P F S W

PFSW GLOBAL COMMERCE SOLUTIONS

IMPORTANT CAUTIONS REGARDING FORWARD LOOKING STATEMENTS

The matters discussed in this presentation, particularly information regarding future revenue, earnings, business plans and goals, consist of forward-looking information within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934 and are subject to the safe harbor created by these sections and involve risks and uncertainties, which could cause actual results to differ materially from the forward-looking information. Such statements are not guarantees of future performance and involve risks, uncertainties and assumptions that are difficult to predict. These statements are based on assumptions and estimates that management believes are reasonable based on currently available information; however, management's assumptions and the Company's future performance are both subject to a wide range of business risks and uncertainties, and there is no assurance that these goals and projections can or will be met. Any number of factors could cause actual results to differ materially. The Company undertakes no obligation to publicly update or revise any forward-looking statements. All forward-looking information contained herein is subject to the risk factors and uncertainties described in the Company's filings with the Securities and Exchange Commission, which risk factors and uncertainties are incorporated by reference as though fully set forth herein.

This presentation contains certain non-GAAP measures including Service Fee Equivalent Revenue, Non-GAAP Net Income (Loss), EBITDA and Adjusted EBITDA. Service fee equivalent revenue represents service fee revenue plus the gross profit earned on product revenue and does not alter existing revenue recognition. Non-GAAP net income (loss) represents net income (loss) calculated in accordance with U.S. GAAP as adjusted for the impact of non-cash stock-based compensation expense, acquisition-related, restructuring and other (income) costs (including certain client related bankruptcy costs), amortization of acquisition-related intangible assets and deferred tax expense for goodwill amortization. EBITDA represents earnings (or losses) before interest, income taxes, depreciation, and amortization. Adjusted EBITDA further eliminates the effect of stock based compensation, as well as acquisition-related, restructuring and other (income) costs. Service Fee Equivalent Revenue, Non-GAAP Net Income (Loss), EBITDA, and Adjusted EBITDA are used by management, analysts, investors and other interested parties in evaluating our operating performance companies in our industry, as the calculation of Non-GAAP Net Income (Loss) eliminates the effect of non-cash stock-based compensation, acquisition-related, restructuring and other costs (including certain client related bankruptcy costs), amortization of acquisition related intangible assets and deferred tax expense for goodwill amortization. EBITDA eliminates the effect of financing, income taxes, and the accounting effects of capital spending, and the amortization of acquisition-related intangible benefits, and Adjusted EBITDA further eliminates non-cash stock-based compensation and acquisition-related, restructuring and other costs, which items may vary from different companies for reasons unrelated to overall operating performance. Service Fee Equivalent Revenue allows client contracts with similar operational support models but different financial models to be combined as if all

P F S W

Key Stats¹

TRADING DATA @ (5/15/19)

Stock Price

\$4.12

\$3.87/\$11.86 52 WEEK LOW/HIGH

73,024 AVG. DAILY VOL. (3 MO.)

19.4M SHARES OUTSTANDING

78% PUBLIC FLOAT, EST.

86%
INSTITUTIONAL/STRATEGIC
OWNER HOLDINGS

VALUATION MEASURES @ (5/15/19)

Enterprise Value

\$100.9M

\$80.0M MARKET CAP

0.4x EV/FY18 SFE REVENUE²

4.1x EV/FY18 ADJ. EBITDA²

FINANCIAL HIGHLIGHTS FY 2018

Adjusted EBITDA²

\$24.4M

\$326.2M

TOTAL REVENUE

\$232.1M

SERVICE FEE

EQUIVALENT REVENUE²

\$9.8M

NON-GAAP NET INCOME²

\$15.4M

CASH & EQUIVALENTS

\$177.1M

TOTAL ASSETS

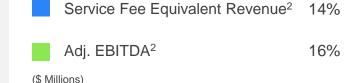
\$42.0M TOTAL DEBT

\$130.5M

TOTAL LIABILITIES

\$46.6M TOTAL EQUITY







STOCK TREND



Source: Capital I

^{2.} Service fee equivalent (SFE) revenue, Adjusted EBITDA and Non-GAAP net income are non-GAAP financial measures. See Appendix for a reconciliation to the most comparable GAAP financial measure.

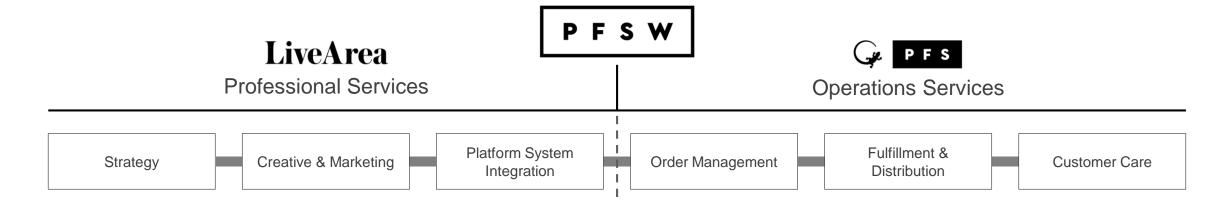
3. Reflects company guidance effective May 9, 2019 of low-single digit percentage increase for 2019 SFE revenue and low to mid-single digit percentage increase for 2019 adjusted EBITDA growth.

