Thoughtworks Q4 2023 Investor Presentation

February 27, 2024

Delivering extraordinary impact together

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Safe harbor and non-GAAP reconciliation

Forward-looking Statements. Some of the information contained in this presentation by Thoughtworks Holding, Inc. ("Thoughtworks" or the "Company") includes "forward-looking statements" within the meaning of the "safe harbor" provisions of the United States Private Securities Litigation Reform Act of 1995, as amended. Forward-looking statements include statements that are not historical facts and can be identified by terms such as: "believe," "anticipate," "plan," "intend," "estimate," "expect," "likely," "seek," "strive," "may," "could," "should," or "will" and similar references to future periods and the negative of such terms, but the absence of these words does not mean that a statement is not forward-looking. Examples of forward-looking statements that relate to our plans, projections, estimates and goals include, among others, statements we make regarding revenues and revenue growth, Adjusted EBITDA and Adjusted EBITDA Margin, Adjusted Diluted Earnings per Share ("Adjusted Diluted EPS"), and our beliefs that the demand market will continue to support the projected growth rates stated herein.

Forward-looking statements are neither historical facts nor assurances of future performance. Instead, they are based only on our current beliefs, expectations and assumptions regarding the future of our business, projections, anticipated events or trends, the economy and other future conditions. Because forward-looking statements relate to the future, they are subject to inherent uncertainties, risks and changes in circumstances that are difficult to predict and many of which are outside of our control. Our actual results and financial condition may differ materially from those indicated in the forward-looking statements. Therefore, you should not rely on any of these forward-looking statements. Important factors that could cause our actual results and financial condition to differ materially from those indicated in the forward-looking statements include, among others, the following: our restructuring actions may not be successful, may impact our business and financial performance, and may result in additional costs; our ability to attract skilled talent; the effects of competition on the future business of Thoughtworks; uncertainty regarding the demand for and market utilization of our services; the ability to implement our restructuring actions, including the costs of such actions and the uncertainty of the impact of such actions on financial performance; general business and economic conditions including such conditions related to inflation and foreign currency exchange rates; and our ability to successfully execute our strategy and strategic plans. Additional information concerning these and other risks and uncertainties may be found in the "Risk Factors" section of Thoughtworks' annual report on form 10-K, in quarterly reports on form 10-Q and other filings and reports that Thoughtworks may file from time to time with the SEC.

Any forward-looking statement made by us in this presentation is based only on information currently available to us and speaks only as of the date on which it is made. Except as required by law, Thoughtworks assumes no obligation to update any forward-looking statement, whether written or oral, that may be made from time to time, whether as a result of new information, future developments or otherwise.



Safe harbor and non-GAAP reconciliation

Non-GAAP Financial Measures. Certain financial metrics contained in this presentation, including among others, Adjusted Gross Profit, Adjusted Selling, General & Administrative expense, Adjusted Net Income, Adjusted Diluted EPS, Adjusted EBITDA, Adjusted EBITDA Margin, and Revenue Growth rates in constant currency, which exclude the effect of foreign currency rate fluctuations, are considered non-GAAP financial measures. We use these non-GAAP measures in conjunction with traditional GAAP measures to evaluate our financial performance. We believe that these non-GAAP measures provide our management and investors consistency and comparability with our past financial performance and facilitate period-to-period comparisons of our operations. The non-GAAP financial measures provided should not be considered as a substitute for the comparable measures of financial performance prepared in accordance with GAAP. For more information regarding the non-GAAP financial measures discussed in this presentation, including a reconciliation of these non-GAAP measures to their corresponding GAAP measures, please see the Appendix to this presentation. For definitions of these non-GAAP measures, please see our press release for the most recent quarterly or annual results posted to the Investor Relations page of our website.

Some non-GAAP measures related to our financial outlook included in this presentation, our press release and the associated webcast were not reconciled to the comparable GAAP financial measures because the GAAP measures are not assessable on a forward-looking basis. We are unable to reconcile these forward-looking non-GAAP financial measures to the most directly comparable GAAP measures without unreasonable efforts because we are currently unable to predict with a reasonable degree of certainty the type and extent of certain items that would be expected to impact GAAP measures for these periods but would not impact the non-GAAP measures. Such items may include stock-based compensation, acquisition costs, income tax effects of adjustments and other items. The unavailable information could have a significant impact on our GAAP financial results. Based on the foregoing, we believe that providing estimates of the amounts that would be required to reconcile the range of the non-GAAP measures to forecasted GAAP measures would imply a degree of precision that would be confusing or misleading to investors for the reasons identified above.

