

#### FOR IMMEDIATE RELEASE

## The Caldwell Partners International Issues Fiscal 2013 Second Quarter Financial Results

- Revenue decline of 5% second quarter 2013 compared to 2012
- Board declares 1.5 cent quarterly dividend

**Toronto, Ontario– April 11, 2013** – Retained executive search firm The Caldwell Partners International Inc. (TSX: CWL) today issued its financial results for the fiscal 2013 second quarter ended February 28, 2013. All references to quarters or years are for the fiscal periods unless otherwise noted and all currency amounts are in Canadian dollars.

|                     | Three Mo    | nths Ended | Six Months Ended |         |  |  |
|---------------------|-------------|------------|------------------|---------|--|--|
|                     | February 28 |            | February 28      |         |  |  |
|                     | 2013        | 2012       | 2013             | 2012    |  |  |
| Operating revenue   | 6,825       | 7,221      | 14,242           | 14,490  |  |  |
| Expenses            | 7,484       | 7,467      | 14,953           | 15,137  |  |  |
| Operating loss      | (659)       | (246)      | (711)            | (647)   |  |  |
| Investment income   | 7           | 7          | 9                | 9       |  |  |
| Net loss before tax | (652)       | (239)      | (702)            | (638)   |  |  |
| Net loss after tax  | (653)       | (241)      | (709)            | (686)   |  |  |
| Net loss per share  | (0.038)     | (0.014)    | (0.042)          | (0.040) |  |  |

#### Financial Highlights (in \$000s)

"We are disappointed with the operating revenue results this past quarter. Lower search volumes per partner in the United States were the main contributor to the reduced revenue, and while the overall business climate remains challenging - particularly in the United States - we are encouraged by increasing business development activity in many of our key sectors, including financial services" said John N. Wallace, chief executive officer. "We have also made some important additions to our partner team with the recent hiring of John Wasley (Los Angeles), Dave Winston (Dallas), Sean McLean (Calgary) and Mike Gooley (Toronto), all of whom we expect to contribute significantly to our second half revenues. We will continue to add select hires of high calibre partners in key sectors and practices to enhance our market presence and competitiveness."

The Board of Directors today also declared the payment of a quarterly dividend of 1.5 cents per Common Share payable on June 14, 2013 to shareholders of record on April 22, 2013.

### Financial Overview (all numbers expressed in \$000s)

- Operating revenue:
  - Fiscal 2013 second quarter revenue decreased by 5% over the comparable period last year to \$6,825. The revenue declines were due to lower search volumes.
    - US revenues represented 66% or \$4,522 of the second quarter total of fiscal 2013, which decreased 7% from \$4,870 in the comparable period of 2012.
    - Canadian revenues represented 34% or \$2,303 of the second quarter total of fiscal 2013, which decreased 2% from \$2,351 in the comparable period of 2012.
  - Year-to-date revenues decreased 2% over the same period a year earlier to \$14,242, due to the second quarter revenue decline.
  - Operating loss:
    - The operating loss increased to \$659 for the quarter (2012: loss of \$246), driven by the decline in revenue. Overall expenses remained consistent, as lower compensation expense from the revenue decline was offset by higher costs from Canada's CEO of the Year event and an increase in management long-term incentive compensation, which resulted from the rising stock price during the quarter.
    - The fiscal 2013 year-to-date operating loss increased to \$711 (2012: loss of 647).
- Net loss:
  - The second quarter net loss was \$653 (\$0.038 per share) in fiscal 2013, as compared to \$241 (\$0.014 per share) in the comparable period a year earlier.
  - The year-to-date net loss after tax was \$709 (\$0.041 per share) in fiscal 2013 versus a loss of \$686 (\$0.039 per share) in the comparable period a year earlier.

At the end of the second quarter of fiscal 2013, Caldwell Partners had 34 partners located in six American and three Canadian offices, and strategic alliances with executive search firms based in London and Hong Kong.

