cogent

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NASDAQ

CCOI

Cautionary Note Regarding Forward-Looking Statements

This presentation includes forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, which relate to future, not past, events and are subject to risks and uncertainties. The forward-looking statements, which address the Company's expected business and financial performance, among other matters, contain words such as: “will”, “expect”, “believe”, “continue ”, “optimistic”, “should”, “ongoing” and other words and terms of similar meaning.

Forward-looking statements by their nature address matters that are, to different degrees, uncertain, such as revenue, subscriber and traffic growth, margins, capital expenditures, sales force headcount and productivity, pricing, financings and return of capital shareholders. Although the Company believes the expectations reflected in such forward-looking statements are based upon reasonable assumptions, it can give no assurance that the expectations will be attained or that any deviation will not be material. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date on which they are made.

Factors that could cause actual results to differ materially from these forward-looking statements, include, but are not limited to, the following: future economic instability in the global economy, which could affect spending on Internet services; the impact of changing foreign exchange rates (in particular the Euro to US dollar and Canadian dollar to US dollar exchange rates) on the translation of the Company’s non-US dollar denominated revenues, expenses, assets and liabilities; legal and operational difficulties in new markets; the imposition of a requirement that the Company contribute to the US Universal Service Fund on the basis of the Company’s Internet revenue; changes in government policy and/or regulation, including rules regarding data protection, cyber security and net neutrality; increasing competition leading to lower prices for the Company’s services; the Company’s ability to attract new customers and to increase and maintain the volume of traffic on its network; the ability to maintain the Company’s Internet peering arrangements on favorable terms; the Company’s reliance on an equipment vendor, Cisco Systems Inc., and the potential for hardware or software problems associated with such equipment; the dependence of the Company’s network on the quality and dependability of third-party fiber providers; the Company’s ability to retain certain customers that comprise a significant portion of its revenue base; the management of network failures and/or disruptions; and outcomes in litigation.

A further description of these uncertainties and other risks can be found in the Company’s Annual Report on Form 10-K for the year ending December 31, 2019, Quarterly Reports on Form 10-Q for the quarters ending March 31, 2020, September 30, 2019 and June 30, 2019 and the Company’s other reports filed with the Securities and Exchange Commission. Copies of these filings may be obtained by contacting the Company or by visiting EDGAR on the SEC’s website. These or other uncertainties may cause the Company’s actual future results to be materially different than those expressed in any forward-looking statements. The Company undertakes no obligation to update or revise any forward-looking statements.

Non-GAAP Measures

This presentation includes and discusses EBITDA and EBITDA as adjusted, Gross Margin, and EBITDA Margin and EBITDA, as Adjusted Margin which are non-GAAP measures. Management uses these non-GAAP measures to evaluate its business because they believes these measures assist investors and analysts in comparing the Company’s performance across reporting periods on a consistent basis by excluding items that management believes are not indicative of the Company’s core operating performance. Management believes these metrics are used in the financial community, and these metrics are presented here to enhance understanding of the Company’s operating performance. You should not consider these non-GAAP measures as alternatives to Net income, determined in accordance with GAAP, as an indicator of operating performance. Furthermore, these non-GAAP measures are not measurements of financial performance under GAAP, and thus may not be comparable to similarly titled measures of other companies.

EBITDA represents Net income before Income taxes, net interest expense, depreciation and amortization, and equity based compensation expenses. EBITDA, as adjusted, represents EBITDA plus net gains (losses) on asset related transactions. EBITDA margin represents Net income before Income taxes, net interest expense, depreciation and amortization, and equity based compensation expenses, divided by total service revenue. EBITDA, as adjusted, margin represents EBITDA plus net gains (losses) on asset related transactions divided by total service revenue. See the Appendix to this presentation for a reconciliation of these non-GAAP measures to the most directly comparable financial measures calculated and presented in accordance with GAAP.

company overview

Cogent is a leading global provider of ***Dedicated Internet Access***.

- Cogent's network carries ~20% of all Internet traffic and serves 206 markets in North America, Europe, Asia, Latin America and Australia
- Currently serves over 87,200 customer connections
- 69% of revenues from Corporate end users in multi-tenant office buildings
- 31% of revenues from Service Provider customers (NetCentric) served in carrier neutral data centers
- Very high operating leverage with substantial network capacity
- We sell Dedicated Internet Access, VPNs, and Colocation, all commodities, and win business based on Price and Value

addressable market

Our broad network reach results in a ***plentiful addressable market***.

- Cogent focuses on selling Dedicated Internet Access and IP Connectivity
- Network has global reach—Helsinki, Finland in the north to Sydney, Australia in the south, and circumnavigates the globe
- Over 58,000 route miles of intercity fiber and over 36,000 miles of intracity fiber in 206 metro markets
- Network connected to 1,054 data center buildings and 1,229 unique data centers within those buildings in North America and Europe
- Network connected to 1,769 Corporate multi-tenant office buildings in North America with over 961MM square feet of rentable office space On-Net
- 11,721 Off-Net customer connections in 6,930+ smaller buildings

broad, deep, scaleable network

- Interconnected with 7,040+ different networks
- 2,823 On-Net buildings
  - 63% multi-tenant office buildings (1,769)
  - 37% carrier neutral and Cogent data center buildings (1,054)
  - Agreements with 250+ building owners (REITs)
- 54 Cogent data centers with over 606,000 square feet

- 880+ metro networks; 36,000+ metro fiber miles
- Over 58,000 intercity fiber route miles
  - North America 120 – 2,520 Gbps
  - Europe 40 – 2,410 Gbps
  - Transatlantic (Leased) 2,400 Gbps (5 Providers, 7 Cables)
  - Transpacific (Leased) 340 Gbps (3 Providers, 4 Cables)
  - Transindian (Leased) 200 Gbps (2 Providers, 2 Cables)
  - Transcaribbean (Leased) 410 Gbps (2 Provider, 2 Cable)

why customers choose cogent

Corporate Market *Local distribution*

Cogent competes primarily with incumbents (ILECs) and resellers offering T1 or T3 connectivity

- AT&T
- Verizon
- CenturyLink
- Bell Canada

Corporate Pricing Dynamics

Price per connection is *relatively equivalent*

- Quality of connection is substantially superior
- Fiber based, 65:1 to 2.5:1 throughput advantage
- True network independence from telco facilities
- All On-Net connections are ring protected, not single threaded

NetCentric Market *Internet core backbone*

Cogent competes primarily with other backbone suppliers

Larger Competitors

- CenturyLink
- NTT
- Telia

Smaller Competitors

- AT&T
- Deutsche Telekom
- Orange
- Tata
- Telecom Italia
- Verizon

NetCentric Pricing Dynamics

Price is *50% of market average*

- Quality of connection is equivalent
- Speed is equivalent

market dynamics

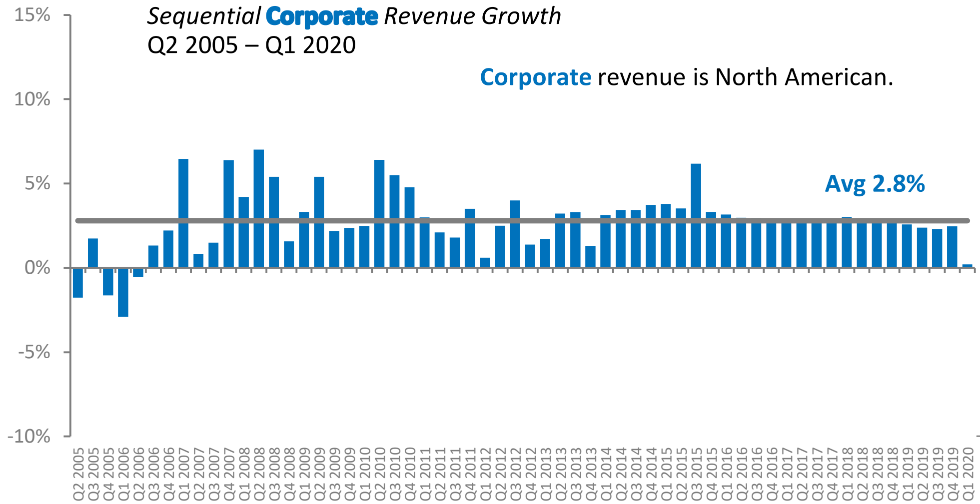
corporate

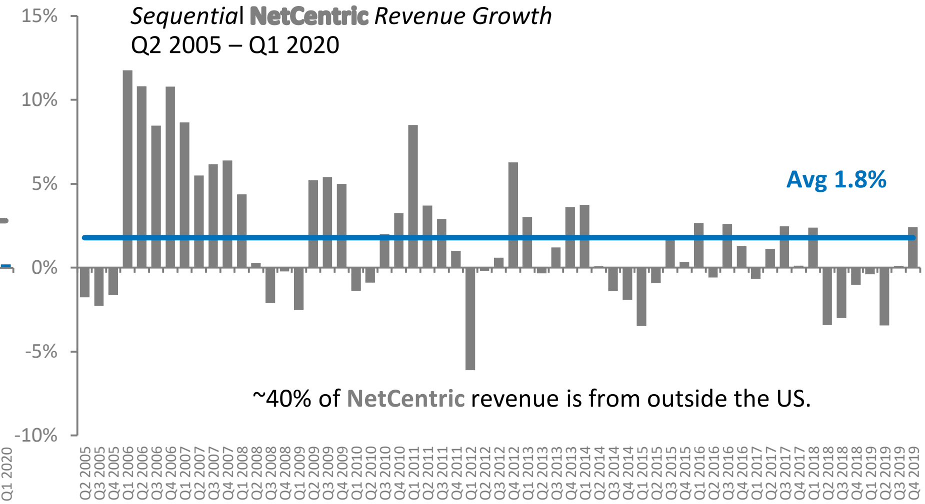
- Most common On-Net product installed this quarter is 1,000 Mbps for $900/month with a multi-year contract
- Product sold on a per connection basis
- Typical On-Net corporate customers use approximately 12% of capacity purchased
- Generally replaces 1 or 2 T-1s sold by AT&T, Verizon, BCE, CenturyLink, or a reseller
- Pricing is very stable with revenue growth coming predominantly from unit growth
- Growth from increasing penetration in existing buildings and addition of Multi-Tenant Office Buildings meeting our demographic requirements