Industry & Market Data. The market data, industry forecasts and other statistical information used in this presentation are based on third-party industry publications and surveys and internal Company sources. Industry forecasts are based on industry surveys and the preparer's expertise in the industry, and there can be no assurance that any of the industry forecasts will be achieved. We believe these data are reliable, but we have not independently verified the accuracy of this information nor have we ascertained the underlying assumptions relied upon in those sources, and we cannot assure you of the accuracy or completeness of such information contained in this presentation. While we are not aware of any misstatements regarding our market, industry or similar data presented herein, such data, including industry forecasts and projections, involve risks and uncertainties and are subject to change based on various factors.

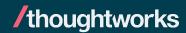


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Who we are

Integrity / Pursuit of Excellence / Global First / Cultivation / Curiosity / Autonomous Teams / Inclusivity / Courageous

We strive
to create an
extraordinary
impact on the
world through
our culture and
technology
excellence

We aim to be an awesome partner for clients and their ambitions to become modern digital businesses

We are passionate about revolutionizing the technology industry, amplifying social change and advocating for an equitable tech future

We look to foster a vibrant community of diverse and passionate technologists

We aim to achieve enduring commercial success and sustained growth

We've been a shaping force of digital technology for 30 years

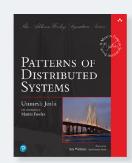














Through Thoughtworks' 30-year history

1990s	2000-2009	2010-2014	2015-2019	2020-2023
1993 Thoughtworks was founded 1999 Guo Xiao and Dr. Rebecca Parsons joined Thoughtworks	2000 Opened offices in Australia and the United Kingdom Led the industry in adopting a distributed agile development approach	2010 Opened offices in Germany Published Continuous Delivery: Reliable Software Releases through Build, Test, and	2015 Collaborated with Save the Children in the fight against Ebola Published Building Microservices	2020 Committed to the Valuable 500, the global movement putting disability on the business leadership agenda Awarded IT Vendor of the Year 2020
	2001 Opened offices in India and Canada Guo Xiao is featured in The Economist as an early adopter of Extreme Programming (XP) Manifesto for Agile Software Development is published	Deployment Automation Published first edition of Thoughtworks Technology Radar 2012 Opened offices in Singapore Started building Bahmni	Opened offices in Spain and Chile Winner of the AnitaB.org Institute's Top Companies for Women Technologists, winning again in 2017 and 2018, and recognized as a leader in 2019 and 2020 2017 The Apax Funds acquired Thoughtworks	at the UK IT Industry Awards 2021 Acquired Gemini and Fourkind Listed as a public company on Nasdaq. Ticker symbol TWKS Surpassed 10,000 Thoughtworkers Published Software Architecture: The Hard Parts
	Released CruiseControl open source software 2004 Opened offices in China Selenium is developed based on work started internally at Thoughtworks Surpassed 500 Thoughtworkers 2005 Established Thoughtworks University 2014 Opened offices in Italy Published Microservices Surpassed \$300m¹ in annual revenues and 3,000 Thoughtworkers		Surpassed \$500m¹ in annual revenues 2018 Awarded Daimler Supplier of the Year for Innovation for 2017 Surpassed 5,000 Thoughtworkers 2019 Published The Digital Transformation Game Plan: 34 Tenets for Masterfully Merging Technology and Business and How to Move Beyond a Monolithic	Acquired Connected, Canada ² Acquired Handmade, Brazil ³ Named a leader in The Forrester Wave™: Modern Application Development Services, Q3 2022 ⁴ Opened office in Vietnam Named a leader in The Forrester Wave™: Cloud Migration and Managed Service Partners in China Q4 2022 ³ Named a leader in The Forrester Wave™:
	2009 Opened offices in Brazil Surpassed 1,000 Thoughtworkers		Data Lake to a Distributed Data Mesh Surpassed \$700m ¹ in annual revenues	Cloud Migration and Managed Service Partners in Asia Pacific, Q4 2022 ⁵ 2023 Acquired Itoc, Australia ⁶ 30th anniversary of Thoughtworks

