

COMPANY UPDATE

February 21, 2012

Stack	b	Rating:
Side	n	rauny.

OUTPERFORM

12-18 mo. Price Target	\$21.00
TNGO - NASDAQ	\$17.74

THOO THIODING	Ψ17.71
3-5 Yr. EPS Gr. Rate	NA
52-Wk Range	\$18.48-\$8.01
Shares Outstanding	33.0M
Float	20.0M
Market Capitalization	\$584.8M
Avg. Daily Trading Volume	236,641
Dividend/Div Yield	\$0.00/0.00%
Fiscal Year Ends	Dec
Book Value	\$2.51
2012E ROE	NA
LT Debt	\$16.2M
Preferred	NA
Common Equity	\$97M
Convertible Available	No

EPS Diluted	Q1	Q2	Q3	Q4	Year	Mult.
2010A	0.02	0.03	0.03	0.04	0.12	NM
2011A	0.05	0.06	0.07	0.08	0.26	68.2x
2012E	0.08	0.10	0.11	0.13	0.42	42.2x
Prior (E)					0.41	43.3x
2013E				-	0.61	29.1x
Prior (E)					0.59	30.1x

Trading range as of 7/27/11 IPO.

TECHNOLOGY/ENTERPRISE SOFTWARE

Tangoe

Acquires ttMobiles; Raising PT to \$21

SUMMARY

On 2/21, Tangoe announced the acquisition of ttMobiles Limited for roughly \$8.6 million in cash. Privately held, UK-based ttMobiles is a leading provider of mobile TEM solutions and services for mobile asset, expense, and usage management. We view this as yet another solid acquisition for Tangoe as it expands its European footprint, adds complementary mobile TEM technology to its growing portfolio, and provides plenty of up/cross-sell opportunities to legacy customers. Further, we continue to believe Tangoe can deliver at least 15-20% organic recurring revenue growth through a variety of drivers for the foreseeable future. Given the accretive nature of the transaction and its ability to bolster growth, we are raising our price target to \$21 from \$20.

KEY POINTS

- Another Solid Acquisition. We estimate Tangoe is paying an attractive ~1.7x our CY12 revenue forecast. ttMobiles was founded in 2001 and provides mobile TEM services across a variety of verticals (customers include Heineken UK, McAfee, Xerox). This is Tangoe's third acquisition in the past two months and its eighth over the past five years.
- Opens up additional revenue opportunities. We believe ttMobiles is primarily a geographic play that augments Tangoe's global presence and enables it to better serve European-based/multinational corporations. We estimate less than 30% of Tangoe's spend under management (total spend ~\$16.8B) is internationally domiciled and believe this deal presents additional TEM/MDM up/cross possibilities.
- Still plenty of leverage in the model. We expect Tangoe to continue making significant investments given its open-ended CLM market opportunity. However, as Tangoe ramps prior acquisitions (HCL, Telwares, ProfitLine), we still believe the company can deliver at least 150-200 bps of margin expansion during FY12 with further expansion in the future.
- **Adjusting estimates.** We now expect FY12E EPS/rev. of \$0.42/\$143.1M and FY13E of \$0.61/\$169.2M from \$0.41/\$138.6M and \$0.59/\$164.2M, respectively.
- Valuation attractive. At \$17.74 Tangoe trades around ~4x CY13E EV/S vs. peers at ~5-6x. Given the company's growth prospects, solid revenue visibility, and leverage in the model, we believe it should trade more in line with peers.

Stock Price Performance

1 Year Price History for TNGO 21 18 15 12 2012 Created by BlueMatrix

Company Description

Tangoe is a leading provider of communications life-cycle management (CLM) software and services, specifically designed to cover the entire life-cycle of an enterprise's communications assets, from initial procurement, through invoicing, to decommissioning and disposal.