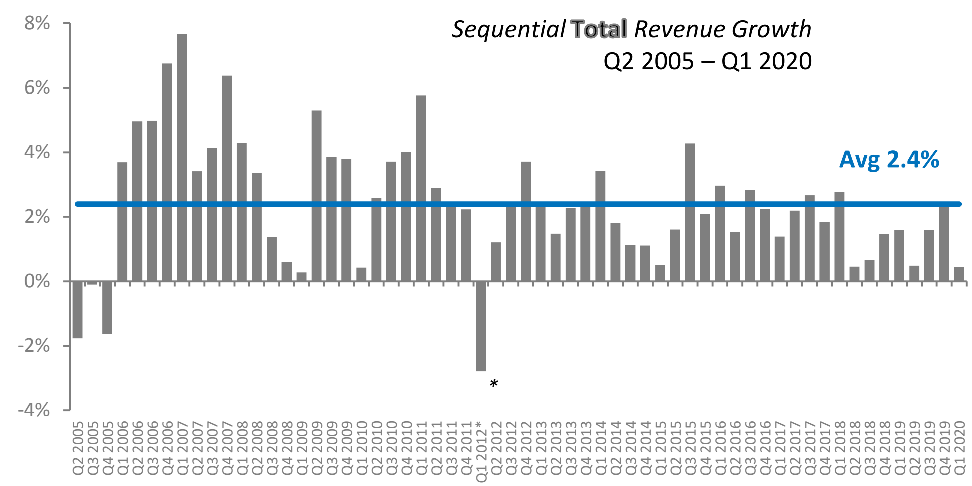
netcentric

- Product sold on a per Mbps basis in increments from 10 Mbps to 100 Gbps
- Product is sold in Carrier Neutral and Cogent Data Centers
- Discounts for volume and contract term
- The average price per Mbps was $0.58 Mbps/month in Q4 2019 and $0.53 Mbps/month in Q1 2020. The average price per Mbps for new sales was $0.28 Mbps/month in Q4 2019 and $0.20 Mbps/month in Q1 2020.
- Generally we compete with CenturyLink, Telia, and NTT in this market
- This product is a commodity and we win business on PRICE