Thoughtworks was among the leading providers in the Q4 2023 Global ISG Index™ Breakthrough 15* category for the Americas. This is based on annual contract value won over the last 12 months.⁷

*Revenues \$1B-\$3B

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Thoughtworks is #14 on Fortune World's Best Workplaces™ in 2023°



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With a growing global presence in 19 countries[®]



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Thoughtworks snapshot — Q4 2023

Q4 2023 revenue

Q4 2022 \$311M

Revenue growth¹²

(19.8)% in constant currency 11,12,13

Adjusted Gross Margin¹⁴

Q4 2022 39.7%

Adjusted EBITDA¹⁴

Q4 2022 \$58M

Adjusted EBITDA Margin¹⁴

Q4 2022 18.7%

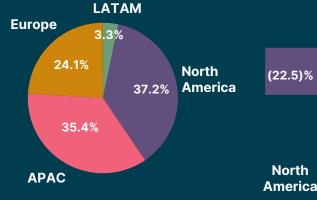
Adjusted Diluted EPS¹⁴

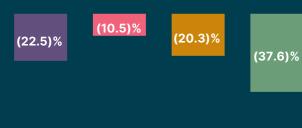
Q4 2022 \$0.10

Revenues by customer location¹¹

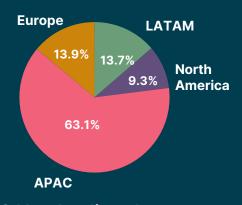
Revenue growth by customer location¹²

Employees by geography¹⁰





APAC



10,848 employees¹⁰ Founded in 1993

Europe

LATAM

19 countries | TWKS Nasdaq listed

Thoughtworks snapshot — FY 2023

FY 2023 revenue \$1.13B

\$1.30B

Revenue growth¹²
(13.1)%
(12.6)% in constant currency^{11,12,13}

Adjusted Gross Margin¹⁴

> FY 2022 41.6%

Adjusted EBITDA¹⁴

> FY 2022 \$257M

Adjusted EBITDA Margin¹⁴

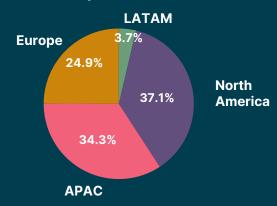
9.9%

FY 2022 19.8% Adjusted Diluted EPS¹⁴

\$0.11

FY 2022 \$0.43

Revenue by customer location²¹



Revenue growth by customer location¹²

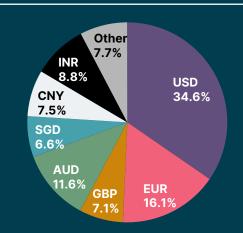


ope LATAM

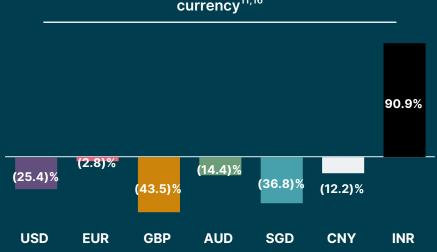
(25.9)%

Q4 2023 revenues by contracted currencies

Contracted currencies as a percentage of total revenues 11,15

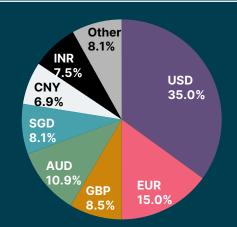






FY 2023 revenues by contracted currencies





Revenue growth by contracted currency 16,21



Our market is large and growing fast

\$1.8TN¹⁷
2022



>2x GROWTH FOR DIGITAL TRANSFORMATION

SERVICES



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Key tailwinds

Cloud computing, digital platforms and IoT

Rapid advancement of AI and ML

Customer experience at the forefront of growth

Continued digital IT adoption

What market leaders are saying about the technology market

- 79% of CEOs believe Generative AI will increase efficiencies and half (52%) believe it will increase growth opportunities.
- Worldwide Spending on Public Cloud Services is Forecast to Reach \$1.35 Trillion in 2027.
- Consumers are more likely to buy from businesses using GenAl, and would do so for greater innovation (59%), to give them a better customer experience through faster support (51%) and a more personalized experience (50%).²⁰
- People recognize the need for GenAl regulation, with governments playing a vital role in its design, development and deployment. The vast majority (90%) agree government regulations are necessary to hold businesses accountable for how they use GenAl.²⁰