WHO WE ARE

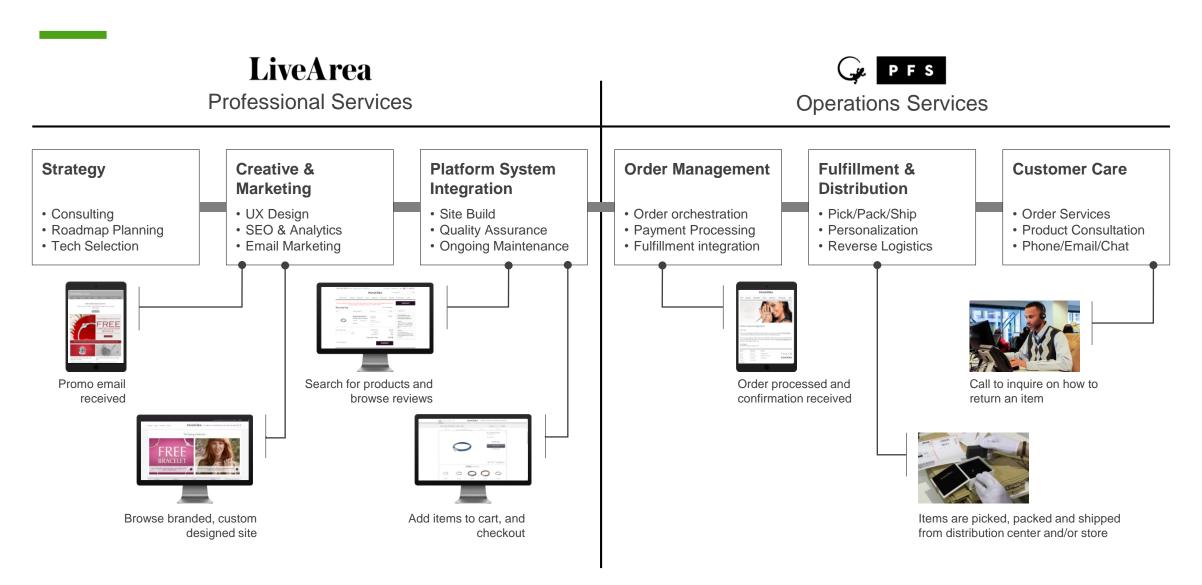
PFSW is a Global Commerce Services Company.

PFSW manages the entire online customer shopping experience for major branded manufacturers and retailers. We do this through two business units:

- The Professional Services unit, LiveArea, provides services related to the digital experience of shopping online.
- The Operations Services unit, PFS, provides services related to the physical experience of customer service, payment and receiving/returning product.
- Together, these two units provide the full range of eCommerce services that brands need to create a distinctive shopping experience.



A COMPLETE CUSTOMER EXPERIENCE



SELECTED CLIENT PORTFOLIO





















URBAN DECAY























































MARC JACOBS







WHY WE WIN

Market experience, a complete end-to-end solution and an innovative, brand-centric approach separate us from our competition.

While PFS and LiveArea each compete against a variety of companies, our competitive advantages align in our combined ability to create exceptional branded digital and physical shopping experiences.

- Vertical expertise includes DTC and B2B brand manufacturers with a focus on health & beauty, fashion, jewelry and collectables, activewear, and premier CPG brands.
- Differentiated from retail marketplaces and general merchandise retailers everything from website design services to personalized products and branded packaging during order fulfillment.
- Flexible approach to solutions that serve highly customized enterprise implementations, as well as plug and play integrations for SMBs.
- Global footprint that spans three continents and enables clients to cost effectively expand into new geographies.
- Innovative use of technology and software development to create products and productized service offerings which expand our market beyond traditional business process outsourcing and systems integration.

INCREMENTAL GROWTH OPPORTUNITIES

LiveArea G PFS

SMB MARKET

The forecasted growth rate of the SMB platform market is high due to their inherit benefits.

- Forrester estimates that the SMB platforms market will grow 26% annually over the next five years, reaching \$3.2 billion globally by 2021¹.
- SMB platforms are affordable, faster to implement, and still have many of the DTC and B2B features of more complex high-cost enterprise platforms.

As brands pivot, opportunities open for LiveArea and PFS.

- Many LiveArea clients and prospects are initiating platform re-evaluation projects to move to SMB platforms while also leveraging the Amazon marketplace as a channel.
- As implementation costs are lowered, client spending on commerce services can be redirected to digital marketing and tech services to grow their online businesses.
- Standard, prebuilt SMB platform integrations with the PFS Order to Cash service also creates a complete ecosystem solution that scales with client growth.
- End-to-End accelerators combine LiveArea's SMB services and a standardized multitenant SMB offering from PFS to create a single source solution for emerging brands.









