

Investor Presentation

September 26, 2018

Safe Harbor

SPECIAL NOTE REGARDING FORWARD-LOOKING STATEMENTS AND INFORMATION

This presentation contains statements about future events and expectations that constitute forward-looking statements, including statements about the Company's expectations for future financial performance. Forward-looking statements are based on our beliefs, assumptions and expectations of industry trends, our future financial and operating performance and our growth plans, taking into account the information currently available to us. These statements are not statements of historical fact. Forward-looking statements involve risks and uncertainties that may cause our actual results to differ materially from the expectations of future results we express or imply in any forward-looking statements and you should not place undue reliance on such statements. Factors that could contribute to these differences include, but are not limited to, the factors described in "Risk Factors" in Civitas' Registration Statement on Form S-1. Words such as "anticipates", "believes", "continues", "estimates", "expects", "goal", "objectives", "intends", "may", "opportunity", "plans", "potential", "near-term", "long-term", "projections", "assumptions", "projects", "guidance", "forecasts", "outlook", "target", "trends", "should", "would", "will" and similar expressions are intended to identify such forward-looking statements. We qualify any forward-looking statements entirely by these cautionary factors. We assume no obligation to update or revise any forward-looking statements for any reason, or to update the reasons actual results could differ materially from those anticipated in these forward-looking statements, even if new information becomes available in the future. Comparisons of results for current and any prior periods are not intended to express any future trends or indications of future performance, unless expressed as such, and should only be viewed as historical data.

NON-GAAP FINANCIAL MEASURES

This presentation includes disclosures of EBITDA, Adjusted EBITDA, Adjusted EPS, free cash flow and pro forma free cash flow. Reconciliations of EBITDA to Adjusted EBITDA are presented in the accompanying Appendix. Reconciliations of EPS to Adjusted EPS are presented in the accompanying Appendix. Reconciliations of cash flow from operations to free cash flow and pro forma free cash flow are presented in the accompanying Appendix. EBITDA, Adjusted EBITDA, Adjusted EPS, free cash flow and pro forma free cash flow are not determined in accordance with GAAP and should not be considered in isolation or as an alternative to net income, income from operations, net cash provided by operating, investing or financing activities or other financial statement data presented as indicators of financial performance or liquidity, each as presented in accordance with GAAP. EBITDA, Adjusted EBITDA, Adjusted EPS, free cash flow and pro forma free cash flow should be considered as a measure of discretionary cash available to us to invest in the growth of our business. While EBITDA, Adjusted EBITDA, Adjusted EPS, free cash flow are frequently used as measures of operating performance and the ability to meet debt service requirements, they are not necessarily comparable to other similarly titled captions of other companies due to potential inconsistencies in the method of calculation. Our presentation of EBITDA, Adjusted EBITDA, Adjusted EPS, free cash flow and pro forma free cash flow and pro forma free cash flow and pro forma free cash flow. Adjusted EPS, free cash flow and pro forma free cash flow and pro forma free cash flow are not necessarily comparable to other similarly titled captions of other companies due to potential inconsistencies in the method of calculation. Our presentation of EBITDA, Adjusted EBITDA, Adjusted EPS, free cash flow and pro forma fr



Our Mission

- To offer adults, children, young people and their families innovative and high-quality services and support that lead to growth and independence, regardless of the physical, intellectual or behavioral challenges they face
- Our philosophy emphasizes partnerships with those we serve, their families, our employees, Mentors, payors and the communities in which we work – in an effort to help people shape the direction of their own lives and thrive in less restrictive settings





Who We Are

- Leading provider of home- and community-based health and human services
 - Individuals with intellectual, developmental, physical or behavioral disabilities and other special needs
 - Customized solutions delivered in less restrictive, non-institutional settings
 - We serve approximately 12,500 individuals in residential settings and approximately 19,000 individuals in non-residential settings
 - Approximately 22,900 full-time equivalent employees and more than 3,800 independently-contracted host home caregivers
- 37-year history of providing services to must-serve populations
- FY 2017 revenue of \$1.475 billion and adjusted EBITDA \$163.0 million¹
 - YTD Q3 FY2018: revenue of \$1.193 billion and adjusted EBITDA of \$130.3 million¹
- FY 2018 Guidance revenue of \$1.58 billion to \$1.61 billion and adjusted EBITDA of \$170.0 million to \$173.0 million

^{1.} For definition and reconciliation of Adjusted EBITDA please see page 27.



Investment Highlights

Large and Expanding "Must Serve" Markets

Diversified Payor Base and Stable Reimbursement

Strong and Stable Cash Flow

Multiple Growth Drivers: Organic expansion, Acquisitions, Adjacent Markets



First Mover Advantage in SRS

Leader and Consolidator in Large Fragmented Market

Proven Management Team with Average of 22 years in Human Services Industry



Leading Provider of Home- and Community-Based Health and Human Services



ed Markets	Intellectual and/or Developmental Disabilities ("I/DD")	Post-Acute Specialty Rehabilitation Services ("SRS")	At-Risk Youth ("ARY")	Adult Day Health ("ADH")		
ntly Served	64% of total revenue ⁽¹⁾ (\$1,024 million)	22% of total revenue ⁽¹⁾ (\$354 million)	9% of total revenue ⁽¹⁾ (\$146 million)	5% of total revenue ⁽¹⁾ (\$72 million)		
Currently	\$65 billion market ⁽²⁾	\$10 billion market ⁽⁵⁾	\$29 billion market ⁽³⁾	\$8.5 billion market ⁽⁴⁾		
dividuals Served	~18,300	~2,200	~6,000	~5,100		

^{5.} Based on data from the CDC; represents annual spend.