With technology mega trends driving market growth

Expansion of computing boundaries

Rapid advancement of AI- and ML- based tools

Enhanced consumer experience

Accelerating towards sustainability

Growing impact of hostile tech and increased focus on information privacy

Rapid development
of platforms, cloud
and internet of things
are pushing the
technology industry
to new heights

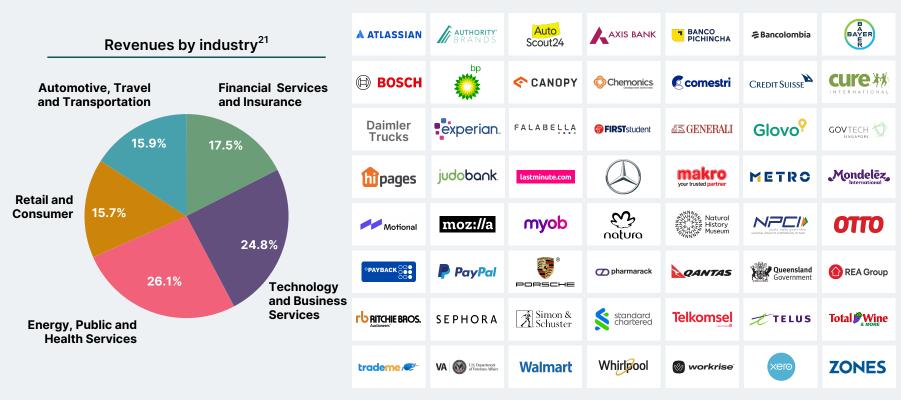
Al and ML enhance productivity and drive digital transformation by making predictions to assist humans in making decisions, and in some cases, by automating decisionmaking and tasks completely

The pervasiveness of technology has enhanced modern consumer experiences with the integration of digital and physical worlds, such as augmented reality, virtual reality and mixed reality

Increasing focus
on sustainability
requires business
to examine their
environmental impact
and to adopt more
sustainable strategies
and technologies,
such as green cloud
optimization

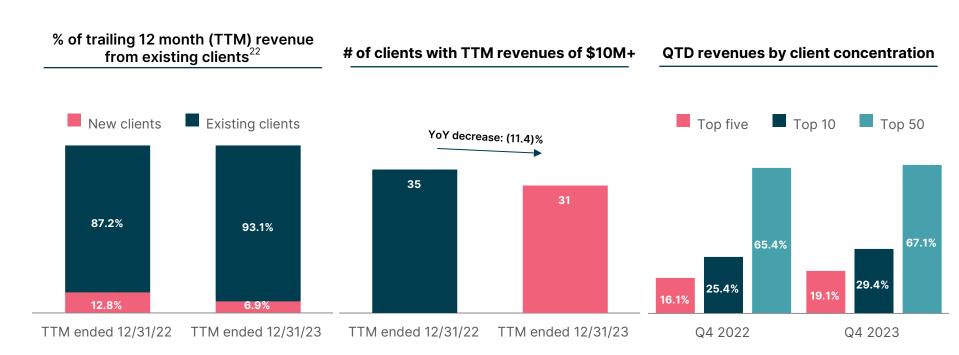
The increased complexity of technology presents a heightened risk of cyber attacks, computer malware, viruses, social engineering, employee misuse as well as data and security breaches