For a complete discussion of the quarterly financial results, please see the company's Management Discussion and Analysis posted on SEDAR at www.sedar.com

### **About Caldwell Partners**

Caldwell Partners is one of North America's premier providers of executive search and has been for 40 years. As one of the region's most trusted advisors in executive search, the firm has a sterling reputation built on successful searches for boards, chief and senior executives, and selected functional experts.

With offices and partners in Vancouver, San Francisco, Los Angeles, Dallas, Calgary, Atlanta, Toronto, Stamford, New York City, and a strategic presence in London and Hong Kong, the firm takes pride in delivering an unmatched level of service and expertise to its clients.

Caldwell Partners' Common shares are listed on The Toronto Stock Exchange (TSX: CWL). Please visit our website at www.caldwellpartners.com for further information.

#### **Forward-Looking Statements**

Forward-looking statements in this document are based on current expectations that are subject to significant risks and uncertainties. Actual results might differ materially due to various factors such as the competitive nature of the executive search industry, the ability of the company to execute its growth strategies, the performance of the Canadian domestic and international economies, and the company's ability to retain key personnel. The Caldwell Partners assumes no obligation to update the forward-looking statements, or to update the reasons why actual results could differ from those reflected in the forward-looking statements.

For further information, please contact:

**Investors & Analysts:** Chris Beck, CPA, Chief Financial Officer The Caldwell Partners International cbeck@caldwellpartners.com +1.617.934.1843

#### Media:

Caroline Lomot, Director of Marketing The Caldwell Partners International clomot@caldwellpartners.com +1.416.934.2239



#### CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION

(unaudited - in \$Canadian)

|  | As at        | As at<br>August 31<br>2012 |
|--|--------------|----------------------------|
|  | February 28  |                            |
|  | 2013         |                            |
| Assets                                       |              |                            |
| Current assets                               |              |                            |
| Cash and cash-equivalents                    | 2,260,822    | 6,494,246                  |
| Marketable securities                        | 3,512,183    | 3,303,044                  |
| Accounts receivable                          | 6,251,215    | 6,122,577                  |
| Income taxes receivable                      | 46,914       | 49,501                     |
| Prepaid expenses and other assets            | 1,002,647    | 775,572                    |
|  | 13,073,781   | 16,744,940                 |
| Non-current assets                           |              |                            |
| Restricted cash                              | 253,539      | 252,966                    |
| Advances                                     | 20,055       | 92,023                     |
| Property and equipment                       | 1,431,866    | 1,504,015                  |
| Intangible assets                            | 474,799      | 488,647                    |
| Goodwill                                     | 1,018,591    | 973,458                    |
| Deferred income taxes                        | 76,697       | 73,302                     |
| Total assets                                 | 16,349,328   | 20,129,351                 |
| Liabilities                                  |              |                            |
| Current liabilities                          |              |                            |
| Accounts payable                             | 1,445,311    | 2,338,238                  |
| Compensation payable                         | 4,130,045    | 6,343,417                  |
| Dividends payable                            | 255,983      | 254,782                    |
|  | 5,831,339    | 8,936,437                  |
| Non-current liabilities                      |              |                            |
| Long-term incentive accrual                  | 346,481      | 186,267                    |
|  | 6,177,820    | 9,122,704                  |
| Equity attributable to owners of the Company |              |                            |
| Share Capital                                | 4,080,020    | 4,016,020                  |
| Contributed surplus                          | 16,239,014   | 16,245,848                 |
| Accumulated other comprehensive income       | 450,624      | 122,292                    |
| Deficit                                      | (10,598,150) | (9,377,513)                |
| Total equity                                 | 10,171,508   | 11,006,647                 |
| Total liabilities and equity                 | 16,349,328   | 20,129,351                 |