1. Source: Forrester Data: Commerce Platform Technology Forecast, 2016 To 2021 (Global)

FULFILLMENT AS A SERVICE (FaaS)

What is FaaS?

FaaS enables pick-pack-ship services outside the traditional outsourcing model. By bundling our fulfillment technology, lightweight infrastructure, and operations management we create flexible, alternative fulfillment methods.

What problems does FaaS solve for the brand/retailer?

While each product offers its own unique value proposition, brands and retailers overall gain flexibility in their supply chain and store operations. Specific examples include:

- Scale during specific seasonal or promotional peak periods.
- Support temporary pop-up shops with technology and services.
- Enable omni-channel services.
- Reduce shipping time and cost, and open up new shipping options.
- Improve operational efficiency while lowering the price to entry.

What does PFSW gain by offering FaaS products?

Our objective with FaaS is to provide strategic value to our clients and solve complex operational challenges. This value translates back to PFS in the following areas:

- Increase percentage of higher gross margin activity.
- Enable add-on services to existing client accounts.
- Increase client stickiness by enabling post-outsourcing model services if a client moves in-house.
- Improve resource utilization on capitalized projects to fund future R&D innovations.

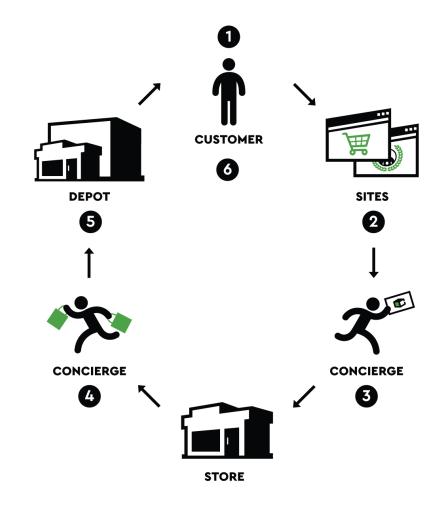
FaaS: RETAILCONNECT



RetailConnectSM is PFS's answer to store-fulfillment problems.

With PFS fulfillment technology deployed into Simon retail centers, retailers open up omni-channel offerings to their customers with minimal disruption to their store operations.

- Two models contingent on retailers' existing system capabilities.
- Retailer Advantages:
 - Improves same store sales and overall margins
 - Saves the eCommerce sale/minimizes online stocks-outs
 - Shaves delivery times and reduces freight costs
- Testing program at a Simon center in the DFW area completed. Currently evaluating pilot client options.