A diverse portfolio across geographies and verticals



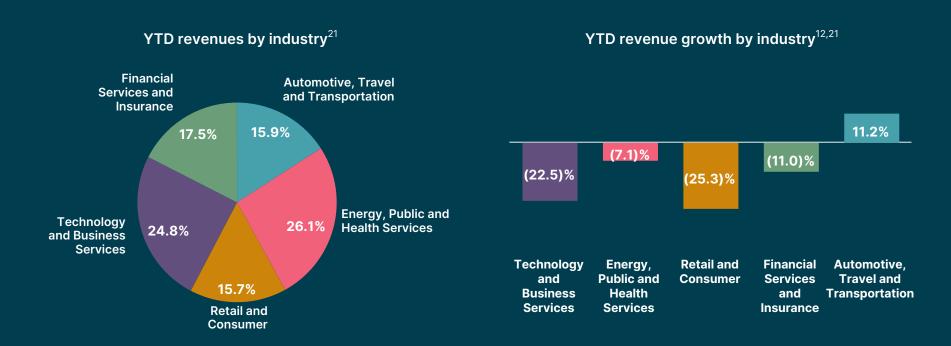
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Strong capability to develop client relationships



Average relationship of six years for top 10 clients²³

Diverse revenue base across industry verticals



Valued by our clients



Our ability to digitally transform global enterprises at scale by applying strategic consulting and cutting-edge technologies



Our deep agile and technical expertise and thought leadership





Our high-aptitude, transformational and global talent



Our global distributed agile delivery with a strong local presence



Our award-winning and cultivating culture

Our core services

Enterprise

Modernization,
Platforms and Cloud

IT estates,
operations,
platforms,
development and
delivery practices
to rapidly unleash
business value

Customer
Experience,
Product and Design

Accelerate value creation through extraordinary digital products and customer experiences powered by integrated technology and design

Data and Al

Enable data-driven intelligent products and business insights with pragmatic data strategies. governance, engineering, predictive AI, automation and ML capabilities

Digital Transformation and Operations

Provide
organizations with
executable
digital strategies,
frictionless
operating models
and transformation
services

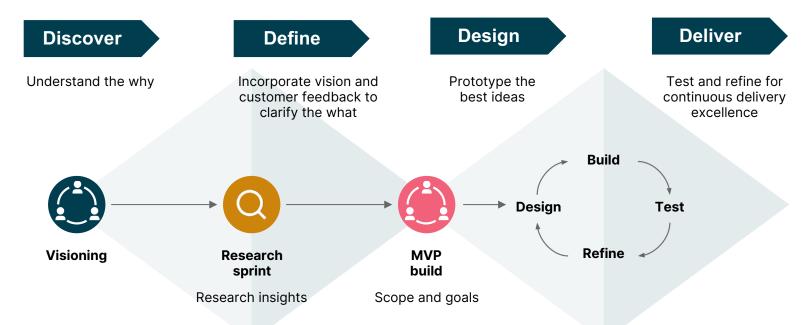
DAMO Managed Services

Maximize the value of your digital assets by shifting from routine maintenance to proactive evolution

End-to-end digital partner combining strategy, software engineering, design and organizational transformation

Thoughtworks' approach delivers value fast

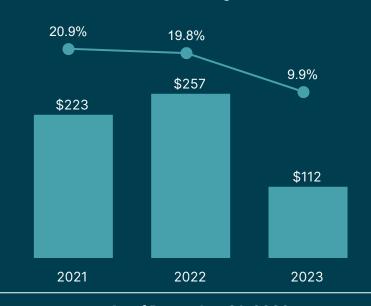
We deliver extraordinary impact for our clients via a collaborative and co-creative process that utilizes a thin slice approach to deliver value with incremental change on an accelerated timeline.



Full year financial results



Adjusted EBITDA (\$M) and Margin¹⁴



Year ended December 31, 2023

Adjusted gross margin¹⁴

Adjusted Diluted EPS¹⁴

36.1%

\$0.11

As of December 31, 2023

Cash

\$100M

Debt

\$295M

Led by a highly-experienced team

Board of directors



lan Davis, Chair Former Worldwide Managing Director of McKinsey & Company



Guo XiaoChief Executive Officer and Director



Robert Brennan, Director Former Executive Director of CA Technologies, former CEO of Veracode



Jane Chwick, Director
Former Partner at Goldman Sachs



Rohan Haldea, Director Partner at Apax Partners and formerly at Bain Capital



Gina Loften, DirectorFormer Chief Technology Officer of Microsoft US, formerly at IBM