^{1.} Represents percent of total gross revenue for the LTM period as of 6/30/2018.

^{2.} Based on data from the Braddock report; represents size for 2015.

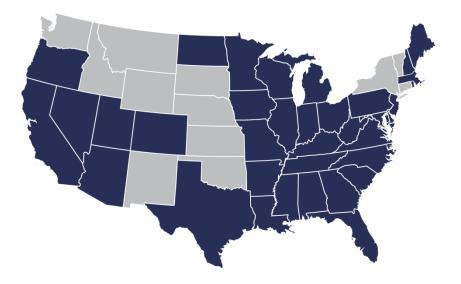
^{3.} Based on data from Child Trends; represents size for state fiscal year 2014.

^{4.} Based on IBISWorld, spending on Adult Day Health in 2018.

National Platform with Diverse Payor Base

(\$ in millions)

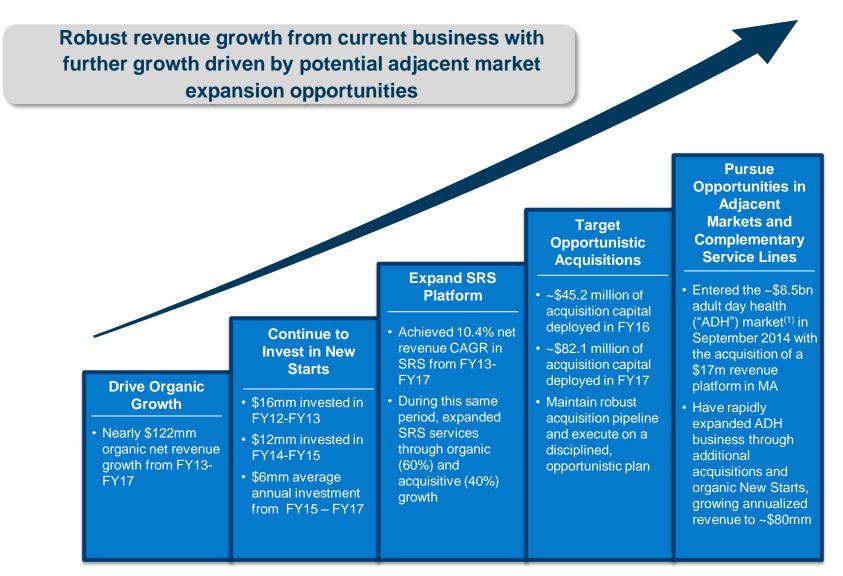
STATES	Gross Revenue LTM 6/30/18 % of T				
Minnesota	\$246.8	15.5%			
California	\$216.9	13.6%			
Massachusetts	\$88.4	5.5%			
Indiana	\$84.1	5.3%			
Arizona	\$82.0	5.1%			
Ohio	\$80.4	5.0%			
Florida	\$79.7	5.0%			
New Jersey	\$78.4	4.9%			
Wisconsin	\$65.8	4.1%			
Iowa	\$55.9	3.5%			
All Other States (26)	\$517.1	32.4%			
TOTAL	\$1,595.4	100%			
Public Funding	\$1,407.2	88.2%			



36 STATES
I/DD: 21
SRS: 25
ARY: 9
ADH: 3



Our Growth Strategy



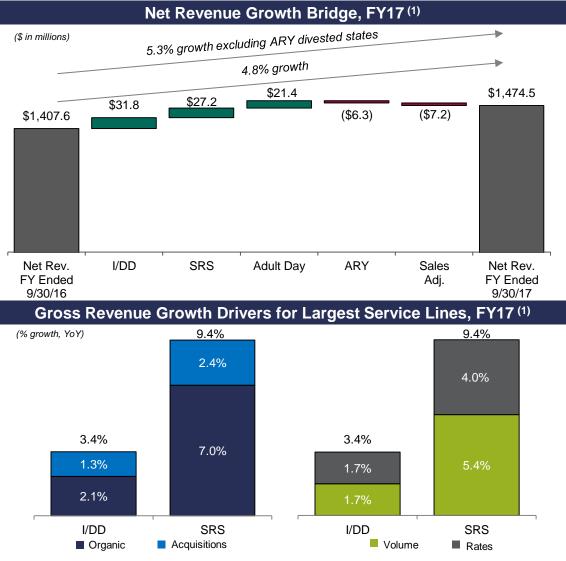
1. IBISWorld estimates for spending on adult day care in 2018.



