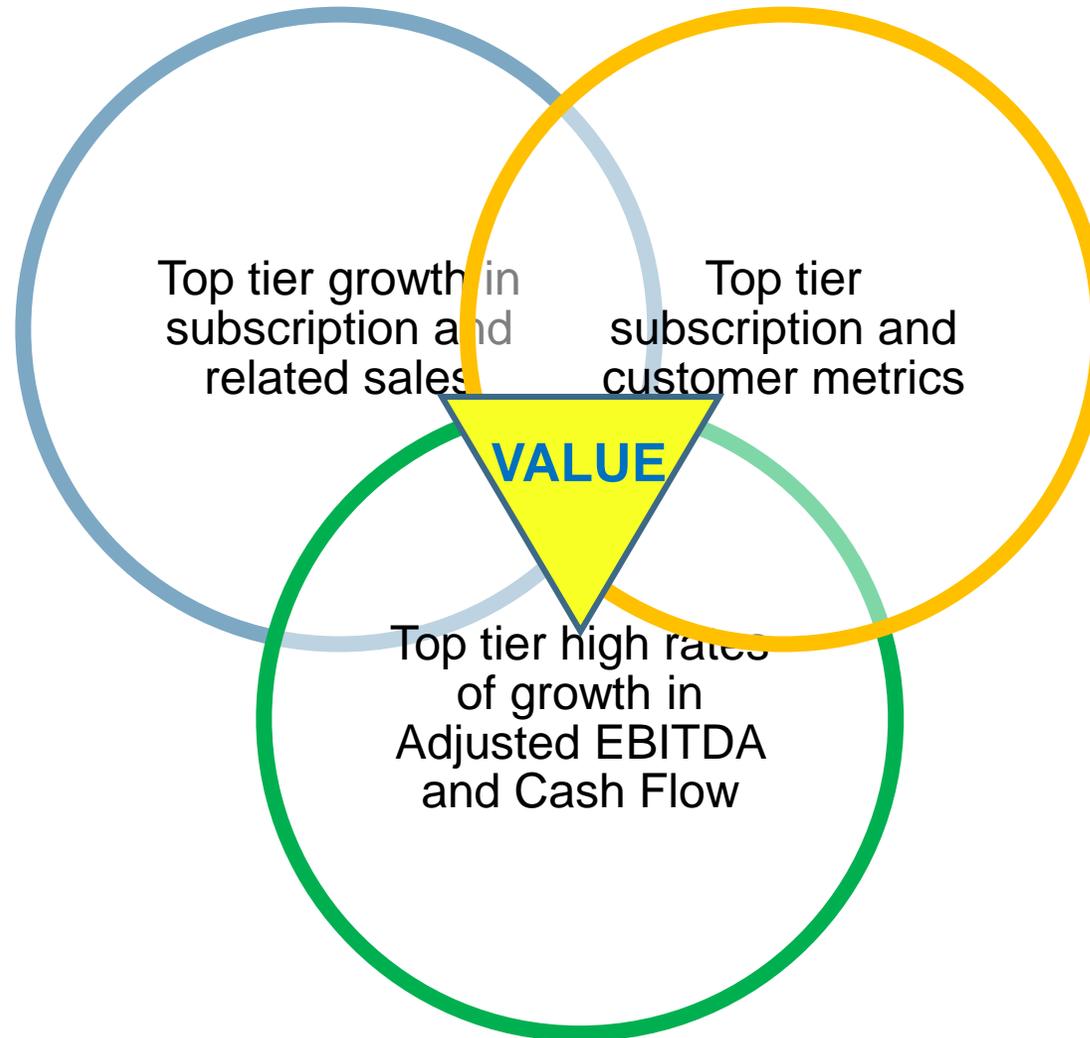
- A multi-year contract is a single contract with a duration of at least 24 months.
- Multiple single-year renewals are not counted as multi-year contracts.

Education Example

Lehigh Valley, Pennsylvania

- Hired *Leader in Me* for workforce development and to improve literacy
- Partnership between school community, business community, and the United Way
- In 2011, started with 1 school, Lincoln Elementary (450 students)
- Today, expanded to 33 schools (24,364 students)
- In next two years, plan to expand to 50+ schools (74,000+ students)