FAAS: CLOUDPICK

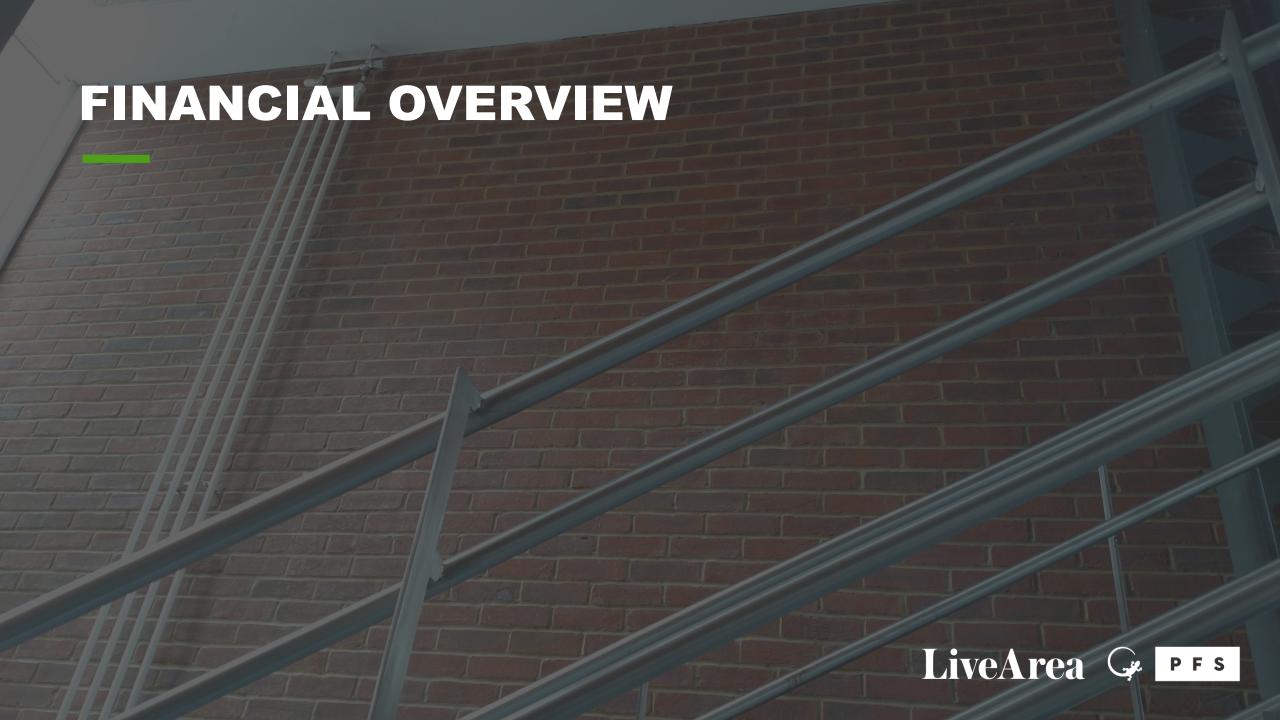


New FaaS product increases fulfillment picking efficiency.

CloudPickSM Brands is a turn-key, cloud-based order fulfillment picking solution designed to be deployed into any distribution center. With Netherlands based Pcdata as the hardware partner, the carts are manufactured by PFS with our proprietary software for a simple Wi-Fi integration.

- Purchase or lease the bundled pick carts and cloud-based picking software with an ongoing support contract.
- Retailer Advantages:
 - Cart delivery in as fast as a few weeks, with very simple onsite setup.
 - Improve pick accuracy and productivity while reducing operating expenses.
- Product interest has been strong at industry tradeshows. Product completion scheduled for late Q2, with pilot clients to follow in Q3.





SFE¹ REVENUE BREAKDOWN

(\$ Millions)

Service Fee Equivalent Revenue¹



2019 Guidance: Low-Single Digit Percentage Growth²

Profitable Revenue Growth Driven by:

- New and expanded client relationships.
- Accelerated professional services growth including benefit from acquisitions in 2014 – 2016.
- Recurring SFE revenue in 2018 of ~65%.
- Implementing new strategies to accelerate growth in 2020+.

^{1.} Service Fee Equivalent Revenue is a non-GAAP financial measure. See Appendix for a reconciliation to the most comparable GAAP financial measure.

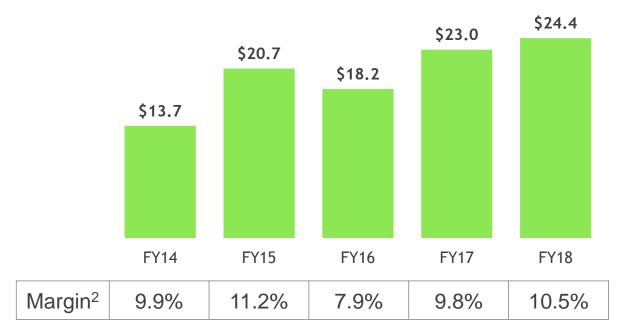
^{2.} Company guidance issued and effective on 3/18/2019 only

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ADJUSTED EBITDA BREAKDOWN

(\$ Millions)





2019 Guidance: Low to Mid-Single Digit Percentage Growth²

Adjusted EBITDA and margin expansion driven by:

- Emphasis on higher-margin service fee business.
- Leveraging global infrastructure.
- Continuous cost control initiatives and operating efficiencies.

3. Company guidance issued and effective on 3/18/2019 only

^{1.} Service Fee Equivalent Revenue and Adjusted EBITDA are non-GAAP financial measures. See Appendix for a reconciliation to the most comparable GAAP financial measure.

^{2.} AEBITDA Margin reflects percentage of Adjusted EBITDA to Service Fee Equivalent Revenue

BALANCE SHEET

(\$ Millions)

Select Balance Sheet Items	Dec 31, 2018	Mar 31, 2019
Cash & Restricted Cash	\$15.6	\$14.9
Accounts Receivable	72.4	52.5
Inventories	6.1	4.1
Property & Equipment, Net	21.5	20.0
Goodwill & Intangibles	47.0	47.0
Operating Lease Right-Of-Use Assets	-	38.8
Other	14.5	14.7
Total Assets	\$177.1	\$192.0
Accounts Payable	\$47.6	\$35.1
Accrued Expenses & Other	40.9	30.8
Operating Lease Liabilities	-	44.5
Debt	42.0	35.5
Total Liabilities	\$130.5	\$145.9
Total Shareholders' Equity	\$46.6	\$46.1

March 2019 Highlights

- \$14.9M cash
- \$35.5M debt
- Net debt position of \$20.6M
- Amended senior bank facility in Nov 2018. Five year agreement with improved rate structure and terms.

KEY TAKEAWAYS

We are uniquely positioned as a leader in global commerce, providing a full spectrum of services to maximize in-store and online sales channels for brands and retailers.