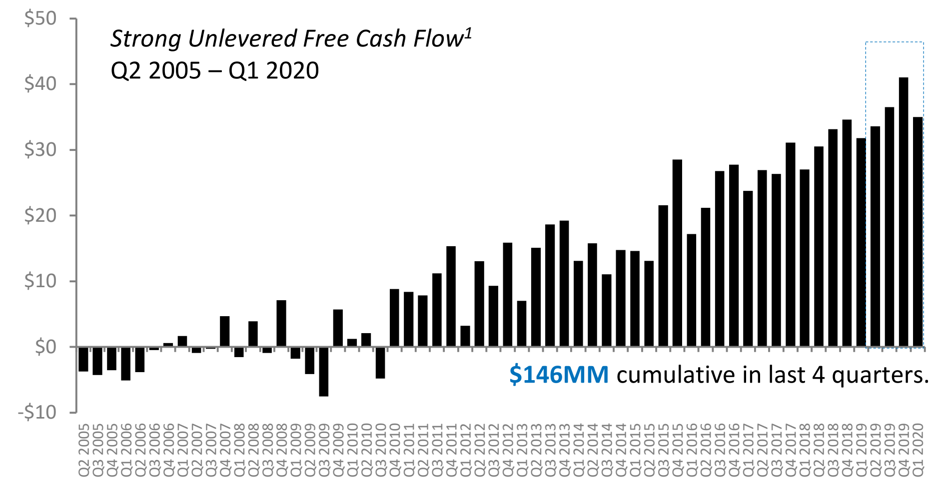
revenue growth





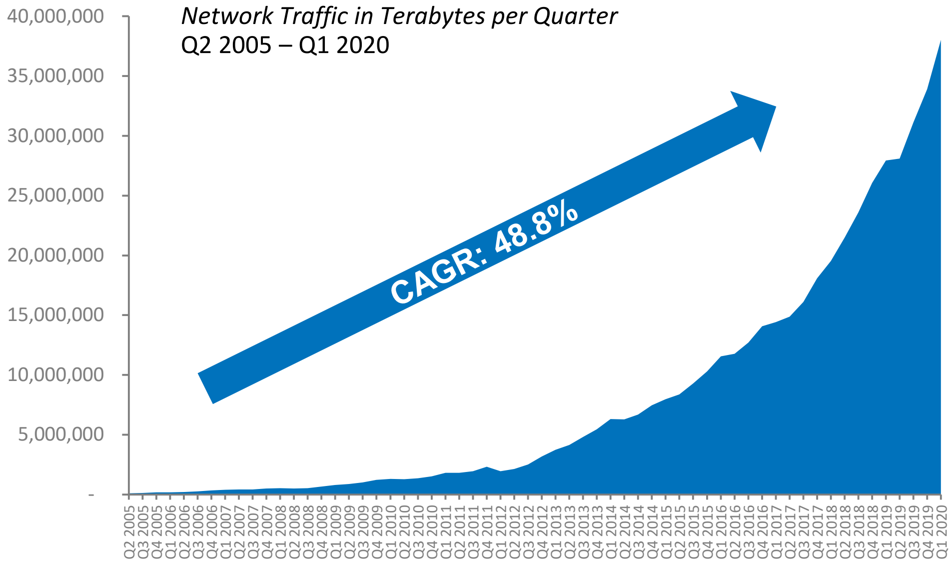


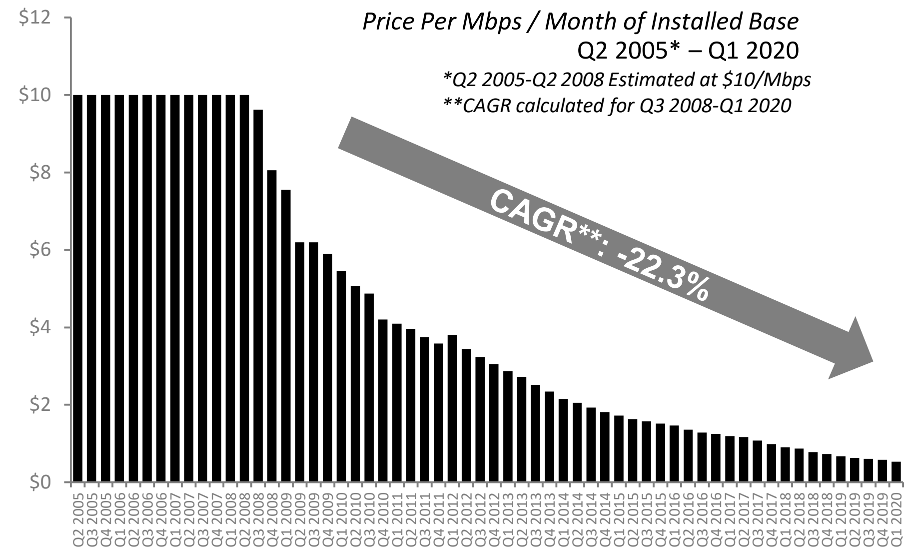
*Loss of Megaupload

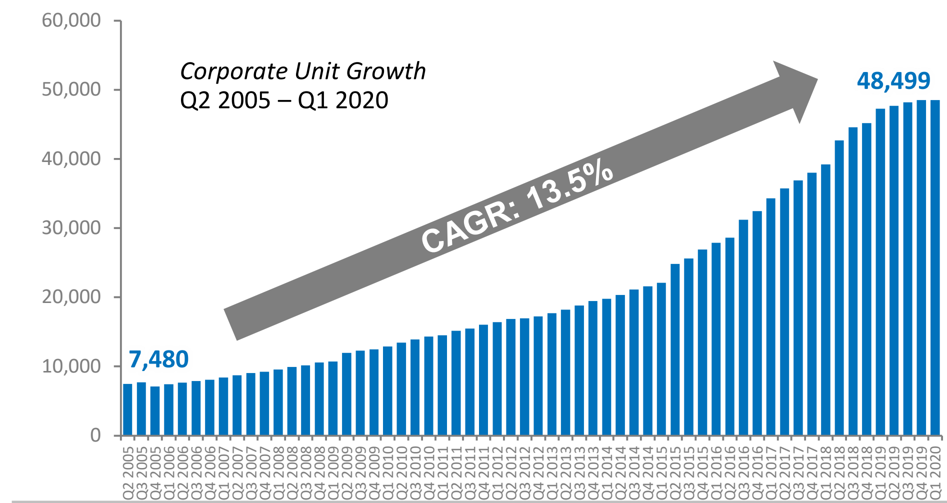


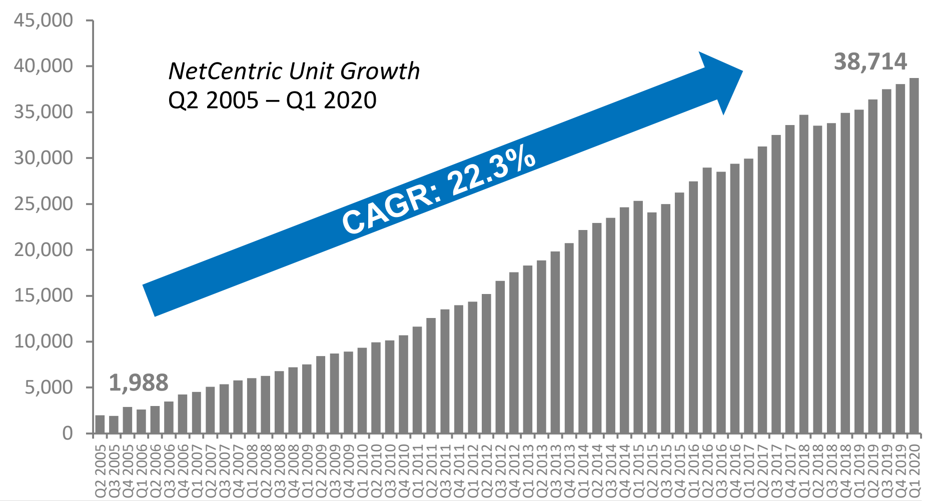
[1]Calculated as EBITDA (as adjusted) less CAPEX, which includes principal payments on IRU capital (finance) leases.

traffic and pricing trends









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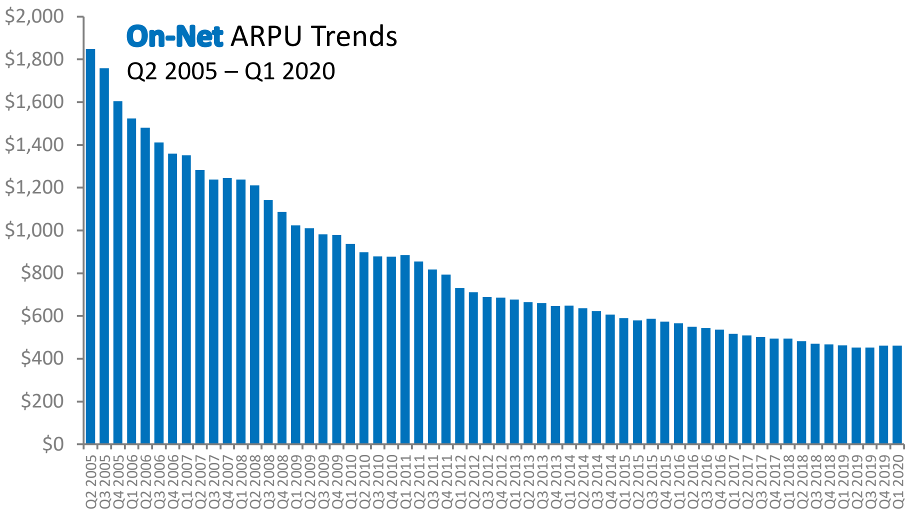
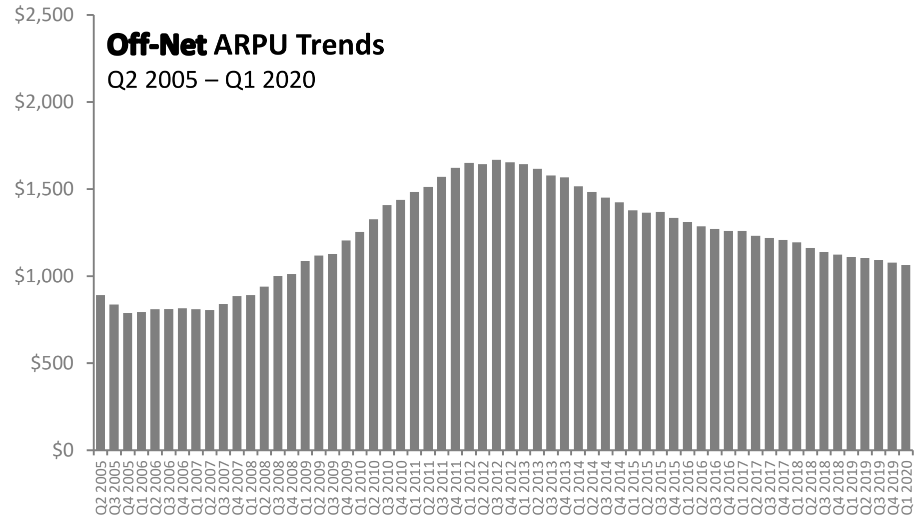
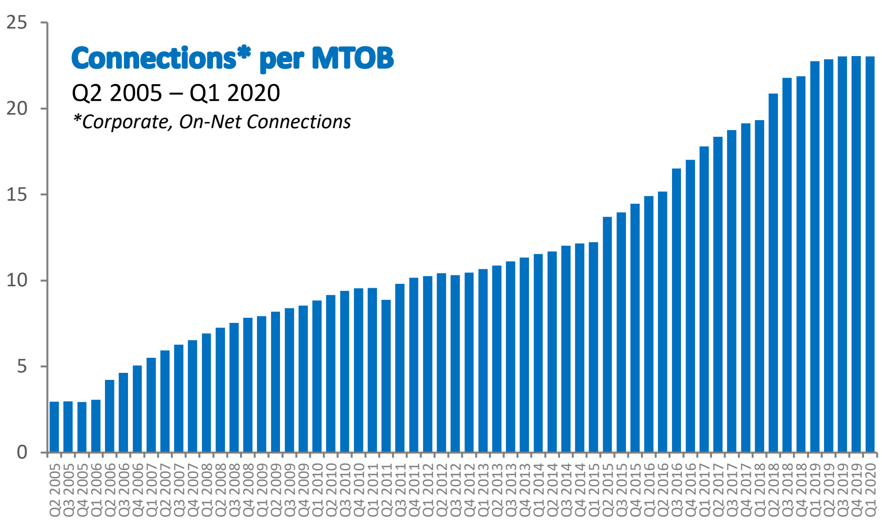
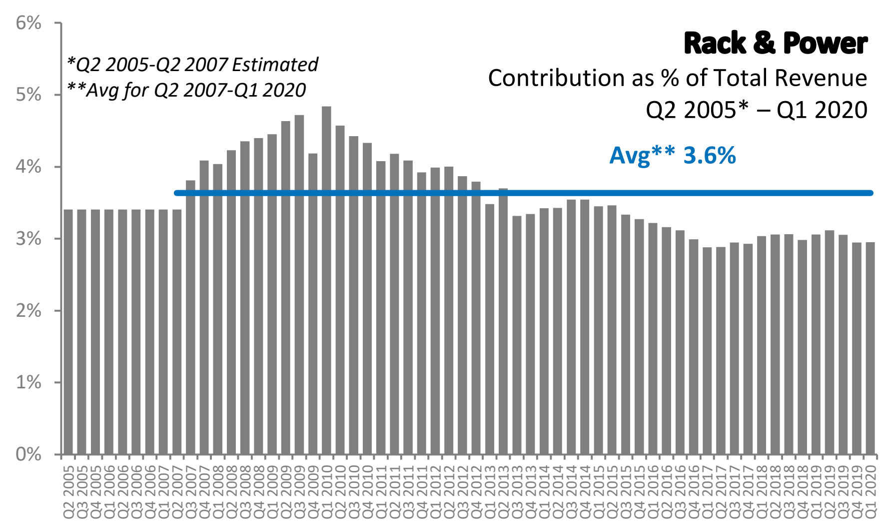
connection trends