Value Creation



FACTOR 1

A PERCENT OF EVERY DOLLAR OF SALES GROWTH IS FLOWING-THROUGH TO INCREASES IN ADJUSTED EBITDA & CASH FLOW

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FACTOR 2

SUBSCRIPTION REVENUE IS GROWING RAPIDLY, IS STICKY, AND CREATING SIGNIFICANT & DURABLE LIFETIME CUSTOMER VALUE

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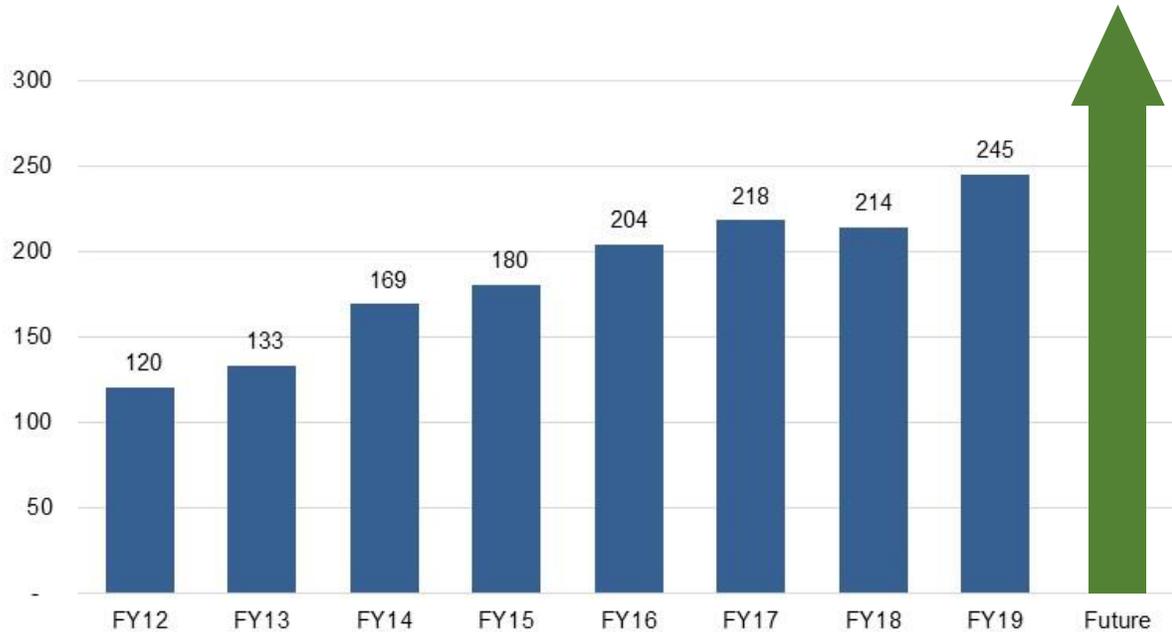
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HIGH RATES OF GROWTH IN ADJUSTED EBITDA AND CASH FLOW

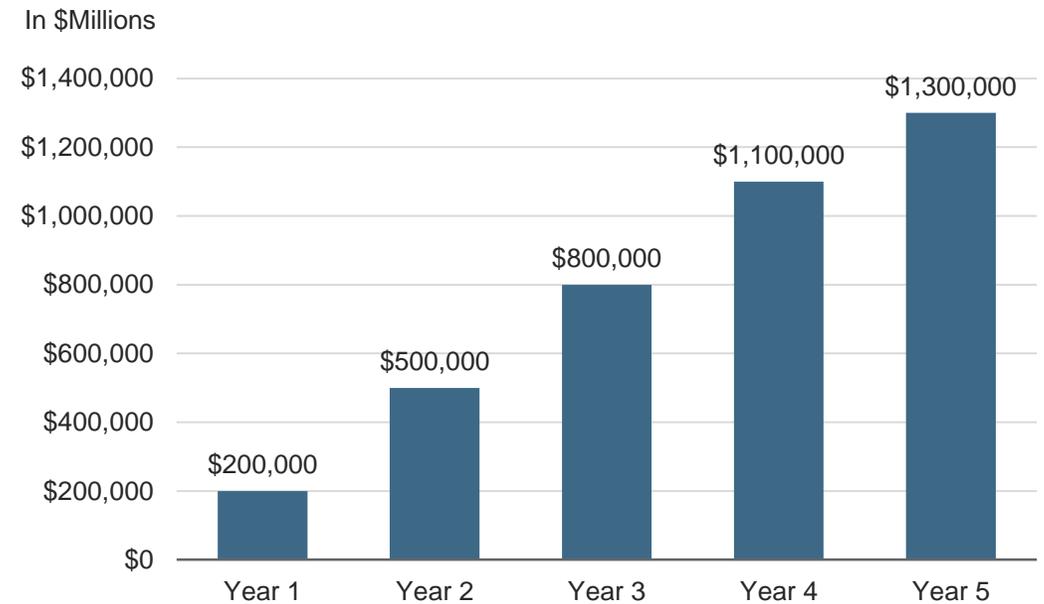
- Lot of Headroom for Growth
- Compelling Sales Force Growth Economics

Unit Expansion Economics for Growth

NUMBER OF CLIENT PARTNERS



CLIENT PARTNER RAMP*



*See Client Partner ramp definition in Appendix.

We cover investment on a new client partner within:

1 Year

FACTOR 1

A PERCENT OF EVERY DOLLAR OF SALES GROWTH IS FLOWING-THROUGH TO INCREASES IN ADJUSTED EBITDA & CASH FLOW

- High Single Digit Revenue Growth
- High Gross Margins
- SG&A Declining as a Percent of Sales
- Accelerated Growth in Adjusted EBITDA

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FACTOR 2

SUBSCRIPTION REVENUE IS GROWING RAPIDLY, IS STICKY, AND CREATING SIGNIFICANT & DURABLE LIFETIME CUSTOMER VALUE

- Subscription and Related Sales Grew Rapidly
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- Created Significant Life-Time Customer Value

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FACTOR 3

WE ARE AGGRESSIVELY TAKING ADVANTAGE OF A COMPELLING SALES FORCE EXPANSION OPPORTUNITY

- Lot of Headroom for Growth
- Compelling Sales Force Growth Economics

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HIGH RATES OF GROWTH IN ADJUSTED EBITDA AND CASH FLOW

Appendix

Other Information

OTHER INCOME STATEMENT INFORMATION:

- Depreciation: \$6.4M in FY2019, expected to total approximately \$6.7M in FY2020.
- Amortization: \$5.0M in FY2019, expected to total approximately \$4.6M in FY2020.
- Net Interest and Discount: \$2.1M in FY2019, expected to total approximately \$3.4M in FY2020.
- Share-based Compensation, Impaired Assets, Restructuring, Accrued Earnout and Other: totaling \$6.6M in FY2019; Share-Based Compensation, Impaired Assets, ERP Implementation, Accrued Earnout, Acquisition Costs and Other, expected to total approximately \$7.7M in FY2020.
- Effective Tax Rate: Our normalized effective tax rate is expected to be 26% to 30%, before unusual permanent book/tax differences and benefit of re-measuring deferred taxes. Therefore, the tax rate could be a significantly different percentage, and we are not projecting an FY20 effective rate.