Strong Revenue Growth

FY18 YTD Update

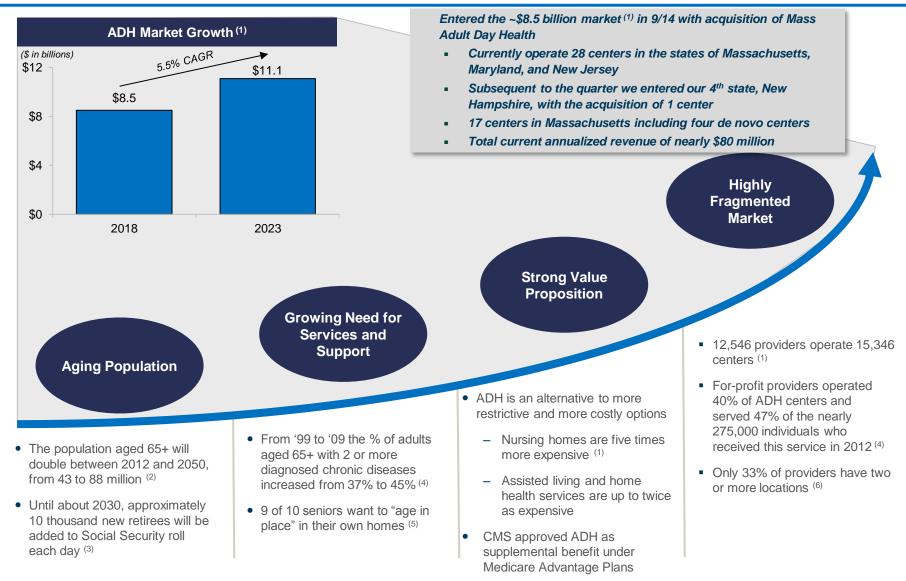
- Net revenue growth of 9.0%
 - Organic growth of 1.5%
 - Acquisition growth of 7.5%
- I/DD and SRS gross revenue grew by 6.3% and 15.6%, respectively.
 - I/DD growth was split 1.2% organic and 5.1% acquisition
 - SRS growth was split 1.1% organic and 14.5% acquisition
- ARY turnaround with gross revenue growth of 4.0%, which is entirely from organic sources.



^{1.} Segment growth based upon gross revenue before sales adjustments.



Adult Day Health Platform Launch



^{1.} Based on data from IBISWorld estimated for spending on ADH in 2018. 2. Census Bureau. 3. Social Security Administration. 4. Center for Disease Control. 5. American Association of Retired Persons 6. According to a 2010 MetLife study.



Strong Free Cash Flows & Demonstrated Ability to De-lever Present Opportunity at Current Valuations

Commentary Free cash flow generation has improved by ~ \$21 million since FY13⁽¹⁾

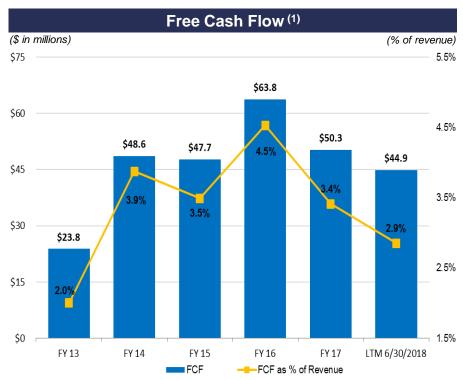
- Full redemption of 12.5% Senior Notes and January 2014 refinancing transaction in attractive market conditions
- Effective working capital management, reducing DSO from 47.2 days at FY13 to 44.0 days as of June 30, 2018
- Leverage reduced to 3.6x at the end of FY17 from 4.4x at the end of FY14
 - Leverage has temporarily increased to 3.9x at 6/30/18 due to a large acquisition completed in October 2017

Net Debt / LTM Adjusted EBITDA

At current stock price, Adjusted EPS represents significant value

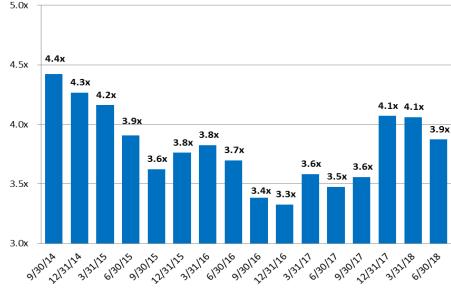
FY18 FY16 FY17 Consensus Adjusted EPS \$1.87 \$1.49 \$1.60 Average Share Price \$21.58 \$18.03 \$14.96 Adjusted P/E Ratio 14.5 9.6 9.3

Adjusted EPS and P/E Ratio⁽²⁾



1. Free cash flow defined as cash flow from operations minus capital expenditures. See page 29 for a reconciliation of LTM free cash flow.

2. Average Share Price represents the average share price for the fiscal year for FY16 and FY17 and the 21 day trailing average as of 9/25/2018 for FY18. For a reconciliation of Adjusted EPS see slide 28.



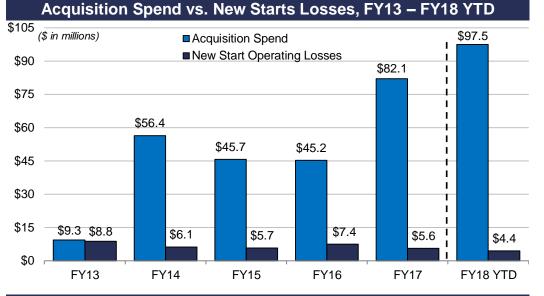
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Robust Acquisition and New Start Capital Deployment

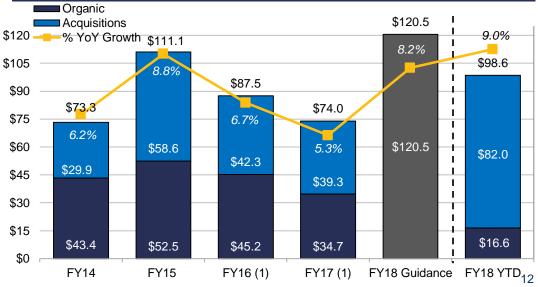
Commentary

- Completed 9 acquisitions in YTD FY18 with annual revenues of ~ \$63 million
 - Completed 2 acquisitions subsequent to quarter end with annual revenues of ~ \$7 million
- Active pipeline of acquisitions across I/DD, SRS, and ADH
- One of two scale players in highly-fragmented markets
 - Executed 56 acquisitions from FY13 through FY18 YTD with total capital deployment of approximately \$336 million
- Demonstrated ability to integrate and enhance operations, a clear competitive advantage in acquisition-focused growth
- Acquisitions often serve as platforms for expanding New Start initiatives
- Track record of growing both organically and through acquisitions
 - Demonstrated by 47% of organic net revenue growth in FY15, 52% in FY16⁽¹⁾, 47% in FY17⁽¹⁾, and 17% in FY18 YTD

