

## Welcome

# Agenda

### Thursday, November 21 | 9:00am - 12:05pm MST

9:20a - 9:40a Growth Drivers Howard Fu - Chief Financial Officer & Treasurer  9:40a - 10:00a Go-to-Market Strategy Ryan Butler - SVP of Corporate & GTM Strategy & Operations  10:00a - 10:25a Procore Platform - Customer Journey Wyatt Jenkins, Chief Product Officer  10:25a - 10:35a Break  10:35a - 11:05a Customer Fireside Tooey Courtemanche - Founder, President, & CEO, Procore Technologies, Inc. Joseph Haugland - President & Chief Operating Officer, Haugland Group LLP  11:05a - 11:20a Financial Summary Howard Fu - Chief Financial Officer & Treasurer  11:20a - 12:05p Executive Q&A Tooey Courtemanche - Founder, President, & Chief Executive Officer Howard Fu - Chief Financial Officer & Treasurer Steve Davis - President, Product & Technology Larry Stack - Chief Revenue Officer Sarah Hodges - Chief Marketing Officer	9:00a - 9:05a	. •
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#### **Market and Industry Data**

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# **Key Takeaways**



### **Construction is Massive**

Significant digitization opportunity provides durable long-term growth for a projected \$15T<sup>1</sup> industry



### **Category Leader**

Our leading platform and industry partnership will continue to deliver strong customer ROI

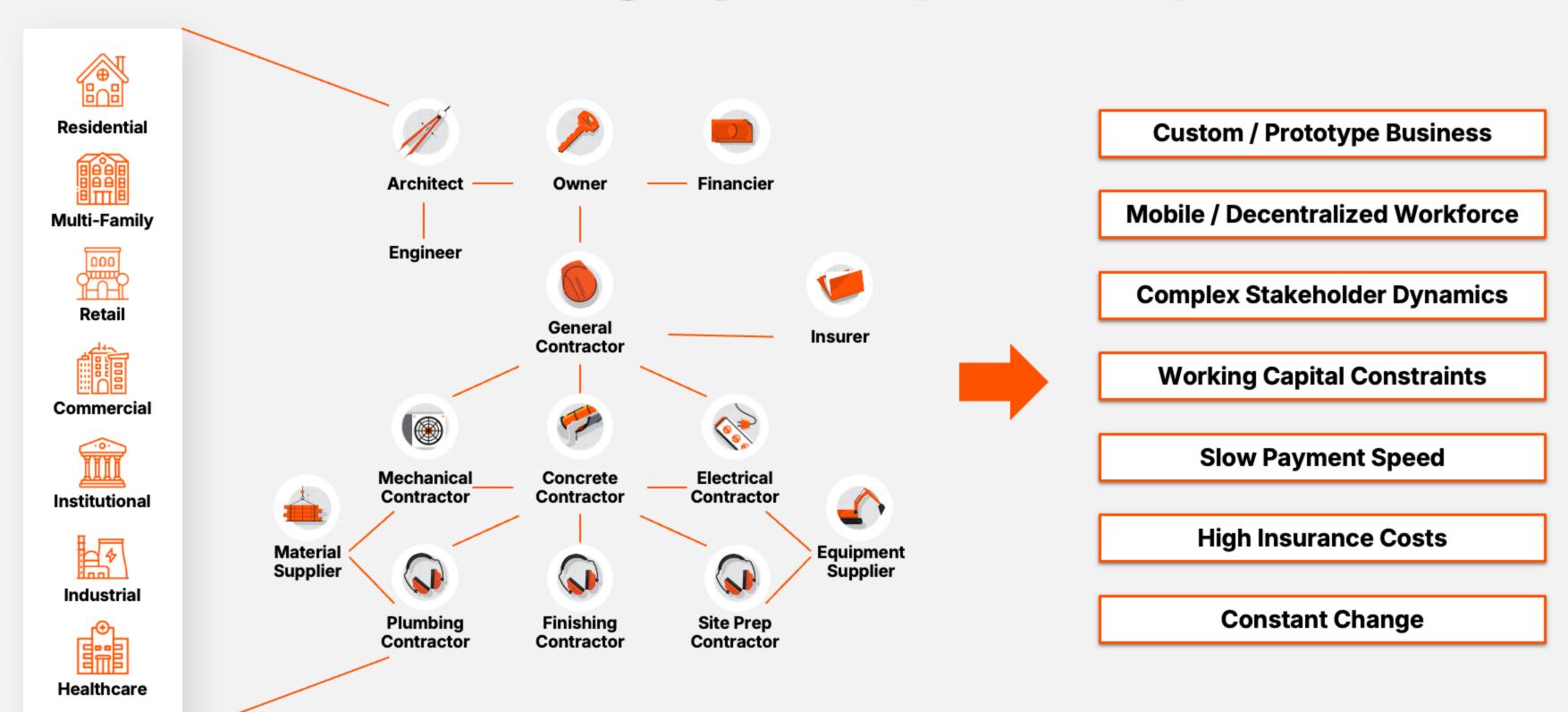


### **Financial Improvement**

We are committed to efficiency and per share improvement



# Construction Is Highly Complex & Dynamic





**OUR VISION** 

Improve the lives of everyone in construction.

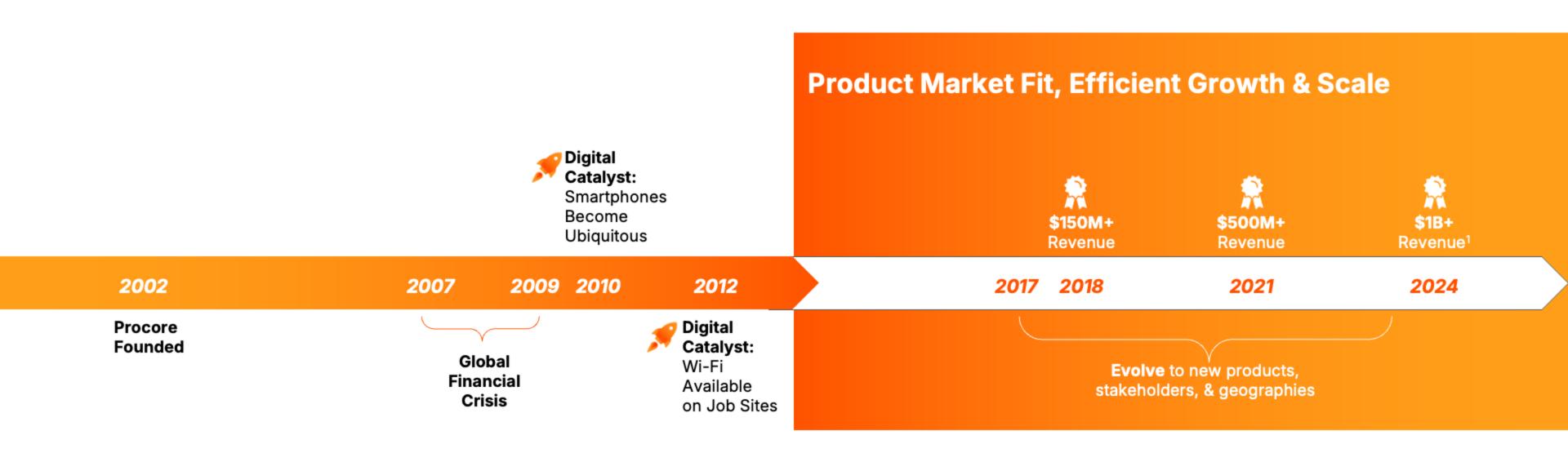
**OUR MISSION** 

Connect everyone in construction on a global platform.

