TD SYNNEX

Investor Presentation

September 2024

Safe harbor statement

Statements in this presentation regarding TD SYNNEX that are not historical facts are “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Such forward-looking statements are inherently uncertain, and stockholders and other potential investors must recognize that actual results may differ materially from TD SYNNEX expectations as a result of a variety of factors. These forward-looking statements may be identified by terms such as believe, foresee, expect, may, will, provide, could and should and the negative of these terms or other similar expressions. These forward-looking statements include, but are not limited to, statements about our strategy, demand, plans and positioning, cash flow, capital allocation, as well as guidance related to the fourth quarter of 2024. Such forward-looking statements are based upon management’s current expectations and include known and unknown risks, uncertainties and other factors, many of which TD SYNNEX is unable to predict or control, that may cause TD SYNNEX actual results, performance, or plans to differ materially from any future results, performance or plans expressed or implied by such forward-looking statements. Please refer to the documents filed with the Securities and Exchange Commission, specifically our most recent Form 10-K and subsequent SEC filings, for information on risk factors that could cause actual results to differ materially from those discussed in these forward-looking statements. Statements included in this presentation are based upon information known to TD SYNNEX as of the date of presentation and TD SYNNEX assumes no obligation to update information contained in this presentation except as otherwise required by law.

FQ3’2024 snapshot

Continued y/y non-GAAP gross billings(1) growth, solid EPS growth, and robust free cash flow(1)

$20.3B

NON-GAAP GROSS BILLINGS(1)
+9% y/y

2.68%

NON-GAAP OPERATING MARGIN
(1) (16) bps y/y

$2.86

NON-GAAP DILUTED EPS(1)
+3% y/y

~26%

STRATEGIC TECHNOLOGIES AS A PERCENTAGE OF NON-GAAP GROSS BILLINGS(1)(2)

$339M

FREE CASH FLOW(1)

$91M

RETURNED TO STOCKHOLDERS

TD SYNNEX

(1) Non-GAAP measure. See the appendix to this presentation for definitions of non-GAAP measures and reconciliation of such measures to GAAP
(2) Metric is an approximation, subject to certain allocations and other factors and may also change if the company aligns their products and services differently

FQ3’2024

Benefited from improving IT spending environment and end-to-end technology portfolio

GAAP	Q3 FY24	B/(W) vs PY
Revenue ($B)	**$14.7**	5% / 6%(2)
Operating Income ($M)	**$303**	26%
Operating Margin	**2.06%**	34 bps
Diluted earnings per share	**$2.08**	40%

Non-GAAP		
Gross billings ($B)(1)	**$20.3**	9% / 10%(2)
Operating income ($M)(1)	**$393**	(1)% / (1)%(2)
Operating margin(1)	**2.68%**	(16) bps
Diluted earnings per share(1)	**$2.86**	3%

Key takeaways

1. Non-GAAP gross billings(1) grew 9% driven by significant growth across Endpoint Solutions, Advanced Solutions and across our geographic segments
2. Non-GAAP operating margin(1) down 16 bps y/y, inline with expectations, driven by tough compares on Hyve and mix
3. Earnings per share growth driven by disciplined approach to capital allocation

(1) Non-GAAP measure. See the appendix to this presentation for definitions of non-GAAP measures and reconciliation of such measures to GAAP
(2) Growth rate adjusted for constant currency

FQ4’2024 outlook



	Q4 FY24E	
	GAAP	Non-GAAP (1)
Gross billings ($B)		$20.5 – $21.5 (2)
Gross to net %		(27.2)% (2)
Revenue ($B)	$14.9 – $15.7	$14.9 – $15.7
Net income ($M)	$162 – $205	$239 – $282 (2)
Estimated outstanding diluted weighted avg. shares (M)	84.5	84.5
Diluted earnings per share	$1.90 – $2.40	$2.80 – $3.30 (2)
Interest expense, net ($M)	$80	$80
Tax rate	23%	23%

(1) Certain items within the non-GAAP column are included solely for calculation purposes, and are not representative of non-GAAP measures. Refer to Items marked as (2) for our non-GAAP measures.
(2) Non-GAAP measure. See the appendix to this presentation for definitions of non-GAAP measures and reconciliation of such measures to GAAP

Technology and product solutions

Endpoint solutions (ES)

PCS | MOBILE | PRINT | PERIPHERALS | OTHER

Advanced solutions (AS)

HYPERSCALE INFRASTRUCTURE | CLOUD | SERVERS | NETWORKING | STORAGE | SOFTWARE | OTHER

Strategic technologies

- CLOUD
- SECURITY
- DATA/AI/IOT
- HYPERSCALE INFRASTRUCTURE

FQ3’2024

Results by technology category[2]

	Revenue	Non-GAAP gross billings[1]	Gross profit
Endpoint solutions (ES)	**$6.9B** revenue **+3%** y/y	**$8.1B** non-GAAP gross billings[1] **+5%** y/y	**$330M** **5%** gross margin
Advanced solutions (AS)	**$7.8B** revenue **+8%** y/y	**$12.2B** non-GAAP gross billings[1] **+12%** y/y	**$631M** **8%** gross margin
Strategic technologies		**$5.3B** non-GAAP gross billings[1] **+23%**y/y	

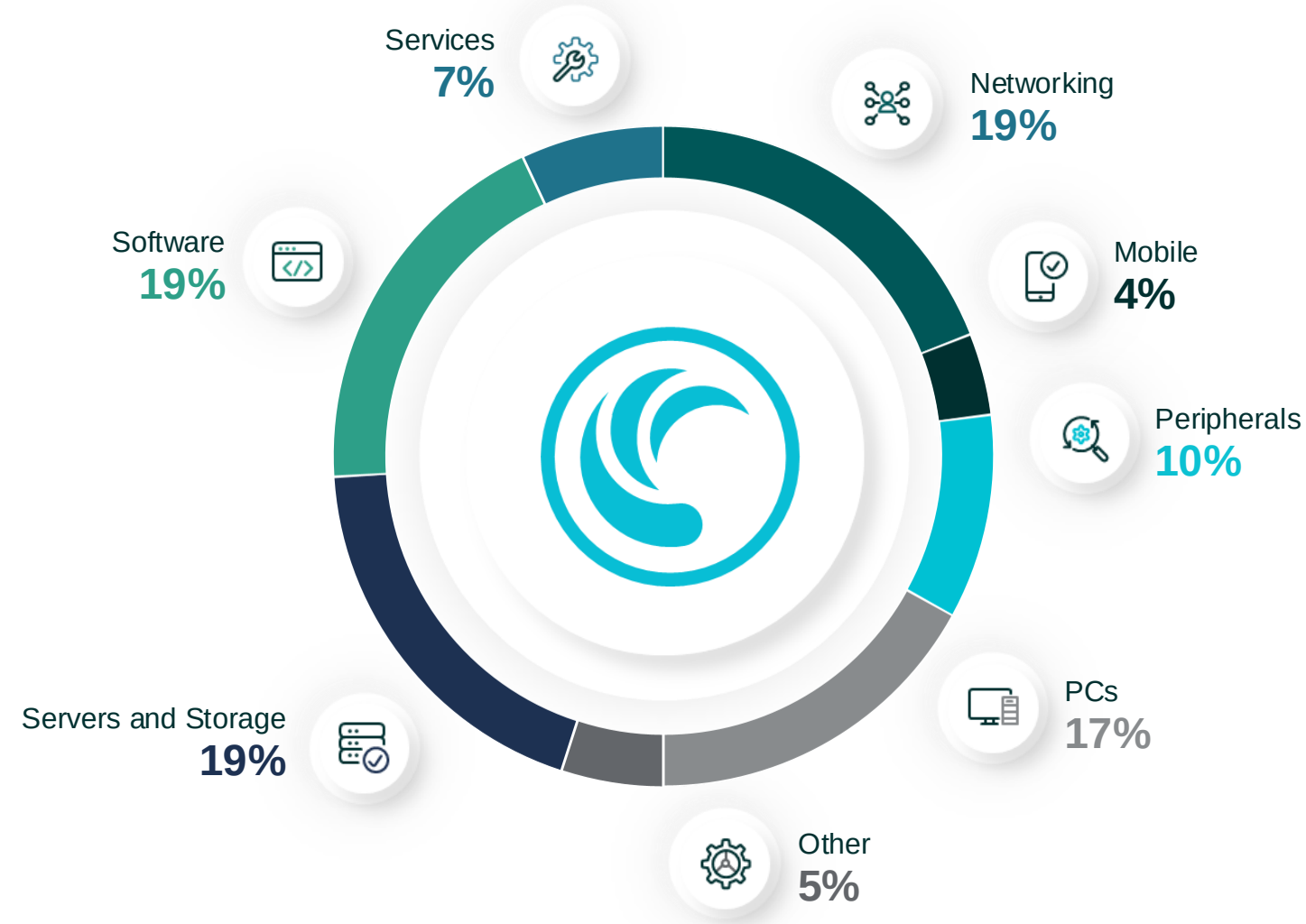
Key takeaways

1. Endpoint Solutions non-GAAP gross billings[1] grew by 5% driven by growth in PCs, Components, Mobile and Services
2. Advanced Solutions non-GAAP gross billings[1] grew by 12% driven by strength in Hyve, Hybrid Cloud, Software and Services
3. Strategic technologies non-GAAP gross billings grew by 23% driven by growth in Cloud, Hyperscale Infrastructure and Security

