

FOR IMMEDIATE RELEASE

CALDWELL REPORTS RECORD RESULTS

- Record full year revenue of \$156.2 million
- Record full year operating profit of \$10.6 million

Toronto - November 17, 2022 - Talent acquisition firm The Caldwell Partners International Inc. (TSX: CWL; OTCQX: CWLPF) today issued its financial results for the fiscal 2022 fourth quarter and full year ended August 31, 2022. All references to quarters or years are for the fiscal periods unless otherwise noted and all currency amounts are in Canadian dollars. Financial results include those of IQTalent Partners, Inc. (IQTalent) beginning on the date of acquisition of December 31, 2020.

Financial Highlights (in \$000s except per share amounts)

	Three Months Ended		Year Ended	
	8.31.22	8.31.21	8.31.22	8.31.21 ¹
Professional fees - Caldwell	23,580	31,429	103,964	96,120
Professional fees - IQTalent ²	12,153	10,181	51,596	23,287
Consolidated professional fees	35,733	41,610	155,560	119,407
Direct expense reimbursements	186	128	605	359
Revenues	35,919	41,738	156,165	119,766
Cost of sales	28,028	32,468	120,911	90,621
Gross profit	7,705	9,142	34,649	29,120
Selling, general and administrative	4,356	7,117	21,448	20,738
Acquisition-related expenses ³	616	793	2,611	2,453
Operating profit	2,733	1,232	10,590	5,929
Earnings before tax	3,191	1,423	10,710	5,417
Income tax expense	616	440	2,532	898
Net earnings after tax	2,575	983	8,178	4,519
Basic earnings per share	\$0.100	\$0.039	\$0.318	\$0.190

1) Results for the 12 months ended 8/31/21, exclude the pre-acquisition results of IQTalent, which had \$5,931 of revenue.

2) Professional fees of IQTalent are presented net of eliminations of intercompany revenue.

3) Acquisition-related expenses consist of transaction fees and IQTalent purchase price structured as compensation expense, which will end on 12/31/22.

“This was an exceptional year in our firm’s history, as we shattered previous records for revenue and profit” said John Wallace, chief executive officer. “Consolidated revenue for the year was \$156.2 million, representing a year-over-year increase of over 30 percent, and our operating profit of \$10.6 million was 79 percent higher than the prior year and the highest in our history, including our recording \$2.6 million in purchase price costs related to the IQTalent acquisition. Fiscal 2022

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was a year of revenue and profit achievement and execution excellence. We couldn't be prouder of the entire Caldwell/IQTalent team.”

“While we celebrate our accomplishments in fiscal 2022, we are focused on the future. We have seen the business leaders at our clients become more cautious with concerns about an economic downturn or recession on the horizon. This has translated into a reduction in hiring demand, especially in the technology and retail sectors. We saw headwinds begin late summer and build through early fall - especially in our IQTalent segment, whose clients are weighted towards the technology sector. Accordingly, we have taken actions to right size the staff with business levels for the near term.”

Wallace continued: “We are superbly confident regarding the strength of our company, our team, our service offerings, our balance sheet, and our future. Our clients value our ability to provide seamless support for their talent acquisition needs at all levels, and by continuing to diversify our mix of products and services and identify opportunities to cross-collaborate between our two business segments, we expect to amplify our current success in the long-term. We also continue to seek out strategic business and technology acquisition opportunities that align with our client-driven talent offerings. Our most recent acquisition of The Counsel Network has been a terrific addition to our Caldwell service offering in Canada, bringing a high-caliber group of search professionals focused on legal roles for law firms and corporate in-house functions.”

About Caldwell Partners

Caldwell Partners is a technology-powered talent acquisition firm specializing in recruitment at all levels. Through two distinct brands - Caldwell and IQTalent - the firm leverages the latest innovations in AI to offer an integrated spectrum of services delivered by teams with deep knowledge in their respective areas. Services include candidate research and sourcing through to full recruitment at the professional, executive and board levels, as well as a suite of talent strategy and assessment tools that can help clients hire the right people, then manage and inspire them to achieve maximum business results.

Caldwell Partners' common shares are listed on The Toronto Stock Exchange (TSX: CWL) and trade on the OTCQX Market (OTCQX: CWLPF). Please visit our website at www.caldwell.com for further information.