PROCORE



## Resilience, Evolution & Success

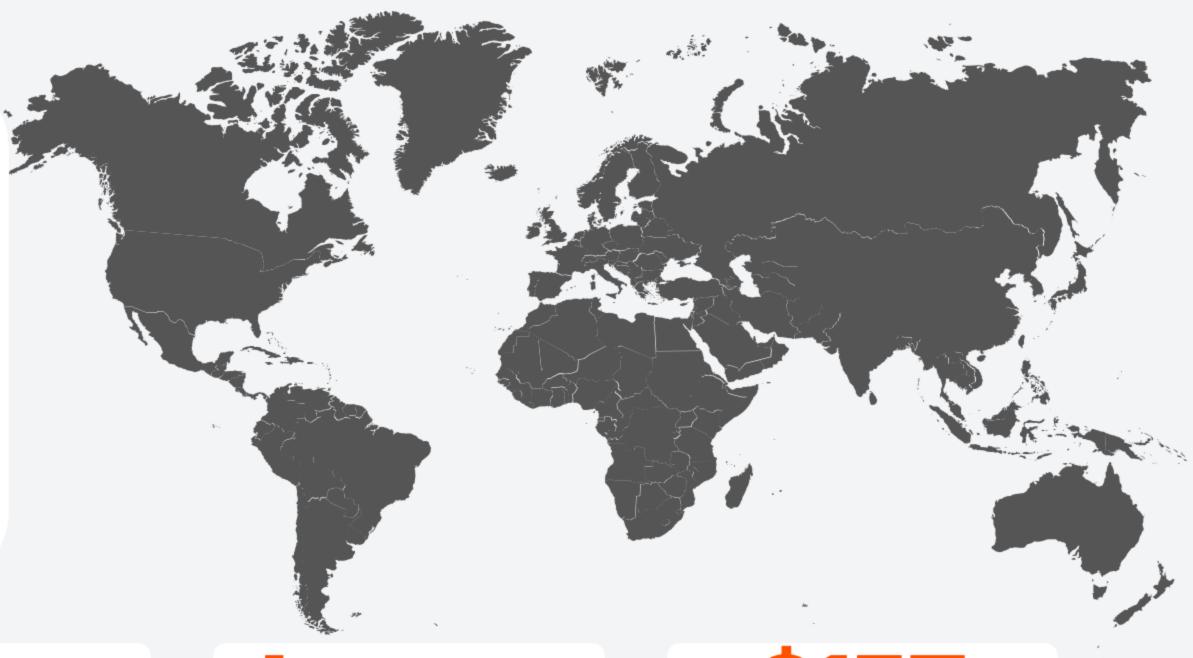




## **Construction is Massive**

### 2022 Global Workforce By Sector<sup>1</sup>

Agriculture	
Manufacturing	14%
Wholesale & Retail Trade	14%
Construction	8%
Transportation	6%
Other Services	5%
Education	5%
Real Estate	5%
Public Administration	4%
Healthcare	
Food Service	4%
Financials	
Utilities	
Mining	