OTHER INFORMATION:

- Capital Expenditures: \$4.2M in FY2019, expected to total approximately \$5.5M to \$6.2M in FY2020.
- Capitalized Curriculum excluding acquired content: \$2.7M in FY2019, expected to total approximately \$6.0M to \$7.0M in FY2020, including localization of AAP content, AAP content development, and Education content development.
- Share Count: 13,982K shares outstanding as of October 31, 2019. The Company's share count may increase due to the vesting and exercise of share-based awards and purchases by Employees under our Employee Stock Purchase Plan, and decrease due to the company buying back shares under its authorized share buy-back program.
- Number of salespersons: 245 on August 31, 2019; expected to be 265 on August 31, 2020.
- Impact of FX in FY19: decrease to Sales \$2.0M; decrease to Adjusted EBITDA \$1.0M.

All the above-mentioned estimates are subject to change, perhaps material change, based on actual events and circumstances in the year.

Enterprise Revenue

(in millions and unaudited)

| | Q4 FY 19 | Q4 FY 18 | Change | Percent |
|------------------------------------|----------|----------|--------|---------|
| All Access Pass* | 11.6 | 9.2 | 2.4 | 26% |
| Onsites | 7.2 | 8.1 | (0.9) | -11% |
| Facilitator | 5.0 | 4.8 | 0.2 | 4% |
| Other | 0.9 | 1.1 | (0.2) | -20% |
| Total US/Canada | 24.7 | 23.2 | 1.5 | 6% |
| International Direct Office | 10.5 | 10.5 | 0.0 | 0% |
| International Licensees | 3.3 | 3.3 | (0.0) | -1% |
| Government and Other | 7.3 | 8.4 | (1.1) | -13% |
| Total Enterprise Division | 45.8 | 45.4 | 0.4 | 1% |

| | Fiscal 2019 | Fiscal 2018 | Change | Percent |
|------------------------------------|-------------|-------------|--------|---------|
| All Access Pass* | 42.5 | 32.1 | 10.4 | 32% |
| Onsites | 36.0 | 32.4 | 3.7 | 11% |
| Facilitator | 12.5 | 16.1 | (3.7) | -23% |
| Other | 2.2 | 4.2 | (2.0) | -48% |
| Total US/Canada | 93.2 | 84.8 | 8.4 | 10% |
| International Direct Office | 39.1 | 36.5 | 2.6 | 7% |
| International Licensees | 12.9 | 13.2 | (0.3) | -2% |
| Government and Other | 25.5 | 24.6 | 0.9 | 4% |
| Total Enterprise | 170.6 | 159.1 | 11.5 | 7% |

Notes:

- This does not include AAP that was sold in Government Services, Australia, Japan and The U.K.
- Higher Education in the Education practice also had a small amount of AAP sales.

Education Gross Sales & Adjusted EBITDA

(in thousands and unaudited)

Sales and profitability in the Education Division are very seasonal. Educators conduct a majority of their training activities during the summer months which correspond with our 4th quarter. Below is a summary of Sales and Adjusted EBITDA for the Education Division. The schedule shows that essentially all of the Education Division's Adjusted EBITDA is generated in the 4th quarter. The division's sales will continue to be slightly less seasonal in the future due to the impact of deferred sales.

| | Net Sales | | | | | | | | Total |
|------|------------------|----------|---------------|----------|---------------|----------|---------------|----------|--------------|
| | Q1 | | Q2 | | Q3 | | Q4 | | |
| | Amount | % | Amount | % | Amount | % | Amount | % | |
| FY17 | 8,743 | 19.8% | 7,848 | 17.8% | 8,596 | 19.5% | 18,935 | 42.9% | 44,122 |
| FY18 | 9,176 | 20.3% | 9,007 | 19.9% | 9,235 | 20.4% | 17,854 | 39.4% | 45,272 |
| FY19 | 10,347 | 21.2% | 9,698 | 19.8% | 11,088 | 22.7% | 17,747 | 36.3% | 48,880 |

| | Adjusted EBITDA | | | | Total |
|------|------------------------|-----------|-----------|-----------|--------------|
| | Q1 | Q2 | Q3 | Q4 | |
| FY17 | 233 | (555) | 341 | 7,176 | 7,195 |
| FY18 | (842) | (1,151) | (901) | 5,604 | 2,710 |
| FY19 | (265) | (909) | (181) | 4,908 | 3,553 |