Forward-Looking Statements

Forward-looking statements in this document are based on current expectations subject to the significant risks and uncertainties cited. These forward-looking statements generally can be identified by the use of statements that include phrases such as “believe,” “expect,” “anticipate,” “intend,” “plan,” “foresee,” “may,” “will,” “likely,” “estimates,” “potential,” “continue” or other similar words or phrases. Similarly, statements that describe our objectives, plans or goals also are forward-looking statements.

We are subject to many factors that could cause our actual results to differ materially from those contemplated by the relevant forward looking statement including, but not limited to, the impact of pandemic diseases, our ability to attract and retain key personnel; exposure to our partners taking our clients with them to another firm; the performance of the US, Canadian and international economies; foreign currency exchange rate fluctuations; competition from other companies directly or indirectly engaged in talent acquisition; cybersecurity requirements, vulnerabilities, threats and attacks; damage to our brand reputation; our ability to align our cost structure to changes in our revenue; liability risk in the services we perform; potential legal liability from clients, employees and candidates for employment; reliance on software that we license from third parties; reliance on third-party contractors for talent acquisition support; our ability





to successfully recover from a disaster or other business continuity issues; adverse governmental and tax law rulings; successfully integrating or realizing the expected benefits from our acquisitions, adverse operating issues from acquired businesses; volatility of the market price and volume of our common shares; technological advances may significantly disrupt the labour market and weaken demand for human capital at a rapid rate; affiliation agreements may fail to renew or affiliates may be acquired; the impact on profitability from marketable securities valuation fluctuations; increasing dependence on third parties for the execution of critical functions; our ability to generate sufficient cash flow from operations to support our growth and fund any dividends; potential impairment of our acquired goodwill and intangible assets; and disruption as a result of actions of certain stockholders or potential acquirers of the Company. For more information on the factors that could affect the outcome of forward-looking statements, refer to the “Risk Factors” section of our Annual Information Form and other public filings (copies of which may be obtained at www.sedar.com). These factors should be considered carefully, and the reader should not place undue reliance on forward-looking statements. Although any forward-looking statements are based on what management currently believes to be reasonable assumptions, we cannot assure readers that actual results, performance, or achievements will be consistent with these forward-looking statements. Management’s assumptions may prove to be incorrect. Except as required by Canadian securities laws, we do not undertake to update any forward-looking statements, whether written or oral, that may be made from time to time by us or on our behalf; such statements speak only as of the date made. The forward-looking statements included herein are expressly qualified in their entirety by this cautionary language.

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THE CALDWELL PARTNERS INTERNATIONAL INC.

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(in \$000s Canadian)

	<i>As at</i>	<i>As at</i>
	<i>August 31</i>	<i>August 31</i>
	<i>2022</i>	<i>2021</i>
Assets		
Current assets		
Cash and cash equivalents	35,668	29,214
Accounts receivable	22,882	23,218
Income taxes receivable	1,280	-
Unbilled revenue	6,495	4,217
Prepaid expenses and other assets	2,758	2,332
	69,083	58,981
Non-current assets		
Restricted cash	-	2,624
Investments	736	242
Advances	241	506
Property and equipment	2,035	1,970
Right-of-use assets	5,345	9,549
Intangible assets	190	234
Goodwill	8,928	7,960
Deferred income taxes	4,730	5,067
Total assets	91,288	87,133
Liabilities		
Current liabilities		
Accounts payable	4,021	4,640
Compensation payable	43,866	36,852
Income taxes payable	-	3,007
Lease liability	1,817	1,868
Loans Payable	-	176
	49,704	46,543
Non-current liabilities		
Compensation payable	2,105	6,278
Lease liability	4,414	8,560
	56,223	61,381
Equity attributable to owners of the Company		
Share capital	12,554	12,157
Contributed surplus	15,045	15,063
Accumulated other comprehensive income	960	204
Retained earnings (deficit)	6,506	(1,672)
Total equity	35,065	25,752
Total liabilities and equity	91,288	87,133

THE CALDWELL PARTNERS INTERNATIONAL INC.