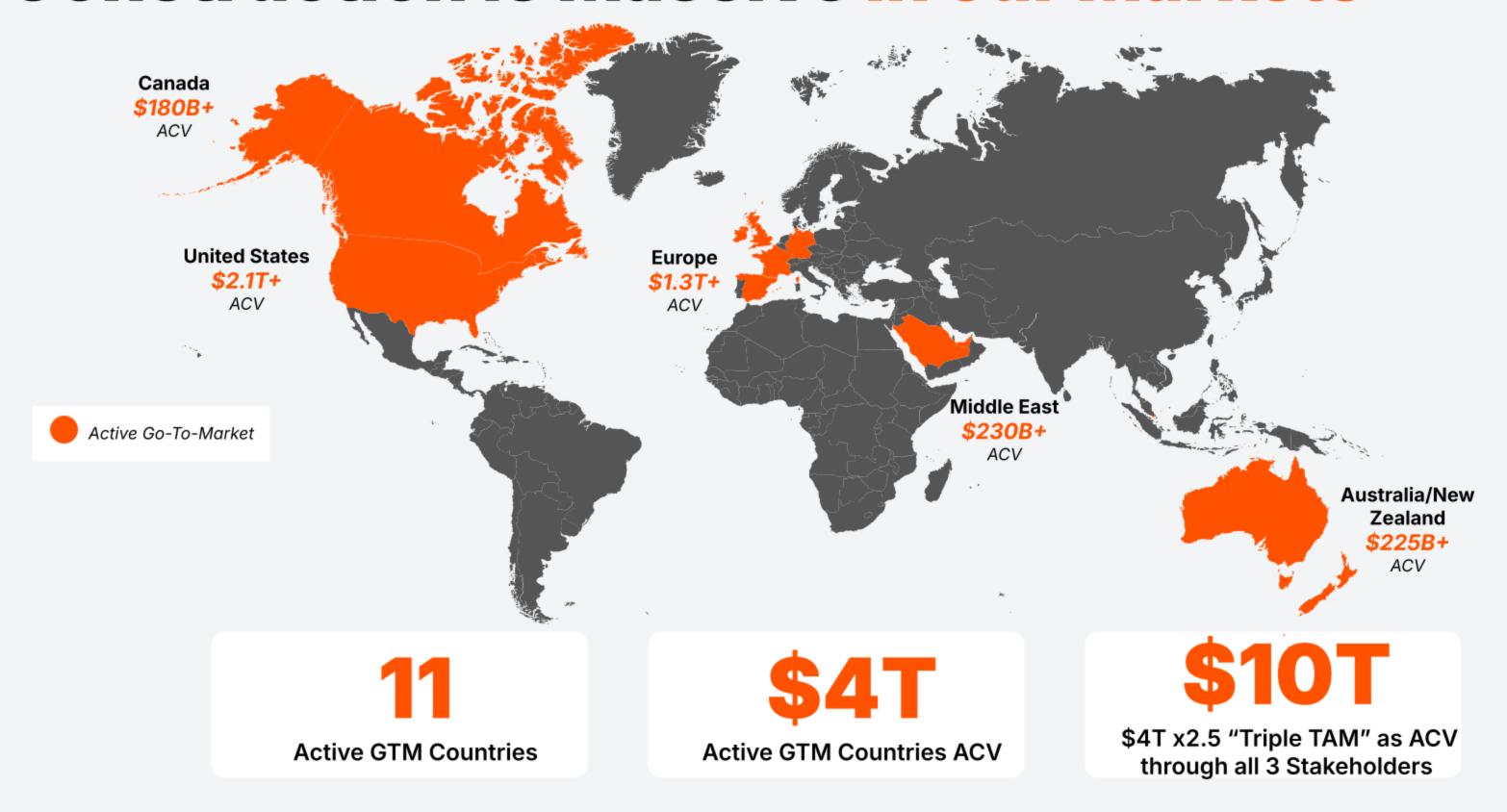
8%
Global Workforce in 2022

Larger
Than Global Transportation +
Financials in 2022 Combined

\$15T Est. global construction spend in 2030<sup>2</sup>



## Construction is Massive in our Markets





### The Unified Platform

#### **SOLUTIONS**



#### Preconstruction

**Bid Management** 2D/3D Takeoff Estimating Prequalification **Design Coordination** 



#### **Project Execution**

**Project Management** Safety Quality Field Scheduling Closeout



#### **Resource Management**

**Field Productivity** Workforce Planning **Equipment Management Materials Management** 



#### **Financial Management**

Pay **Payment Applications Accounting Integrations** 

**Project Financials** 

#### PLATFORM CAPABILITIES

#### **♦** BIM

- Models

BIM Data

- Field Viewer
- Design Plugins

#### **■** Document Management

- Documents Specifications
- Drawings Photos & Videos

#### **₱** Assets

- Asset Register
- Asset Data

#### Collaboration

- Conversations
- Connectability
- Notifications

#### ☐ Field Solutions

- Mobile
- Reality Capture
- Tablet
- AR/Glasses

#### Maps

- GIS Data
- Locations

#### A Enterprise Flexibility

- Workflows
- Attribute-based Permissions
- Customization

#### Ecosystem

- App Marketplace Integrations
- Open API

#### **♦ AI**

- Insights & Benchmarks
- Copilot
- Agents & Automation

#### 

- 360 Reporting
- Advanced Analytics

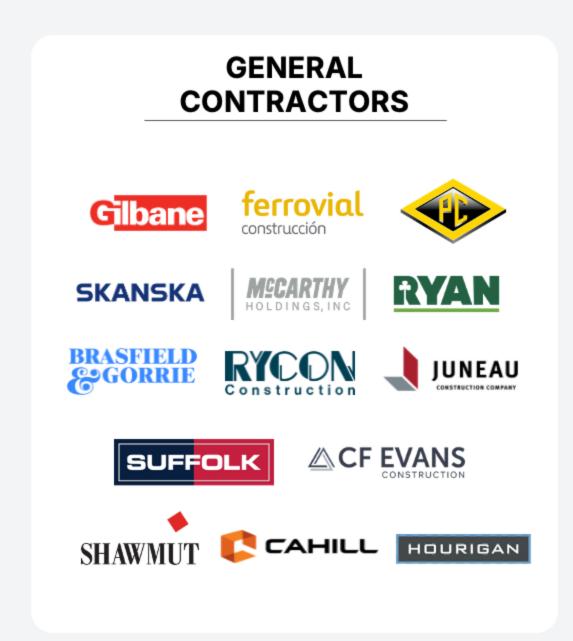
#### **△** Secure & Compliant Zones

- Regional App Zones
- Regional Data Zones
- Government Zones



### The Platform of Choice for Construction

### **OWNERS & DEVELOPERS** PENSKE OXFORD WOOD **engie** bxp HANOVER THE UNIVERSITY OF The Dinerstein اللكتدات SAMET أل سعيــدان للعقـــارات DATABANK Guilford County Schools COMPASS Mendocino Farms







# The Leader in Construction Technology

~\$900B

Annual Construction Volume Committed on Procore

~17K

Total Customers

**2M** 

Active Procore Users \$1.2B

Annualized Revenue Run Rate

2.2K+

Customers Spending \$100K+ in ARR

3M+

Projects Running on Procore

\$157M

LTM Free Cash Flow

81

Customers Spending \$1M+ in ARR

160+

Countries with Active Procore Projects





# CFO Objectives → FCF Per Share Growth





- New logo acquisition in both the U.S. and International
- Expand existing customers
  - Upsell via additional construction volume
  - Cross-sell via new products
- Optimize product development → GTM execution cycles



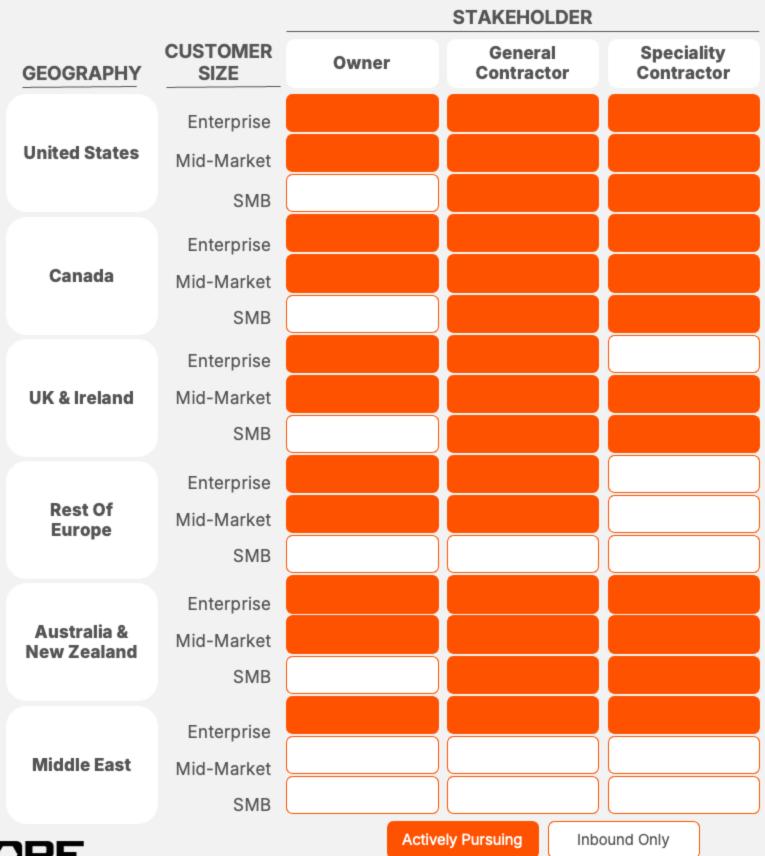
- Resources are allocated to the highest-ROI opportunities
- Strategically sequence the timing of investments and associated returns to foster sustainable growth
- Thoughtfully balance cash vs. equity
- Opportunistically repurchase shares (new)