Salim Nathoo, Director Partner at Apax Partners



William Parrett, Director Former Senior Partner of Deloitte & Touche USA LLP



Roxanne Taylor, Director Former Chief Marketing Officer of Accenture

Global Management Team - average tenure of 16 years



Guo XiaoChief Executive
Officer
25-year tenure



Erin Cummins Chief Financial Officer 19-year tenure



Peter Buhrmann Regional MD, Europe 11-year tenure



Carol Cintra Regional MD, LATAM 13-year tenure



Martin Fowler Chief Scientist 24-year tenure



Manish Kumar Regional MD, India and Middle East 21-year tenure



Rachel Laycock
Chief Technology
Officer
13-year tenure



Ramona Mateiu Chief Legal and Compliance Officer 15-year tenure



Chris Murphy
Chief Revenue
and Client Officer
19-year tenure



Joanna Parke
Chief Talent and
Operating Officer
21-year tenure



Craig Stanley
Regional MD,
North America
Joined in 2023



Sudhir Tiwari Global Head of Digital Engineering Center 19-year tenure



Kristan Vingrys Regional MD, APAC 17-year tenure



Chad Wathington Chief Strategy Officer 19-year tenure



Julie Woods-Moss Chief Marketing Officer 4-year tenure



Zhang SongGlobal Head of
Service Lines
17-year tenure

Building on an established commitment to ESG

Environmental

- Science Based Targets initiative (SBTi) targets validated
- We expect to cut scope 1 & 2 GHG emissions by 50% by 2030 and scope 3 by 87%²⁴ and to source 100% renewable electricity by 2030
- Co-founder of the Green Software Foundation (GSF)
- Creator of Cloud Carbon Footprint, a multi-cloud, open source cloud emissions calculator
- EcoVadis Silver Sustainability Medal

Social

- 42.4% Women or Gender Diverse globally¹⁰
- 39.8% Women or Gender Diverse in tech roles¹⁰
- Member of the Digital Public Goods Alliance: three open source tools recognized as Digital Public Goods

Governance

- 33% Women or Gender Diverse board of directors¹⁰
- 38% Women or Gender Diverse global management team¹⁰
- Separate Chair and CEO
- Independent board members (eight of nine)

ESG reporting guided by:









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With an unwavering commitment to creating positive social impact through our technology contributions

Our primary focus UN Sustainable Development Goals













Select ongoing partnerships:



Al chatbot for access to public service India



Tech Returners education program



Cloud Carbon
Footprint Open source
emissions tracking tool
Global



Open source hospital and clinic information system Global



Responsible tech guidance & tools for the UN Global

And strategies we believe can win in this large and fast growing market

Deepen our relationships with existing clients

Establish new client relationships

Develop new technical capabilities and client solutions

Develop and grow our strategic partnerships

Focused geographic expansion

Q4 Opened office in Switzerland Pursue strategic, targeted acquisitions



Footnotes

- 1. Unaudited financial information for 2014 through 2018. 2014 through 2018 revenues were calculated according to a prior accounting standard, ASC 605, and may not be directly comparable to our 2019 to 2022 revenues, which use ASC 606. Our adoption of ASC 606 as of January 1, 2019 did not materially impact our revenues.
- 2. Announced April 27, 2022. See: https://investors.thoughtworks.com/news-releases/news-release-details/thoughtworks-acquires-leading-product-development-consultancy
- 3. Announced August 16, 2022. See: https://investors.thoughtworks.com/news-releases/news-release-details/thoughtworks-completes-acquisition-handmade-design-boost-cx-and
- 4. See: www.thoughtworks.com/what-we-do/enterprise-modernization-platforms-cloud/forrester-wave-modern-application-development-services
- 5. See: www.thoughtworks.com/en-gb/what-we-do/enterprise-modernization-platforms-cloud/forrester-wave-leader-in-cloud-migration-managed-service-partners
- 6. Announced February 6, 2023. See: www.thoughtworks.com/about-us/news/2023/thoughtworks-acquires-leading-australian-aws-consultancy--itoc--
- 7. Source: ISG Index Q4 2024 https://isg-one.com/docs/default-source/default-document-library/4q23-isg-index-presentation.pdf?sfvrsn=18f6d431_0
- 8. See: https://www.greatplacetowork.com/best-workplaces-international/world-s-best-workplaces/2023
- 9. Employee concentration as of December 31, 2023
- 10. As of December 31, 2023
- 11. For the three months ended December 31, 2023
- 12. Reported YoY percentage growth rates are calculated by comparing to the prior year's corresponding period.
- 13. Revenue Growth Rate at Constant Currency is calculated by translating the current period revenues into U.S. dollars at the weighted average exchange rates of the prior period of comparison.
- 14. Adjusted EBITDA, and certain other measures in this deck, are Non-GAAP financial measures. For more information regarding the non-GAAP financial measures discussed in this presentation including a reconciliation of these non-GAAP measures to their corresponding GAAP measures, please see the Appendix to this presentation. For definitions of these non-GAAP measures, please see our press release for the most recent quarter-ended posted to the Investor Relations page of our website.
- 15. Represents contracts with customers by contracted currency, or by sales location.
- 16. Represents contracts with customers by contracted currency, or by sales location, which are 5% or more of total revenues.
- 17. Source: IDC's IDC Press Release https://www.idc.com/getdoc.jsp?containerId=prUS51352323
- 18. Source: 2023 Fortune/Deloitte CEO Survey Insights: https://www2.deloitte.com/us/en/pages/chief-executive-officer/articles/ceo-survey.html
- 19. Source: IDC Press Release https://www.idc.com/getdoc.jsp?containerId=prUS51179523
- 20. Source: Thoughtworks commissioned research entitled "GenAl: What consumers want" conducted by Vanson Bourne https://www.thoughtworks.com/insights/reports/genai-what-consumers-want
- 21. For the twelve months ended December 31, 2023
- 22. Defined as clients for whom we have done work and generated revenues in excess of \$25,000 within the preceding twelve months
- 23. Top 10 clients are determined by spend for the year ended December 31, 2023
- 24. 87% reduction per employee



Appendix



Reconciliation of Non-GAAP financial measures

(in thousands, except percentages)

	Three Months Ended December 31,				Year Ended December 31,					
		2023		2022		2023		2022		2021
Net (loss) income	\$	(22,430)	\$	16,108	\$	(68,661)	\$	(105,393)	\$	(575)
Income tax expense		12,364		12,033		25,531		30,825		16,740
Interest expense		6,577		6,959		26,238		22,461		25,456
Unrealized foreign exchange (gain) loss		(11,759)		(12,136)		(2,271)		10,106		5,028
Stock-based compensation (a)		16,738		21,607		64,829		249,915		128,302
Depreciation and amortization		9,083		8,885		36,450		34,446		29,528
Acquisition costs (b)		1,306		1,082		6,645		4,126		8,524
Certain professional fees (c)		(1,797)		382		2,004		2,014		1,991
Employer payroll related expense on employee equity incentive plan (d)		487		(94)		1,242		6,353		1,154
Final tax assessment for closed operations (e)		_		_		_		258		_
Non-recurring tender offer compensation expense (f)		_		_		_		_		2,715
IPO-related costs (g)		_		_		_		_		2,713
Other expense (income), net (h)		25		3,413		784		1,682		1,671
Restructuring (i)		3,378		_		18,944		_		
Adjusted EBITDA	\$	13,972	\$	58,239	\$	111,735	\$	256,793	\$	223,247
Net (loss) income margin		(8.9)%		5.2 %		(6.1)%		(8.1)%		(0.1)%
Adjusted EBITDA Margin		5.5 %		18.7 %		9.9 %		19.8 %		20.9 %

⁽a) QTD Q4 2023 and YTD 2023 exclude \$0.2 million related to the restructuring which is included in the restructuring line.

⁽b) Adjusts for certain professional fees and retention wage expenses related to certain acquisitions.

⁽c) Adjusts for certain transaction expenses, non-recurring legal expenses, and one-time professional fees.

⁽d) Adjusts for employer payroll related expense on employee equity incentive plan as these expenses are tied to the exercise or vesting of underlying equity awards and the price of our common stock at the time of vesting or exercise. As a result, these taxes may vary in any particular period independent of the financial and operating performance of our business.

⁽e) Adjusts for certain tax related expenses related to final tax assessments from closing operations in Uganda, which was completely shut down in 2015.

^(f) Adjusts for the additional compensation expense related to the tender offer completed in the first quarter of 2021.