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Balanced end-to-end portfolio

Approximate % of total non-GAAP gross billings(1) by product category(2) for FQ3'2024



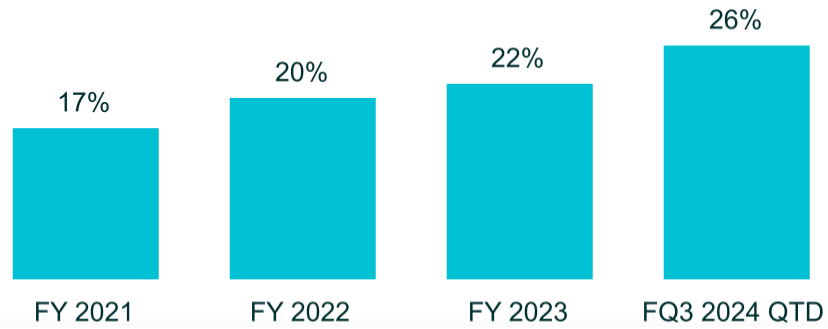
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Delivering on our plan

Expanding our presence in strategic technologies and delivering strong returns to stockholders

Continued strategic technologies execution

Strategic technologies as a percentage of non-GAAP gross billings[3]

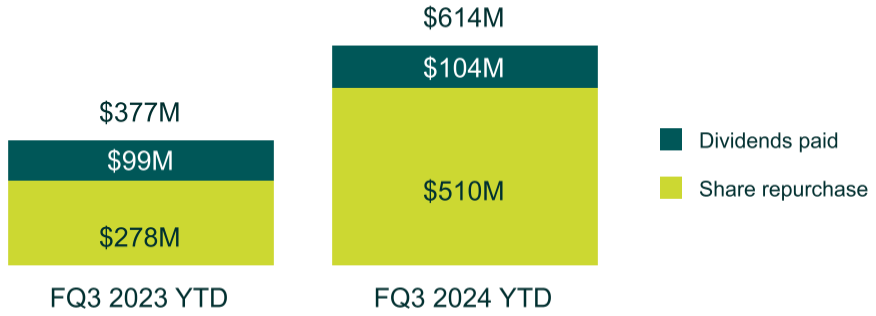


Continued expansion in **strategic technologies**
Cloud, Data/AI/IoT, Security and Hyperscale Infrastructure

Strategic technologies represented
26%[3] of FQ3'24 non-GAAP gross billings[1]

Cash flow + capital allocation

Cash returned to stockholders[2]



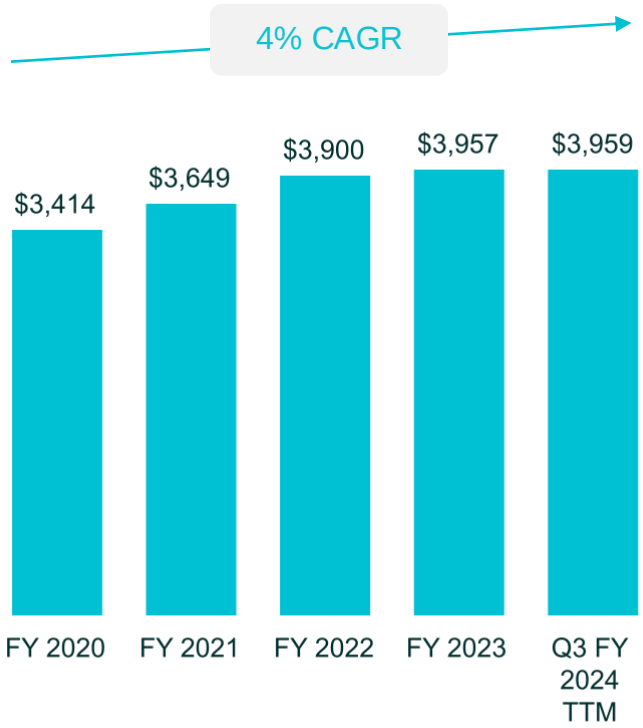
$530M of free cash flow[1] generated YTD,
expect to generate **~$1B in FY2024**

Executed stockholder returns at
116% of YTD free cash flow[1]

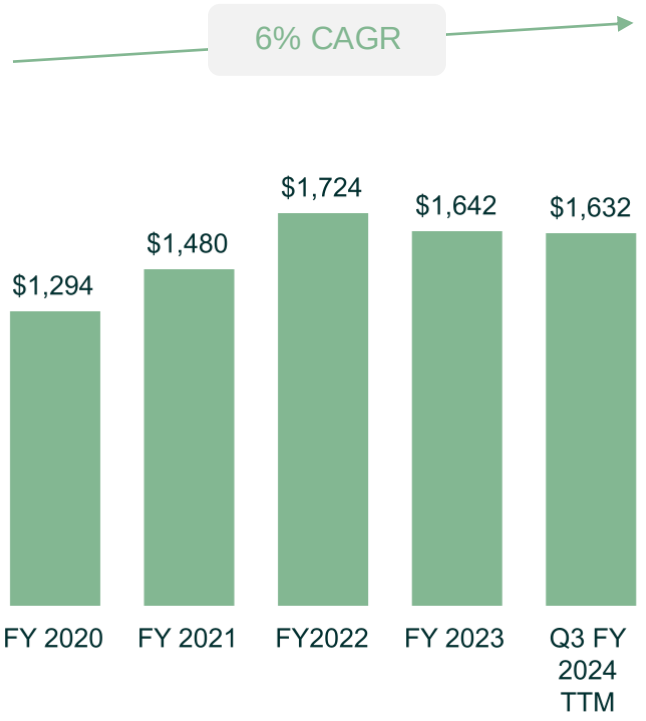
(1) Non-GAAP measure. See the appendix to this presentation for definitions of non-GAAP measures and a reconciliation of such measures to GAAP
(2) Cash returned to stockholders defined as share repurchase plus dividends paid
(3) Metric is an approximation, subject to certain allocations and other factors and may also change if the company aligns their products and services differently

Attractive long term growth in profitability

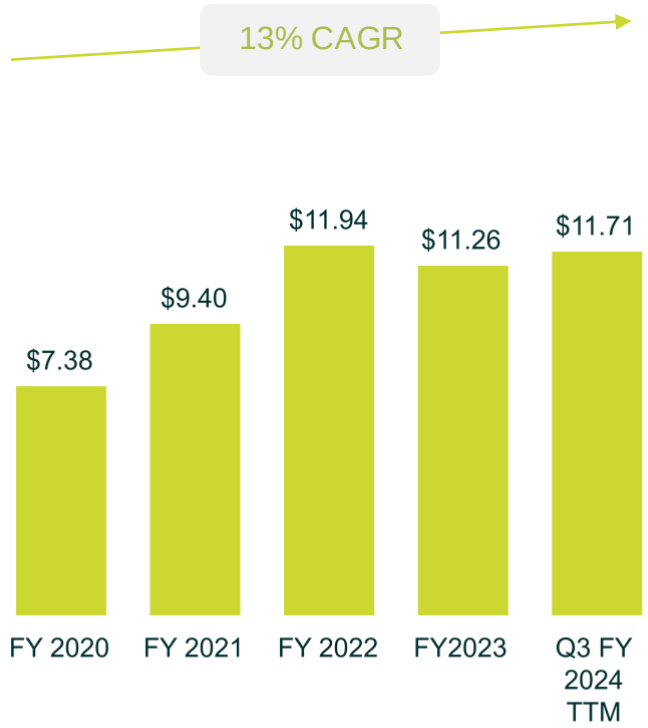
Gross profit[1]



Non-GAAP operating income[1,2]



Non-GAAP diluted EPS[2]



(1) Figures are on a combined basis assuming the merger occurred at the beginning of the period
(2) Non-GAAP measure. See the appendix to this presentation for definitions of non-GAAP measures and a reconciliation of such measures to GAAP