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Tangoe's Revised Outlook

Tangoe adjusts 1Q12 and FY12 estimates. For 1Q12, Tangoe now expects EPS of \$0.08 on revenue of \$32.7M-33.2M from \$0.08/\$32.2-32.7M. ttMobiles is expected to contribute \$0.5M in revenue during the quarter (\$0.4M in recurring and \$0.1M in non-recurring revenue). Tangoe reaffirmed 1Q12 Adjusted EBITDA of \$3.5-3.7M and 39M shares outstanding. Consensus estimates call for \$0.07/\$27.3M

For FY12, Tangoe now expects EPS of \$0.42-0.43 on revenue of \$141.5-143.5M, from \$0.41-0.42/\$137-139M. ttMobiles is expected to contribute \$4.5M in revenue during the year (\$3.5M in recurring and \$1M in non-recurring revenue). Tangoe now expects FY12 Adjusted EBITDA of \$20-20.5M, vs. \$19.5-20M. Tangoe still expects 39.5M shares outstanding.

Changes to Our Model

Based on Tangoe's revised outlook, we've adjusted our model. We now expect FY12 EPS/revenue of \$0.42/\$143.1M vs. our prior estimate of \$0.41/\$138.6M and consensus of \$0.37/\$118.8M. For FY13, we now expect \$0.61/\$169.2M vs. \$0.59/\$164.2M. A more detailed breakout of our model changes is contained in the exhibit below:

		1Q12E			FY12E			FY13E	
(\$ in millions, except EPS)	New	Previous	Variance ¹	New	Previous	Variance ¹	New	Previous	Variance ¹
Revenue and EPS									
Total Revenue	\$33.1	\$32.6	\$0.5	\$143.1	\$138.6	\$4.5	\$169.2	\$164.2	\$5.0
Y/Y Growth	48.0%	45.9%	1.5%	36.3%	32.0%	3.2%	18.3%	18.5%	3.0%
Recurring Revenue	\$29.4	\$29.0	\$0.4	\$127.2	\$123.6	\$3.5	\$150.8	\$147.0	\$3.8
Y/Y Growth	47.7%	45.7%	1.4%	35.8%	32.0%	2.8%	18.6%	18.9%	2.6%
Consulting & Other	\$3.7	\$3.6	\$0.1	\$15.9	\$14.9	\$1.0	\$18.4	\$17.2	\$1.2
Y/Y Growth	51.2%	47.8%	2.3%	41.3%	32.4%	6.3%	15.6%	15.4%	6.4%
Non-GAAP EPS	\$0.08	\$0.08	\$0.00	\$0.42	\$0.41	\$0.01	\$0.61	\$0.59	\$0.02
Y/Y Growth	50.1%	49.7%	0.2%	61.7%	56.5%	3.2%	43.6%	43.6%	3.2%
Adjusted EBITDA	\$3.7	\$3.7	(\$0.0)	\$20.0	\$19.5	\$0.4	\$28.1	\$27.4	\$0.7
Y/Y Growth	46.4%	46.7%	(0.2%)	57.7%	54.4%	2.1%	40.6%	40.2%	2.4%
Cash Flow									
Cash From Operations	\$2.4	\$2.6	(\$0.2)	\$17.8	\$18.1	(\$0.3)	\$31.6	\$30.5	\$1.0
Y/Y Growth	113.4%	131.0%	(8.2%)	75.1%	78.3%	(1.8%)	77.5%	68.8%	3.2%
CFFO Per Share	\$0.06	\$0.07	(\$0.01)	\$0.45	\$0.46	(\$0.01)	\$0.77	\$0.75	\$0.02
Y/Y Growth	60.3%	73.5%	(8.2%)	48.7%	51.4%	(1.8%)	71.9%	63.4%	3.2%
Free Cash Flow	\$2.0	\$2.2	(\$0.2)	\$16.3	\$16.5	(\$0.2)	\$29.8	\$28.6	\$1.1
Y/Y Growth	89.8%	107.5%	(9.4%)	74.9%	77.1%	(1.2%)	83.1%	73.9%	3.8%
FCF Per Share	\$0.05	\$0.06	(\$0.00)	\$0.41	\$0.42	(\$0.01)	\$0.73	\$0.70	\$0.03
Y/Y Growth	42.6%	55.9%	(9.4%)	48.5%	50.3%	(1.2%)	77.2%	68.4%	3.8%
Margins									
Gross Margin (Non-GAAP)	53.5%	53.5%	0.0%	55.1%	55.1%	0.0%	56.8%	56.8%	(0.0%)
Operating Margin (Non-GAAP)	10.1%	10.2%	(0.1%)	13.0%	13.0%	(0.0%)	15.8%	15.8%	0.0%

Source: Oppenheimer & Co. Inc.