- S&M: Improve GTM motions with consideration for growth-adjusted LTV/CACs
- R&D: Drive leverage via foundational platform capabilities
- G&A: Scale via automation and lower cost service centers



### **Go To Market Dimensions**



We operate the business via three dimensions:

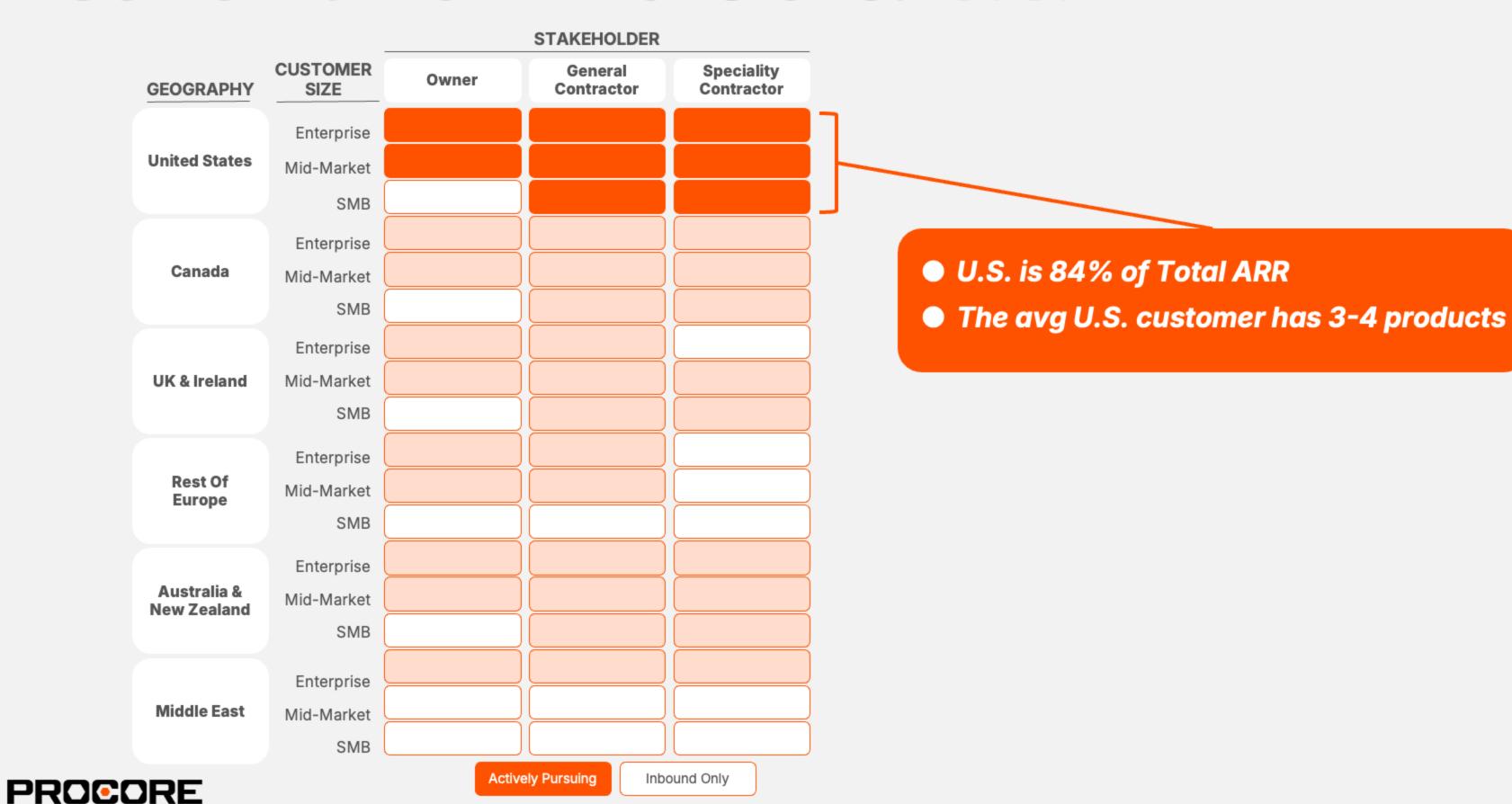
- O by Geography
- O by Customer Size
- O by Stakeholder

Each dimension is a unique "market"

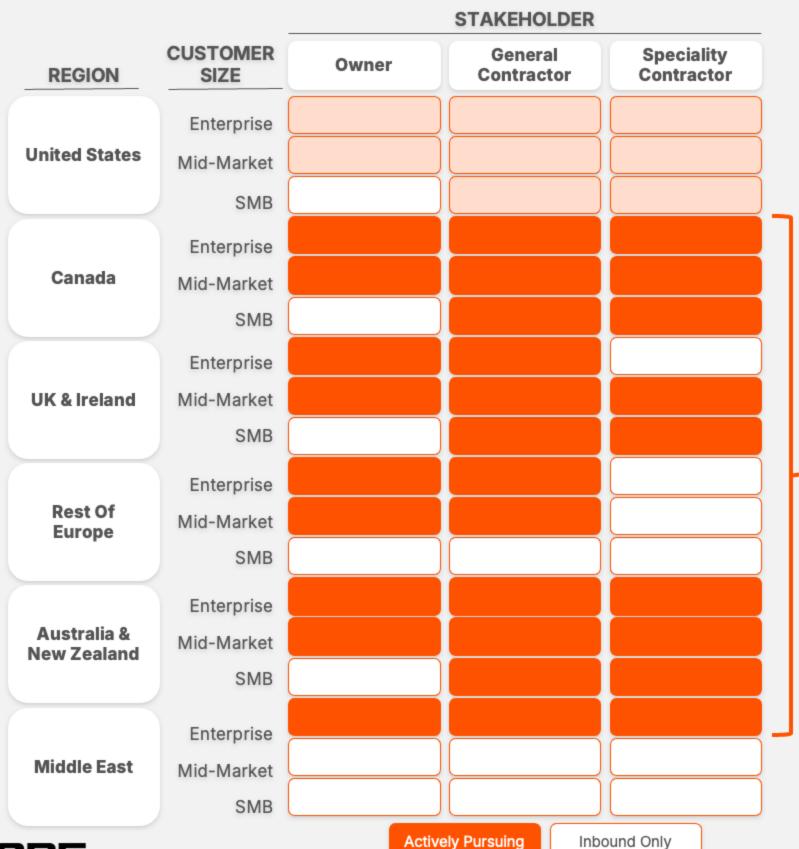
Not all possible "markets" are actively pursued due to either internal priorities / phasing or TAM / opportunity size