Franklin Covey– Contracts Signed

(in thousands and unaudited)

| | Enterprise Division | | | | Education Division | | | | Corporate | | | Total Company | | | |
|-------------------------------------|---------------------|--------|---------|--------|--------------------|--------|--------|-------|-----------|-------|--------|---------------|--------|---------|--------|
| | FY19 | FY18 | Change | % | FY19 | FY18 | Change | % | FY19 | FY18 | Change | FY19 | FY18 | Change | % |
| Current Quarter - Q4 | | | | | | | | | | | | | | | |
| Sales | 45,781 | 45,405 | 376 | 0.8% | 17,748 | 17,854 | (106) | -0.6% | 1,636 | 1,560 | 76 | 65,165 | 64,819 | 346 | 0.5% |
| Change in Deferred Revenue | 6,554 | 4,604 | 1,950 | 42.4% | 11,705 | 9,321 | 2,384 | 25.6% | - | - | - | 18,259 | 13,925 | 4,334 | 31.1% |
| Invoiced Amounts | 52,335 | 50,009 | 2,326 | 4.7% | 29,453 | 27,175 | 2,278 | 8.4% | 1,636 | 1,560 | 76 | 83,424 | 78,744 | 4,680 | 5.9% |
| Change in Unbilled Deferred Revenue | 6,115 | 9,226 | (3,111) | -33.7% | 78 | 204 | (126) | | - | - | - | 6,193 | 9,430 | (3,237) | -34.3% |
| Total Contracts Signed | 58,450 | 59,235 | (785) | -1.3% | 29,531 | 27,379 | 2,152 | 7.9% | 1,636 | 1,560 | 76 | 89,617 | 88,174 | 1,443 | 1.6% |

| | Enterprise Division | | | | Education Division | | | | Corporate | | | Total Company | | | |
|-------------------------------------|---------------------|---------|--------|--------|--------------------|--------|---------|--------|-----------|-------|--------|---------------|---------|---------|--------|
| | FY19 | FY18 | Change | % | FY19 | FY18 | Change | % | FY19 | FY18 | Change | FY19 | FY18 | Change | % |
| Full Year | | | | | | | | | | | | | | | |
| Sales | 170,650 | 159,116 | 11,534 | 7.2% | 48,880 | 45,272 | 3,608 | 8.0% | 5,826 | 5,370 | 456 | 225,356 | 209,758 | 15,598 | 7.4% |
| Change in Deferred Revenue | 6,517 | 7,278 | (761) | -10.5% | 1,782 | 4,127 | (2,345) | -56.8% | - | - | - | 8,299 | 11,405 | (3,106) | -27.2% |
| Invoiced Amounts | 177,167 | 166,394 | 10,773 | 6.5% | 50,662 | 49,399 | 1,263 | 2.6% | 5,826 | 5,370 | 456 | 233,655 | 221,163 | 12,492 | 5.6% |
| Change in Unbilled Deferred Revenue | 6,435 | 7,181 | (746) | -10.4% | (993) | 164 | (1,157) | | - | - | - | 5,442 | 7,345 | (1,903) | -25.9% |
| Total Contracts Signed | 183,602 | 173,575 | 10,027 | 5.8% | 49,669 | 49,563 | 106 | 0.2% | 5,826 | 5,370 | 456 | 239,097 | 228,508 | 10,589 | 4.6% |

Notes:

- Please compare this information to the Segment Information footnote in Form 10-Q.
- Please refer to Definitions in the Appendix for the definition of Deferred Revenue and Unbilled Deferred Revenue.

Sales Information

(in thousands and unaudited)