Strong investment grade balance sheet

Capital structure provides ample liquidity and flexibility

Significant liquidity

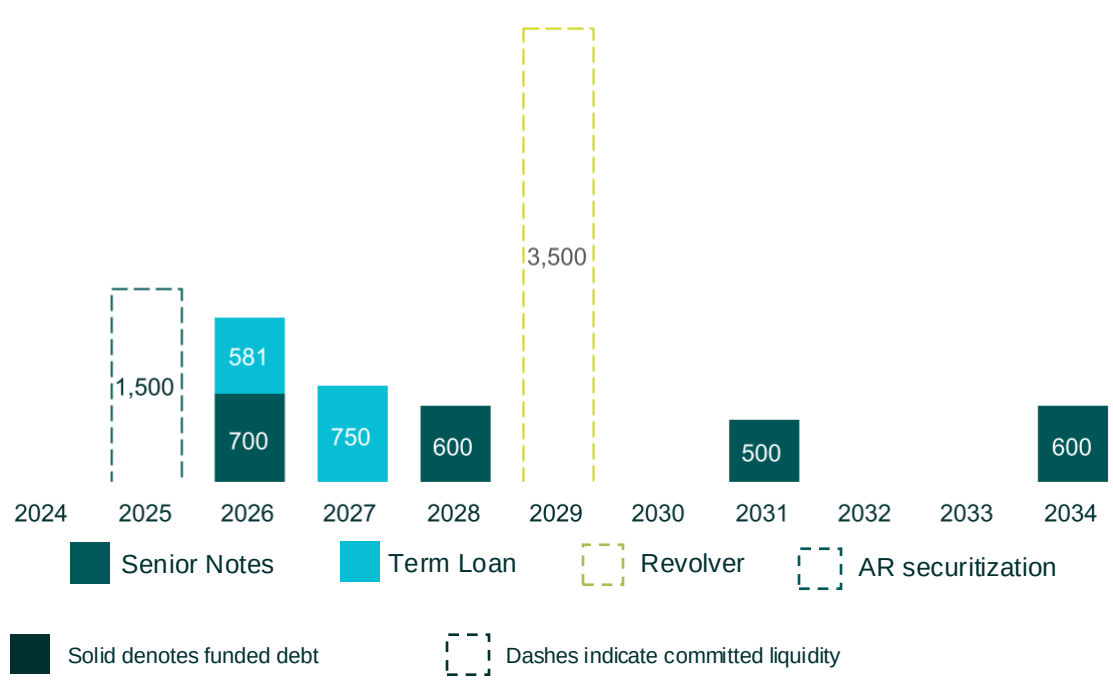
	Aug 2024
Cash	$854M
Unsecured revolver	$3,500M
A/R securitization	$1,469M
Total liquidity	**$5,823M**

Investment grade balance sheet – FQ3'2024

Total debt leverage	$4.1B	2.3x
Net debt leverage	$3.2B	1.8x

~4.5% **Average cost of funded debt**

Long dated, well-laddered capital structure ($M)



Paid off $700M of 2024 notes in August, reducing debt leverage levels to 2.3x

Significant FCF potential with a focus on stockholder returns

Medium-term target capital allocation

Target 2x gross leverage ratio

As of August 2024, ***2.3x Gross Leverage***
1.8x Net Leverage

Optimize cost of capital and target adjusted **ROIC[1] ~2-4% above WACC**

Q3 Adjusted ROIC[1] of 10.0%

Supplement organic **growth** with **strategic investments** and **M&A**



Return excess free cash flow after dividends and M&A through repurchases

Repurchased $57M in stock in Q3 and have **~$1.9B share repurchase authorization remaining**

$34M dividends paid in Q3 FY2024; $0.40 quarterly dividend announced, up 14% from the prior year

Strategic investments and M&A

Buybacks and Dividends

(1) Non-GAAP measure. See the appendix to this presentation for definitions of non-GAAP measures and a reconciliation of such measures to GAAP

Why own TD SYNNEX?

Attractive core business capitalizing on strategic technologies

Industry leader levered to secular IT spending growth and megatrends

Non-GAAP Gross billings(1) from strategic technologies represented 26%(2) of company total for FQ3'24, growing y/y

Successful merger integration continues to provide opportunities for margin optimization

Significant cash flow engine creates financial flexibility

Strong investment grade balance sheet

Target **~$1.5B** of FCF(1) in medium-term

Limited capital intensity

Target stockholder return of 15-20%

Target TSR of **15-20%** in medium-term

Target modest dividend growth over the medium-term

~**$1.9B** share repurchase authorization

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A differentiated investment opportunity…



Leading global IT solutions distributor with significant breadth and depth of capabilities

Central role in IT ecosystem positions us well for future models of consumption

Attractive cash-generative business model supported by investment grade balance sheet

Portfolio squarely aligned with technology megatrends, driving growth and margin uplift

Multiple incremental levers to drive continued growth

Compelling total stockholder return profile driven by organic growth and attractive capital allocation policy

Best line card in the industry to take advantage of AI growth

Enabled via first to market Destination AI channel program

AI-Enabled Independent Software Vendors (ISVs)

ARTISIGHT, kore.ai, Automation Anywhere, TURING, WaitTime, ROCKETBOT, MEGH COMPUTING, BioDatAi, IRONYUN, iaconnects, paloalto NETWORKS, ISS, meld CX, INNOPLEXUS, SOPHOS, centific, RHINO HEALTH, CHOOCH, axxon, CHECK POINT, IRONYUN, CROWDSTRIKE, SAS, sparkcognition, INNOPLEXUS

AI Accelerators

NVIDIA, AMD, intel., IBM, redhat., OpenVINO, Microsoft

Core AI Software/Platforms

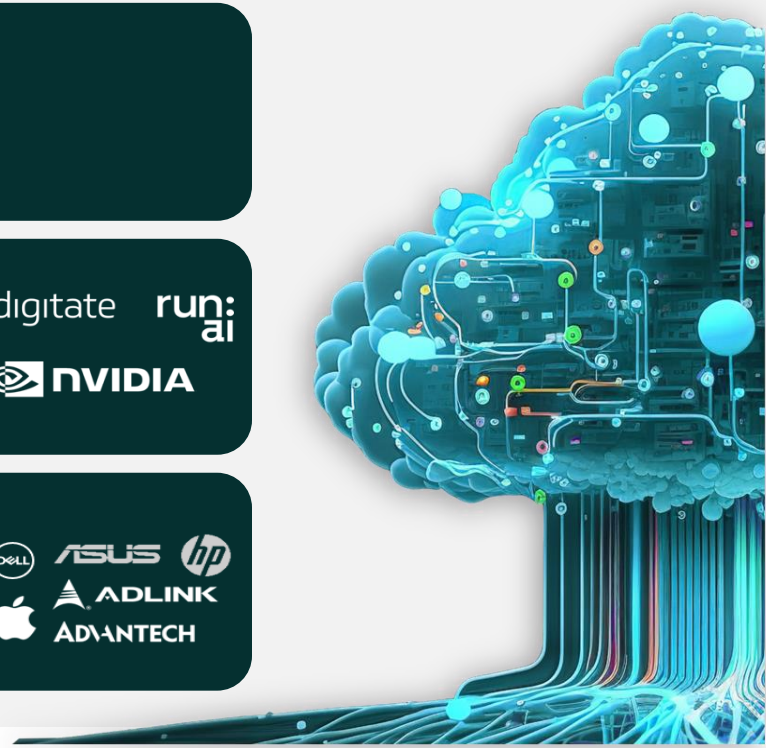
IBM, alteryx, DOMINO, Microsoft, Cynerio, digitate, run:ai, Google Cloud, Dataminr, CORTERIX, software AG, CLOUDERA, NVIDIA

AI Infrastructure

Hyperscalers: Microsoft, aws, Google Cloud

Hybrid: Hewlett Packard Enterprise, Lenovo, IBM, NVIDIA, cisco, DELL, NetApp

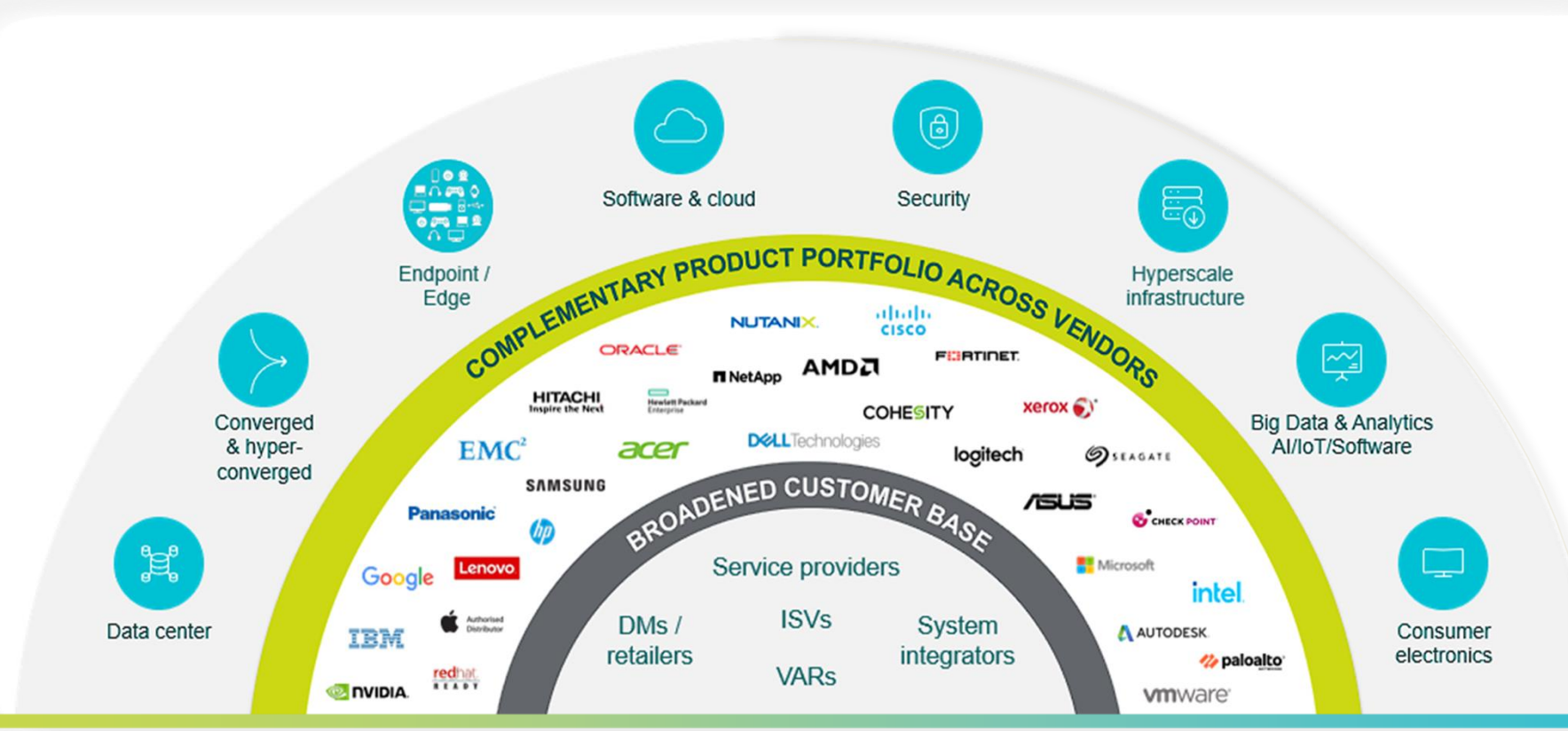
AI Devices: DELL, ASUS, hp, ADLINK, ADVANTECH