### Go To Market Dimensions: U.S.



### Go To Market Dimensions: International



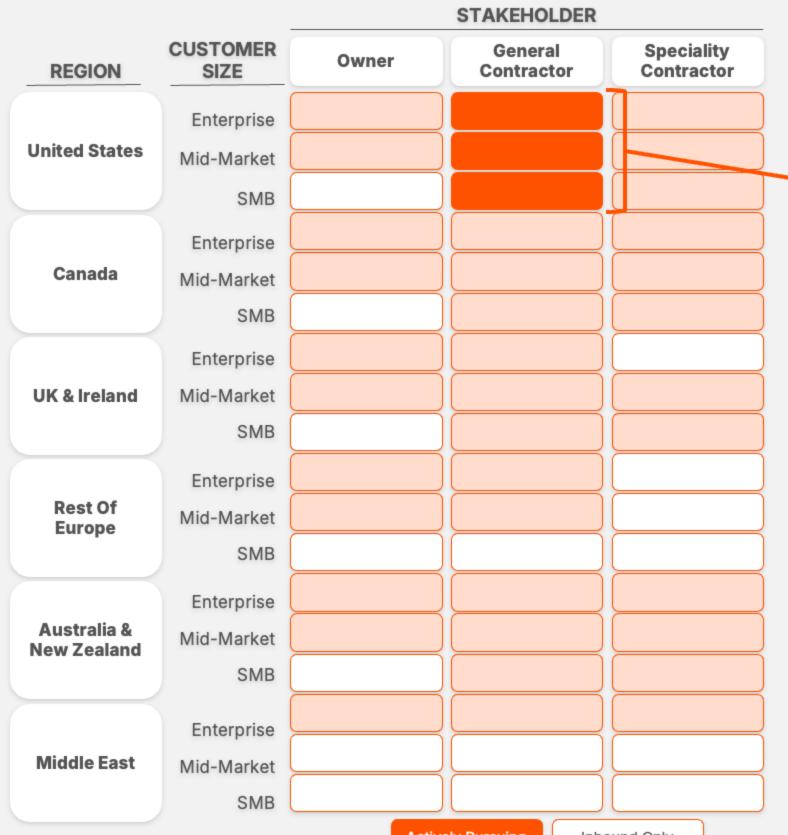
- International is 16% of Total ARR
- The avg Intl. customer has 3-4 products

### Go To Market Dimensions: GCs



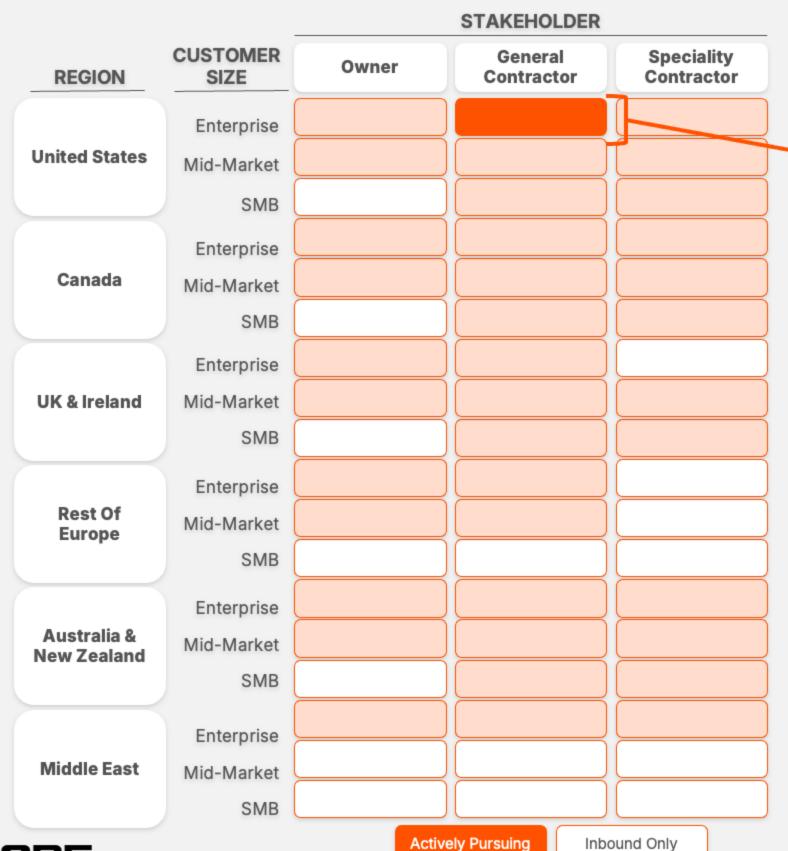
- GCs are 60% of Total ARR growing 16% YoY
- 49 GCs w/\$1M+ ARR
- 1,402 GCs w/\$100K+ ARR
- The avg GC customer has 3-4 products

### Go To Market Dimensions: U.S. GCs



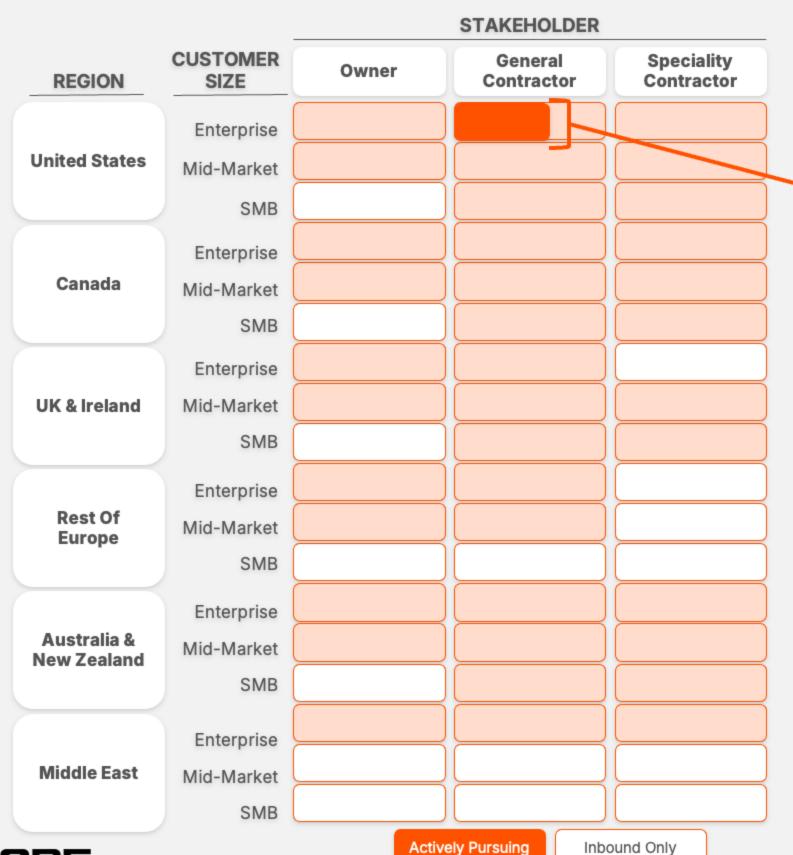
- U.S. GCs are 51% of Total ARR growing 16% YoY
- The avg U.S. GC customer has 3-4 products

### Go To Market Dimensions: U.S. ENT GCs



- U.S. <u>Ent</u> GCs are 31% of Total ARR growing 16% YoY
- The avg U.S. Ent customer has 5-6 products

## Go To Market Dimensions: **ENR 400**



appendix for the definition of total annual recurring revenue.