| | FY17 Information | | | | | FY18 Information | | | | | FY19 Information | | | | |
|--|------------------|---------|---------|----------|----------|------------------|----------|----------|----------|-----------|------------------|----------|----------|----------|-----------|
| | Q1 | Q2 | Q3 | Q4 | Yr Total | Q1 | Q2 | Q3 | Q4 | YTD Total | Q1 | Q2 | Q3 | Q4 | YTD Total |
| Sales | | | | | | | | | | | | | | | |
| Reported Net Sales | 39,787 | 42,196 | 43,751 | 59,522 | 185,256 | 47,932 | 46,549 | 50,461 | 64,818 | 209,760 | 53,829 | 50,356 | 56,006 | 65,165 | 225,356 |
| Change in Deferred Revenue | 702 | 2,069 | 5,442 | 12,562 | 20,775 | (5,193) | 211 | 2,461 | 13,925 | 11,404 | (8,514) | (1,795) | 349 | 18,259 | 8,299 |
| Invoiced Amount | 40,489 | 44,265 | 49,193 | 72,084 | 206,031 | 42,739 | 46,760 | 52,922 | 78,743 | 221,164 | 45,315 | 48,561 | 56,355 | 83,424 | 233,655 |
| Balance Sheet | | | | | | | | | | | | | | | |
| Roll-Forward of Deferred Revenue | | | | | | | | | | | | | | | |
| Beginning Balance (deferred revenue) | 15,460 | 16,096 | 18,185 | 23,618 | 15,460 | 36,397 | 31,429 | 32,067 | 34,521 | 36,397 | 48,432 | 41,375 | 39,580 | 39,929 | 48,432 |
| Subscription Sales | 6,306 | 8,710 | 13,785 | 23,026 | 51,827 | 7,882 | 13,941 | 17,324 | 30,563 | 69,710 | 9,798 | 15,902 | 19,276 | 37,848 | 82,824 |
| Amounts Recorded to Revenue | (5,604) | (6,641) | (8,343) | (10,464) | (31,052) | (13,075) | (13,730) | (14,863) | (16,638) | (58,306) | (18,312) | (17,697) | (18,927) | (19,589) | (74,525) |
| Change in Deferred Revenue | 702 | 2,069 | 5,442 | 12,562 | 20,775 | (5,193) | 211 | 2,461 | 13,925 | 11,404 | (8,514) | (1,795) | 349 | 18,259 | 8,299 |
| FX, 606, and Other Changes | (66) | 20 | (9) | 217 | 162 | 225 | 427 | (7) | (14) | 631 | 1,457 | - | - | - | 1,457 |
| Ending Balance (Def Subscription Revenue) | 16,096 | 18,185 | 23,618 | 36,397 | 36,397 | 31,429 | 32,067 | 34,521 | 48,432 | 48,432 | 41,375 | 39,580 | 39,929 | 58,188 | 58,188 |
| Unbilled Deferred Contracts | | | | | | | | | | | | | | | |
| Beginning Balance (off balance sheet) | 2,378 | 1,978 | 1,728 | 2,479 | 2,378 | 17,151 | 16,255 | 15,463 | 15,067 | 17,151 | 24,495 | 24,426 | 24,959 | 23,744 | 24,495 |
| New Unbilled Contracts | - | - | 751 | 15,600 | 16,351 | 1,863 | 2,149 | 2,766 | 13,437 | 20,215 | 1,434 | 4,578 | 3,534 | 12,760 | 22,306 |
| Amounts Invoiced | (400) | (250) | - | (928) | (1,578) | (2,759) | (2,941) | (3,162) | (4,009) | (12,871) | (1,503) | (4,045) | (4,749) | (6,566) | (16,863) |
| Ending Balance (off balance sheet) | 1,978 | 1,728 | 2,479 | 17,151 | 17,151 | 16,255 | 15,463 | 15,067 | 24,495 | 24,495 | 24,426 | 24,959 | 23,744 | 29,938 | 29,938 |
| Breakout of Deferred Sales (above) | | | | | | | | | | | | | | | |
| Subscription Sales (Invoiced Amounts) | | | | | | | | | | | | | | | |
| AAP Subscriptions | 4,969 | 7,801 | 9,189 | 12,616 | 34,575 | 6,822 | 13,409 | 11,667 | 16,895 | 48,793 | 8,270 | 15,070 | 13,708 | 21,226 | 58,274 |
| Education Memberships | 652 | 226 | 4,130 | 9,766 | 14,774 | 893 | 159 | 4,978 | 13,142 | 19,172 | 827 | 382 | 5,236 | 15,406 | 21,851 |
| Other Subscriptions and Adjustments | 685 | 683 | 466 | 644 | 2,478 | 167 | 373 | 679 | 526 | 1,745 | 701 | 450 | 332 | 1,216 | 2,699 |
| Total Additions to balance sheet | 6,306 | 8,710 | 13,785 | 23,026 | 51,827 | 7,882 | 13,941 | 17,324 | 30,563 | 69,710 | 9,798 | 15,902 | 19,276 | 37,848 | 82,824 |

Notes:

- Invoiced Amounts represent the amount billed (invoiced) in the period. The Invoiced Amount is equal to Reported Net Sales, plus the associated change in Deferred Subscription Sales on the balance sheet (adjusted for FX). AAP Subscriptions, Education Memberships, and Other Invoiced Subscriptions are all Invoiced Amounts. Unbilled portions of multi-year agreements are not included.
- The Difference between Change in Deferred Sales, which is added to Reported Net Sales to equal the Invoiced Amount, and the Change in Deferred Sales on the balance sheet is adjustments for FX, acquisitions and other. Q1 of FY2019 also includes the adjustment attributed to the adoption of Topic 606.
- Certain historical amounts have been adjusted by immaterial amounts to conform with the current presentation - including the acquired Jhana Deferred Revenue.
- Deferred Revenue is primarily a current liability. However, a small portion is long-term and recorded as a part of Other Liabilities.

Revenue from Contracts with Customers (Topic 606)

(in millions and unaudited)

| 4th Quarter, 2019 | Enterprise Division | | | Education practice | | | Consolidated | | |
|-------------------------------------|---------------------|-----------------|-------------------|--------------------|-----------------|-------------------|--------------|-----------------|-------------------|
| | As Reported | Without ASC 606 | Impact of ASC 606 | As Reported | Without ASC 606 | Impact of ASC 606 | As Reported | Without ASC 606 | Impact of ASC 606 |
| Sales | 45.8 | 45.7 | 0.1 | 17.7 | 19.1 | (1.3) | 65.2 | 66.4 | (1.2) |
| Gross Profit | 35.3 | 35.2 | 0.1 | 11.7 | 13.1 | (1.3) | 47.5 | 48.7 | (1.2) |
| Selling, general and administrative | 24.6 | 24.6 | - | 6.8 | 6.9 | (0.1) | 34.1 | 34.2 | (0.1) |
| Adjusted EBITDA | 10.7 | 10.6 | 0.1 | 4.9 | 6.1 | (1.2) | 13.4 | 14.5 | (1.1) |

| Fiscal 2019 | Enterprise Division | | | Education practice | | | Consolidated | | |
|-------------------------------------|---------------------|-----------------|-------------------|--------------------|-----------------|-------------------|--------------|-----------------|-------------------|
| | As Reported | Without ASC 606 | Impact of ASC 606 | As Reported | Without ASC 606 | Impact of ASC 606 | As Reported | Without ASC 606 | Impact of ASC 606 |
| Sales | 170.6 | 170.6 | 0.1 | 48.9 | 48.8 | 0.1 | 225.4 | 225.2 | 0.1 |
| Gross Profit | 127.0 | 126.9 | 0.1 | 30.4 | 30.3 | 0.1 | 159.3 | 159.2 | 0.1 |
| Selling, general and administrative | 101.5 | 101.5 | - | 26.8 | 26.8 | (0.0) | 138.7 | 138.7 | (0.0) |
| Adjusted EBITDA | 25.5 | 25.5 | 0.1 | 3.6 | 3.5 | 0.1 | 20.6 | 20.5 | 0.1 |
| Net Loss | | | | | | | (1.0) | (1.1) | (0.1) |

