



**FOR IMMEDIATE RELEASE**

**Rand Worldwide Reports Fiscal Year 2012 Results**

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***Profitability Grows Significantly from Prior Fiscal Year***

**FRAMINGHAM, MA – September 28, 2012** – Rand Worldwide, Inc. (OTCBB: RWWI), a global provider of technology solutions to organizations with engineering design and information technology requirements, announces its financial results for its fourth quarter and for the year ended June 30, 2012.

For its fiscal year ended June 30, 2012, Rand Worldwide, Inc. reported revenues of \$89.4 million, compared with \$89.2 million for its prior fiscal year. The Company's overall gross margin was 47.1%, a slight increase from the 46.7% reported for fiscal 2011, resulting in net income of \$8.4 million, or \$0.15 per fully diluted share. For the year ended June 30, 2011, Rand Worldwide reported net income of \$1.8 million, or \$0.03 per fully diluted share.

For its fourth fiscal quarter, the Company reported revenues of \$22.6 million and earned net income of \$5.3 million, or \$0.09 per fully diluted share. During this quarter, the Company reported gross margin of \$10.7 million, or 47.4% of revenues.

Included in its fourth quarter and full year results is a \$4.3 million non-recurring reduction of income tax expense resulting from the recognition of a portion of the value of the Company's net operating loss carryforwards that are available to offset future income taxes. In accordance with generally accepted accounting principles, the Company reduced a valuation allowance on its books in its fourth quarter to reflect the future value of certain loss carryforwards due to the continued profitability of Rand Worldwide.

Lawrence Rychlak, president and chief financial officer, commented, "Our revenues were somewhat flat year-over-year due to the fact that last fiscal year we realized a very large non-recurring sale and also the result of turnover in our sales force in the second and third quarters of this fiscal year. We are very pleased with the growth in our net income and earnings per share, even before the additional \$4.3 million reduction of our income tax expense and we have high expectations for our fiscal year 2013 operating results."

"These continued profitable results validate our operating plan and serve to provide a platform for the execution of our overall strategic plan," said Marc Dulude, chief executive officer. "Since February of this year, we have completed one acquisition to augment our Autodesk focused sales in a region and another small acquisition to expand our services business. In the June fiscal quarter, we also aggressively hired new sales reps in the IMAGINiT business unit and have recognized disproportionate

revenue growth in our other lines of business. Continued profitability is the engine that enables this investment in future growth.”

### **Conference call details**

Rand Worldwide will hold a conference call to discuss its fourth quarter and full year 2012 results at 11:00 am ET on Friday September 28, 2012. The dial-in numbers for the conference call are 1 (800) 291-5365 (domestic) or 1 (617) 614-3922 (International), and enter the passcode (47118186). A live, listen-only Webcast of the conference call will be available to all investors in the Investor Relations section of the Company's [Web site](#).

### **Forward-looking Statement**

This press release contains forward-looking statements about the expectations, beliefs, plans, intentions, and strategies of Rand Worldwide, Inc. There are a number of important factors that could cause actual results to differ materially from those anticipated by any forward-looking information. Statements that are not historical in nature, including those that include the words “goal,” “expect,” “anticipate,” “estimate,” “should,” “believe,” “intend,” and similar expressions, are based on current expectations, estimates and projections about, among other things, the industry and the markets in which Rand Worldwide operates, and they are not guarantees of future performance. Whether actual results will conform to expectations and predictions is subject to known and unknown risks and uncertainties, including risks and uncertainties discussed in this report; general economic, market, or business conditions; changes in interest rates, and demand for our products and services; changes in our competitive position or competitive actions by other companies; the ability to manage growth; changes in laws or regulations or policies of federal and state regulators and agencies; and other circumstances beyond our control. Consequently, all of the forward-looking statements made in this document are qualified by these cautionary statements, and there can be no assurance that the actual results anticipated will be realized, or, if substantially realized, will have the expected consequences on our business or operations.

*(Tables Below)*

**Rand Worldwide, Inc.**  
**Summary Consolidated Financial Data**

	<b>Three Months Ended</b>		<b>Twelve Months Ended</b>	
	<b>June 30,</b>		<b>June 30,</b>	
	<b>2012</b>	<b>2011</b>	<b>2012</b>	<b>2011</b>
Revenues-				
Product sales	\$12,157,000	\$13,169,000	\$49,527,000	\$49,678,000
Service revenue	5,536,000	5,336,000	20,798,000	20,678,000
Commission revenue	4,918,000	4,774,000	19,052,000	18,836,000
Total revenues	<u>22,611,000</u>	<u>23,279,000</u>	<u>89,377,000</u>	<u>89,192,000</u>
Cost of revenues-				
Cost of product sales	8,194,000	8,984,000	33,793,000	33,361,000
Cost of service revenue	3,709,000	3,373,000	13,485,000	14,152,000
Total cost of revenues	<u>11,903,000</u>	<u>12,357,000</u>	<u>47,278,000</u>	<u>47,513,000</u>
Gross margin	10,708,000	10,922,000	42,099,000	41,679,000
Operating income	1,119,000	931,000	4,846,000	2,880,000
Net income	5,284,000	661,000	8,365,000	1,833,000
Earnings per share:				
Basic	<u>\$ 0.10</u>	<u>\$ 0.01</u>	<u>\$ 0.16</u>	<u>\$ 0.03</u>
Diluted	<u>\$ 0.09</u>	<u>\$ 0.01</u>	<u>\$ 0.15</u>	<u>\$ 0.03</u>
Weighted average common shares outstanding:				
Basic	<u>53,493,077</u>	<u>51,882,678</u>	<u>52,625,538</u>	<u>49,585,611</u>
Diluted	<u>55,941,508</u>	<u>54,185,618</u>	<u>54,900,931</u>	<u>49,696,443</u>
	<b>June 30,</b>	<b>June 30,</b>		
	<b>2012</b>	<b>2011</b>		
Current assets	\$23,323,000	\$24,704,000		
Long term assets	<u>27,887,000</u>	<u>23,872,000</u>		
Total assets	<u>\$51,210,000</u>	<u>\$48,576,000</u>		
Current liabilities	\$19,750,000	\$24,223,000		
Long term liabilities	614,000	1,681,000		
Total stockholders' equity	<u>30,846,000</u>	<u>22,672,000</u>		
Total liabilities and stockholders' equity	<u>\$51,210,000</u>	<u>\$48,576,000</u>		

**About Rand Worldwide**

Rand Worldwide is one of the world's leading professional services and technology companies for the engineering community, targeting organizations in the building, infrastructure, and manufacturing industries. The company advances the way organizations design, develop, and manage building, infrastructure, and manufacturing projects. *Fortune 500* and *Engineering News Record's* Top 100 companies work with Rand Worldwide to gain a competitive advantage through technology consulting, implementation, training, and support services. One of the world's largest integrators of Autodesk software, the company also provides data archiving based upon solutions from Autonomy, facilities management software from ARCHIBUS, CAD and PLM courseware through their ASCENT division and

provides training and support solutions on Dassault Systèmes and PTC products. For more information, visit [rand.com](http://rand.com)

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