1. Excludes ARY divested states.

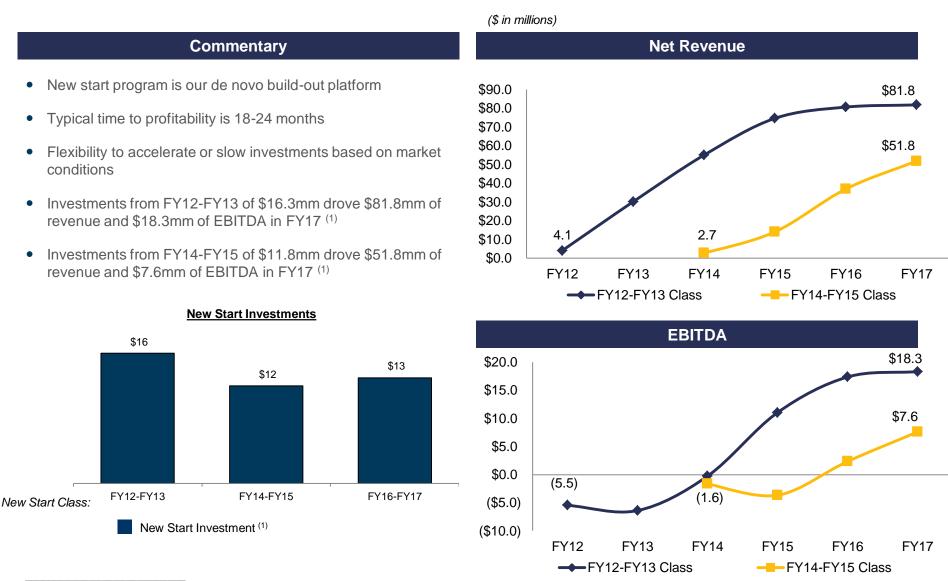


Net Revenue Growth over Prior Year, FY13 – FY18 YTD





New Start Investments Drive Organic Growth



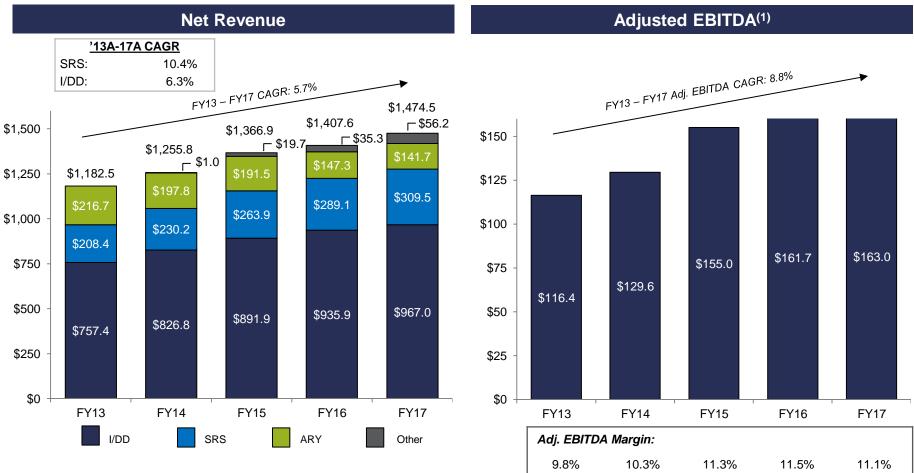
1. Represents net operating losses from any new start programs initiated within 18 months of the end of the period that had operating losses during the period. Net operating loss from a new start is defined as its revenue for the period less direct expenses but not including allocated overhead costs..



Historical Financial Performance

(\$ in millions)

Strong Net Revenue and Adj. EBITDA growth driven by disciplined investment in organic and acquisition growth opportunities and margin expansion



^{1.} For definition and reconciliation of Adjusted EBITDA please see page 27

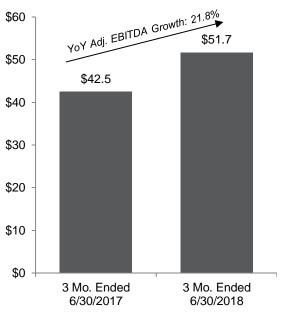


Financial Results for QTD Q3 FY18

(\$ in millions)

Net Revenue





Adjusted EBITDA

At a Glance

- 8.6% increase in Net Revenue
- 21.8% increase in Adjusted EBITDA
- Performance driven by:
 - \$28.1 million of revenue from acquisitions and \$4.1 million from organic growth
 - 9.2% organic Adjusted EBITDA growth
 - \$2.0 million benefit from structural items
 - Labor continues to be a challenge

QTD Q3 FY18	YoY Net	Revenue	Growth:

I/DD:	5.3%		
SRS:	16.5%		

Adj. EBITDA Margin:

As reported:	11.4%	12.8%

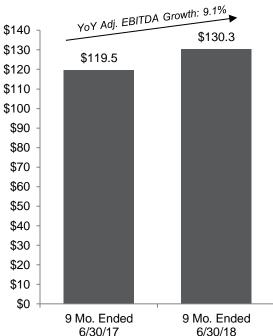


Financial Results for YTD Q3 FY18

(\$ in millions)