Appendix

TD SYNNEX

Connecting the global IT system

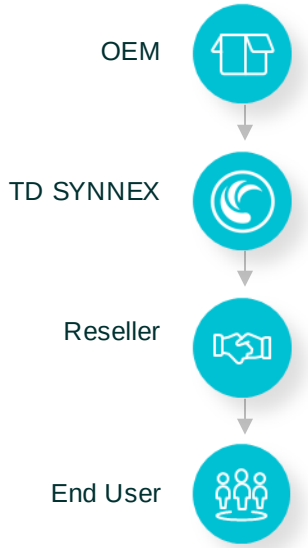


GLOBAL IT PLATFORMS

SPECIALIZED SKILLS

Well positioned to benefit from industry evolution

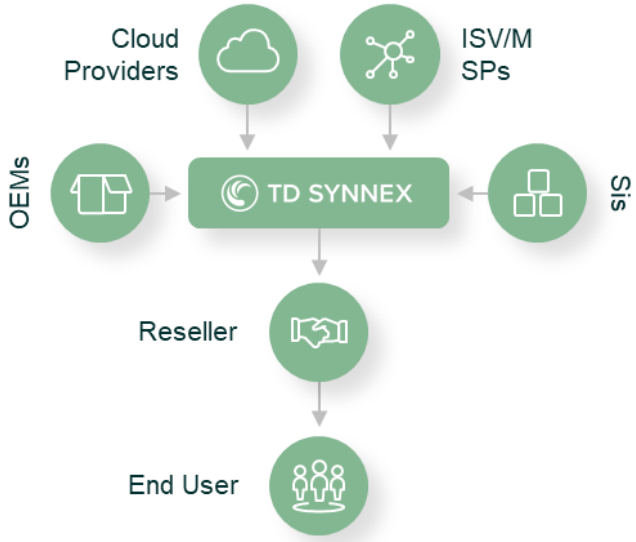
Linear Model



Inventory financing

Logistics management

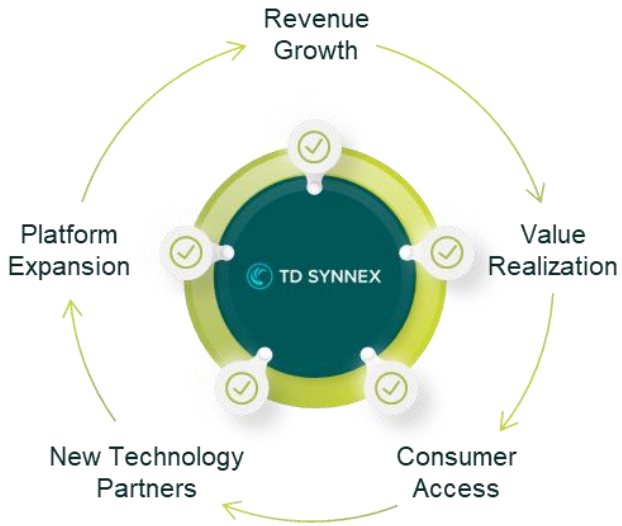
Solutions Aggregation



Reduces solution building cost for resellers

Accelerated time to market

Ecosystem Orchestration

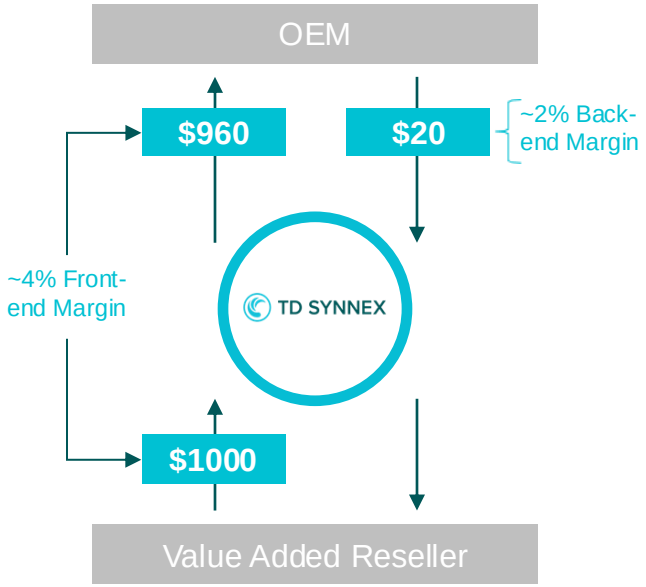


Expands ecosystem addressable market

As a service capabilities

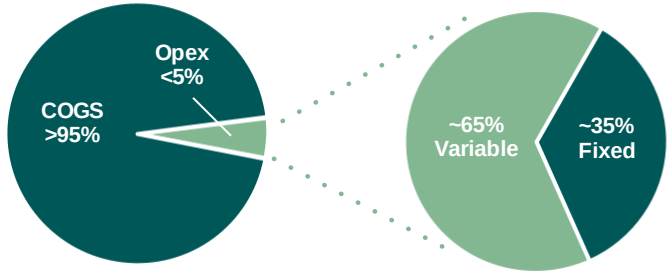
Attractive business model with variable cost structure and limited capital intensity

Illustrative Business Model



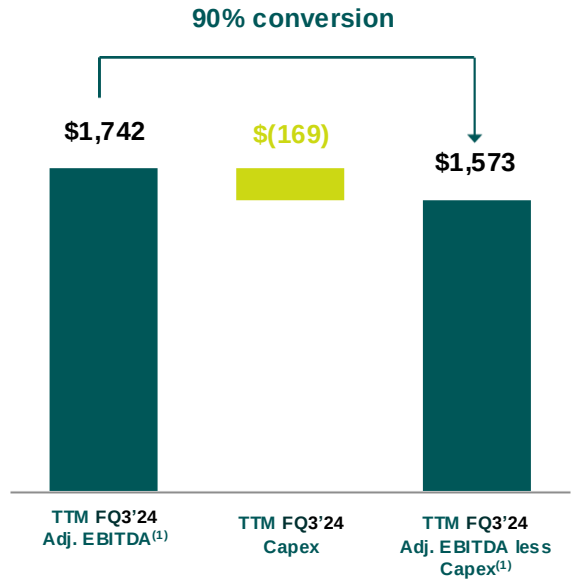
High-ROIC[1] model with consistent spread and minimal inventory risk

Highly Variable Cost Structure



Highly variable cost structure provides flexibility

TTM Adj. EBITDA less Capex ($M)[1]

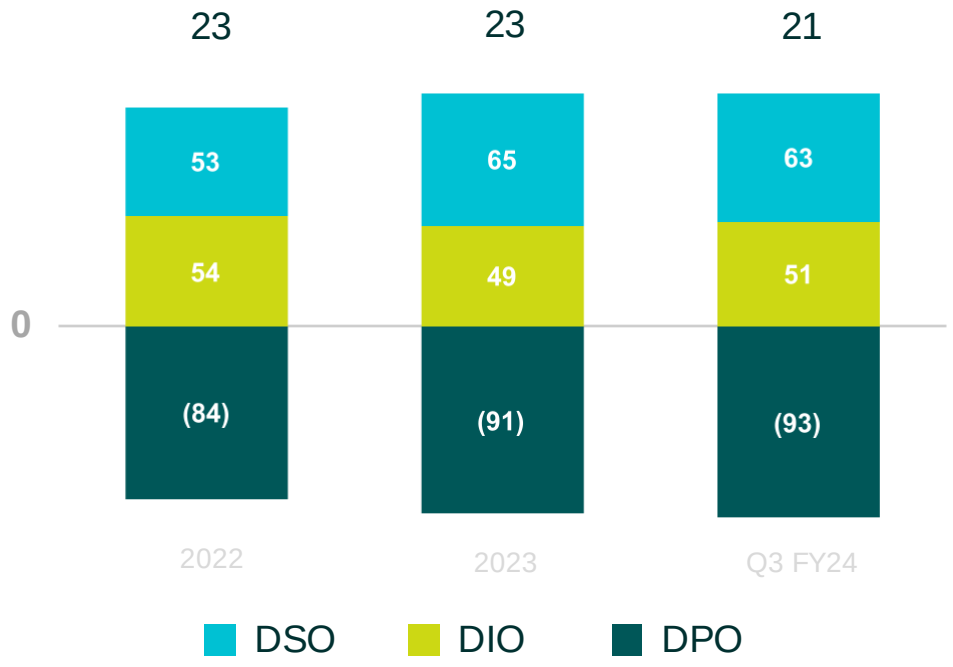


Capex-light business model leads to the retention of the majority of our Adj. EBITDA[1]