- We benefit from the shift in consumer shopping behavior requiring brands and retailers to provide a seamless, brand-differentiated, high-touch customer experience.
- We operate a global footprint spanning three continents with more than 170 brand engagements providing us with a diversified client portfolio and a strong foundation for growth.
- We enjoy multiple avenues for growth and margin expansion as we implement several new initiatives and introduce technology products which require limited PFS facility, operations infrastructure and labor support costs.



LiveArea





Professional services business unit providing full suite of digital experience commerce solutions.

Operations services business unit providing full suite of postclick commerce services.

THANK YOU

P F S W

Company Contact: Tom Madden | CFO | tmadden@pfsweb.com

Investor Relations Contact: Gateway Investor Relations | Sean Mansouri or Scott Liolios | 949-574-3860 | PFSW@gatewayir.com

BOARD OF DIRECTORS

James Reilly Chairman of the Board	 BOD member since 1999 Managing Partner of Stonepine Advisors, LLC, an investment banking firm
Mike Willoughby Chief Executive Officer	 Promoted to CEO in March 2013 20+ years of business development and digital marketing experience
David Beatson Independent Director	BOD member since 2000 Chief Executive Officer of Ascent Advisors, LLC a logistics and supply chain consulting firm
Monica Luechtefeld Independent Director	BOD member since 2014 Recognized leader in eCommerce and previously held various executive roles at Office Depot
Benjamin Rosenzweig Independent Director	BOD member since 2013 Partner at Privet Fund Management LLC
Shinichi Nagakura Independent Director	 BOD member since 2013 Officer at transcosmos inc., a leading Japanese BPO company, for the last 15 years
Peter Stein Independent Director	BOD member since 2016 Executive-in-residence at Lerer Hippeau Ventures, and previously Global CEO at Razorfish
Robert Frankfurt Independent Director	 BOD member since 2019 President and Founder of Myca Partners ("Myca"), and previously senior portfolio manager at Steel Partners and Sandell Asset Management

LEADERSHIP TEAM

Mike Willoughby Chief Executive Officer, Acting LiveArea General Manager	Promoted to CEO in March 2013 20+ years of business development and digital marketing experience
Tom Madden Chief Financial Officer	Appointed CFO in 1997 30+ years of finance and accounting experience
Zach Thomann EVP & PFS General Manager	 Promoted to EVP in January 2019, appointed as PFS GM in 2018 15+ years of client services, and order fulfillment operations experience
Mark Fuentes SVP & Chief Information Officer	 Promoted to CIO in April 2016 20+ years of IT development, operations and client services experience
Chris McComas SVP of Operations	 Hired in 2015 to lead Oracle technology practice - promoted to SVP in January 2018 15+ years of cross-functional eCommerce experience in agency and technology environments

REVENUE & GAAP FINANCIALS

Why we measure Service Fee Equivalent Revenue

Service Fee Revenue

- Service Fee Revenue represents our primary business activity across more than 160 clients
- No inventory ownership required
- Generates service fees based on recurring transaction-based activity and projects.

FY 18 Activity:

- ~\$2B Client Merchandise Fulfilled
- = \$230M GAAP Service Fee Revenue or "Service Fee Equivalent Revenue"

Product Revenue

- Our Product Revenue activity relates to one client
- Client requires us to take title of their inventory, and U.S. GAAP requires us to record the full value of their merchandise sold as Product Revenue
- Gross profit of product revenue is therefore the best estimate of our service fees

FY 18 Activity:

\$34.4M Client Merchandise Fulfilled

- = \$34.4M GAAP Product Revenue
- = \$2M in Gross Profit or "Service Fee Equivalent Revenue"

\$230M +\$2M = \$232M Total Service Fee Equivalent Revenue

RECONCILIATION TABLES

(\$ Millions)

Reconciliation of Net Income (Loss) to EBITDA, Adjusted EBITDA & Non-GAAP Net Income (Loss)