Net Revenue





Adjusted EBITDA

At a Glance

- 9.0% increase in Net Revenue
- 9.1% increase in Adjusted EBITDA
- Performance driven by:
 - \$82.0 million of revenue from acquisitions and \$16.6 million from organic growth

YTD FY18 YoY Net Revenue Growth:

I/DD:	6.3%
SRS:	15.3%

Adj. EBITDA Margin:

As reported:	10.9%	10.9%





Appendix



Our Value Proposition

The services we offer provide higher quality care to individuals at a lower cost to payors



Individuals Served and Families

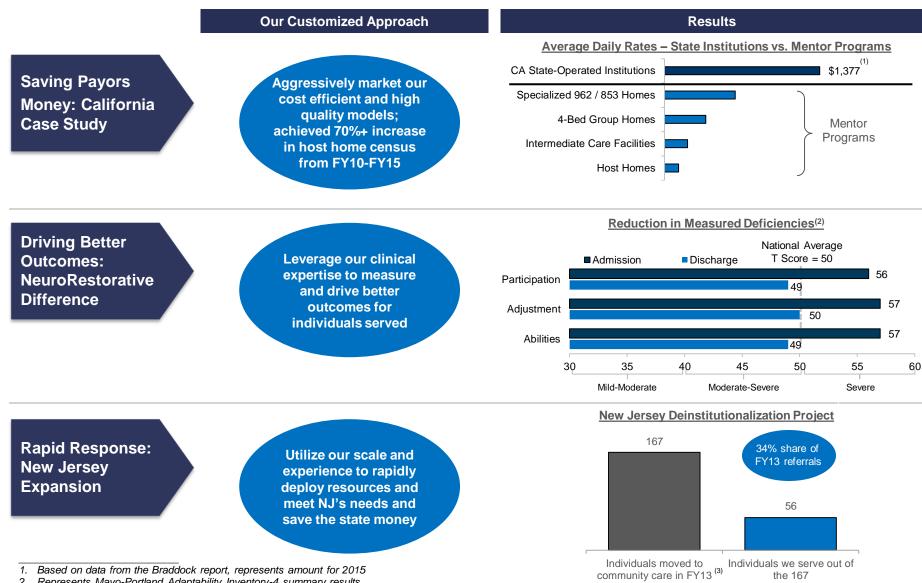
- Less restrictive care settings that promote client independence
- Integration into the community
- Unique and customized care delivery
- Supports a range of special needs populations



- Customized service plans across the continuum of care to address the needs of payors and individuals served
- Lower cost of care than traditional institutional settings
- Best practices from a national network of clinicians
- Support from advocacy groups
- National scale facilitates billing and other administration efficiencies



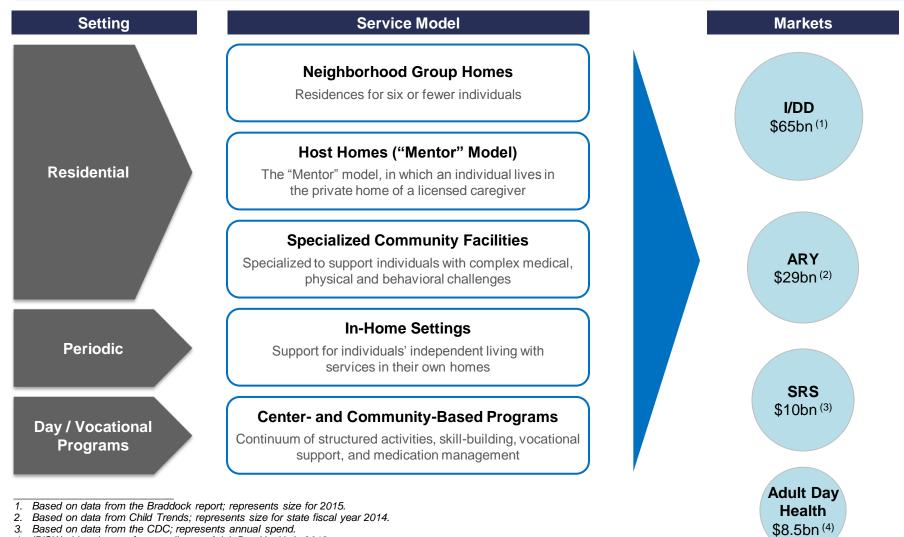
Driving Value for Individuals, Families and Payors



- 2. Represents Mayo-Portland Adaptability Inventory-4 summary results.
- 3. Based on data from the New Jersey Department of Human Services, Division of Developmental Disabilities.