¹ variance column figures do not refer to y/y growth but variance %

Income Statement Metrics (in millions), except EPS	FY 2009	Mar 10	Jun 10	Sept 10	Dec 10	FY 2010	Mar 11	Jun 11	Sept 11	Dec 11	FY 2011
Total Revenue	55.9	16.0	16.7	17.1	18.7	68.5	22.3	26.0	27.3	29.2	104.9
Y/Y Growth	49.0%	21.9%		21.1%	23.9%	22.5%	40.0%	55.9%	59.4%	56.6%	
Q/Q Growth		5.8%	4.7%	2.6%	9.0%		19.6%	16.6%	4.9%	7.1%	
Subscription Revenue	46.0 65.3%	13.3 20.5%	13.9	14.6 26.1%	16.0	57.7 25.4%	19.9	23.5 69.2%	24.5 67.9%	25.8	93.7
Y/Y Growth	65.3%			26.1% 4.9%	29.2% 9.7%		50.3%			61.3%	
Q/Q Growth		7.2%	4.8%	4.9%	9.7%		24.7%	18.0%	4.0%	5.4%	
Gross Margin (Non-GAAP)	55.7%	55.8%	56.4%	56.1%	57.0%	56.3%	54.4%	52.1%	52.8%	52.9%	53.0%
Operating Expenses (Non-GAAP)	52.8	14.8	15.3	15.6	17.0	62.7	20.1	23.3	24.3	25.9	93.6
Operating Margin (Non-GAAP)	5.6%	7.5%	8.1%	9.0%	9.0%	8.4%	10.1%	10.5%	10.9%	11.4%	10.8%
EPS (Non-GAAP)	0.16	0.02	0.03	0.03	0.04	0.12	0.05	0.06	0.07	0.08	0.26
Other (in millions)											
Total Spend Managed (\$ in billions)			\$9.1	\$9.5	\$10.5			\$14.5	\$15.3	\$16.8	
Y/Y Growth								60.0%	61.1%	60.0%	
Q/Q Growth				4.9%					5.5%	9.8%	
Revenue Mix											
Subscription Revenue	82%	83%	83%	85%	86%	84%	89%	90%	90%	88%	89%
Consulting & other	18%	17%		15%			11%		10%	12%	
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New Customers Closed During the Quarter								25	25	22	