Notes:

- Franklin Covey adopted the new accounting standard Topic 606 on September 1, 2018 using the modified retrospective method.
- Amounts might not total due to rounding.

Net Cash Generated as defined below

(in thousands and unaudited)

| | Current Quarter | | Full Year | |
|--|------------------|------------------|------------------|------------------|
| | Q4 FY19 | Q4 FY18 | FY19 | FY18 |
| Reported Adjusted EBITDA | \$ 13,402 | \$ 11,356 | \$ 20,606 | \$ 11,878 |
| Adjustments | | | | |
| Change in Deferred Revenue (related to subscription sales) | 18,259 | 13,924 | 8,299 | 11,403 |
| Costs deferred with Deferred Revenue | (3,050) | (1,574) | (2,419) | (1,345) |
| Amortization of capitalized development | 1,003 | 1,357 | 4,954 | 5,280 |
| Purchases of property and equipment | (1,157) | (1,547) | (4,153) | (6,528) |
| Capitalized curriculum development costs | (867) | (553) | (2,688) | (2,998) |
| Cash paid for interest | (531) | (708) | (2,386) | (2,655) |
| Net Cash Generated | \$ 27,059 | \$ 22,255 | \$ 22,213 | \$ 15,035 |

Notes:

- We expected Net Cash Generated in FY2019 (in local currency) to fall within the range of \$18 million to \$22 million.
- Net Cash Generated is a measure used by management to monitor the amount of available cash generated by the operations of the company. Net Cash Generated includes the items listed above and excludes other cash activities shown on the Consolidated Statements of Cash Flows, such as cash paid for taxes, acquisitions, changes in working capital, other SG&A, and payments on term notes and financing obligations.
- Please refer to the Appendix for the definition of Adjusted EBITDA and for the reconciliation of Adjusted EBITDA to Net Income.
- Please also refer to the Condensed Consolidated Statements of Cash Flows for the current quarter.

Reconciliation of Net Income (Loss) to Adjusted EBITDA

(in thousands and unaudited)

| | Quarter Ended | | Fiscal Year Ended | |
|---|--------------------|--------------------|--------------------|--------------------|
| | August 31, 2019 | August 31, 2018 | August 31, 2019 | August 31, 2018 |
| Reconciliation of net income (loss) to Adjusted EBITDA: | | | | |
| Net income (loss) | \$ 5,875 | \$ 1,779 | \$ (1,023) | \$ (5,887) |
| Adjustments: | | | | |
| Interest expense, net | 534 | 527 | 2,063 | 2,154 |
| Income tax expense | 2,319 | 5,295 | 1,615 | 367 |
| Amortization | 1,179 | 1,251 | 4,976 | 5,368 |
| Depreciation | 1,558 | 1,615 | 6,364 | 5,161 |
| Stock-based compensation | 1,749 | 665 | 4,789 | 2,846 |
| Increase to contingent earnout liabilities | 189 | 224 | 1,334 | 1,014 |
| Licensee transition costs | - | - | 488 | - |
| ERP implementation costs | - | - | - | 855 |
| Adjusted EBITDA | <u>\$ 13,403</u> | <u>\$ 11,356</u> | <u>\$ 20,606</u> | <u>\$ 11,878</u> |
| Adjusted EBITDA margin | 20.6% | 17.5% | 9.1% | 5.7% |

Note: Adjusted EBITDA and Operating SG&A are non-GAAP financial measures. Please see the appendix for additional information.

Additional Financial Information

(in thousands and unaudited)

| | Quarter Ended | | Fiscal Year Ended | |
|---|--------------------|--------------------|--------------------|--------------------|
| | August 31, 2019 | August 31, 2018 | August 31, 2019 | August 31, 2018 |
| Sales by Division/Segment: | | | | |
| Enterprise Division: | | | | |
| Direct offices | \$ 42,482 | \$ 42,088 | \$ 157,754 | \$ 145,890 |
| International licensees | 3,298 | 3,317 | 12,896 | 13,226 |
| | <u>45,780</u> | <u>45,405</u> | <u>170,650</u> | <u>159,116</u> |
| Education Division | 17,748 | 17,854 | 48,880 | 45,272 |
| Corporate and other | <u>1,637</u> | <u>1,559</u> | <u>5,826</u> | <u>5,370</u> |
| Consolidated | <u>\$ 65,165</u> | <u>\$ 64,818</u> | <u>\$ 225,356</u> | <u>\$ 209,758</u> |
| Gross Profit by Division/Segment: | | | | |
| Enterprise Division: | | | | |
| Direct offices | \$ 32,554 | \$ 32,254 | \$ 116,755 | \$ 108,140 |
| International licensees | 2,716 | 2,430 | 10,231 | 10,031 |
| | <u>35,270</u> | <u>34,684</u> | <u>126,986</u> | <u>118,171</u> |
| Education Division | 11,705 | 12,560 | 30,373 | 28,654 |
| Corporate and other | <u>527</u> | <u>517</u> | <u>1,955</u> | <u>1,464</u> |
| Consolidated | <u>\$ 47,502</u> | <u>\$ 47,761</u> | <u>\$ 159,314</u> | <u>\$ 148,289</u> |
| Adjusted EBITDA by Division/Segment: | | | | |
| Enterprise Division: | | | | |
| Direct offices | \$ 8,753 | \$ 7,341 | \$ 19,455 | \$ 13,254 |
| International licensees | 1,945 | 858 | 6,072 | 5,081 |
| | <u>10,698</u> | <u>8,199</u> | <u>25,527</u> | <u>18,335</u> |
| Education Division | 4,909 | 5,605 | 3,553 | 2,710 |
| Corporate and other | <u>(2,204)</u> | <u>(2,448)</u> | <u>(8,474)</u> | <u>(9,167)</u> |
| Consolidated | <u>\$ 13,403</u> | <u>\$ 11,356</u> | <u>\$ 20,606</u> | <u>\$ 11,878</u> |