CONSOLIDATED STATEMENTS OF EARNINGS

(in \$000s Canadian, except per share amounts)

Twelve months ended

August 31

2022 2021

Revenues		
Professional fees	155,560	119,407
Direct expense reimbursements	605	359
	156,165	119,766
Cost of sales expenses		
Cost of sales	120,911	90,621
Government stimulus grants	-	(334)
Reimbursed direct expenses	605	359
	121,516	90,646
Gross profit	34,649	29,120
Selling, general and administrative	21,448	20,738
Acquisition-related expenses	2,611	2,453
	24,059	23,191
Operating profit	10,590	5,929
Finance expenses (income)		
Interest expense on lease liability	419	464
Realized gain on lease modification	(182)	-
Interest expense on loans payable	-	27
Investment income	(129)	(32)
Foreign exchange (gain) loss	(228)	53
Earnings before income tax	10,710	5,417
Income tax expense	2,532	898
Net earnings for the year attributable to owners of the Company	8,178	4,519
Earnings per share		
Basic and Diluted	\$0.318	\$0.190
Diluted	\$0.315	\$0.186

CONSOLIDATED STATEMENTS OF COMPREHENSIVE EARNINGS

(in \$000s Canadian)

Twelve months ended

August 31

2022 2021

Net earnings for the period	8,178	4,519
Other comprehensive income:		
Items that may be reclassified subsequently to net earnings		
Gain (loss) on marketable securities	(72)	165
Cumulative translation adjustment	828	(380)
Comprehensive earnings for the year attributable to owners of the Company	8,934	4,304

THE CALDWELL PARTNERS INTERNATIONAL INC.

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

(in \$000s Canadian)

	Retained Earnings (Deficit)	Share Capital	Contributed Surplus	Accumulated Other Comprehensive Income (Loss) Cumulative Translation Adjustment	Gain/(loss) on Marketable Securities	Total Equity
Balance - August 31, 2020	(6,191)	7,515	15,013	595	(176)	16,756
Net earnings for the year	4,519	-	-	-	-	4,519
Common share issuance	-	4,642	-	-	-	4,642
Share based payment expense	-	-	50	-	-	50
Gain on marketable securities available for sale	-	-	-	-	165	165
Change in cumulative translation adjustment	-	-	-	(380)	-	(380)
Balance - August 31, 2021	(1,672)	12,157	15,063	215	(11)	25,752
Net earnings for the year	8,178	-	-	-	-	8,178
Employee share option plan share issue	-	397	(34)	-	-	363
Share-based payment expense	-	-	16	-	-	16
Loss on marketable securities available for sale	-	-	-	-	(72)	(72)
Change in cumulative translation adjustment	-	-	-	828	-	828
Balance - August 31, 2022	6,506	12,554	15,045	1,043	(83)	35,065

THE CALDWELL PARTNERS INTERNATIONAL INC.

CONSOLIDATED STATEMENTS OF CASH FLOW

(in \$000s Canadian)

	<i>Twelve months ended</i>	
	<i>August 31</i>	
	<i>2022</i>	<i>2021</i>
Cash flow provided by (used in)		
Operating activities		
Net earnings for the year	8,178	4,519
Add (deduct) items not affecting cash		
Depreciation of property and equipment	421	393
Depreciation of right-of-use assets	2,095	1,982
Amortization of intangible assets	51	19
Amortization of advances	705	646
Interest expense on lease liabilities	419	464
Interest on loans payable	-	27
Share based payment expense	16	50
(Gain) loss on unrealized foreign exchange on subsidiary loans	(320)	13
Gain on early termination of lease	(182)	(37)
Changes in working capital	(4,282)	16,802
Net cash provided by operating activities	7,101	24,878
Investing activities		
Acquisition of business, net of cash	(314)	(3,238)
Investment in convertible promissory note	(655)	-
Purchase of property and equipment	(466)	(251)
Payment of advances	(609)	(437)
Proceeds from sale of marketable securities	127	289
Purchase of marketable securities	-	(180)
Purchase of intangible assets	-	(108)
Net cash used in investing activities	(1,917)	(3,925)
Financing activities		
Decrease (increase) in restricted cash	2,624	(2,619)
Payment of lease liabilities	(2,341)	(2,619)
Proceeds from share issuance under employee stock option plan	363	-
Sublease payments received	29	346
Payment of loans payable	(176)	(1,043)
Net cash provided by (used in) financing activities	499	(5,935)
Effect of exchange rate changes on cash and cash equivalents	771	(285)
Net increase in cash and cash equivalents	6,454	14,733
Cash and cash equivalents, beginning of year	29,214	14,481
Cash and cash equivalents, end of period	35,668	29,214