Source: Oppenheimer & Co. Inc., Company Reports

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INGO	ıncome	Statement	

(in millions), except EPS	FY 2009	FY	2010	Mar 11	Jun 11	Sept 11	Dec 11	FY 2011	Mar 12E	Jun 12E	Sept 12E	Dec 12E	FY 2012E	F	FY 2013E
Revenues															
Recurring revenue	46.0		57.7	19.9	23.5			93.7	29.4	31.3	32.6		127.2	- 1	150.8
Consulting & other	9.9		10.8	2.4	2.5	2.9			3.7	3.862	4.086		15.9		18.4
Total Revenue	55.9		68.5	22.3	26.0	27.3	29.2	104.9	33.1	35.1	36.6	38.2	143.1	_	169.2
Cost of revenue (Non-GAAP)	24.8		29.9	10.2	12.5	12.9	13.8	49.3	15.4	16.0	16.3	16.6	64.3	_	73.2
Total gross profit (Non-GAAP)	31.1		38.6	12.2	13.6	14.4	15.5	55.6	17.7	19.2	20.3	21.6	78.8		96.0
Adjusted Operating expenses														- 1	
S&M (Non-GAAP)	9.6		11.9	3.5	3.8			15.4	5.2		5.8		22.6	- 1	26.9
G&A (Non-GAAP)	9.2		10.7	3.3	3.9			15.8	4.7	4.8	5.0		19.5	- 1	21.8
R&D (Non-GAAP)	8.0		9.2	2.8	2.8	3.0		11.7	4.1	4.0	4.2		16.7	- 1	19.2
D&A	3.5		3.5	1.0	1.1	1.2	1.2	4.6	1.3	1.3	1.3	1.4	5.2	- 1	5.6
Amortization of intangibles	(2.3)		(2.4)	(0.7	(0.8)	(0.9	(0.8)	(3.2)	(0.9)	(0.9)	(1.0)	(1.0)	(3.9)	- 1	(4.2)
Total operating expenses (Non-GAAP)	28.0		32.8	9.9	10.8	11.4	12.2		14.4	14.8	15.3	15.8	60.2	_	69.4
Income (Loss) from operations (Non-GAAP)	3.1		5.8	2.3	2.7	3.0	3.3	11.3	3.3	4.4	5.0	5.8	18.6	_	26.7
Other income (expense), net														- 1	
Interest income (expense) and other, net (Non-GAAP)	(2.2)		(2.0)	(0.7					(0.2)					- 1	(0.4)
Income (Loss) before taxes (Non-GAAP)	1.0		3.8	1.6	2.0	2.6		9.3	3.1	4.2	4.8	5.6	17.8	- 1	26.3
Income tax (benefit) Provision (Non-GAAP)	0.3		0.3	0.1	0.2	0.1		0.5	0.2	0.2	0.3			_	1.4
Net Income (Loss) (Non-GAAP)	0.7		3.5	1.5	1.8	2.5	3.0	8.8	2.9	4.0	4.5	5.3	16.8	_	24.9
EPS (Non-GAAP)	0.16		0.12	0.05	0.06	0.07	0.08	0.26	0.08	0.10	0.11	0.13	0.42	_	0.61
Diluted Shares Outstanding (Non-GAAP)	4.3		28.8	29.3	29.9	35.1	38.5	33.5	39.0	39.3	39.6	40.0	39.5	- 1	40.8
														- 1	
Adjusted EBITDA	4.4		6.9	2.6	3.1	3.3	3.7	12.7	3.7	4.7	5.3	6.2	20.0	- 1	28.1
														- 1	

Margin Analysis													
Recurring revenue as % of revenue	82.3%	84.3%	89.2%	90.3%	89.5%	88.2%	89.3%	89.0%	89.0%	88.9%	88.7%	88.9%	89.1%
Consulting & other as % of revenue	17.7%	15.7%	10.8%	9.7%	10.5%	11.8%	10.7%	11.0%	11.0%	11.1%	11.3%	11.1%	10.9%
Cost of revenue as % of revenue (Non-GAAP)	44.3%	43.7%	45.6%	47.9%	47.2%	47.1%	47.0%	46.5%	45.5%	44.5%	43.5%	44.9%	43.2%
Gross Margin (Non-GAAP)	55.7%	56.3%	54.4%	52.1%	52.8%	52.9%	53.0%	53.5%	54.5%	55.5%	56.5%	55.1%	56.8%
S&M as % of revenue (Non-GAAP)	17.1%	17.3%	15.8%	14.4%	14.3%	14.6%	14.7%	15.8%	15.8%	15.8%	15.8%	15.8%	15.9%
G&A as % of revenue (Non-GAAP)	16.5%	15.6%	14.6%	15.1%	15.4%	15.2%	15.1%	13.2%	12.9%	12.8%	12.3%	13.6%	12.9%
R&D as % of revenue (Non-GAAP)	14.3%	13.4%	12.6%	10.7%	10.9%	10.6%	11.1%	12.3%	11.5%	11.5%	11.5%	11.7%	11.4%
Total Stock comp as % of revenue (Non-GAAP)	(1.3%)	(2.8%)	(3.7%)	(3.6%)	(3.3%)	(4.5%)	(3.8%)	(4.0%)	(4.0%)	(4.5%)	(4.5%)	(4.3%)	(4.5%)
Amortization of intang. as % of revenue (Non-GAAP)	(4.1%)	(3.6%)	(3.2%)	(2.9%)	(3.3%)	(2.7%)	(3.0%)	(2.7%)	(2.7%)	(2.7%)	(2.7%)	(2.7%)	(2.5%)
Operating Margin (Non-GAAP)	5.6%	8.4%	10.1%	10.5%	10.9%	11.4%	10.8%	10.1%	12.5%	13.7%	15.3%	13.0%	15.8%
Interest income (expense) and other, net as % of revenue	(4.2%)	(4.2%)	(5.3%)	(8.6%)	(5.1%)	(0.5%)	(4.8%)	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
EBT Margin (Non-GAAP)	1.7%	5.5%	7.1%	7.5%	9.6%	10.8%	8.9%	9.5%	11.9%	13.2%	14.8%	12.4%	15.5%
Tax rate (non GAAP)	27.5%	7.8%	7.9%	9.2%	3.4%	4.4%	5.7%	6.4%	4.8%	6.2%	5.3%	5.6%	5.3%
Net income Margin (Non-GAAP)	1.2%	5.1%	6.6%	6.8%	9.2%	10.3%	8.4%	8.9%	11.3%	12.3%	14.0%	11.7%	14.7%
EBITDA Margin (Non-GAAP)	11.9%	13.6%	14.6%	14.8%	15.5%	15.4%	15.1%	14.0%	16.1%	17.3%	18.8%	16.7%	19.1%
Adjusted EBITDA Margin	7.8%	10.0%	11.4%	11.9%	12.2%	12.6%	12.1%	11.3%	13.4%	14.6%	16.1%	14.0%	16.6%