				2016 2017									2018																	
	2014		2015	March		June	S	ept	De	ec	FY	М	arch	Jur	ne	Se	pt	De	c	FY	Ma	arch	Ju	ne	S	ept	De	С	YTD	March
	Cons		Cons	Cons	(Cons	C	ons	Co	ns	Cons	C	ons	Co	ns	Cor	ns	Con	ıs	Cons	Co	ons	Co	ns	Co	ons	Con	S	Cons	Cons
		\top																												
Net Income (Loss)	\$ (4.0	5) \$	(7.9)	\$ (0.8	3) \$	(2.2)	\$	(1.0)	\$ ((3.5)	\$ (7.5)	\$	(4.9)	\$ (2.6)	\$ ((0.1)	\$ 3	3.6	\$ (4.0)	\$	(0.7)	\$	(0.6)	\$	(0.7)	\$	3.3	\$ 1.2	\$ (1.2)
Income tax expense	(0.:	1)	1.5	0.5	5	0.2		0.3		1.3	2.3		0.8		0.3		0.5	(0.2	1.8		0.8		0.6		0.8		0.6	2.8	0.2
Interest expense	0.8	8	1.8	0.5	5	0.6		0.7		0.5	2.3		0.6		0.7		8.0	(0.7	2.8		0.6		0.6		0.6		0.7	2.5	0.5
Depreciation and amortization	11.	5	12.0	2.8	3	2.9		2.6		3.1	11.4		3.1		2.9		2.8	2	2.8	11.6		2.5		2.6		2.4		2.3	9.8	2.5
Amortization of acquisition-related intangible assets	0.:	1	2.8	0.8	3	0.9		1.2		1.1	4.0		0.8		8.0		8.0	2	1.0	3.3		0.4		0.4		0.4		0.4	1.6	0.2
EBITDA	\$ 7.8	8 \$	10.2	\$ 3.8	\$	2.4	\$	3.8	\$	2.5	\$ 12.5	\$	0.5	\$	2.1	\$	4.7	\$ 8	8.3	\$ 15.5	\$	3.6	\$	3.5	\$	3.4	\$	7.3	\$ 17.9	\$ 2.3
Stock-based compensation	3.:	1	4.6	0.8	3	0.6		0.3		0.4	2.1		0.5		1.2		8.0	(8.0	3.3		0.6		1.4		1.1		1.0	4.0	0.7
Acquisition related, restructuring & other (income) costs	2.8	8	5.8	(0.8	3)	0.9		(0.5)		4.0	3.5		2.7		1.1		0.1	(0.3	4.2		0.1		0.5		1.0		0.8	2.5	0.4
Adjusted EBITDA	\$ 13.	7 \$	20.7	\$ 3.8	\$	3.9	\$	3.6	\$	6.9	\$ 18.2	\$	3.7	\$	4.4	\$	5.6	\$ 9	9.4	\$ 23.0	\$	4.4	\$	5.3	\$	5.5	\$	9.1	\$ 24.4	\$ 3.3
Net Income (Loss)	\$ (4.0	5) \$	(7.9)	\$ (0.8	3) \$	(2.2)	\$	(1.0)	\$ ((3.5)	\$ (7.5)	\$	(4.9)	\$ (2.6)	\$ ((0.1)	\$ 3	3.6	\$ (4.0)	\$	(0.7)	\$	(0.6)	\$	(0.7)	\$	3.3	\$ 1.2	\$ (1.2)
Stock-based compensation	3.:	1	4.6	0.8	3	0.6		0.3		0.4	2.1		0.5		1.2		8.0	(8.0	3.3		0.6		1.4		1.1		1.0	4.0	0.7
Amortization of acquisition - related intangible assets	0.:	1	2.8	0.8	3	0.9		1.2		1.1	4.0		0.8		8.0		8.0	2	1.0	3.3		0.4		0.4		0.4		0.4	1.6	0.2
Acquisition related, restructuring & other (income) costs	2.8	8	5.8	(0.8	3)	0.9		(0.5)		4.0	3.5		2.7		1.1		0.1	(0.3	4.2		0.1		0.5		1.0		0.8	2.5	0.4
Deferred tax expense (income) - goodwill amortization	-		-	-		-		-		-	-		0.2		0.2		0.2	((0.4)	0.1		0.1		0.1		0.1		0.1	0.5	0.1
Non-GAAP Net Income (Loss)	\$ 1.4	4 \$	5.4	\$ 0.0) \$	0.2	\$	(0.1)	\$	2.0	\$ 2.1	\$	(0.7)	\$	0.6	\$	1.8	\$ 5	5.3	\$ 7.0	\$	0.6	\$	1.7	\$	1.9	\$	5.6	\$ 9.8	\$ 0.2

RECONCILIATION TABLES

(\$ Millions)

Reconciliation of Total Revenue to Service Fee Equivalent Revenue - PFSW Consolidated Results

	2014	2015	2016	2017	2018
Total revenue	\$247,048	\$288,269	\$334,643	\$ 326,825	\$326,160
	. ,	. ,	. ,		,
Pass-through revenue	(37, 379)	(47,435)	(59,783)	(52,582)	(61,326)
Cost of product revenue	(71,019)	(55,587)	(45,883)	(38,504)	(32,710)
Service Fee Equivalent Revenue	\$138,650	\$185,247	\$228,977	\$235,739	\$232,124