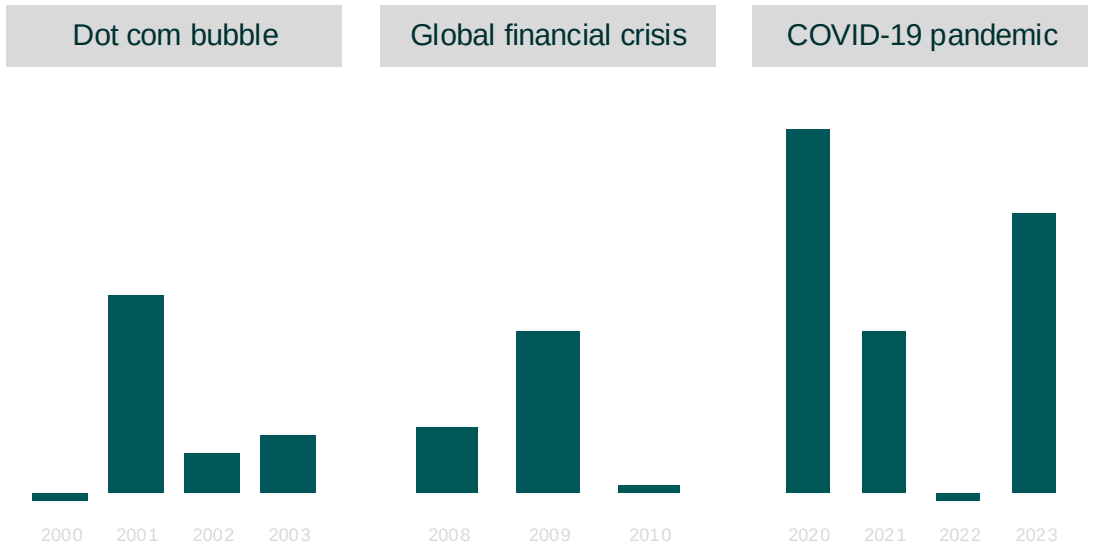
(1) Non-GAAP measure. See the appendix to this presentation for definitions of non-GAAP measures and a reconciliation of such measures to GAAP

Stable cash conversion cycle with countercyclical benefits

Steady cash conversion cycle (days)



Countercyclical cash generation



During recessionary environments when revenues decline, balance sheet unwinds to generate cash

ESG highlights

Environmental

Commitment to Science-Based Target initiative (SBTi) Business Ambition Pledge with net zero targets approved by SBTi

Planning to achieve net-zero greenhouse gas emissions by **2045**

Incorporating circular economy principles into product life cycle management strategy

Deploying environmental management systems and engaging in projects that support our decarbonization journey such as renewables, energy conservation measures and waste minimization projects

Over 50 Green Teams in place globally to support sustainability efforts

Social

Company: Seeking to increase our gender diversity with **50%** of our workforce and **40%** of leadership roles being filled by women by **2030**. Aiming to grow our diversity through increased representation of underrepresented groups by **2025**

Culture: Doubling co-worker participation in Business Resource Groups by **2025**.

Proactively addressing our global pay equity position to ensure fairness for all.

Community: Helping bridge the digital divide by providing devices, digital skills training, internet connectivity and technical support to underserved communities. Committed to increasing the diversity of our partner ecosystem.

Governance

Strong corporate governance based on our values of Inclusion, Collaboration, Integrity and Excellence

Comprehensive ethics and compliance program and well-established governance policies and principles

Corporate responsibility oversight by cross-functional steering committee

Healthy speak-up culture with multiple reporting channels for potential misconduct, and clear protections from retaliation.

Non-GAAP financial measures

In addition to the financial results presented in accordance with GAAP, TD SYNNEX refers to revenues on a constant currency basis which adjusts for the translation effect of foreign currencies so that certain financial results can be viewed without the impact of fluctuations in foreign currency exchange rates, thereby facilitating period-to-period comparisons of our performance. Financial results adjusted for constant currency are calculated by translating current period activity using the comparable prior year periods' currency conversion rate. TD SYNNEX uses non-GAAP gross billings, which adjusts revenues to exclude costs related to sales of third-party supplier service contracts, software as a service arrangements and certain fulfillment contracts. Non-GAAP gross billings are a useful non-GAAP metric in understanding the volume of our business activity and serve as an important performance metric in internally managing our operations. TD SYNNEX uses "gross to net %" to refer to the percentage of adjustments made to non-GAAP gross billings for costs incurred and netted against revenue related to sales of third-party supplier service contracts, software as a service arrangements and certain fulfillment contracts. TD SYNNEX uses non-GAAP gross profit and non-GAAP gross margin which exclude purchase accounting adjustments. TD SYNNEX uses non-GAAP gross margin as a percentage of non-GAAP gross billings, which is a useful metric in considering our gross margin without the impact of gross to net revenue adjustments to gross billings. TD SYNNEX uses adjusted selling, general and administrative expenses which is a non-GAAP financial measure that excludes acquisition, integration and restructuring costs, the amortization of intangible assets and share-based compensation expense. TD SYNNEX uses adjusted selling, general and administrative expenses as a percentage of gross profit, which is a useful measure in considering the portion of gross profit retained after selling, general, and administrative expenses. TD SYNNEX uses non-GAAP operating income, non-GAAP operating margin, non-GAAP net income, and non-GAAP diluted earnings per share, which are non-GAAP financial measures that exclude acquisition, integration and restructuring costs, the amortization of intangible assets, share-based compensation expense, purchase accounting adjustments, legal settlements and other litigation, net and the related tax effects thereon and an income tax capital loss carryback benefit. TD SYNNEX uses non-GAAP operating margin as a percentage of non-GAAP gross billings, which is a useful metric in considering operating margin without the impact of gross to net revenue adjustments to gross billings. Further, the Company uses adjusted earnings before interest, taxes, depreciation and amortization ("Adjusted EBITDA") which excludes interest expense and finance charges, net, the provision for income taxes, depreciation, amortization of intangibles, other income (expense), net, acquisition, integration and restructuring costs, share-based compensation expense and purchase accounting adjustments. In prior periods, TD SYNNEX has excluded other items relevant to those periods for purposes of its non-GAAP financial measures.

Acquisition, integration and restructuring costs, which are expensed as incurred, primarily represent professional services costs for legal, banking, consulting and advisory services, severance and other personnel-related costs, share-based compensation expense and debt extinguishment fees that are incurred in connection with acquisition, integration, restructuring, and divestiture activities. From time to time, this category may also include transaction-related gains/losses on divestitures/spin-off of businesses, costs related to long-lived assets including impairment charges and accelerated depreciation and amortization expense due to changes in asset useful lives, as well as various other costs associated with the acquisition or divestiture. Effective as of the third quarter of fiscal 2024, the Company ceased recording expenses and gains associated with activities related to the merger with Tech Data within acquisition, integration and restructuring costs.

TD SYNNEX's acquisition activities have resulted in the recognition of finite-lived intangible assets which consist primarily of customer relationships and vendor lists. Finite-lived intangible assets are amortized over their estimated useful lives and are tested for impairment when events indicate that the carrying value may not be recoverable. The amortization of intangible assets is reflected in the Company's Statements of Operations. Although intangible assets contribute to the Company's revenue generation, the amortization of intangible assets does not directly relate to the sale of the Company's products. Additionally, intangible asset amortization expense typically fluctuates based on the size and timing of the Company's acquisition activity. Accordingly, the Company believes excluding the amortization of intangible assets, along with the other non-GAAP adjustments, which neither relate to the ordinary course of the Company's business nor reflect the Company's underlying business performance, enhances the Company's and investors' ability to compare the Company's past financial performance with its current performance and to analyze underlying business performance and trends. Intangible asset amortization excluded from the related non-GAAP financial measure represents the entire amount recorded within the Company's GAAP financial statements, and the revenue generated by the associated intangible assets has not been excluded from the related non-GAAP financial measure. Intangible asset amortization is excluded from the related non-GAAP financial measure because the amortization, unlike the related revenue, is not affected by operations of any particular period unless an intangible asset becomes impaired or the estimated useful life of an intangible asset is revised.