Y/Y Growth Analysis														
Recurring revenue		65.3%	25.4%	50.3%	69.2%	67.9%	61.3%	62.3%	47.7%	33.0%	33.1%	31.5%	35.8%	18.6%
Consulting & other		2.3%	8.7%	(10.4%)	(9.8%)	11.2%	28.5%	4.6%	51.2%	52.2%	43.1%	24.8%	41.3%	15.6%
Total Revenue		49.0%	22.5%	40.0%	55.9%	59.4%	56.6%	53.3%	48.0%	34.9%	34.2%	30.7%	36.3%	18.3%
Cost of revenue as % of revenue (Non-GAAP)		39.9%	20.6%	44.4%	71.3%	71.3%	71.2%	64.9%	51.1%	28.1%	26.5%	20.8%	30.4%	13.8%
Gross Profit (Non-GAAP)		57.1%	23.9%	36.6%	44.0%	50.0%	45.5%	44.2%	45.5%	41.2%	41.0%	39.5%	41.6%	21.9%
S&M (Non-GAAP)		24.6%	23.8%	29.5%	27.3%	33.1%	31.1%	30.3%	48.3%	47.9%	48.2%	41.7%	46.4%	19.0%
G&A (Non-GAAP)		23.9%	15.8%	31.0%	53.0%	64.1%	45.5%	48.4%	43.0%	23.1%	18.4%	12.8%	23.0%	12.0%
R&D (Non-GAAP)		37.4%	14.9%	25.9%	22.7%	29.8%	30.9%	27.4%	44.2%	44.8%	41.6%	42.0%	43.1%	15.1%
Operating Profit (Non-GAAP)	(2	252.4%)	84.2%	89.1%	101.5%	93.7%	96.7%	95.4%	48.2%	60.1%	68.4%	75.9%	64.6%	43.4%
Total operating expenses (Non-GAAP)		28.0%	17.1%	28.5%	34.3%	41.7%	35.9%	35.2%	44.9%	36.4%	33.9%	29.5%	35.8%	15.3%
EBT (Non-GAAP)	(-	130.2%)	295.5%	142.3%	137.2%	156.7%	145.2%	146.0%	96.5%	113.0%	84.7%	78.5%	90.6%	47.6%
EPS (Non-GAAP)	(120.4%)	(24.6%)	139.8%	119.5%	119.9%	93.3%	116.0%	50.1%	69.7%	59.0%	70.2%	61.7%	43.6%
Adjusted EBITDA	(4	(490.4%)	57.6%	76.1%	89.9%	83.0%	86.8%	84.3%	46.4%	52.7%	60.9%	66.9%	57.7%	40.6%

Source: Company Reports and Oppenheimer & Co. Inc. estimates



Investment Thesis

- A leading provider of communications lifecycle management (CLM) solutions
- Largest player in a multi-billion-dollar market that continues to grow
- Appears well positioned to sustain double-digit revenue and EPS growth
- Multiple growth drivers (greenfield marketplace, acquire new customers/penetrate existing accounts, international expansion, form additional strategic alliances, engage in additional acquisitions)
- Leverage in the model