Condensed Consolidated Balance Sheets

(in thousands and unaudited)

| | August 31, 2019 | August 31, 2018 | | August 31, 2019 | August 31, 2018 |
|---|--------------------|--------------------|--|--------------------|--------------------|
| <u>Assets</u> | | | <u>Liabilities and Shareholders' Equity</u> | | |
| Current assets: | | | Current liabilities: | | |
| Cash | \$ 27,699 | \$ 10,153 | Current portion of term notes payable | \$ 5,000 | \$ 10,313 |
| Accounts receivable, less allowance for doubtful accounts of \$4,242 and \$3,555 | 73,227 | 71,914 | Current portion of financing obligation | 2,335 | 2,092 |
| Inventories | 3,481 | 3,160 | Accounts payable | 9,668 | 9,790 |
| Income taxes receivable | - | 179 | Income taxes payable | 764 | - |
| Prepaid expenses and other current assets | 14,933 | 14,757 | Subscription deferred revenue | 56,250 | 47,417 |
| Total current assets | <u>119,340</u> | <u>100,163</u> | Other deferred revenue | 5,972 | 4,471 |
| Property and equipment, net | 18,579 | 21,401 | Accrued liabilities | 23,555 | 20,761 |
| Intangible assets, net | 47,690 | 51,934 | Total current liabilities | <u>103,544</u> | <u>94,844</u> |
| Goodwill | 24,220 | 24,220 | Line of credit | - | 11,337 |
| Deferred income tax assets | 5,045 | 3,222 | Term notes payable, less current portion | 15,000 | 2,500 |
| Other long-term assets | 10,039 | 12,935 | Financing obligation, less current portion | 16,648 | 18,983 |
| | <u>\$ 224,913</u> | <u>\$ 213,875</u> | Other liabilities | 7,527 | 5,501 |
| | | | Deferred income tax liabilities | 180 | 210 |
| | | | Total liabilities | <u>142,899</u> | <u>133,375</u> |
| | | | Shareholders' equity: | | |
| | | | Common stock | 1,353 | 1,353 |
| | | | Additional paid-in capital | 215,964 | 211,280 |
| | | | Retained earnings | 59,403 | 63,569 |
| | | | Accumulated other comprehensive income | 269 | 341 |
| | | | Treasury stock at cost, 13,087 and 13,159 shares | (194,975) | (196,043) |
| | | | Total shareholders' equity | <u>82,014</u> | <u>80,500</u> |
| | | | | <u>\$ 224,913</u> | <u>\$ 213,875</u> |

Condensed Consolidated Statements of Operations

(in thousands, except per-share amounts and unaudited)

| | Quarter Ended | | Fiscal Year Ended | |
|--------------------------------------|--------------------|--------------------|--------------------|--------------------|
| | August 31, 2019 | August 31, 2018 | August 31, 2019 | August 31, 2018 |
| Net sales | \$ 65,165 | \$ 64,818 | \$ 225,356 | \$ 209,758 |
| Cost of sales | 17,663 | 17,057 | 66,042 | 61,469 |
| Gross profit | 47,502 | 47,761 | 159,314 | 148,289 |
| Selling, general, and administrative | 36,037 | 37,294 | 145,319 | 141,126 |
| Depreciation | 1,558 | 1,615 | 6,364 | 5,161 |
| Amortization | 1,179 | 1,251 | 4,976 | 5,368 |
| Income (loss) from operations | 8,728 | 7,601 | 2,655 | (3,366) |
| Interest expense, net | (534) | (527) | (2,063) | (2,154) |
| Income (loss) before income taxes | 8,194 | 7,074 | 592 | (5,520) |
| Income tax provision | (2,319) | (5,295) | (1,615) | (367) |
| Net income (loss) | \$ 5,875 | \$ 1,779 | \$ (1,023) | \$ (5,887) |
| Net income (loss) per common share: | | | | |
| Basic | \$ 0.42 | \$ 0.13 | \$ (0.07) | \$ (0.43) |
| Diluted | 0.41 | 0.13 | (0.07) | (0.43) |
| Weighted average common shares: | | | | |
| Basic | 13,974 | 13,906 | 13,948 | 13,849 |
| Diluted | 14,227 | 14,114 | 13,948 | 13,849 |
| Other data: | | | | |
| Adjusted EBITDA ⁽¹⁾ | \$ 13,403 | \$ 11,356 | \$ 20,606 | \$ 11,878 |

(1) The term Adjusted EBITDA (earnings before interest, income taxes, depreciation, amortization, stock-based compensation, and certain other items) is a non-GAAP financial measure that the Company believes is useful to investors in evaluating its results. For a reconciliation of this non-GAAP measure to the most comparable GAAP equivalent, refer to the Reconciliation of Net Loss to Adjusted EBITDA.