- ENR 400 is 18% of Total ARR growing 15% YoY
- The avg ENR 400 customer has 5-6 products

### Go To Market Dimensions: SCs

	STAKEHOLDER			
CUSTOMER SIZE	Owners	General Contractor	Speciality Contractor	
Enterprise				
Mid-Market				
SMB				
Enterprise				
Mid-Market				
SMB				
Enterprise				
Mid-Market				
SMB				
Enterprise				
Mid-Market				
SMB				
Enterprise				
Mid-Market				
SMB				
Enternrise				
SMB				
	Enterprise Mid-Market SMB Enterprise	Enterprise Mid-Market SMB	CUSTOMER SIZE  Owners  General Contractor  Enterprise  Mid-Market  SMB  Enterprise  Mid-Market	CUSTOMER SIZE  Owners  General Contractor  Enterprise  Mid-Market  SMB  Enterprise  Mid-Market  SMB

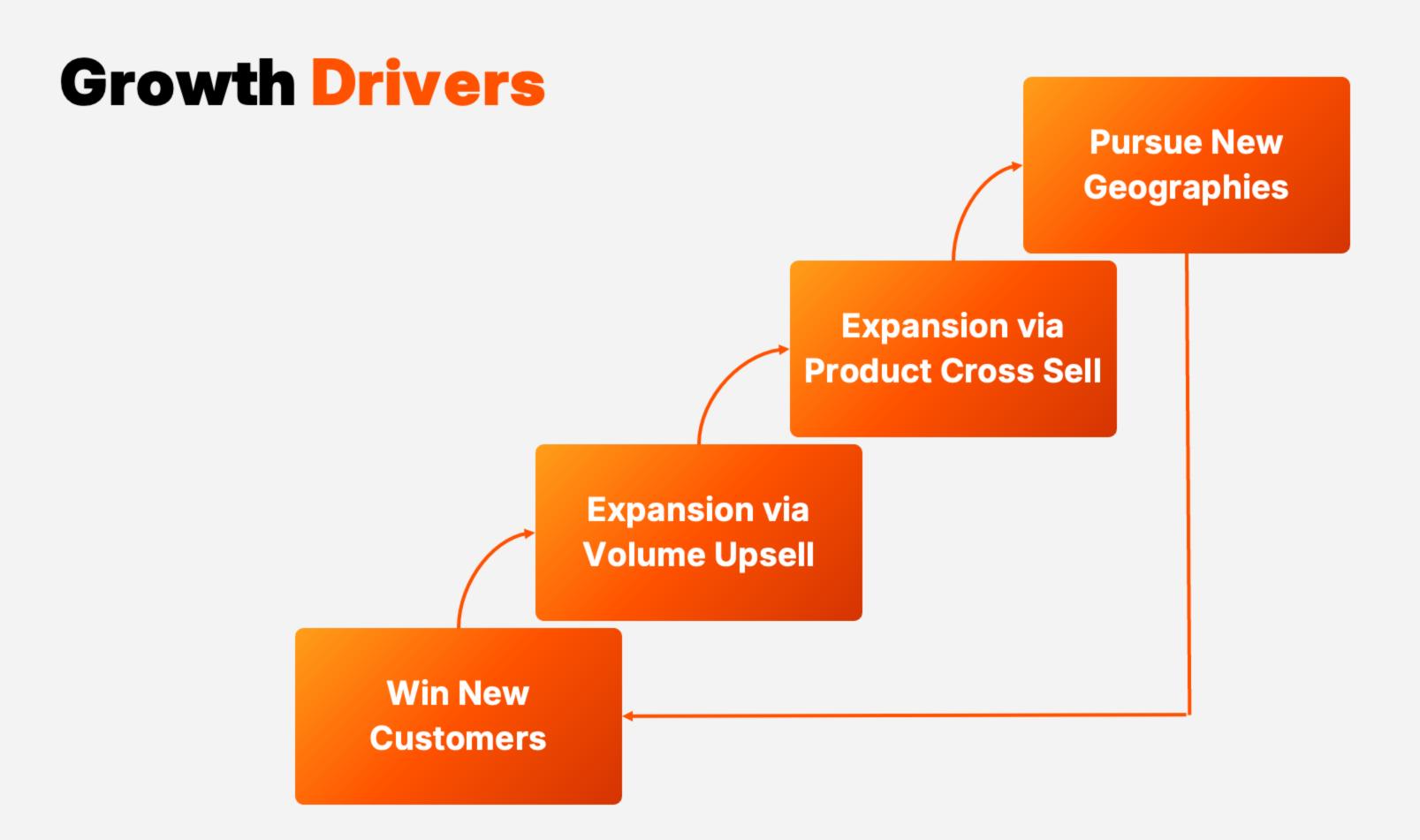
- SCs are 15% of Total ARR growing 22% YoY
- 6 SCs w/ \$1M+ ARR
- 270 SCs w/ \$100K+ ARR
- The avg SC customer has ~3 products

Inbound Only

### Go To Market Dimensions: Owners



- Owners are 25% of Total ARR growing 16% YoY
- 26 Owners w/ \$1M+ ARR
- 589 Owners w/ \$100K+ ARR
- The avg Owner customer has 3-4 products





# **How We Land & Expand**

**Illustrative Customer Example** 

When a customer initially purchases, the contract typically consists of:

- 1. Project Management, our highest ASP product
- 2. Modest % of their total annual volume they expect to deploy over the contract term

As customers deploy more projects on the Platform and ramp their business onto Procore, the majority of the expansion growth comes from volume expansion

Product

Expansion

Typical products that are cross-sold (Q&S, FINS) have lower ASPs than Project Mgmt, these add'l bps are applied to the total committed construction volume

**Product & Volume** New Logo

Year 0

Year 1

Volume Expansion

Year 2

Year 3

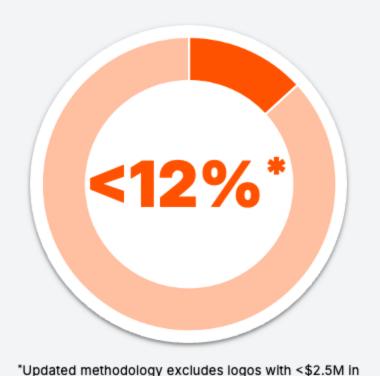
Volume Expansion

Land Mix Favors Product, but Expansion is More Influenced by Volume



On average, it can

# **New Logo Opportunity**



## Estimated U.S. Logo Capture

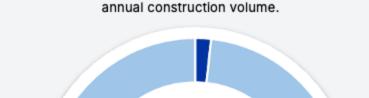
100K+ Addressable
Construction Logos in the
United States



~100K Global Owners in Active GTM Countries

Select Penetration Rates Within Each Stakeholder

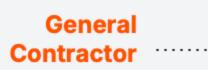
Owners span most major industries. We have seen early success (~25% of ARR) across corporations (ie Fortune 1000), energy, utilities, education, and healthcare.