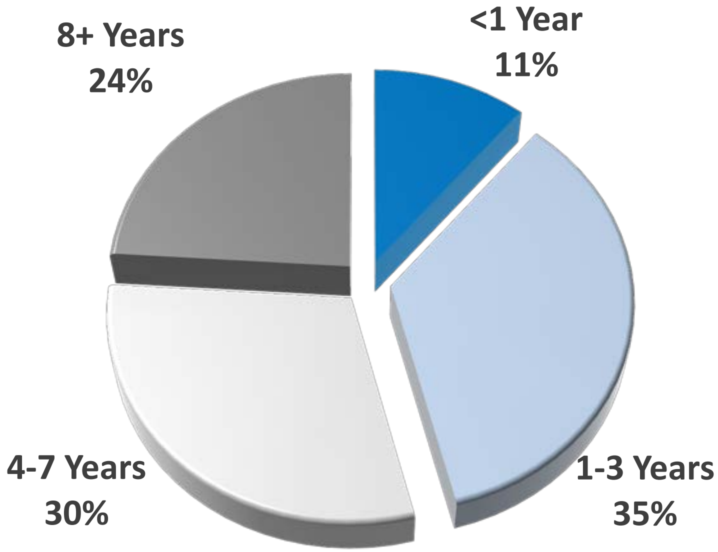


customer segmentation

48,499 Corporate connections

Leading provider to professional services firms

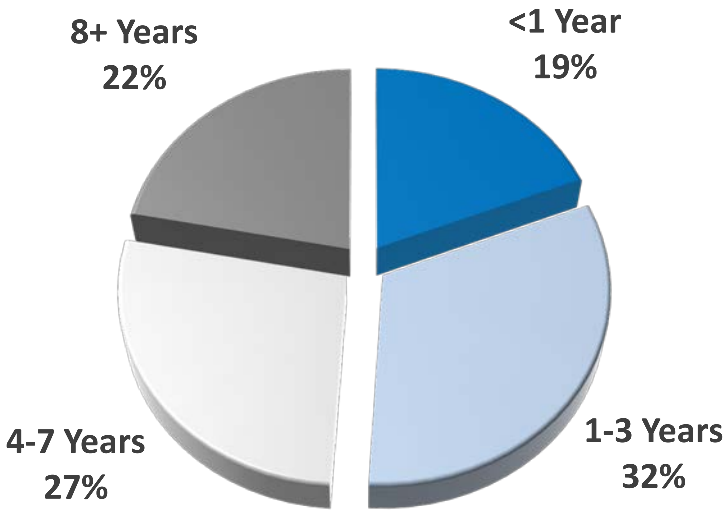
- Law firms
- Education
- Financial services
- Consulting services
- Other Corporations



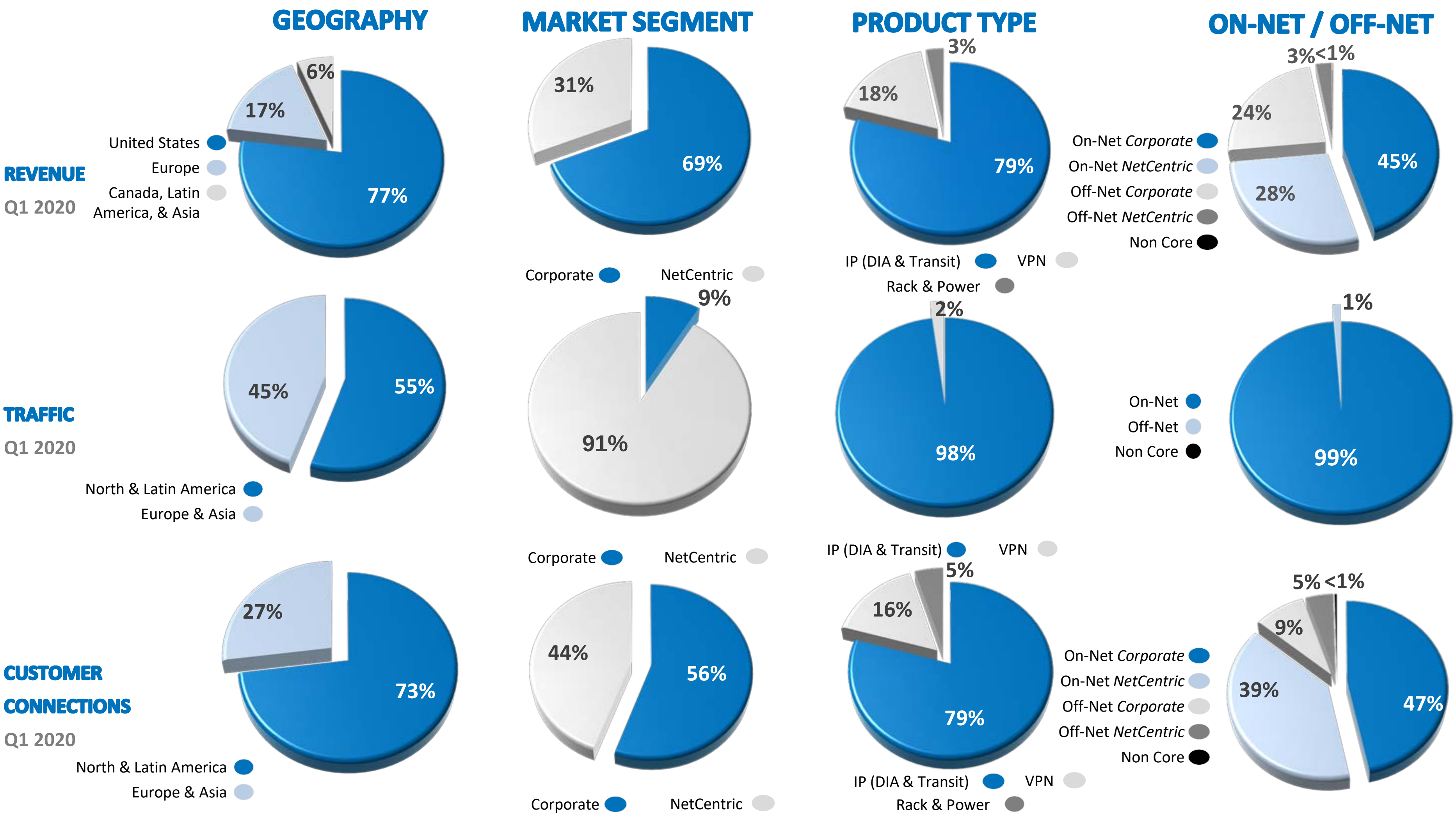
38,714 NetCentric connections

Leading provider to bandwidth-intensive organizations

- ISPs
- CDNs
- Hosting Companies
- Online gamers
- ASPs



business breakout



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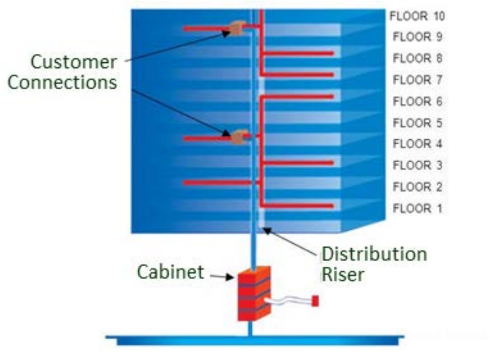
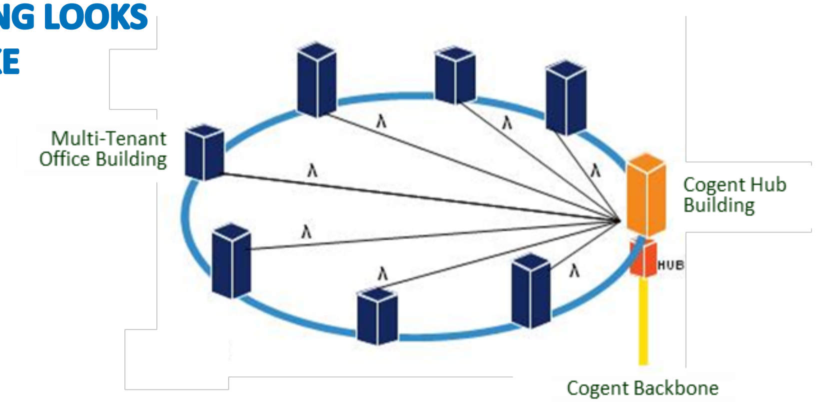
network connectivity at the highest traffic locations

ON-NET MULTI-TENANT BUILDING

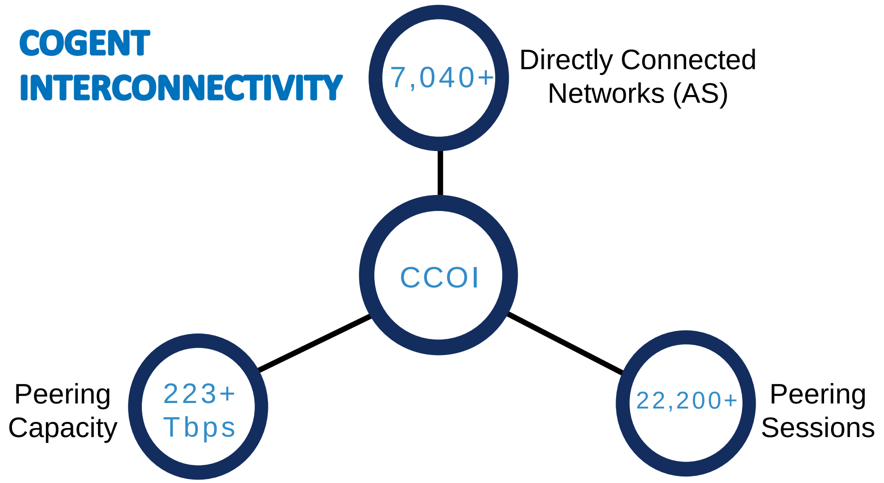


COGENT DATA CENTER

WHAT THE RING LOOKS LIKE



COGENT INTERCONNECTIVITY



network architecture

Our network is ***facilities based***— IRUs on fiber & ownership of all optronics and routing equipment.