Our Service Models – A Continuum of Care

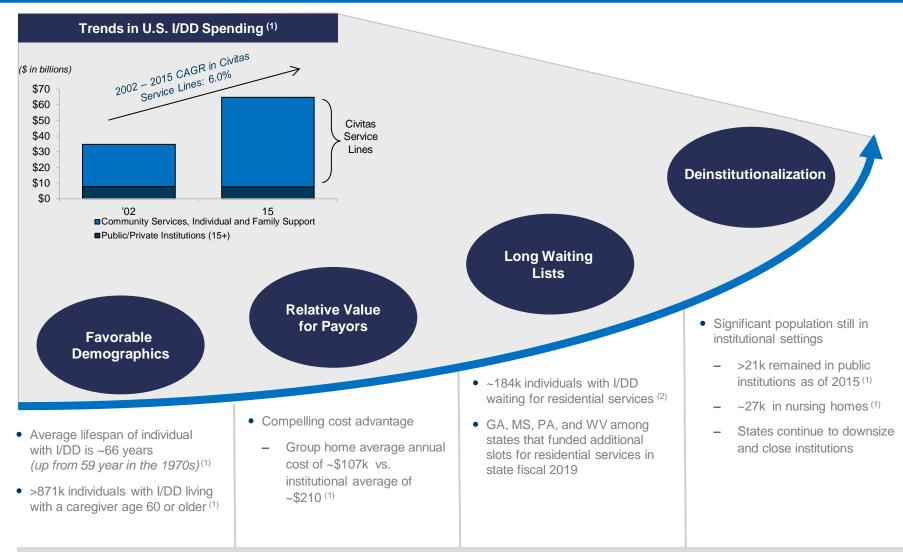
Our home- and community-based models can be applied across a range of markets



4. IBISWorld estimates for spending on Adult Day Health in 2018.



I/DD Market Growth Drivers



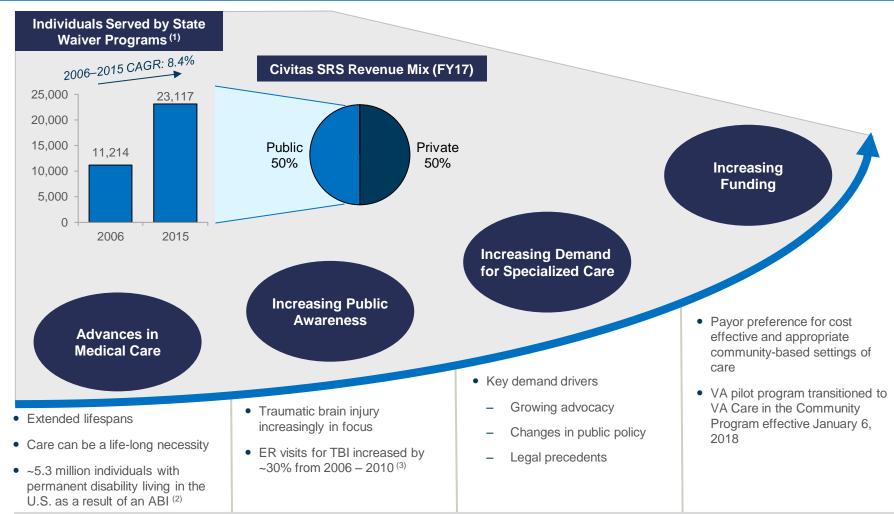
Key drivers of historical I/DD growth remain in place, future growth could accelerate

1. Based on data from the Braddock report, represents data for 2015.

2. Based on data from United Cerebral Palsy's "The Case for Inclusion".



SRS Market Growth Drivers

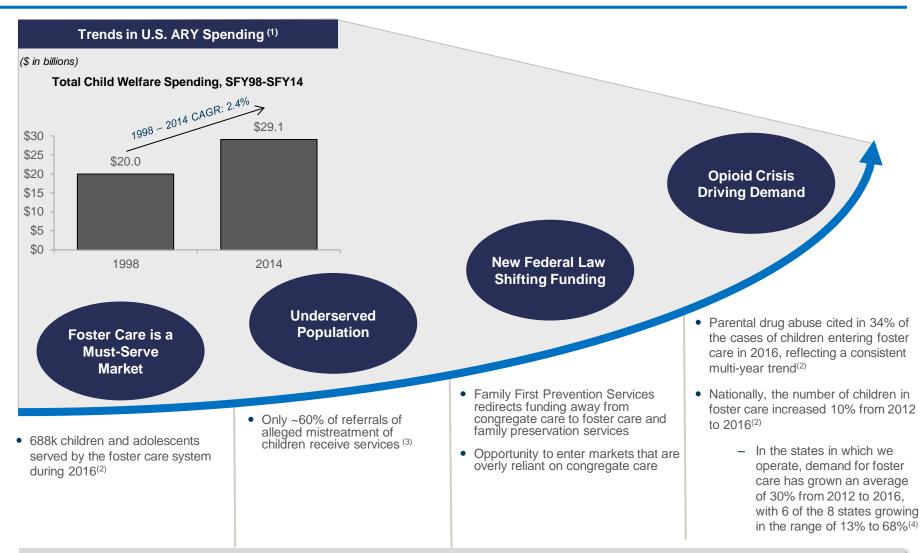


Extended lifespans and increased public awareness of traumatic brain injury are driving both increased funding and demand for specialized care

- 1. Based on data from the Henry J. Kaiser Family Foundation, the National Association of State Head Injury Administrators and Medicaid.gov
- 2. Based on data from the Brain Injury Association of America.
- 3. Based on data from the Journal of American Medical Association.