Cash Flows from Operating Activities

(in thousands and unaudited)

| | 2019 | 2018 |
|--|---------------|---------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Net loss | \$ (1,023) | \$ (5,887) |
| Adjustments to reconcile net loss to net cash provided by operating activities: | | |
| Depreciation and amortization | 11,359 | 10,525 |
| Amortization of capitalized curriculum development costs | 4,954 | 5,280 |
| Deferred income taxes | (1,051) | (2,535) |
| Stock-based compensation expense | 4,789 | 2,846 |
| Excess tax benefit from stock-based compensation | - | - |
| Increase (decrease) in contingent consideration liabilities | 1,334 | 1,014 |
| Changes in assets and liabilities, net of effect of acquired | | |
| Decrease (increase) in accounts receivable, net | (1,770) | (5,679) |
| Decrease (increase) in inventories | (260) | 157 |
| Decrease in receivable from related party | 535 | 213 |
| Decrease (increase) in prepaid expenses and other assets | 32 | (1,335) |
| Increase in accounts payable and accrued liabilities | 2,932 | 1,746 |
| Increase in deferred revenue | 8,828 | 11,613 |
| Increase (decrease) in income taxes payable/receivable | 889 | 109 |
| Decrease in other liabilities | (1,096) | (1,206) |
| | 30,452 | 16,861 |

Definitions

- “Deferred Revenue” primarily consists of billings or payments received in advance of revenue recognition from subscription services and is recognized as the revenue recognition criteria are met. The Company generally invoices customers in annual installments upon execution of a contract. The deferred revenue balance is influenced by several factors, including seasonality, the compounding effects of renewals, contract duration, invoice timing and contract size. When Management refers to Deferred Revenue or the change in Deferred Revenue it is primarily referring to the subscription related portion and not the customer deposits and other portions.
- “Unbilled Deferred Revenue” is an operational measure that represents future billings under our non-cancelable subscription agreements that have not been invoiced and, accordingly are not recorded in our recognized revenue or deferred revenue.
- “Operating SG&A” is non-GAAP financial measure. It generally excludes stock-based compensation, changes to contingent earn-out liability and unusual or one-time charges. See the Reconciliation of Net Income or Loss to Adjusted EBITDA in additional financial information.
- “Contracted” is the sum of Invoiced Amounts plus the Change in Unbilled Deferred Revenue (not recorded on the balance sheet) and, as the term reflects represents, the total amount of contracts with customers that were entered into during the period.
- “Sales Flow-Through” is the year-over-year change in Adjusted EBITDA divided by the year-over-year change in sales.
- Constant Currency: Franklin Covey presents constant currency information to provide a framework for assessing how our underlying business performed excluding the effect of foreign currency rate fluctuations. There are several approaches that an entity can take to calculate constant currency information and Franklin Covey’s method may not be consistent with another entity’s constant currency calculation. To calculate this measure, FranklinCovey converts the actual monthly results of our foreign operations, including the results of our International Licenses, into \$USD at the respective prior year monthly exchange rate. The non-GAAP measure should not be considered as a substitute for, or superior to, the measures of financial performance prepared in accordance with generally accepted accounting principles (GAAP).

Definitions

- “Adjusted EBITDA” (earnings before interest, income taxes, depreciation, amortization, stock-based compensation, and certain other items) is a non-GAAP financial measure that the Company believes is useful to investors in evaluating its results. A reconciliation of “Adjusted EBITDA,” to consolidated net income (loss), the most comparable GAAP financial measure is provided within this presentation. The Company references this non-GAAP financial measure in its decision making because it provides supplemental information that facilitates consistent internal comparisons to the historical operating performance of prior periods and the Company believes it provides investors with greater transparency to evaluate operational activities and financial results. We are unable to provide a reconciliation of forward-looking estimates of non-GAAP Adjusted EBITDA to GAAP measures because certain information needed to make a reasonable forward-looking estimate is difficult to estimate and dependent on future events which may be uncertain or out of our control, including the amount of AAP contracts invoiced, the number of AAP contracts that are renewed, necessary costs to deliver our offerings such as unanticipated content development costs, and other potential variables. Accordingly, a reconciliation is not available without unreasonable effort.
- “Invoiced” is the sum of reported Net Sales plus the change in Deferred Revenue reported on the balance sheet (a portion of which is recorded as a current liability and a portion as a long-term liability and represents the amount of billings during the period). We typically invoice our customers annually upon execution of the contract or subscription renewals. Our clients frequently prepay for products and services, which prepayment is included in amounts invoiced and corresponding Deferred Revenue.
- Client Partner Ramp is the expected amount of invoiced amounts the Company expects its client partners to generate based upon the length of time the client partner has been in a sales role. This metric measures client partners who are currently employed by the Company and does not subtract any accounts that are transitioned to a client partner from a previous client partner.