260K+ Addressable Construction Logos in Active GTM Countries

**Logo Capture** 





31%
US MM+ GC Logos



**26%** ENR 600

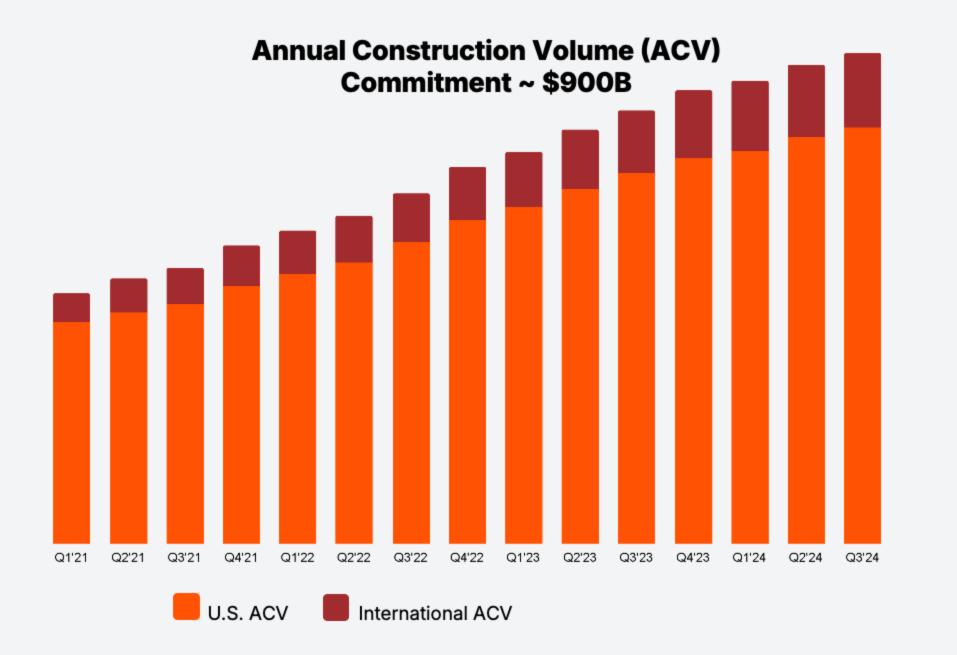
28%
US MM+ SC Logos

Note: Logo capture rates reflect our customer count as of September 30, 2024, as a percentage of the total estimated number of logos in Procore's addressable markets (or a specified subset thereof) with at least \$2.5M of annual construction volume, where the number of "captured" customers is defined as the aggregate number of entities (i) that have entered into one or more subscriptions with us that have recurring charges for which the term has not ended as of September 30, 2024, or (ii) with which we are negotiating a subscription renewal. Active go-to-market countries where we are actively pursuing new customers and do not include countries where we only sell via inbound demand. Logo estimates by region and stakeholder are based on Procore calculations using data from the U.S. Census Bureau, Frost & Sullivan, and D&B Hoovers. "ARR" refers to annual recurring revenue. Refer to the appendix for the definitions of customer count and annual recurring revenue. Contractor ENR 400 and Specialty Contractor ENR 600 metrics are based on the 2023 ENR cohort.

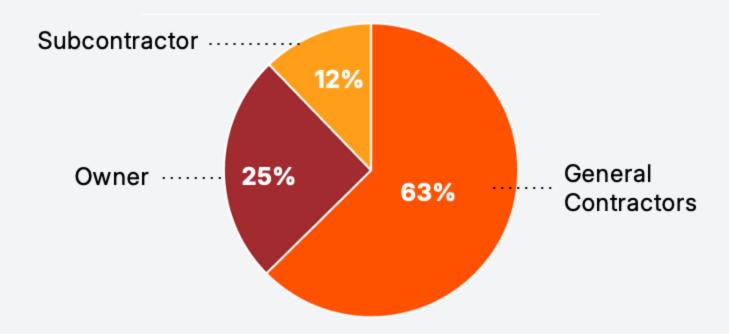


## Volume Upsell Opportunity

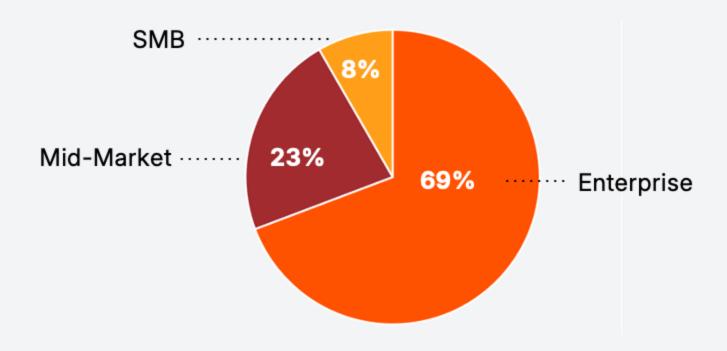
Today we only have ~45% of our customer's total ACV