## **CONSOLIDATED INTERIM STATEMENTS OF LOSS**

(unaudited - in \$Canadian)

|   | Three mon   | Three months ended |                     | Six months ended       |  |
|---|-------------|--------------------|---------------------|------------------------|--|
|   | February 28 | February 29        | February 28         | February 29            |  |
|   | 2013        | 2012               | 2013                | 2012                   |  |
| Revenues  | 6,825,047   | 7,220,574          | 14,242,258          | 14,490,452             |  |
| Cost of sales   | 5,594,969   | 5,674,763          | 11,215,089          | 11,587,062             |  |
| Gross profit  | 1,230,078   | 1,545,811          | 3,027,169           | 2,903,390              |  |
| Expenses  |             |                    |                     |                        |  |
| General and administrative                                | 1,745,077   | 1,620,724          | 3,454,791           | 3,288,522              |  |
| Sales and marketing                                       | 151,899     | 172,994            | 278,856             | 308,418                |  |
| Foreign exchange gains (losses)                           | (8,054)     | (1,579)            | 4,805               | (46,417)               |  |
|   | 1,888,922   | 1,792,139          | 3,738,452           | 3,550,523              |  |
| Operating profit (loss)                                   | (658,844)   | (246,328)          | (711,283)           | (647,133)              |  |
| Investment income   | 6,707       | 7,051              | 9,230               | 9,319                  |  |
| Loss before income tax                                    | (652,137)   | (239,277)          | (702,053)           | (637,814)              |  |
| Income tax  | 514         | 2,010              | 6,619               | 47,794                 |  |
| Loss for the period attributable to owners of the Company | (652,651)   | (241,287)          | (708,672)           | (685,608)              |  |
| Loss nonshanu   |             |                    |                     |                        |  |
| Loss per share:<br>Basic                                  | (\$0.038)   | (\$0.014)          | (\$0.042)           | (\$0.040)              |  |
| Diluted   | (\$0.038)   | (\$0.014)          | (\$0.042) (\$0.041) | (\$0.040)<br>(\$0.040) |  |
| Diluted   | (50.038)    | (\$0.014)          | (\$0.041)           | (\$0.040)              |  |

#### CONSOLIDATED INTERIM STATEMENTS OF **COMPREHENSIVE LOSS**

(unaudited - in \$Canadian)

|   | Three mon   | Three months ended |             | Six months ended |  |
|---|-------------|--------------------|-------------|------------------|--|
|   | February 28 | February 29        | February 28 | February 29      |  |
|   | 2013        | 2012               | 2013        | 2012             |  |
| Loss for the period   | (652,651)   | (241,287)          | (708,672)   | (685,608)        |  |
| Other comprehensive income:   |             |                    |             |                  |  |
| Items that may be reclassified subsequently to net income (loss)        |             |                    |             |                  |  |
| Unrealized gain on marketable securities                                | 111,610     | 108,522            | 209,139     | 45,290           |  |
| Cumulative translation adjustment                                       | 98,756      | (76,717)           | 119,193     | 58,933           |  |
| Comprehensive loss for the period attributable to owners of the Company | (442,285)   | (209,482)          | (380,340)   | (581,385)        |  |



<u>CALDWELL</u> <u>PARTNERS</u> Premier providers of executive search

## CONSOLIDATED INTERIM STATEMENTS OF CASH FLOW

(unaudited - in \$Canadian)