Share-based compensation expense is a non-cash expense arising from the grant of equity awards to employees and non-employee members of the Company's Board of Directors based on the estimated fair value of those awards. Although share-based compensation is an important aspect of the compensation of our employees, the fair value of the share-based awards may bear little resemblance to the actual value realized upon the vesting or future exercise of the related share-based awards and the expense can vary significantly between periods as a result of the timing of grants of new stock-based awards, including grants in connection with acquisitions. Given the variety and timing of awards and the subjective assumptions that are necessary when calculating share-based compensation expense, TD SYNNEX believes this additional information allows investors to make additional comparisons between our operating results from period to period.

Purchase accounting adjustments are primarily related to the impact of recognizing the acquired vendor and customer liabilities related to the merger with Tech Data at fair value. These adjustments benefited our non-GAAP operating income through the third fiscal quarter of fiscal 2023 based on historical settlement patterns with our vendors and in accordance with the timing defined in our policy for releasing vendor and customer liabilities we deem remote to be paid.

Legal settlements and other litigation, net includes a benefit recorded in other income (expense), net during the fourth quarter of fiscal 2022 resulting from a decrease in our accrual for a legal matter in France.

In connection with the merger with Tech Data, the Company restructured its foreign financing structure, as well as select legal entities in anticipation of legally integrating legacy Tech Data and SYNNEX foreign operations. In addition to the treasury efficiencies, these restructurings resulted in a one-time domestic capital loss which would offset certain domestic capital gains when carried back under United States tax law, resulting in an income tax capital loss carryback benefit.

Trailing fiscal four quarters ROIC is defined as the last four quarters' tax effected operating income divided by the average of the last five quarterly balances of borrowings and equity, net of cash. Adjusted ROIC is calculated by excluding the tax effected impact of non-GAAP adjustments from operating income and by excluding the cumulative tax effected impact of current and prior period non-GAAP adjustments on equity.

TD SYNNEX also uses free cash flow, which is cash flow from operating activities, reduced by purchases of property and equipment. TD SYNNEX uses free cash flow to conduct and evaluate its business because, although it is similar to cash flow from operations, TD SYNNEX believes it is an additional useful measure of cash flows since purchases of property and equipment are a necessary component of ongoing operations. Free cash flow reflects an additional way of viewing TD SYNNEX's liquidity that, when viewed with its GAAP results, provides a more complete understanding of factors and trends affecting its cash flows. Free cash flow has limitations as it does not represent the residual cash flow available for discretionary expenditures. For example, free cash flow does not incorporate payments for business acquisitions. Therefore, TD SYNNEX believes it is important to view free cash flow as a complement to its entire Consolidated Statements of Cash Flows.

TD SYNNEX management uses non-GAAP financial measures internally to understand, manage and evaluate the business, to establish operational goals, and in some cases for measuring performance for compensation purposes. These non-GAAP measures are intended to provide investors with an understanding of TD SYNNEX's operational results and trends that more readily enable investors to analyze TD SYNNEX's base financial and operating performance and to facilitate period-to-period comparisons and analysis of operational trends, as well as for planning and forecasting in future periods. Management believes these non-GAAP financial measures are useful to investors in allowing for greater transparency with respect to supplemental information used by management in its financial and operational decision-making. As these non-GAAP financial measures are not calculated in accordance with GAAP, they may not necessarily be comparable to similarly titled measures employed by other companies. These non-GAAP financial measures should not be considered in isolation or as a substitute for the comparable GAAP measures, and should be read only in conjunction with TD SYNNEX's Consolidated Financial Statements prepared in accordance with GAAP. A reconciliation of TD SYNNEX's GAAP to non-GAAP financial information is set forth in the supplemental tables at the end of this presentation.

Reconciliation of GAAP to Non-GAAP financial measures

TD SYNNEX
(Currency in thousands)
(Amounts may not add or compute due to rounding)

	Three Months Ended							
	Consolidated		Americas		Europe		Asia-Pacific and Japan	
Revenue in constant currency	**August 31, 2024**	**August 31, 2023**	**August 31, 2024**	**August 31, 2023**	**August 31, 2024**	**August 31, 2023**	**August 31, 2024**	**August 31, 2023**
Revenue	$ 14,684,712	$ 13,960,615	$ 9,090,011	$ 8,879,585	$ 4,591,161	$ 4,227,590	$ 1,003,540	$ 853,440
Impact of changes in foreign currencies	58,720	—	27,754	—	12,810	—	18,156	—
Revenue in constant currency	$ 14,743,432	$ 13,960,615	$ 9,117,765	$ 8,879,585	$ 4,603,971	$ 4,227,590	$ 1,021,696	$ 853,440
Y/Y revenue growth	5.2 %		2.4 %		8.6 %		17.6 %	
Y/Y revenue growth in constant currency	5.6 %		2.7 %		8.9 %		19.7 %	

Reconciliation of GAAP to Non-GAAP financial measures

TD SYNNEX
(Currency in thousands)
(Amounts may not add or compute due to rounding)

Non-GAAP gross billings in constant currency	Three Months Ended							
	Consolidated		Americas		Europe		Asia-Pacific and Japan	
	August 31, 2024	August 31, 2023	August 31, 2024	August 31, 2023	August 31, 2024	August 31, 2023	August 31, 2024	August 31, 2023
Revenue	$ 14,684,712	$ 13,960,615	$ 9,090,011	$ 8,879,585	$ 4,591,161	$ 4,227,590	$ 1,003,540	$ 853,440
Costs incurred and netted against revenue related to sales of third-party supplier service contracts, software as a service arrangements and certain fulfillment contracts	5,597,768	4,623,011	3,935,887	3,213,484	1,380,024	1,223,053	281,857	186,474
Non-GAAP gross billings	$ 20,282,480	$ 18,583,626	$ 13,025,898	$ 12,093,069	$ 5,971,185	$ 5,450,643	$ 1,285,397	$ 1,039,914
Impact of changes in foreign currencies	79,271	—	42,626	—	15,176	—	21,469	—
Non-GAAP gross billings in constant currency	$ 20,361,751	$ 18,583,626	$ 13,068,524	$ 12,093,069	$ 5,986,361	$ 5,450,643	$ 1,306,866	$ 1,039,914
Y/Y non-GAAP gross billings growth	9.1 %		7.7 %		9.6 %		23.6 %	
Y/Y non-GAAP gross billings in constant currency growth	9.6 %		8.1 %		9.8 %		25.7 %	

Reconciliation of GAAP to Non-GAAP financial measures

TD SYNNEX
(Currency in thousands)
(Amounts may not add or compute due to rounding)

Non-GAAP gross profit and non-GAAP gross margin	Three Months Ended August 31, 2024	Three Months Ended August 31, 2023
Revenue	$ 14,684,712	$ 13,960,615
Costs incurred and netted against revenue related to sales of third-party supplier service contracts, software as a service arrangements and certain fulfillment contracts	5,597,768	4,623,011
Non-GAAP gross billings	$ 20,282,480	$ 18,583,626
Gross profit	$ 961,048	$ 971,273
Purchase accounting adjustments	—	2,427
Non-GAAP gross profit	$ 961,048	$ 973,700
Gross margin	6.54 %	6.96 %
Non-GAAP gross margin as a percentage of revenue	6.54 %	6.97 %
Non-GAAP gross margin as a percentage of non-GAAP gross billings	4.74 %	5.24 %

Reconciliation of GAAP to Non-GAAP financial measures

TD SYNNEX
(Currency in thousands)
(Amounts may not add or compute due to rounding)

Adjusted selling, general and administrative expenses	Three Months Ended August 31, 2024	Three Months Ended August 31, 2023
Gross profit	$ 961,048	$ 971,273
Selling, general and administrative expenses[(1)]	$ 658,169	$ 731,040
Acquisition, integration and restructuring costs	(656)	(71,586)
Amortization of intangibles	(73,173)	(74,029)
Share-based compensation	(16,176)	(8,530)
Adjusted selling, general and administrative expenses	$ 568,164	$ 576,895
Selling, general and administrative expenses as a percentage of gross profit	68.5 %	75.3 %
Adjusted selling, general and administrative expenses as a % of gross profit	59.1 %	59.4 %

[(1)] Includes acquisition, integration and restructuring costs, which are presented separately on the Consolidated Statements of Operations.