- Longhaul metro backbone is built from 251 IRU suppliers
- IRUs from 10 to 40 years; most are pre-paid
- O+M expense substantially less than the cost of maintaining a network solely constructed and used by Cogent
- Cogent’s network is ring protected at Layer 3 (IP convergence)
- All transport is IP directly over DWDM and CWDM
- Cogent generally owns lateral connections from the metro rings to the building
- Cogent owns riser facilities in multi-tenant buildings
- Cogent owns 54 data centers and 190 hubs that house core network equipment
- Cogent is directly connected to over 7,040 other networks

proven integration execution

Cogent purchased ***$14 BILLION*** of original investment for ***$60 MILLION***.

	Date	Original Investment	PP&E	Network	Peering	Customers	Building Access
NetRail	Sep 2001	$180	$35	✓	✓	✓	
Allied Riser	Feb 2002	$590	$335	✓		✓	✓
PSINet*	Apr 2002	$5,180	$2,175	✓	✓	✓	
(Fiber Network Solutions, Inc) FNSI	Feb. 2003	$30	$5			✓	
Firstmark	Jan 2004	$1,100	$560	✓		✓	✓
Carrier 1*	Mar 2004	$1,035	$535	✓			
UFO Group	Aug 2004	$25	$5			✓	
Global Access	Sep 2004	$10	$5			✓	
Aleron Broadband	Oct. 2004	$200	$5			✓	
Verio*	Dec 2004	$5,700	$390			✓	
TOTAL *($ in millions)*		**$14,050**	**$4,050**				

**Purchased the majority of assets of these companies.*

This list does not include Applied Theory, FiberCity Networks, OnSite Access, Last Mile Connections, PacWest, and ANet.

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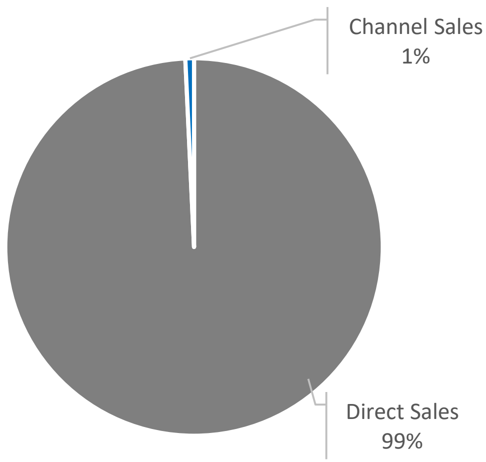
cogent's competitive advantage

Cogent is the ***lowest cost provider***.

- Low cost, efficient network is approximately 35% utilized
  - $14 billion of invested capital ($4 billion of PP&E) purchased for $60 million
  - More reliable and less costly than IP networks overlaid on traditional telephone networks
- IP only product set
  - Simple product set with low cost of operations and provisioning
- High sales productivity
  - Lower selling cost due to aggressive pricing model
  - Gaining market share as an efficient operator

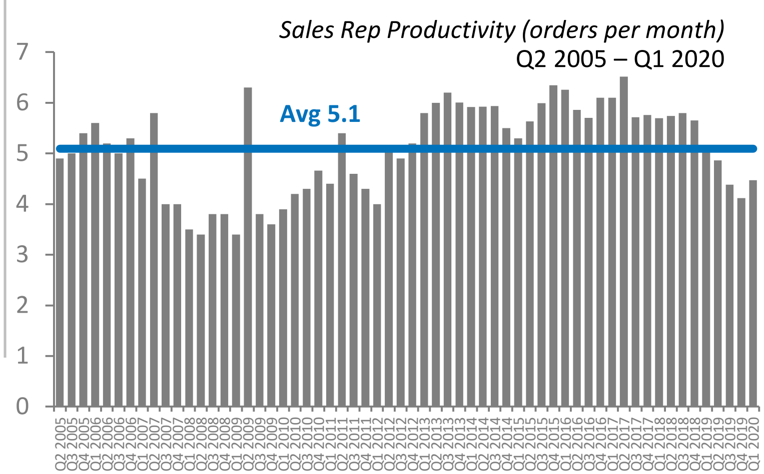
focused sales force

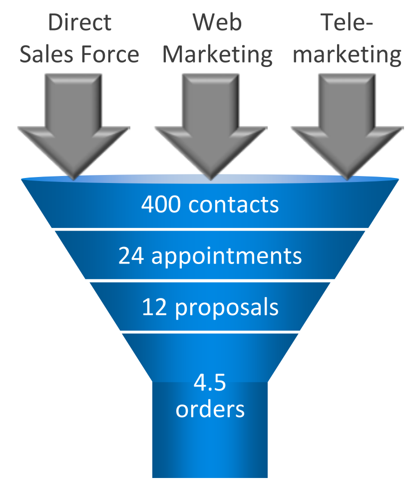
Sales
is the key to
business success.
Quality activity is
the key to sales
success.



542 quota based sales employees

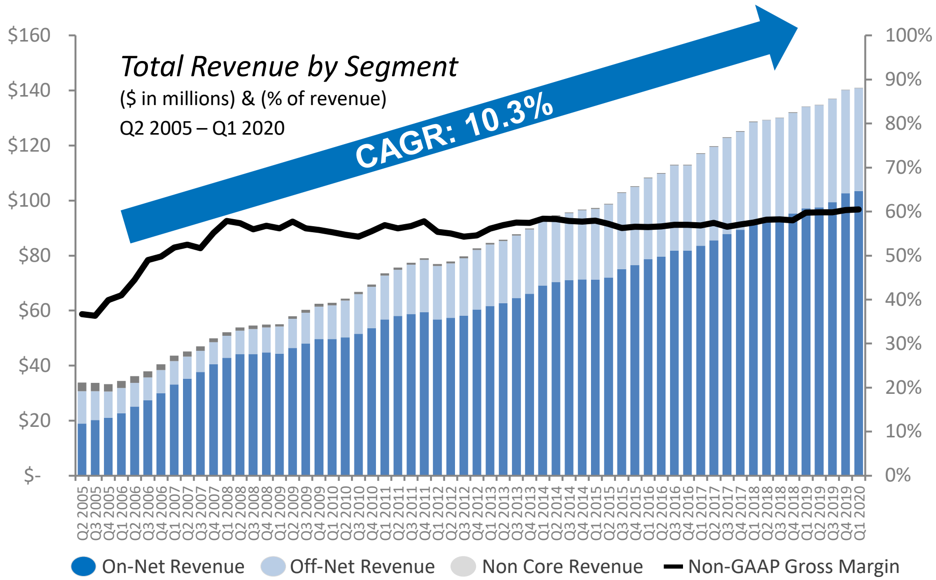
Headcount data as of March 31, 2020

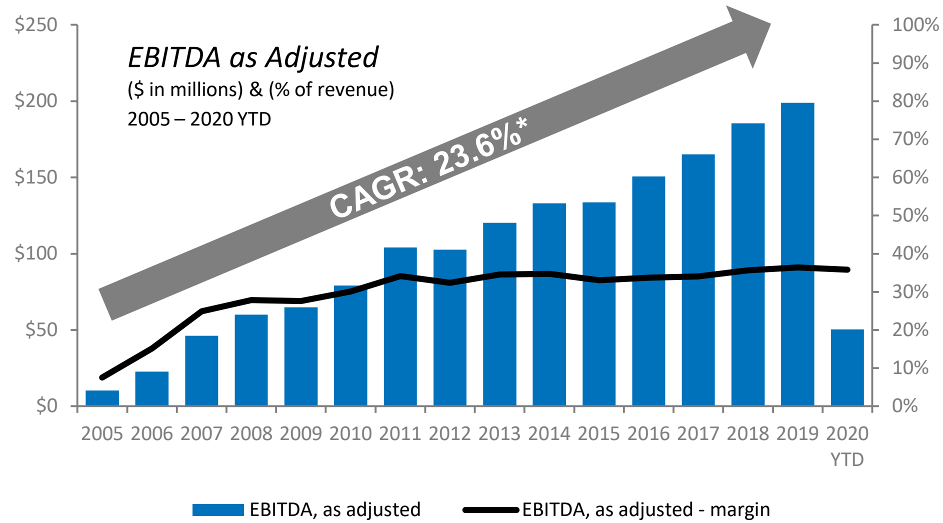




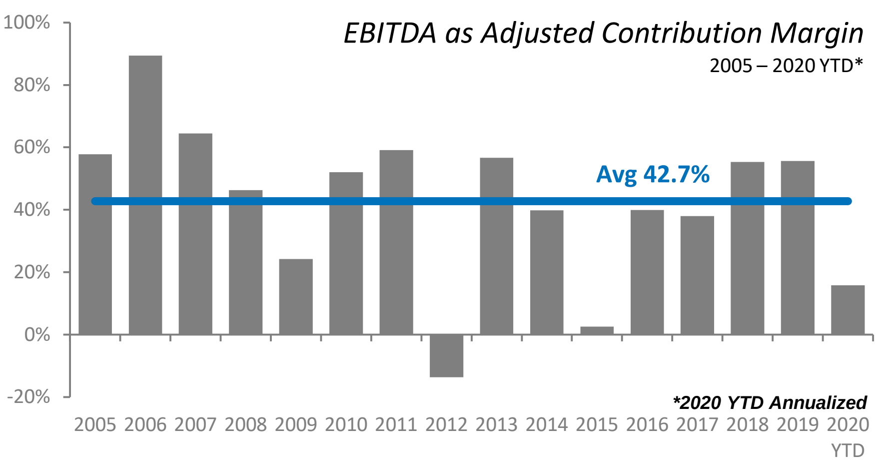
$1,593,000 Gross Incremental
Monthly Recurring Revenue