ARY Market Growth Drivers

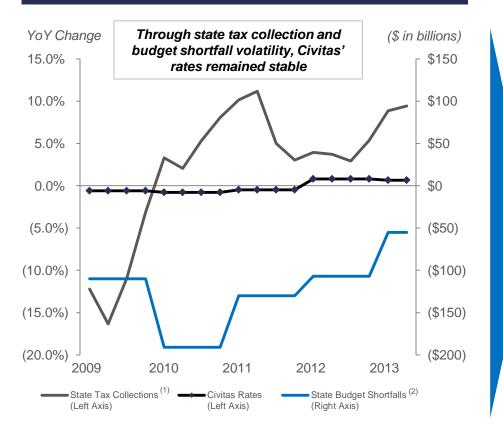


Payors continue to seek more effective and less expensive services for at-risk youth

1. Based on data from Child Trends. 2. Based on data from the Children's Bureau, the U.S. Department of Health and Human Services, Administration on Children and Families. 3. Based on data from the U.S. Department of Health and Human Services, Administration on Children and Families. 4. Annie E. Casey Kids Count Database, 2016



Stable Rates through Challenging Cycles



Highlights

- "Must serve" population:
 - Strong advocacy support
 - Litigation risk for state and local governments
- Strong value proposition to payors and states
- Medicaid matching increases funds available to states and amplifies impacts of cuts
- Budget Control Act (sequestration) exempted
 Medicaid and Foster Care from automatic acrossthe-board budget cuts
- We have benefited from overall pricing increases during FY12-18YTD
 - WV was a notable exception during FY15-17
 - Rate reductions in IA, MN, ND, WI projected to reduce FY18 revenue by ~ \$5.5mm
- In addition to a stable public payor base, we have a growing non-public payor base in our SRS segment

Protected and growing funding with limited "stroke of the pen" reimbursement risk

- 1. Based on data from the Nelson A. Rockefeller Institute of Government.
- 2. Based on data from the Henry J. Kaiser Family Foundation.



Summary Financials

(\$ in millions)	Fiscal Year Ended September 30,					Nine Months Ended June 30,		
	2013	2014	2015	2016	2017	2017	2018	
I/DD	757.4	826.8	891.9	935.9	967.0	719.2	764.4	
SRS	208.4	230.2	263.9	289.1	309.5	229.3	264.4	
ARY	216.7	197.8	191.5	147.3	141.7	106.8	110.7	
Other	-	1.0	19.7	35.3	56.2	38.8	53.2	
Net Revenue	\$1,182.5	\$1,255.8	\$1,366.9	\$1,407.6	\$1,474.5	\$1,094.1	\$1,192.7	
Gross Profit	\$260.9	\$272.8	\$307.6	\$315.4	\$314.0	\$232.1	\$243.9	
Less: General and Administrative	145.2	145.0	162.8	174.4	166.4	124.0	128.6	
Less: Goodwill and Intangible Assets	-	-	10.7	10.3	31.0	-	-	
Less: Depreciation and Amortization	63.6	67.5	71.5	73.1	75.7	56.1	71.5	
Income From Operations	\$52.1	\$60.3	\$62.6	\$57.7	\$40.9	\$52.0	\$43.8	
EBITDA	\$115.3	\$103.8	\$126.9	\$129.6	\$117.3	\$108.9	\$114.2	
Adjusted EBITDA (1)	\$116.4	\$129.6	\$155.0	\$161.7	\$163.0	\$119.5	\$130.3	
% Margin	9.8%	10.3%	11.3%	11.5%	11.1%	10.9%	10.9%	
G&A as % of Revenue	12.3%	11.5%	11.9%	12.4%	11.3%	11.3%	10.8%	
Capital Expenditures	\$31.9	\$35.3	\$42.8	\$43.4	\$46.6	\$33.0	\$35.6	
% of Revenue	2.7%	2.8%	3.1%	3.1%	3.2%	3.0%	3.0%	
Cash Paid for Acquisitions ⁽²⁾	\$9.3	\$53.7	\$38.7	\$45.2	\$82.1	\$51.9	\$96.4	
Days Sales Outstanding	47	43	41	43	45	43	44	

For a reconciliation of EBITDA to Adjusted EBITDA please see page 27
 Does not include contingent consideration



Summary Capitalization as of 6/30/18							
(\$ in millions)	June 30, 2018						
Cash and cash equivalents:							
Cash and cash equivalents	\$0.0						
Restricted cash:							
Restricted cash ⁽¹⁾	50.0						
Debt:							
Capital Leases	11.8						
Revolving Credit Facility ⁽²⁾	9.5						
Term Loan Facility ⁽³⁾	702.0						
Total debt ⁽⁴⁾	\$723.3						
Stockholders' equity:							
Common stock	0.4						
Additional paid-in-capital	287.1						
Accumulated gain/(loss) on derivatives	4.0						
Accumulated deficit	(123.4)						
Total stockholders' (deficit) equity	\$168.0						
Total capitalization	\$891.3						
LTM Adj. EBITDA	\$173.9						
Credit statistics:							
Total debt / Adj. EBITDA	4.16x						
Net debt / Adj. EBITDA	3.87x						

1. Represents cash deposited in a cash collateral account in support of the issuance of undrawn letters of credit.

2. As of June 30, 2018, we had \$147.6 million of availability under our senior revolver. Availability was reduced due to \$2.9 million of Revolving Letters of Credit and \$9.5M of Revolver draws