^(g) Adjusts for IPO-readiness costs and expenses that do not qualify as equity issuance costs.

⁽n) QTD Q4 2022 and YTD 2022 exclude a \$2.3 million gain related to the sale and settlement of trade receivables. QTD Q4 2023 and YTD 2023 exclude a \$0.1 million gain and \$0.3 million gain, respectively, related to the mark to market adjustment on shares received in relation to the aforementioned sale and settlement of trade receivables in 2022. The gains were included within other (expense) income, net in the consolidated statements of loss and comprehensive loss.

⁽ii) Adjusts for restructuring costs which include wagerelated expenses, such as employee severance and related benefits, and non-wage related expenses, including costs related to reducing leased office space, vendor contract cancellations and professional fees.

Reconciliation of Non-GAAP financial measures

(in thousands, except percentages, number of shares and earnings per share)

	Three Months Ended December 31,					Year Ended December 31,					
		2023	2022		2023			2022			
Net income (loss)	\$	(22,430)	\$	16,108	\$	(68,661)	\$	(105,393)			
Unrealized foreign exchange (gain) loss		(11,759)		(12,136)		(2,271)		10,106			
Stock-based compensation (a)		16,738		21,607		64,829		249,915			
Amortization of acquisition-related intangibles		3,634		3,400		14,550		13,144			
Acquisition costs (b)		1,306		1,082		6,645		4,126			
Certain professional fees (c)		(1,797)		382		2,004		2,014			
Employer payroll related expense on employee equity incentive plan (d)		487		(94)		1,242		6,353			
Final tax assessment for closed operations (e)		_		_		_		258			
Change in fair value of contingent consideration (f)		_		3,454		129		1,027			
Restructuring (g)		3,378		_		18,944		_			
Income tax effects of adjustments (h)		16,032		(1,650)		(125)		(41,639)			
Adjusted Net Income	\$	5,589	\$	32,153	\$	37,286	\$	139,911			
GAAP diluted weighted average common shares outstanding		319,243,414		315,153,905		317,718,424		310,911,526			
Employee stock options, RSUs and performance stock units ("PSUs")		8,882,996		14,486,014		11,840,056		17,974,425			
Adjusted diluted weighted average common shares outstanding		328,126,410		329,639,919		329,558,480		328,885,951			
GAAP diluted earnings per common share	\$	(0.07)	\$	0.05	\$	(0.22)	\$	(0.34)			
Adjusted Diluted EPS	\$	0.02	\$	0.10	\$	0.11	\$	0.43			
Gross profit, GAAP	\$	71,431	\$	104,805	\$	354,016	\$	345,933			
Stock-based compensation		10,293		15,006		38,981		176,046			
Employer payroll related expense on employee equity incentive plan (d)		210		(222)		662		3,930			
Depreciation expense		2,942		3,764		12,896		13,962			
Adjusted Gross Profit	\$	84,876	\$	123,353	\$	406,555	\$	539,871			
Gross margin, GAAP		28.3 %		33.7 %		31.4 %		26.7 %			
Adjusted Gross Margin		33.6 %		39.7 %		36.1 %		41.6 %			

(a) QTD Q4 2023 and YTD 2023 exclude \$0.2 million related to the restructuring which is included in the restructuring line.

(b) Adjusts for certain professional fees and retention wage expenses related to certain acquisitions.

(c) Adjusts for certain transaction expenses, non-recurring legal expenses, and one-time professional fees.

(d) Adjusts for employer payroll related expense on employee equity incentive plan as these expenses are tied to the exercise or vesting of underlying equity awards and the price of our common stock at the time of vesting or exercise. As a result, these taxes may vary in any particular period independent of the financial and operating performance of our business.

(e) Adjusts for certain tax related expenses related to final tax assessments from closing operations in Uganda, which was completely shut down in 2015.

^(f) Adjusts for the non-cash adjustment to the fair value of contingent consideration.

(g) Adjusts for restructuring costs which include wagerelated expenses, such as employee severance and related benefits, and non-wage related expenses, including costs related to reducing leased office space, vendor contract cancellations and professional fees.

(h) Adjusts for the income tax effects of the foregoing adjusted items.