RECONCILIATION TABLES

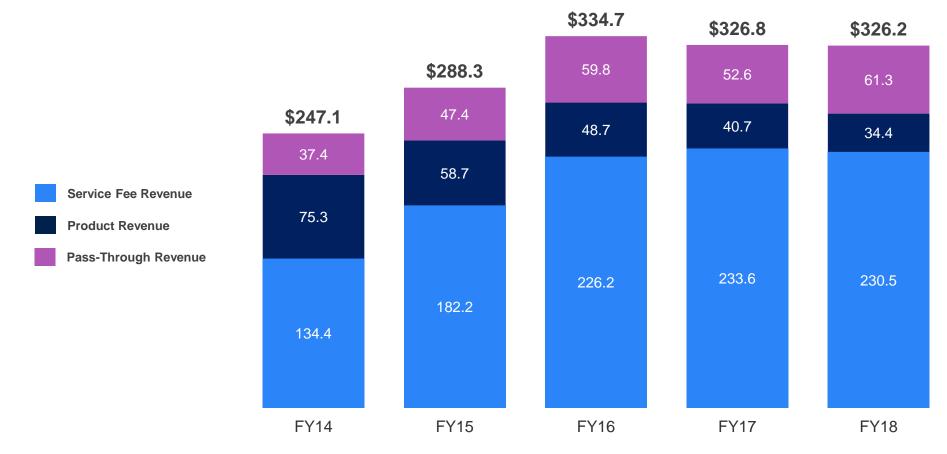
(\$ Millions)

Reconciliation of Total Revenue to Service Fee Equivalent Revenue - PFS Operations Services

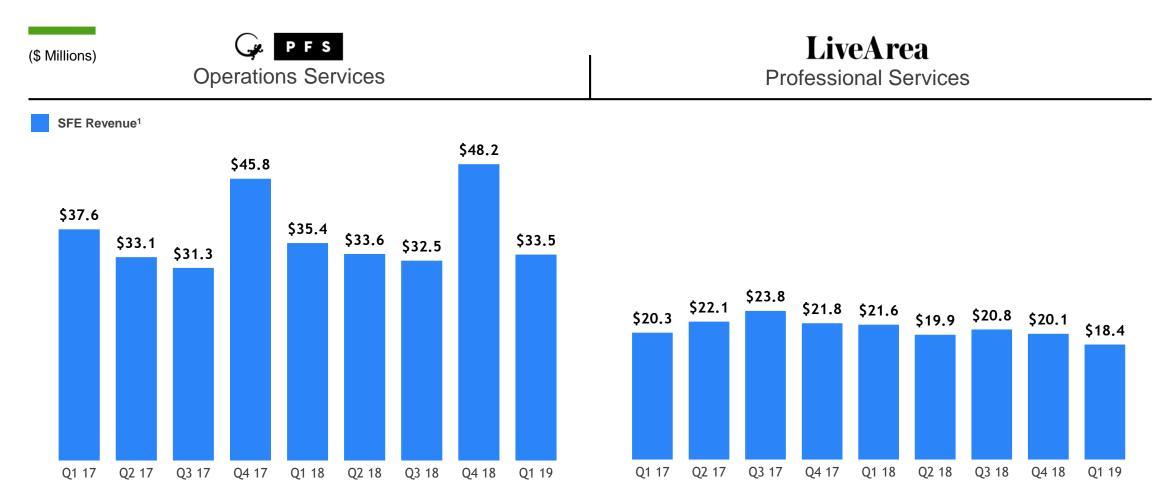
	2017												2019									
	Ma	arch Qtr	Ju	ıne Qtr	S	Sept Qtr		Dec Qtr		FY 2017		March Qtr		June Qtr		ept Qtr	Dec Qtr		FY 2018		Ma	arch Qtr
Total PFS Operations revenue	\$	58,236	\$	55,660	\$	52,809	\$	70,102	\$	236,807	\$	56,487	\$	56,615	\$	56,277	\$	72,356	\$	241,735	\$	53,430
Pass-through revenue		(9,911)		(13,079)		(12,488)		(14,999)	\$	(50,477)		(11,800)		(14,574)		(15,702)		(17,238)		(59,314)		(12,876)
Cost of product revenue		(10,724)		(9,505)		(8,995)		(9,283)	\$	(38,507)		(9,316)		(8,403)		(8,099)		(6,891)		(32,709)		(7,077)
Service Fee Equivalent Revenue	\$	37,601	\$	33,076	\$	31,326	\$	45,820	\$	147,823	\$	35,371	\$	33,638	\$	32,476	\$	48,227	\$	149,712	\$	33,477

TOTAL REVENUE BREAKDOWN

(\$ Millions)