Reconciliation of GAAP to Non-GAAP financial measures

TD SYNNEX
(Currency in thousands)
(Amounts may not add or compute due to rounding)

Non-GAAP operating income and non-GAAP operating margin	Three Months Ended August 31, 2024	Three Months Ended August 31, 2023
Revenue	$ 14,684,712	$ 13,960,615
Costs incurred and netted against revenue related to sales of third-party supplier service contracts, software as a service arrangements and certain fulfillment contracts	5,597,768	4,623,011
Non-GAAP gross billings	$ 20,282,480	$ 18,583,626
Operating income	$ 302,879	$ 240,233
Acquisition, integration and restructuring costs	656	71,586
Amortization of intangibles	73,173	74,029
Share-based compensation	16,176	8,530
Purchase accounting adjustments	—	2,427
Non-GAAP operating income	$ 392,884	$ 396,805
Impact of changes in foreign currencies	799	—
Non-GAAP operating income in constant currency	$ 393,683	$ 396,805
Operating margin	2.06 %	1.72 %
Non-GAAP operating margin as a percentage of revenue	2.68 %	2.84 %
Non-GAAP operating margin as a percentage of non-GAAP gross billings	1.94 %	2.14 %
Y/Y non-GAAP operating income decline	(1.0)%	
Y/Y non-GAAP operating income in constant currency decline	(0.8)%	

Reconciliation of GAAP to Non-GAAP financial measures

TD SYNNEX
(Currency in thousands)
(Amounts may not add or compute due to rounding)

Free cash flow	Three Months Ended August 31, 2024	Three Months Ended August 31, 2023	Nine Months Ended August 31, 2024	Nine Months Ended August 31, 2023
Net cash provided by operating activities	$ 385,782	$ 591,955	$ 655,783	$ 1,196,705
Purchases of property and equipment	(47,142)	(39,808)	(126,052)	(107,417)
Free cash flow	$ 338,640	$ 552,147	$ 529,731	$ 1,089,288

Reconciliation of GAAP to Non-GAAP financial measures

TD SYNNEX
(Currency in thousands)
(Amounts may not add or compute due to rounding)

Non-GAAP income before income taxes, non-GAAP provision for income taxes and non-GAAP effective tax rate	Three Months Ended August 31, 2024
Income before income taxes	$ 220,914
Acquisition, integration & restructuring costs	656
Amortization of intangibles	73,173
Share based compensation	16,176
Non-GAAP income before income taxes	$ 310,919
Provision for income taxes	$ 42,358
Income taxes related to the above	23,122
Non-GAAP provision for income taxes	$ 65,480
Effective tax rate	19.17 %
Non-GAAP effective tax rate	21.06 %

Reconciliation of GAAP to Non-GAAP financial measures

TD SYNNEX
(Per share amounts)
(Amounts may not add or compute due to rounding)

Non-GAAP diluted EPS[1]	Three Months Ended			
	August 31, 2024	May 31, 2024	February 29, 2024	November 30, 2023
Diluted EPS[1]	$ 2.08	$ 1.66	$ 1.93	$ 2.06
Acquisition, integration & restructuring costs	0.01	0.44	0.36	0.52
Amortization of intangibles	0.85	0.84	0.81	0.79
Share-based compensation	0.19	0.15	0.20	0.22
Income taxes related to the above	(0.27)	(0.36)	(0.31)	(0.46)
Non-GAAP diluted EPS[1]	$ 2.86	$ 2.73	$ 2.99	$ 3.13

[1] Diluted EPS is calculated using the two-class method. Unvested restricted stock awards granted to employees are considered participating securities. For purposes of calculating Diluted EPS, net income allocated to participating securities was immaterial in all periods presented.

Reconciliation of GAAP to Non-GAAP financial measures

TD SYNNEX

(Per share amounts)

(Amounts may not add or compute due to rounding)

	Fiscal Years Ended			
	November 30, 2023	November 30, 2022	November 30, 2021	November 30, 2020
Non-GAAP diluted EPS[1]				
Diluted EPS	$ 6.70	$ 6.77	$ 6.24	$ 6.46
Acquisition, integration & restructuring costs	2.28	2.40	2.51	0.19
Amortization of intangibles	3.14	3.11	1.66	0.78
Share-based compensation	0.53	0.41	0.52	0.34
Purchase accounting adjustments	0.16	1.17	0.45	—
Legal settlements and other litigation, net	—	(0.11)	—	—
Income taxes related to the above	(1.55)	(1.73)	(1.27)	(0.38)
Income tax capital loss carryback benefit	—	(0.09)	(0.71)	—
Non-GAAP diluted EPS[1]	$ 11.26	$ 11.94	$ 9.40	$ 7.38

[1] Diluted EPS is calculated using the two-class method. Unvested restricted stock awards granted to employees are considered participating securities. For purposes of calculating Diluted EPS, net income allocated to participating securities was immaterial in all periods presented.

Calculation of financial metrics

TD SYNNEX
(Currency in thousands)
(Amounts may not add or compute due to rounding)

ROIC		August 31, 2024
Operating income (trailing fiscal four quarters)	$	1,156,153
Income taxes on operating income[1]		(234,970)
Operating income after taxes	$	921,183
Total invested capital comprising equity and borrowings, less cash (last five quarters average)	$	11,249,490
ROIC		8.2 %
Adjusted ROIC		
Non-GAAP operating income (trailing fiscal four quarters)	$	1,632,073
Income taxes on non-GAAP operating income[1]		(365,354)
Non-GAAP operating income after taxes	$	1,266,719
Total invested capital comprising equity and borrowings, less cash (last five quarters average)	$	11,249,490
Tax effected impact of cumulative non-GAAP adjustments (last five quarters average)		1,367,426
Total non-GAAP invested capital (last five quarters average)	$	12,616,916
Adjusted ROIC		10.0 %

[1] Income taxes on GAAP operating income was calculated using the effective year-to-date tax rates during the respective periods. Income taxes on non-GAAP operating income was calculated by excluding the tax effect of taxable and deductible non-GAAP adjustments using the effective year-to-date tax rate during the respective periods.

Reconciliation of GAAP to non-GAAP financial measures

TD SYNNEX
(Currency in millions, except per share amounts)
(Amounts may not add or compute due to rounding)

Net income and diluted EPS[1]	Forecast Three Months Ending November 30, 2024 Low	High
Net income	$ 162	$ 205
Amortization of intangibles	75	75
Share-based compensation	25	25
Income taxes related to the above	(23)	(23)
Non-GAAP net income	$ 239	$ 282
Diluted EPS[1]	$ 1.90	$ 2.40
Amortization of intangibles	0.88	0.88
Share-based compensation	0.29	0.29
Income taxes related to the above	(0.27)	(0.27)
Non-GAAP diluted EPS[1]	$ 2.80	$ 3.30

(1) Diluted EPS is calculated using the two-class method. Unvested restricted stock awards granted to employees are considered participating securities. Net income allocated to participating securities is estimated to be approximately 0.9% of the forecast net income for three months ending November 30, 2024.

Reconciliation of GAAP to non-GAAP financial measures

TD SYNNEX
(Currency in billions)
(Amounts may not add or compute due to rounding)

Non-GAAP gross billings	Forecast Three Months Ending November 30, 2024 Low	High
Revenue	$ 14.9	$ 15.7
Costs incurred and netted against revenue related to sales of third-party supplier service contracts, software as a service arrangements and certain fulfillment contracts	5.6	5.8
Non-GAAP gross billings	$ 20.5	$ 21.5

Calculation of financial metrics

TD SYNNEX
(Currency in thousands)
(Amounts may not add or compute due to rounding)

Leverage ratio		August 31, 2024	May 31, 2024	February 29, 2024	November 30, 2023
Total borrowings	(a)	$ 4,050,202	$ 4,595,698	$ 4,009,106	$ 4,082,778
Less: cash and cash equivalents	(b)	853,923	1,173,648	1,030,946	1,033,776
Net debt	(c)=(a)-(b)	$ 3,196,279	$ 3,422,050	$ 2,978,160	$ 3,049,002
Trailing four quarters Adjusted EBITDA	(d)	1,741,977	1,747,399	1,733,081	1,749,538
Debt to Adjusted EBITDA leverage ratio	(e)=(a)/(d)	2.3	2.6	2.3	2.3
Net debt to Adjusted EBITDA leverage ratio	(f)=(c)/(d)	1.8	2.0	1.7	1.7

TD SYNNEX results

TD SYNNEX
(Currency in millions)
(Amounts may not add or compute due to rounding)

	Three Months Ended							
	August 31, 2024	May 31, 2024	February 29, 2024	November 30, 2023	August 31, 2023	May 31, 2023	February 28, 2023	November 30, 2021
Revenue	$ 14,684.7	$ 13,947.9	$ 13,975.3	$ 14,407.3	$ 13,960.6	$ 14,062.1	$ 15,125.4	$ 15,611.3
Cost of revenue	(13,723.7)	(12,974.4)	(12,969.5)	(13,388.7)	(12,989.3)	(13,098.7)	(14,121.8)	(14,668.1)
Gross profit	961.0	973.5	1,005.8	1,018.6	971.3	963.4	1,003.6	943.2
Operating expenses:								
Selling, general and administrative expenses	(657.5)	(671.7)	(671.5)	(685.2)	(659.4)	(673.7)	(654.2)	(655.7)
Acquisition, integration and restructuring expenses	(0.7)	(37.9)	(31.6)	(46.6)	(71.6)	(36.8)	(51.2)	(102.1)
	(658.2)	(709.6)	(703.2)	(731.8)	(731.0)	(710.5)	(705.4)	(757.8)
Operating income	$ 302.8	$ 263.9	$ 302.6	$ 286.8	$ 240.3	$ 252.9	$ 298.2	$ 185.4
Adjustments								
Acquisition, integration and restructuring expenses	0.7	37.9	31.6	46.6	71.6	36.8	51.2	102.1
Amortization of intangibles	73.2	72.8	72.9	73.2	74.0	73.5	73.0	77.2
Purchase accounting adjustments	—	—	—	—	2.4	5.2	7.5	28.4
Stock-based compensation expense	16.2	13.4	17.5	20.0	8.5	7.6	13.1	14.9
Non-GAAP operating income	392.9	388.0	424.6	426.6	396.8	376.0	442.9	407.9
Depreciation	25.0	28.4	27.4	29.1	26.5	26.1	25.5	27.4
Adjusted EBITDA	$ 417.9	$ 416.4	$ 452.0	$ 455.7	$ 423.3	$ 402.1	$ 468.4	$ 435.4