Price Target Calculation

We arrive at our \$21 price target for Tangoe by applying a roughly 4.5x EV/S multiple to our FY13E revenue of \$169.2M. We note the SaaS peer group has historically traded at 5-7x next-12-months' revenue. We contend that since TNGO's CLM solution is based on a deep technological SaaS foundation, the "stickiness" of its installed base, the recurring nature of its revenue (strong renewal rates, subscriptions model), its robust growth rates, market leadership position in an open-ended opportunity, and the sizable leverage in its model, Tangoe should trade more in line with its peers.

Key Risks to Price Target

There are several risks to our investment thesis, including the sluggish pace of IT spending, which may cause deals to be delayed and/or downsized; the company's failing to successfully integrate an acquisition; CLM demand not materializing as expected; loss of a material customer; increased competition from vendors with larger resources and scale; and the possibility that the company will be unable to execute on its growth initiatives. Any of these risks, as well as others unforeseen, could prevent the stock from attaining our price target.

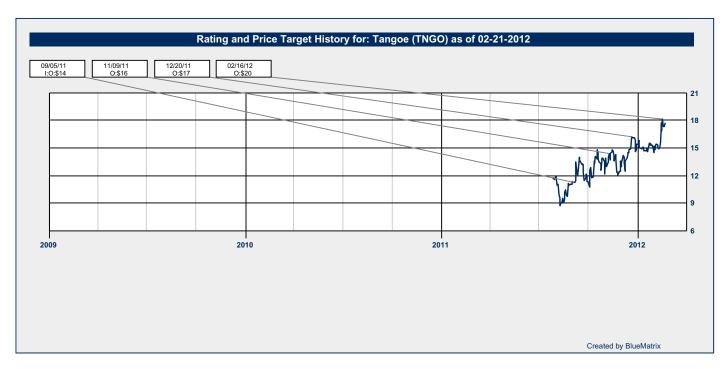
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All price targets displayed in the chart above are for a 12- to- 18-month period. Prior to March 30, 2004, Oppenheimer & Co. Inc. used 6-, 12-, 12- to 18-, and 12- to 24-month price targets and ranges. For more information about target price histories, please write to Oppenheimer & Co. Inc., 300 Madison Avenue, New York, NY 10017, Attention: Equity Research Department, Business Manager.

Oppenheimer & Co. Inc. Rating System as of January 14th, 2008:

Outperform(O) - Stock expected to outperform the S&P 500 within the next 12-18 months.

Perform (P) - Stock expected to perform in line with the S&P 500 within the next 12-18 months.

Underperform (U) - Stock expected to underperform the S&P 500 within the next 12-18 months.

Not Rated (NR) - Oppenheimer & Co. Inc. does not maintain coverage of the stock or is restricted from doing so due to a potential conflict of interest.

Oppenheimer & Co. Inc. Rating System prior to January 14th, 2008:

Buy - anticipates appreciation of 10% or more within the next 12 months, and/or a total return of 10% including dividend payments, and/or the ability of the shares to perform better than the leading stock market averages or stocks within its particular industry sector.

Neutral - anticipates that the shares will trade at or near their current price and generally in line with the leading market averages due to a perceived absence of strong dynamics that would cause volatility either to the upside or downside, and/or will perform less well than higher rated companies within its peer group. Our readers should be aware that when a rating change occurs to Neutral from Buy, aggressive trading accounts might decide to liquidate their positions to employ the funds elsewhere.

Sell - anticipates that the shares will depreciate 10% or more in price within the next 12 months, due to fundamental weakness perceived in the company or for valuation reasons, or are expected to perform significantly worse than equities within the peer group.



Distribution of Ratings/IB Services Firmwide											
			IB Serv/Pa	st 12 Mos.							
Rating	Count	Percent	Count	Percent							
OUTPERFORM [O]	334	55.90	146	43.71							
PERFORM [P]	257	43.00	87	33.85							
UNDERPERFORM [U]	7	1.20	4	57.14							

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