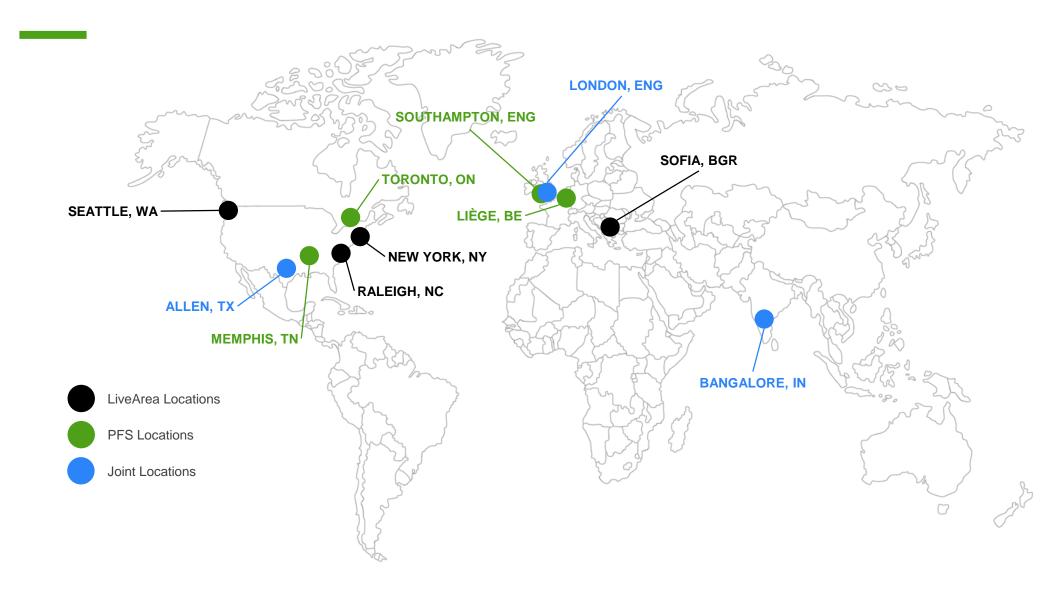


BUSINESS UNIT REVENUE BREAKDOWN



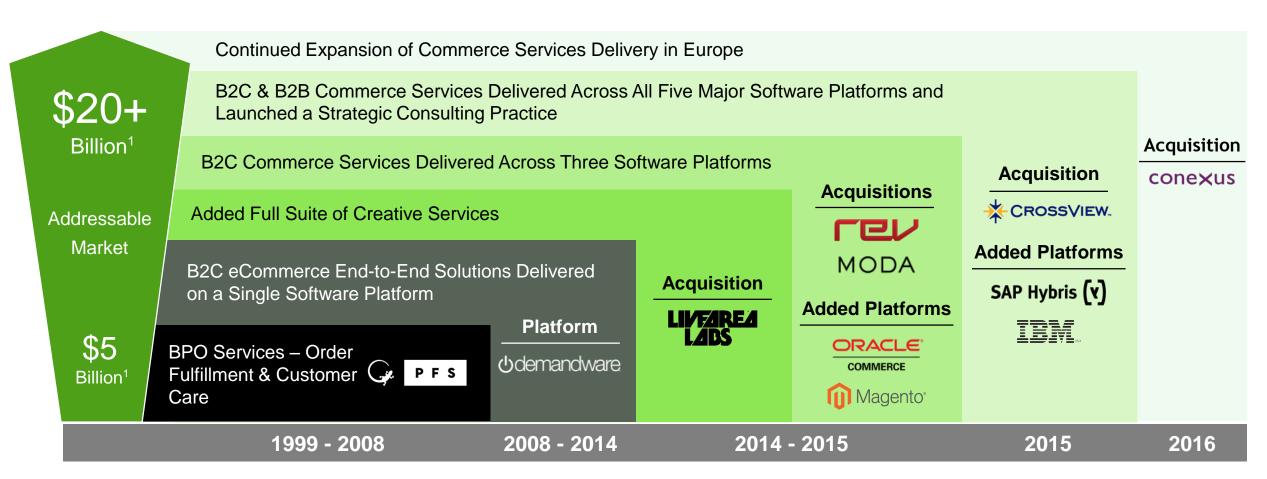
^{1.} Service Fee Equivalent Revenue is a non-GAAP financial measures. See Appendix for a reconciliation to the most comparable GAAP financial measure.

GLOBAL LOCATIONS



ADDRESSABLE MARKET EXPANSION

Build out of LiveArea professional services capabilities and geographic reach.



^{1.} Combination of Three Sources: A) Order Fulfillment Services in the US: Market Research Report, IBISWorld, March 2015. Includes industry services such as storing goods, receiving orders, packaging and shipping the orders to end consumers, collecting payment for orders and handling returns and exchanges B) Forrester Research Commerce Platform Technology Forecast, 2014 To 2019 (US); excludes all data but search, email and social media fees

WHAT ABOUT amazon?

Does PFSW compete with Amazon?

Amazon does not compete directly with PFSW, but rather our clients. The massive marketplace has disrupted the conventional online retail market by eating into our clients' direct sales and eroding their margins all from a platform they can't control.

How is the PFS model different than Fulfillment by Amazon?

The Fulfillment by Amazon service is primarily for Amazon marketplace sellers and at Amazon, they own the customer data and experience. Our clients own their customer data which provides valuable insights allowing them to more effectively market and grow customer value. Additionally, our clients have 100% brand control to create the shopping experience that differentiates themselves from Amazon.

How is PFS evolving to help our clients compete against Amazon?

We are working to help our clients close the gap by minimizing transportation costs and offering same/next day delivery order execution via store integration technologies. Additionally, we are helping premier and luxury brands widen the customer experience gap by offering customized content, branded packaging, gift wrapping, engraving, and other value-add services.