3. Excludes the impact of original issue discount, net of accumulated amortization.

4. Includes current portion of Long Term Debt.



Adjusted EBITDA

Annual Adjusted EBITDA

(\$ in millions)	Fiscal Year Ending September 30,					Nine Months Ended June 30,	
(•				2017	·		
EBITDA	\$115.3	\$103.8	\$126.9	\$129.6	\$117.3	\$108.9	\$114.2
Adjustments:							
Management fee of related party ⁽¹⁾	1.4	9.5	(0.0)				
Stock-based compensation ⁽²⁾	0.3	0.9	5.2	17.1	8.4	6.6	5.8
Predecessor provider tax reserve adjustment ⁽³⁾	(2.1)						
Extinguishment of debt and related costs ⁽⁴⁾		14.7	17.3				
Long-term compensation plan payment ⁽⁵⁾			2.5				
Secondary offering costs ⁽⁶⁾			1.0				
Retirement Compensation ⁽⁷⁾			1.7				
Exit costs ⁽⁸⁾				2.0			6.6
Contingent consideration adjustment ⁽⁹⁾				0.6	0.2	0.2	
Sale of business ⁽¹⁰⁾				1.3			
Goodwill and Instangible Assets impairment ⁽¹¹⁾	1.3			10.3	31.0		
Expense reduction project costs (12)					3.9	2.7	2.7
M&A Transaction Costs ⁽¹³⁾	0.2	0.7	0.5	0.8	2.2	1.1	1.0

Adjusted EBITDA	\$116.4	\$129.6	\$155.0	\$161.7	\$163.0	\$119.5	\$130.3

1. Represents management fees and reimbursable expenses incurred under our management agreement with our private equity sponsor that was terminated in September 2014

2. Represents non-cash stock-based compensation expense.

3. Represents an adjustment to a reserve for a provider tax that is not required to be paid.

In fiscal 2015, represents the costs associated with the redemption \$212 million of senior notes including the write-off of the associated deferred financings costs and original issue discount, and the \$55.0 million incremental term loan that closed in February 2015. In fiscal 2014, represents the write-off of the remaining deferred financing costs on debt that we refinanced.
 Represents payments associated with the termination of an equity-like plan for employees of the CareMeridian business unit made in connection with the IPO.

 Represents payments associated with the termination of an equity-like plan for employees of the Carelylendian business unit made in connection with the in 6. Represents professional service fees and other costs incurred in connection with the Company's secondary offering that was completed in October 2015.

7. Represents expense for the contractual retirement benefits to the Company's Executive Chair that are payable over a 24-month period beginning on the retirement date of December 31, 2015.

8. Represents severance and lease terminations costs associated with our ARY divestitures in FY16 and the program closures in FY18.

9. Represents the fair value adjustment associated with acquisition related contingent consideration liabilities.

10. Represents the loss recorded on the sale of our ARY North Carolina business.

11. Represents the non-cash goodwill and intangible asset impairment charges related to the ADH reporting unit in 2016 and 2017.

12. Represents consulting and severance costs incurred in connection with the Company's project to optimize business operations and reduce company-wide expenses.

13. Represents consulting and services incurred in connection with the Company's acquisitions



Adjusted EPS

Adjusted EPS

	Fiscal Year Ending September 30,			Nine Months Ended June 30,	
	2016	2017	2018 ⁽¹⁾	2017	2018
Net income per diluted common share	\$0.25	\$0.17	\$0.51	\$0.45	\$0.44
Adjustments:					
Amortization Expense (2)	1.02	0.99	1.37	0.73	1.06
Goodwill Impairment (3)	0.28	0.83			
Stock-based compensation (4)	0.46	0.23	0.22	0.18	0.16
Exit Costs (5)	0.05		0.18		0.18
Contingent Consideration Adjustments (6)	0.02	0.01		0.01	
Sale of Business (7)	0.03				
Expense Reduction Costs (8)		0.10	0.07	0.07	0.07
M&A Transaction Costs (9)	0.02	0.06	0.03	0.03	0.03
Impact of non-cash discrete tax benefit (10)			(0.17)	-	(0.18)
Tax Effect of Adjustments (11)	(0.64)	(0.50)	(0.60)	(0.39)	(0.46)

\$1.49

\$1.87

\$1.60

\$1.08

Adjusted net income per diluted common share

1. Calculated off of Adjusted EBITDA consensus and modeling guidelines for FY18 as of August 8, 2018

- 2. Represents amortization expense on intangible assets acquired in business combinations.
- 3. Represents the non-cash goodwill and intangible asset impairment charges related to the ADH reporting unit in 2016 and 2017.
- 4. Represents non-cash stock-based compensation expense.
- 5. Represents severance and lease terminations costs associated with our ARY divestitures in FY16 and program closures in FY18
- 6. Represents the fair value adjustment associated with acquisition related contingent consideration liabilities.
- 7. Represents the loss recorded on the sale of our ARY North Carolina business. Represents consulting and severance costs incurred in connection with the Company's project to optimize business operations and reduce company-wide expenses.
- 8. Represents consulting and severance costs incurred in connection with the Company's project to optimize business operations and reduce company-wide expenses.
- 9. Represents consulting and services incurred in connection with the Company's acquisitions
- 10. Represents the non-cash benefit of \$6.5 million recorded during the three months ended December 31, 2017 resulting from adjusting the Company's temporary tax difference to the newly enacted federal tax rate.
- 11. The rate used to calculate the tax effect excludes discrete items.



\$1.29

LTM Free Cash Flow Reconciliation

LTM June 30, 2018 Free Cash Flow				
	(\$ in millions)			
Cash Flow from Operations FY 17	\$96.9			
Less: cash flow from operations 9 months ending 6/30/17	(70.0)			
Add: cash flow from operations 9 months ending 6/30/18	67.3			
LTM Cash Flow from Operations (a)	\$94.2			
Capital Expenditures FY 17	\$46.6			
Less: capital expenditures 9 months ending 6/30/17	(33.0)			
Add: capital expenditures 9 months ending 6/30/18	35.6			
LTM Capital Expenditures (b)	\$49.3			
LTM 6/30/2018 Free Cash Flow (a - b)	\$44.9			