|  | Six month           | hs ended            |
|--|---------------------|---------------------|
|  | February 28<br>2013 | February 29<br>2012 |
| Cash flow provided by (used in)                              |                     |                     |
| Cash now provided by (used in)                               |                     |                     |
| Operating Activities   |                     |                     |
| Net (loss) earnings for the period                           | (708,672)           | (685,608)           |
| Adjustments for:   |                     |                     |
| Depreciation   | 189,123             | 196,798             |
| Amortization   | 35,092              | 61,234              |
| Share-based payment expense                                  | 12,367              | 4,222               |
| Unrealized foreign exchange on subsidiary loans              | (117,180)           | (78,131)            |
| Non-cash incentive compensation                              | 160,214             | 46,965              |
| Increase in restricted cash                                  | (572)               | -                   |
| Net changes in working capital                               |                     |                     |
| (Increase) decrease in accounts receivable                   | 25,619              | 754,012             |
| Decrease (increase) in income taxes receivable               | 1,500               | (9,952)             |
| (Increase) decrease in prepaid expenses and other assets     | (203,125)           | 81,039              |
| Decrease in accounts payable                                 | (929,658)           | (53,851)            |
| (Decrease) increase in short-term liabilities                | -                   | (530,250)           |
| Decrease in compensation payable                             | (2,318,333)         | (5,127,887)         |
| Net cash used in operating activities                        | (3,853,625)         | (5,341,409)         |
| Investment Activities  |                     |                     |
| Decrease (increase) in advances                              | 80,181              | (48,944)            |
| Additions to property and equipment                          | (92,908)            | (151,100)           |
| Net cash used in investing activities                        | (12,727)            | (200,044)           |
| Financing Activities   |                     |                     |
| Dividend payments  | (510,765)           | -                   |
| Share issuance from employee share option plan               | 44,800              | -                   |
| Net cash used in investing activities                        | (465,965)           | -                   |
|  |                     |                     |
| Effect of exchange rate changes on cash and cash equivalents | 98,893              | 157,370             |
| Net decrease in cash and cash equivalents                    | (4,233,424)         | (5,384,083)         |
| Cash and cash equivalents, beginning of period               | 6,494,246           | 6,944,084           |
| Cash and cash equivalents, end of period                     | 2,260,822           | 1,560,001           |



<u>CALDWELL</u> <u>PARTNERS</u> Premier providers of executive search

## CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN EQUITY

(unaudited - in \$Canadian)

|  |              |               | Accumulated Other Comprehensive |             |                                 |               |
|--|--------------|---------------|---------------------------------|-------------|---------------------------------|---------------|
|  |              |               |                                 | Income      |                                 |               |
|  |              |               |                                 | Cumulative  | Unrealized Gains<br>(Losses) on | Total         |
|  |              |               | Contributed                     | Translation | Marketable                      | Shareholders' |
|  | Deficit      | Capital Stock | Surplus                         | Adjustment  | Securities                      | Equity        |
|  | Denen        | Capital Stock | Sulplus                         | rajustnent  | Securites                       | Equity        |
| Balance - September 1, 2011  | (9,848,957)  | 16,064,078    | 4,179,399                       | (315,525)   | 230,598                         | 10,309,593    |
| Net loss for the six month period ended<br>February 29, 2012             | (685,608)    | -             | -                               | -           | -                               | (685,608)     |
| Share-based payment expense  | -            | -             | 4,222                           | -           | -                               | 4,222         |
| Change in unrealized gain on<br>marketable securities available for sale | -            | -             | -                               | -           | 45,290                          | 45,290        |
| Change in cumulative translation adjustment                              | -            | -             | -                               | 58,933      | -                               | 58,933        |
| Balance - February 29, 2012  | (10,534,565) | 16,064,078    | 4,183,621                       | (256,592)   | 275,888                         | 9,732,430     |
| Balance - August 31, 2012  | (9,377,513)  | 4,016,020     | 16,245,848                      | (284,523)   | 406,815                         | 11,006,647    |
| Net loss for the six month period ended<br>February 28, 2013             | (708,672)    | -             | -                               | -           | -                               | (708,672)     |
| Dividend payments declared   | (511,965)    | -             | -                               | -           | -                               | (511,965)     |
| Employee share option plan share issue                                   | -            | 64,000        | (14,776)                        | -           | -                               | 49,224        |
| Share-based payment expense  | -            | -             | 7,942                           | -           | -                               | 7,942         |
| Change in unrealized gain on marketable securities available for sale    | -            | -             | -                               | -           | 209,139                         | 209,139       |
|  |              |               |                                 | 110 102     |                                 | 110 102       |
| Change in cumulative translation adjustment                              | -            | -             | -                               | 119,193     | -                               | 119,193       |



<u>CALDWELL</u> <u>PARTNERS</u> Premier providers of executive search