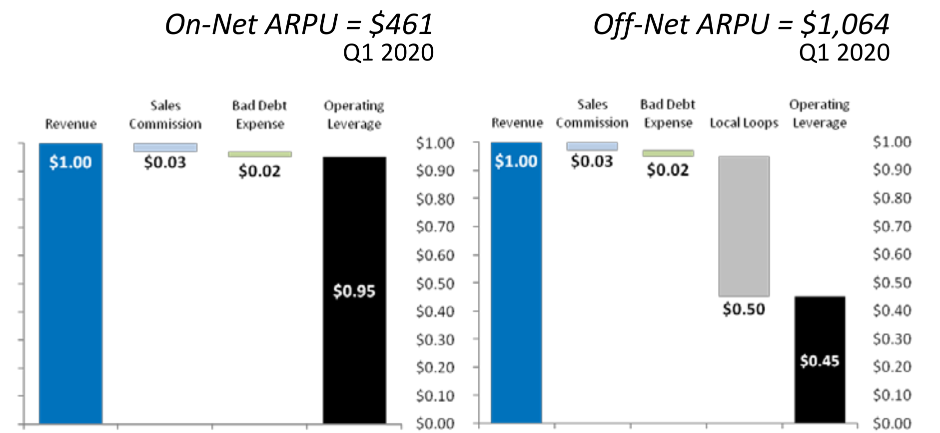
historical & continuing margin expansion



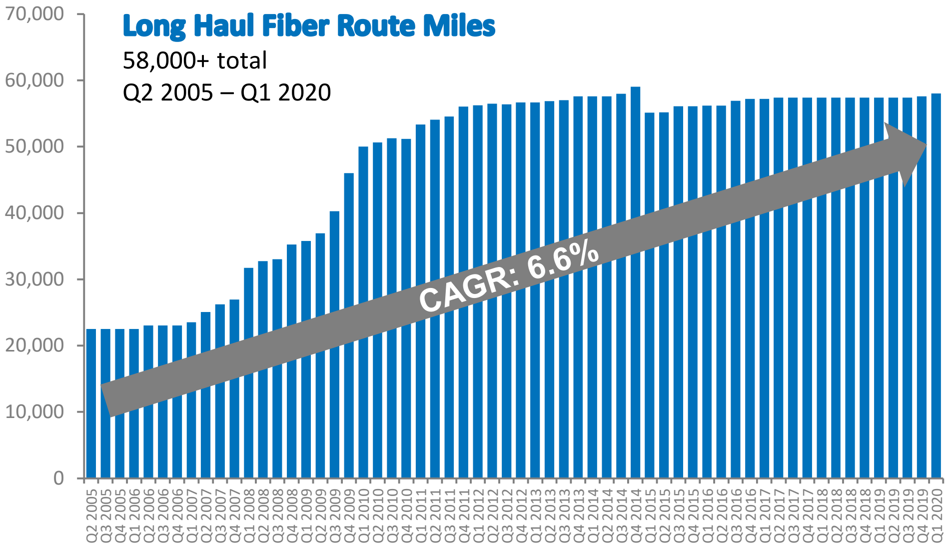


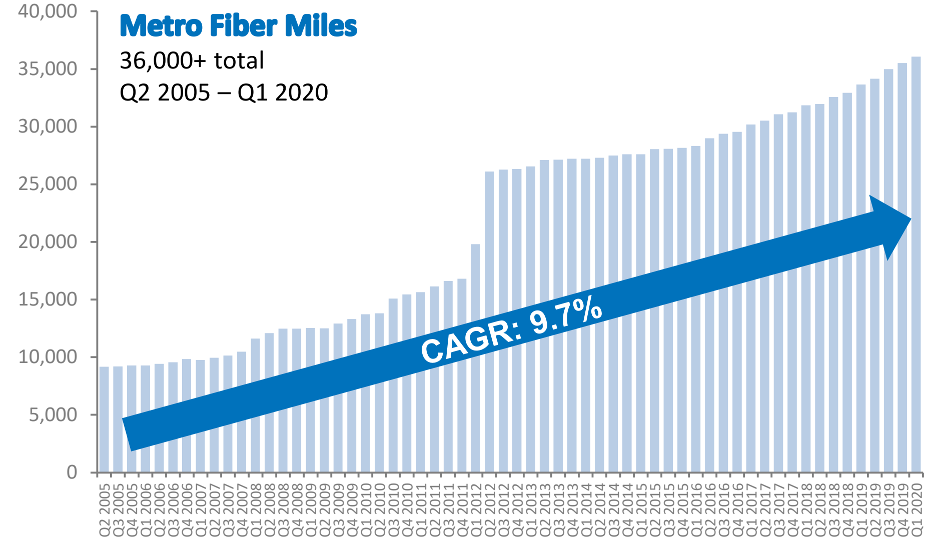
*CAGR of 23.6% reflects the growth rate for each year over the prior year, normalized for the period (2005-2019).