Legacy SYNNEX results

SYNNEX CORPORATION
(Currency in millions)
(Unaudited)
(Amounts may not add or compute due to rounding)

	Three Months Ended						
	August 31, 2021	May 31, 2021	February 28, 2021	November 30, 2020	August 31, 2020	May 31, 2020	February 29, 2020
Revenue	$ 5,207.1	$ 5,856.8	$ 4,939.0	$ 6,118.8	$ 5,306.4	$ 4,470.9	$ 4,081.0
Cost of revenue	(4,894.4)	(5,527.7)	(4,634.4)	(5,752.2)	(5,008.9)	(4,196.3)	(3,825.9)
Gross profit	312.6	329.2	304.6	366.7	297.5	274.6	255.1
Operating expenses:							
Selling, general and administrative expenses	(160.3)	(175.3)	(162.8)	(160.5)	(163.8)	(186.4)	(154.4)
Acquisition, integration and restructuring expenses	(4.1)	(5.9)	—	(5.8)	(1.3)	(0.1)	(0.3)
	(164.4)	(181.3)	(162.8)	(166.3)	(165.1)	(186.5)	(154.7)
Operating income	$ 148.2	$ 147.9	$ 141.7	$ 200.4	$ 132.4	$ 88.1	$ 100.4
Adjustments							
Acquisition, integration and restructuring expenses	4.1	5.9	—	5.8	1.3	0.1	0.3
Amortization of intangibles	9.4	9.4	9.4	10.0	10.0	9.9	10.2
Stock-based compensation expense	6.5	6.8	4.9	4.4	5.0	3.6	4.6
Non-GAAP operating income	168.2	170.0	156.0	220.6	148.6	101.8	115.5
Depreciation	5.6	5.7	5.5	7.3	5.9	5.8	5.9
Adjusted EBITDA	$ 173.9	$ 175.6	$ 161.5	$ 227.9	$ 154.6	$ 107.6	$ 121.4

Legacy Tech Data results

TIGER PARENT (AP) CORPORATION AND SUBSIDIARIES
(Currency in millions)
(Unaudited)
(Amounts may not add or compute due to rounding)

	Three Months Ended						
	August 31, 2021	May 31, 2021	February 28, 2021	November 30, 2020	August 31, 2020	May 31, 2020	February 29, 2020
Revenue	$ 9,132.1	$ 9,570.6	$ 10,306.6	$ 9,842.1	$ 8,384.8	$ 8,123.9	$ 9,646.6
Cost of revenue	(8,558.7)	(9,004.2)	(9,686.7)	(9,280.0)	(7,900.5)	(7,594.5)	(9,002.6)
Gross profit	573.4	566.4	620.0	562.1	484.2	529.4	644.0
Operating expenses:							
Selling, general and administrative expenses	(447.2)	(461.7)	(481.9)	(438.9)	(424.1)	(426.2)	(432.6)
Acquisition, integration and restructuring expenses	(35.4)	(31.1)	(38.2)	(31.2)	(184.9)	(14.8)	(12.4)
Legal settlements and other litigation, net	(5.2)	—	1.7	—	(39.3)	—	0.4
Gain on bargain purchase	—	—	2.0	28.2	—	—	—
Gain on sale of fixed assets	—	—	7.6	7.9	—	—	—
	(487.8)	(492.8)	(508.8)	(434.0)	(648.2)	(441.0)	(444.6)
Operating income	$ 85.6	$ 73.5	$ 111.2	$ 128.1	$ (164.0)	$ 88.4	$ 199.4
Adjustments							
Acquisition, integration and restructuring expenses	35.4	31.1	38.2	31.2	184.9	14.8	12.4
Amortization of intangibles	41.0	29.9	39.7	39.2	46.8	24.3	25.1
Purchase accounting adjustments	22.7	32.6	32.6	34.0	25.8	—	—
Stock-based compensation expense	1.5	1.4	1.4	2.1	1.3	5.6	7.8
Non-GAAP operating income	186.2	168.5	223.2	234.6	94.8	133.1	244.7
Depreciation	20.3	20.4	20.1	19.3	20.1	18.2	16.8
Adjusted EBITDA	$ 206.5	$ 188.9	$ 243.2	$ 254.0	$ 114.9	$ 151.3	$ 261.4

Combined legacy SYNNEX and legacy Tech Data results

Combined (Legacy SYNNEX and Legacy Tech Data)
(Currency in millions)
(Unaudited)
(Amounts may not add or compute due to rounding)

	Three Months Ended						
	August 31, 2021	May 31, 2021	February 28, 2021	November 30, 2020	August 31, 2020	May 31, 2020	February 29, 2020
Revenue	$ 14,339.2	$ 15,427.4	$ 15,245.6	$ 15,960.9	$ 13,691.2	$ 12,594.8	$ 13,727.6
Cost of revenue	(13,453.1)	(14,531.9)	(14,321.1)	(15,032.2)	(12,909.4)	(11,790.8)	(12,828.5)
Gross profit	886.0	895.6	924.5	928.8	781.8	804.0	899.1
Operating expenses:							
Selling, general and administrative expenses	(607.5)	(637.0)	(644.7)	(599.4)	(587.9)	(612.6)	(587.0)
Acquisition, integration and restructuring expenses	(39.5)	(37.0)	(38.2)	(37.0)	(186.2)	(14.9)	(12.7)
Legal settlements and other litigation, net	(5.2)	—	1.7	—	(39.3)	—	0.4
Gain on bargain purchase	—	—	2.0	28.2	—	—	—
Gain on sale of fixed assets	—	—	7.6	7.9	—	—	—
	(652.2)	(674.1)	(671.6)	(600.3)	(813.4)	(627.5)	(599.3)
Operating income	$ 233.8	$ 221.5	$ 252.8	$ 328.5	$ (31.6)	$ 176.5	$ 299.8
Adjustments							
Acquisition, integration and restructuring expenses	39.5	37.0	38.2	37.0	186.2	14.9	12.7
Amortization of intangibles	50.4	39.3	49.1	49.2	56.8	34.2	35.3
Purchase accounting adjustments	22.7	32.6	32.6	34.0	25.8	—	—
Stock-based compensation expense	8.0	8.2	6.3	6.5	6.3	9.2	12.4
Non-GAAP operating income	354.4	338.6	379.0	455.2	243.4	234.9	360.2
Depreciation	25.9	26.1	25.6	26.6	26.0	24.0	22.7
Adjusted EBITDA	$ 380.4	$ 364.6	$ 404.6	$ 481.8	$ 269.5	$ 258.9	$ 382.9

Combined legacy SYNNEX and legacy Tech Data results

Combined (Legacy SYNNEX and Legacy Tech Data)
(Currency in millions)
(Unaudited)
(Amounts may not add or compute due to rounding)

	Trailing Twelve Months for Periods Ended			
	November 30, 2023	November 30, 2022	November 30, 2021	November 30, 2020
Revenue	$ 57,555.4	$ 62,343.8	$ 60,623.5	$ 55,974.5
Cost of revenue	(53,598.6)	(58,443.6)	(56,974.2)	(52,560.9)
Gross profit	3,956.8	3,900.2	3,649.2	3,413.7
Operating expenses:				
Selling, general and administrative expenses	(2,672.6)	(2,627.0)	(2,545.0)	(2,386.9)
Acquisition, integration and restructuring expenses	(206.2)	(222.3)	(216.9)	(250.8)
Legal settlements and other litigation, net	—	—	(3.5)	(38.9)
Gain on bargain purchase	—	—	2.0	28.2
Gain on sale of fixed assets	—	—	7.6	7.9
	(2,878.8)	(2,849.3)	(2,755.7)	(2,640.5)
Operating income	$ 1,078.0	$ 1,050.9	$ 893.5	$ 773.2
Adjustments				
Acquisition, integration and restructuring expenses	206.2	222.3	216.9	250.8
Amortization of intangibles	293.7	299.2	215.9	175.5
Purchase accounting adjustments	15.0	112.7	116.3	59.8
Stock-based compensation expense	49.3	39.0	37.4	34.4
Non-GAAP operating income	1,642.2	1,724.0	1,479.9	1,293.7
Depreciation	107.2	99.8	104.0	99.3
Adjusted EBITDA	$ 1,749.4	$ 1,823.9	$ 1,584.0	$ 1,393.1

Reconciliation of GAAP to non-GAAP financial measures

TD SYNNEX
(Currency in millions)
(Amounts may not add or compute due to rounding)

Adjusted EBITDA less Capex	Trailing Twelve Months for Periods Ended August 31, 2024
Operating income	$ 1,156.2
Adjustments	
Acquisition, integration and restructuring expenses	116.8
Amortization of intangibles	292.0
Stock-based compensation expense	67.1
Non-GAAP operating income	1,632.1
Depreciation	109.9
Adjusted EBITDA	$ 1,742.0
Purchases of property and equipment	$ (168.6)
Adjusted EBITDA less Capex	$ 1,573.4
Conversion percentage	90 %

THANK YOU

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