



DGNR Diluted Share Count at Various Prices

CONFIDENTIAL

JUNE 2021





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Important Information and Where to Find It. In connection with the proposed business combination, Dragoneer has filed the registration statement on Form S-4, which includes a prospectus with respect to CCC’s securities to be issued in connection with the business combination and a proxy statement with respect to the shareholder meeting of Dragoneer to vote on the business combination. Dragoneer urges its investors, shareholders and other interested persons to read, when available, the preliminary proxy statement/prospectus as well as other documents filed with the SEC because these documents will contain important information about Dragoneer, CCC and the business combination. After the registration statement is declared effective, the definitive proxy statement/prospectus included in the registration statement will be mailed to shareholders of Dragoneer as of a record date to be established for voting on the proposed business combination. Shareholders may obtain a copy of the proxy statement/prospectus, and other documents filed with the SEC without charge, by directing a request to: Dragoneer Growth Opportunity Corp., One Letterman Drive, Building D, Suite M500, San Francisco, California, 94129. The preliminary proxy statement/prospectus and, once available, definitive proxy statement/prospectus included in the registration statement can also be obtained, without charge, at the SEC’s website (www.sec.gov).

Participants in the Solicitation. Dragoneer and CCC and their respective directors and executive officers may be considered participants in the solicitation of proxies with respect to the potential business combination under the rules of the SEC. Information about the directors and executive officers of Dragoneer is set forth in Dragoneer’s Form 10-K, as amended, filed with the SEC on May 13, 2021 and is available free of charge at the SEC’s website at www.sec.gov or by directing a request to: Dragoneer Growth Opportunity Corp., One Letterman Drive, Building D, Suite M500, San Francisco, California, 94129. Information regarding the persons who may, under the rules of the SEC, be deemed participants in the solicitation of the Dragoneer shareholders in connection with the potential business combination are set forth in the registration statement containing the preliminary proxy statement/prospectus filed with the SEC. These documents can be obtained free of charge from the sources indicated above.

No Offer or Solicitation. This presentation is not a proxy statement or solicitation of a proxy, consent or authorization with respect to any securities or in respect of the potential business combination and shall not constitute an offer to sell or a solicitation of an offer to buy the securities of Dragoneer or CCC, nor shall there be any sale of any such securities in any state or jurisdiction in which such offer, solicitation, or sale would be unlawful prior to registration or qualification under the securities laws of such state or jurisdiction. No offer of securities shall be made except by means of a prospectus meeting the requirements of the Securities Act of 1933, as amended.



Diluted Share Count at Various Prices

(US \$ in millions, shares in millions)

Trading Price Per Share	\$10.00	\$11.00	\$12.00	\$13.00	\$14.00	\$15.00	\$16.00	\$17.00	\$18.00	\$19.00	\$20.00
Fully Diluted Shares Outstanding¹	656.4	657.9	660.7	673.0	676.2	693.9	696.3	698.4	700.3	701.4	702.4
Basic Shares ²	615.5	615.5	615.5	615.5	615.5	615.5	615.5	615.5	615.5	615.5	615.5
Options ³	40.9	42.5	43.7	44.8	45.8	46.6	47.3	47.9	48.5	49.0	49.4
Warrants											
DGNR S/H Warrants ⁴	0.0	0.0	0.6	1.6	2.5	3.2	3.9	4.5	5.0	5.0	5.0
Sponsor Warrants from Private Placement ⁵	0.0	0.0	0.7	1.8	2.8	3.7	4.4	5.1	5.7	6.2	6.7
Sponsor Warrants Converted from Working Capital Loan ⁶	0.0	0.0	0.1	0.2	0.4	0.5	0.6	0.6	0.7	0.8	0.9
FPA Warrants ⁷	0.0	0.0	0.1	0.4	0.6	0.8	1.0	1.1	1.3	1.3	1.3
Earnouts											
Sponsor Earnout ⁸	0.0	0.0	0.0	8.6	8.6	8.6	8.6	8.6	8.6	8.6	8.6
CCC Shareholder Earnout ⁹	0.0	0.0	0.0	0.0	0.0	15.0	15.0	15.0	15.0	15.0	15.0
Equity Value	\$6,564	\$7,237	\$7,928	\$8,749	\$9,466	\$10,408	\$11,141	\$11,873	\$12,605	\$13,326	\$14,047
(+) Net Debt ¹⁰	\$490	\$490	\$490	\$490	\$490	\$490	\$490	\$490	\$490	\$490	\$490
Enterprise Value	\$7,054	\$7,727	\$8,418	\$9,239	\$9,956	\$10,898	\$11,631	\$12,363	\$13,095	\$13,816	\$14,537
Fully Diluted Shares Outstanding	656.4	657.9	660.7	673.0	676.2	693.9	696.3	698.4	700.3	701.4	702.4
DGNR Public Shareholders	69.0	69.0	69.6	70.6	71.5	72.2	72.9	73.5	74.0	74.0	74.0
Sponsor Shares	8.6	8.6	9.4	19.3	20.4	21.4	22.3	23.0	23.7	24.3	24.8
FPA Shares	17.5	17.5	17.6	17.9	18.1	18.3	18.5	18.6	18.8	18.8	18.8
PIPE Shareholders	15.0	15.0	15.0	15.0	15.0	15.0	15.0	15.0	15.0	15.0	15.0
Existing CCC Shareholders	546.3	547.8	549.1	550.2	551.1	567.0	567.7	568.3	568.9	569.4	569.8
Ownership %											
DGNR Public Shareholders	10.5%	10.5%	10.5%	10.5%	10.6%	10.4%	10.5%	10.5%	10.6%	10.5%	10.5%
Sponsor Shares	1.3%	1.3%	1.4%	2.9%	3.0%	3.1%	3.2%	3.3%	3.4%	3.5%	3.5%
FPA Shares	2.7%	2.7%	2.7%	2.7%	2.7%	2.6%	2.7%	2.7%	2.7%	2.7%	2.7%
PIPE Shareholders	2.3%	2.3%	2.3%	2.2%	2.2%	2.2%	2.2%	2.1%	2.1%	2.1%	2.1%
Existing CCC Shareholders	83.2%	83.3%	83.1%	81.8%	81.5%	81.7%	81.5%	81.4%	81.2%	81.2%	81.1%

- Fully diluted shares excludes the impact of new equity incentive plan and ESPP.
- Share count of 615.5mm composed of 1) 505.4mm shares held by existing CCC shareholders; 2) 69.0mm shares held by Dragoneer public shareholders; 3) 17.5mm shares associated with forward purchase agreements; 4) 15.0mm shares held by PIPE investors; and 5) 8.6mm Sponsor promote shares.
- Converted from 58.0m options held by existing CCC optionholders using Treasury Stock Method with a weighted average strike price of \$2.95.
- 13.8mm Dragoneer public warrants (with strike price of \$11.50 and redeemable at \$18.00 / share).
- 15.8mm Sponsor warrants (with strike price of \$11.50).

- 2.0mm warrants (with strike price of \$11.50) that the Sponsor has elected to be converted from the \$2.0mm working capital loan from the Sponsor.
- 3.5mm FPA warrants (with strike price of \$11.50 and redeemable at \$18.00 / share).
- 8.6mm Dragoneer Sponsor earnout shares (composed of a single tranche with a target price of \$13.00).
- 15.0mm existing shareholder earnout shares (composed of a single tranche with target price of \$15.00 per share).
- Includes \$843mm cash and \$1,333mm rolled debt from CCC.

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