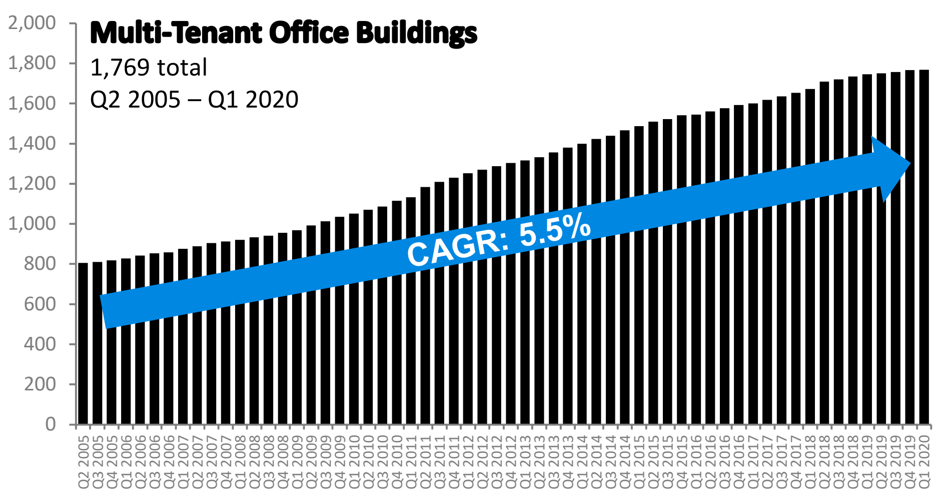


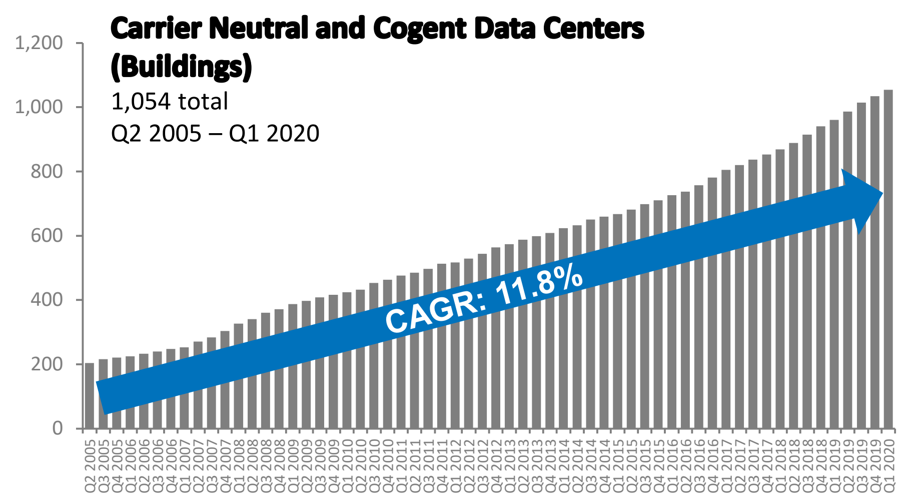


network expansion

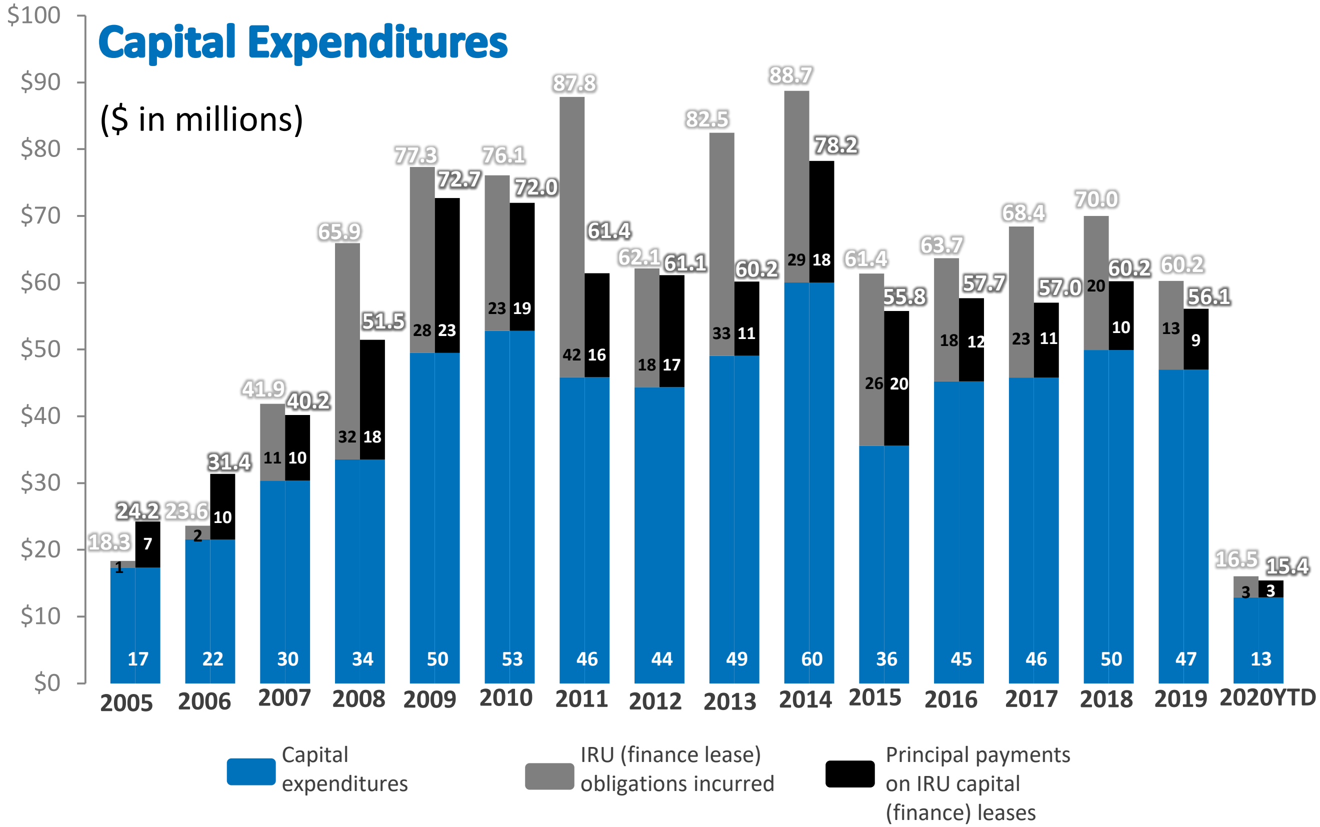








investing to further improve & extend the network from internally generated free cash flow



CAPEX is used to:

1. Add new markets to the network
   - Added 134 markets since 2006
   - Added approximately 130 new buildings to the network footprint per year
2. Add capacity to the network
   - Capacity increased by 36% from 2018 to 2019 based on number of Global Tbps-Miles
3. Maintain the existing network
   - 90% of 2019's growth came from existing footprint as of January 1, 2015

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highlights

Q1 2020 RESULTS ($ in millions)

	Q3 2018	Q4 2018	Q1 2019	Q2 2019	Q3 2019	Q4 2019	Q1 2020	Q/Q % Change	Y/Y % Change
On-Net Revenue	$93.8	$95.4	$97.2	$97.5	$99.4	$102.7	$103.5	0.8%	6.5%
Off-Net Revenue	$36.2	$36.6	$36.8	$37.2	$37.4	$37.5	$37.3	(0.4)%	1.3%
Non-Core Revenue	$ 0.1	$ 0.1	$ 0.1	$0.1	$0.1	$0.1	$0.1	5.4%	23.4%
Total Revenue	**$130.1**	**$132.0**	**$134.1**	**$134.8**	**$136.9**	**$140.3**	**$140.9**	**0.4%**	**5.1%**
Gross Profit (Non-GAAP)	$75.8	$76.6	$80.2	$80.6	$82.0	$84.6	$85.2	0.8%	6.3%
Gross Margin (Non-GAAP)	*58.2%*	*58.0%*	*59.8%*	*59.8%*	*59.9%*	*60.3%*	*60.5%*	0.2%	0.7%
EBITDA	**$46.9**	**$47.6**	**$47.6**	**$47.1**	**$50.5**	**$52.7**	**$50.4**	**(4.4)%**	**6.0%**
EBITDA Margin	*36.1%*	*36.0%*	*35.5%*	*34.9%*	*36.9%*	*37.6%*	*35.8%*	(1.8)%	0.3%
EBITDA, as adjusted	**$47.4**	**$47.7**	**$48.1**	**$47.3**	**$50.6**	**$53.0**	**$50.4**	**(4.8)%**	**4.9%**
EBITDA, as adjusted Margin	*36.4%*	*36.1%*	*35.9%*	*35.1%*	*37.0%*	*37.8%*	*35.8%*	*(2.0)%*	*(0.1)%*

capitalization use of free cash flow

($ in millions)	As of 12/31/05	As of 12/31/06	As of 12/31/07	As of 12/31/08	As of 12/31/09	As of 12/31/10	As of 12/31/11	As of 12/31/12	As of 12/31/13	As of 12/31/14	As of 12/31/15	As of 12/31/16	As of 12/31/17	As of 12/31/18	As of 12/31/19	As of 3/31/20
Cash & cash equivalents	$30	$43	$177	$71	$56	$56	$238	$247	$305	$288	$204	$274	$247	$276	$399	$375
Debt & capital (finance) leases																
Senior secured notes	$-	$-	$-	$-	$-	$-	$175	$175	$245	$244	$-	$-	$-	$-	$-	$-
Senior secured notes	$-	$-	$-	$-	$-	$-	$-	$-	$-	$-	$250	$375	$375	$445	$445	$445
Senior unsecured notes	$-	$-	$-	$-	$-	$-	$-	$-	$-	$200	$200	$189	$189	$189	$189	$189
Senior unsecured notes - Euro	$-	$-	$-	$-	$-	$-	$-	$-	$-	$-	$-	$-	$-	$-	$151	$149
Note payable	$-	$-	$-	$-	$-	$-	$-	$-	$-	$-	$21	$6	$11	$11	$12	$12
Convertible notes	$7	$9	$125	$62	$66	$71	$77	$82	$89	$-	$-	$-	$-	$-	$-	
Capital (finance) lease obligations	$92	$88	$93	$104	$110	$112	$135	$138	$162	$167	$136	$142	$158	$164	$170	$168
Total debt and capital (finance) leases	$99	$97	$218	$166	$176	$183	$387	$395	$496	$611	$607	$712	$732	$809	$968	$963
Net debt	$69	$54	$41	$95	$120	$127	$149	$148	$191	$323	$403	$437	$485	$533	$568	$588
Shareholder equity	$221	$216	$209	$151	$144	$152	$64	$160	$193	$84	($12)	($53)	($103)	($149)	($204)	($222)
Total capitalization	$320	$321	$427	$317	$320	$335	$551	$555	$689	$695	$594	$658	$630	$660	$764	$741

Buy back stock

Expand addressable market

2006

2008

2009

2019

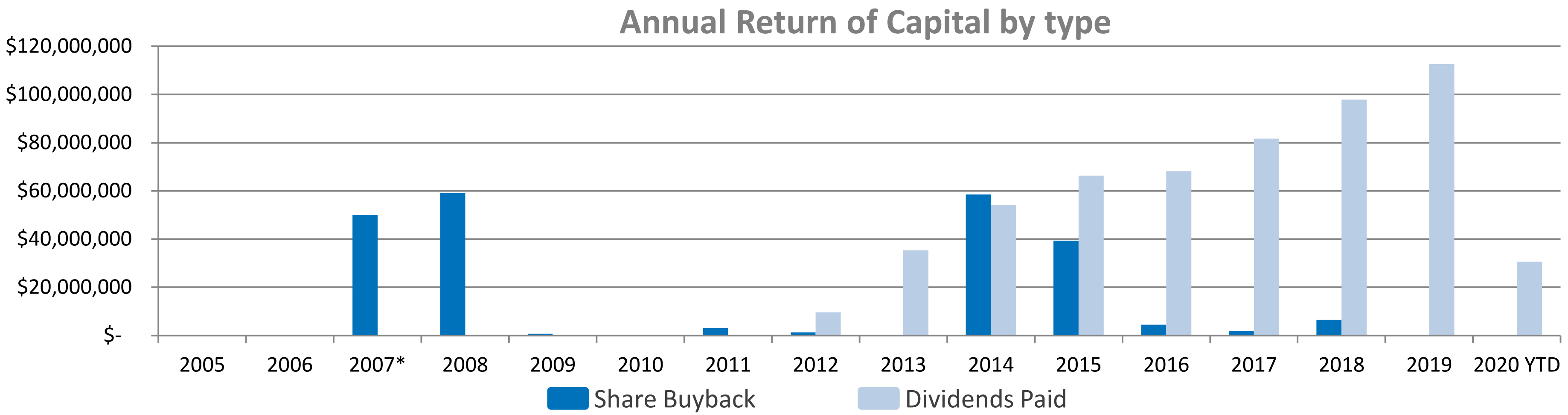
Buy back convertible debt

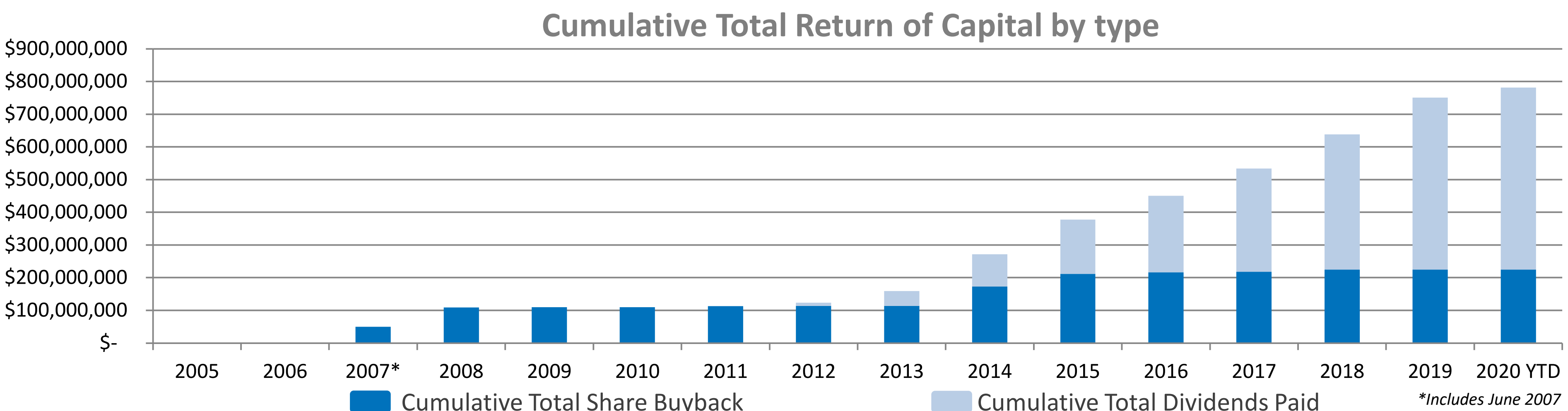
Return cash to shareholders

Share buyback, special dividend, and growing, recurring dividend

2011-On

total return of capital, 2005 – q1 2020





*Includes June 2007 Note Transaction

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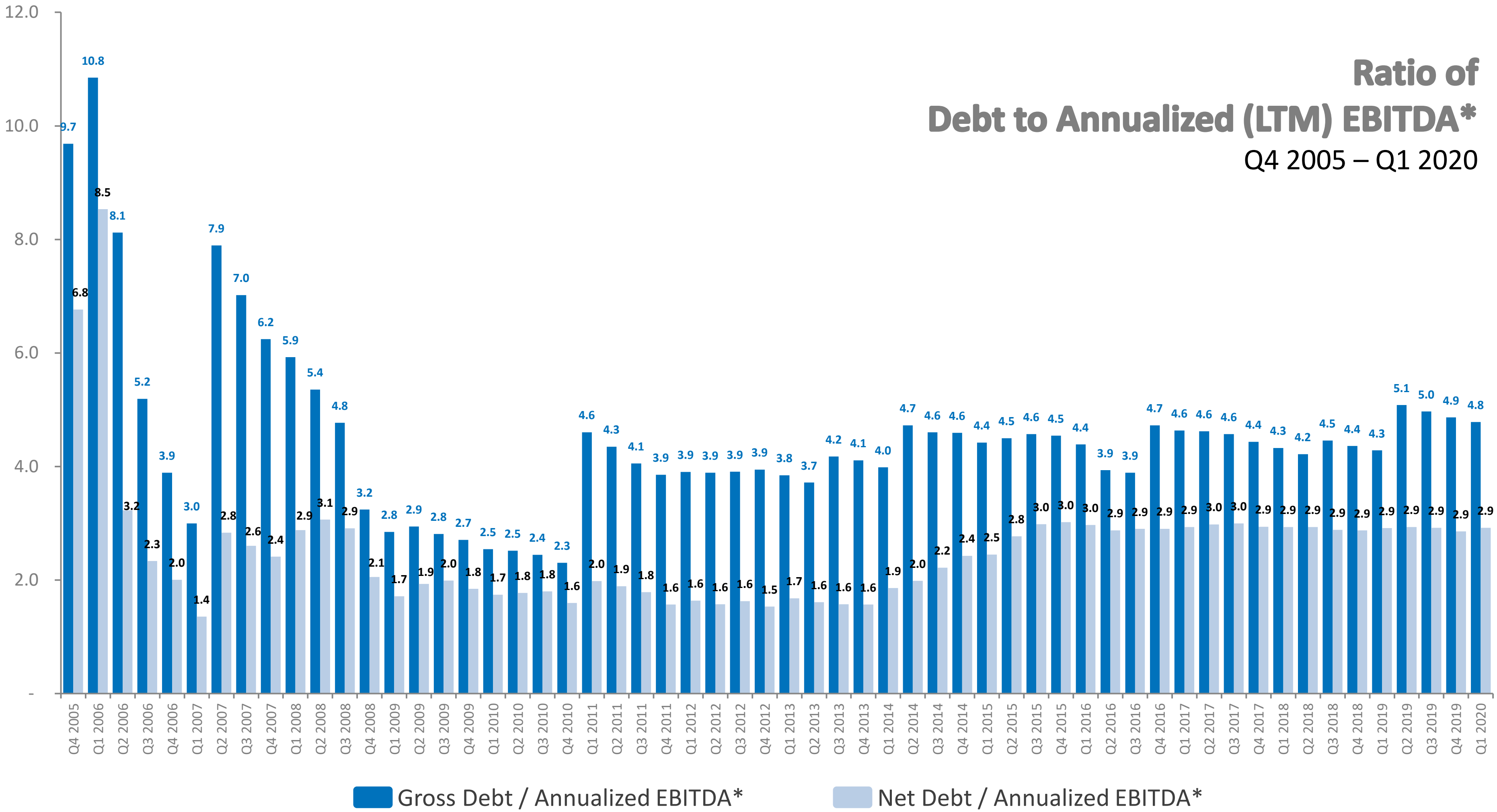
ratio of debt to annualized ebidta



*EBITDA adjusted by including asset related gains

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investment highlights

Cogent is a
leading global
Internet
Service
Provider.

- Fundamentals provide for continued, consistent growth and profitability
- Independent, low-cost international network
- Network footprint targeted at high traffic locations
- Very strong balance sheet
- True free cash flow positive
- Experienced management team
- Substantial network capacity; very high operating leverage
- Implemented a recurring and growing dividend to shareholders

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Appendix

Reconciliation of non-GAAP measures to the most directly comparable financial measures calculated and presented in accordance with GAAP

Non-GAAP EBITDA and non-GAAP EBITDA, as adjusted, reconciled to GAAP cash flows provided by operating activities

	Q1 2019	Q2 2019	Q3 2019	Q4 2019	Q1 2020
($ in 000's) – unaudited					
Net cash flows provided by operating activities	$28,637	$40,632	$33,443	$46,097	$28,458
Changes in operating assets and liabilities	6,727	(5,729)	3,785	(6,557)	5,325
Cash interest expense and income tax expense	12,197	12,202	13,287	13,184	16,611
EBITDA	**$47,561**	**$47,105**	**$50,515**	**$52,724**	**$50,394**
PLUS: Gains on asset related transactions	536	185	87	251	39
EBITDA, as adjusted	**$48,097**	**$47,290**	**$50,602**	**$52,975**	**$54,433**
EBITDA margin	**35.5%**	**34.9%**	**36.9%**	**37.6%**	**35.8%**
EBITDA, as adjusted, margin	**35.9%**	**35.1%**	**37.0%**	**37.8%**	**35.8%**

Non-GAAP gross profit and non-GAAP gross margin reconciled to GAAP gross profit and GAAP gross margin

	Q1 2019	Q2 2019	Q3 2019	Q4 2019	Q1 2020
($ in 000's) – unaudited					
Service revenue total	$134,137	$134,789	$136,942	$140,292	$140,915
Minus - Network operations expense including equity-based compensation and including depreciation and amortization expense	74,413	74,386	75,259	75,992	75,429
GAAP Gross Profit (1)	**$59,724**	**$60,403**	**$61,683**	**$64,300**	**$65,486**
Plus - Equity-based compensation – network operations expense	180	226	282	306	252
Plus – Depreciation and amortization expense	20,263	19,979	20,006	20,002	19,508
Non-GAAP Gross Profit (2)	**$80,167**	**$80,608**	**$81,971**	**$84,608**	**$85,246**
GAAP Gross Margin (1)	**44.5%**	**44.8%**	**45.0%**	**45.8%**	**46.5%**
Non-GAAP Gross Margin (2)	**59.8%**	**59.8%**	**59.9%**	**60.3%**	**60.5%**

(1) GAAP gross profit is defined as total service revenue less network operations expense, depreciation and amortization and equity based compensation included in network operations expense. GAAP gross margin is defined as GAAP gross profit divided by total service revenue.

(2) Non-GAAP gross profit represents service revenue less network operations expense, excluding equity-based compensation and amounts shown separately (depreciation and amortization expense). Non-GAAP gross margin is defined as non-GAAP gross profit divided by total service revenue. Management believes that non-GAAP gross profit and non-GAAP gross margin are relevant metrics to provide to investors, as they are metrics that management uses to measure the margin and amount available to the Company after network service costs, in essence these are measures of the efficiency of the Company's network.