### **ACV Commitment by Stakeholder**



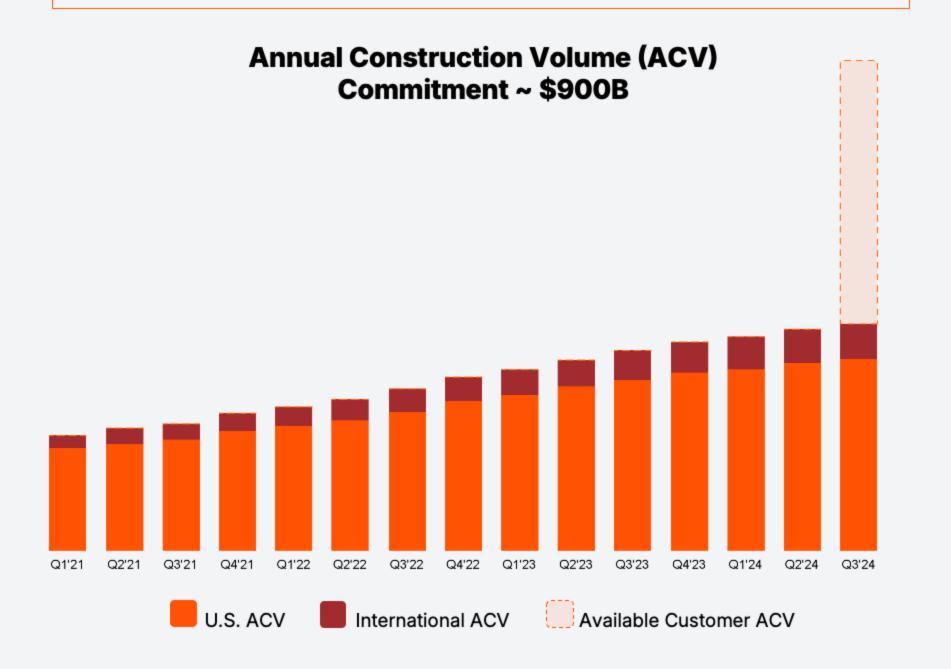
#### **ACV Commitment by Customer Size**



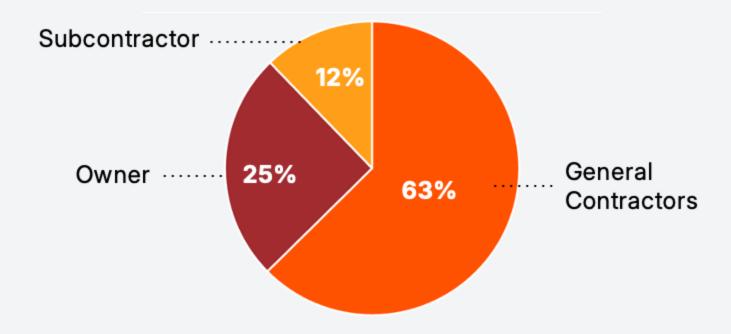


## Volume Upsell Opportunity

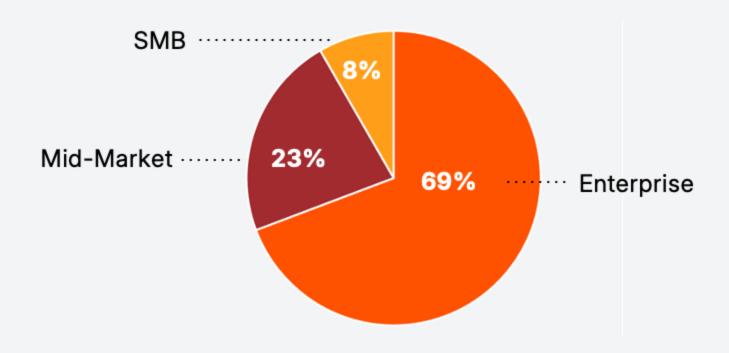
Opportunity exists to capture an incremental \$1T+ of ACV from existing customers



#### **ACV Commitment by Stakeholder**

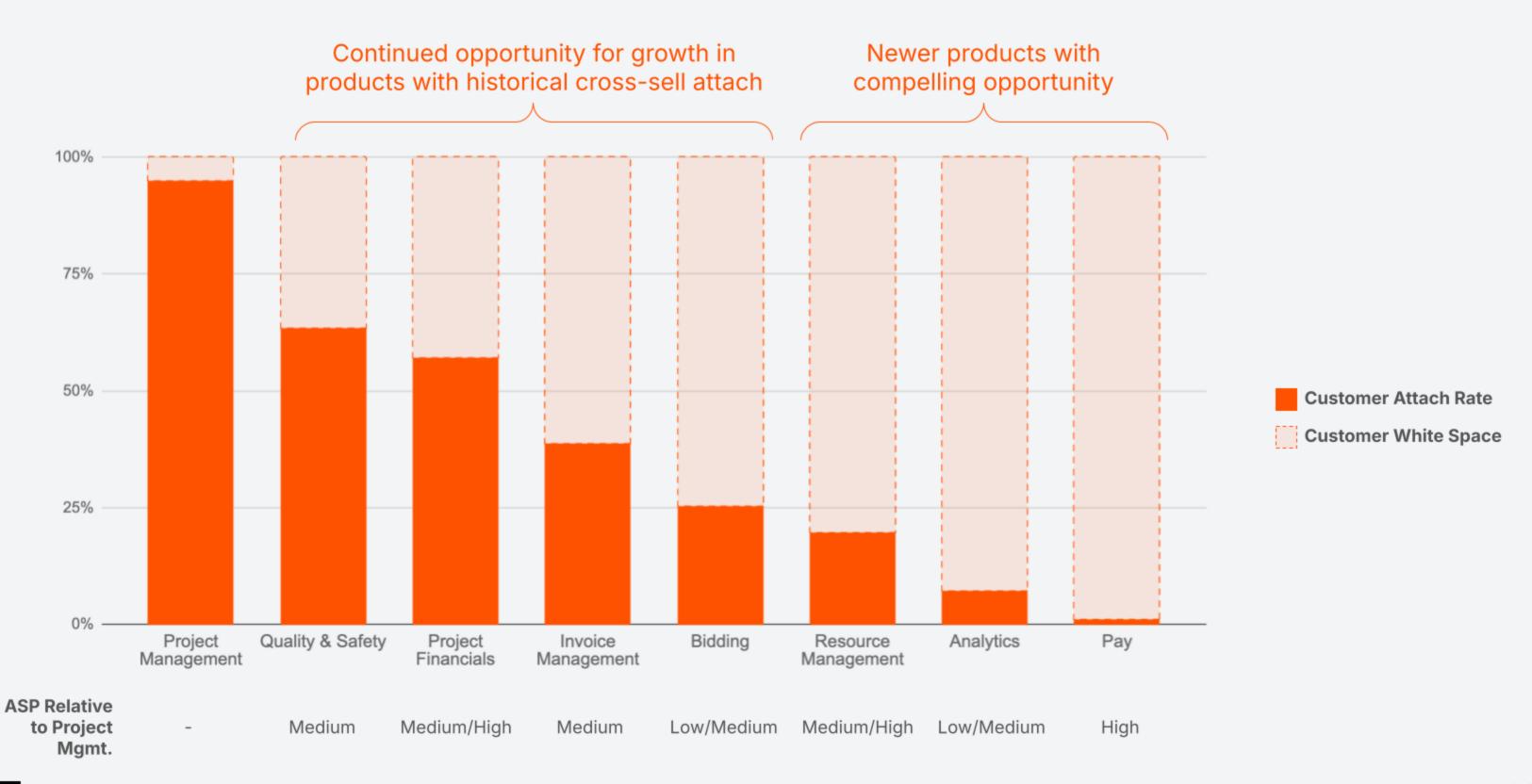


#### **ACV Commitment by Customer Size**





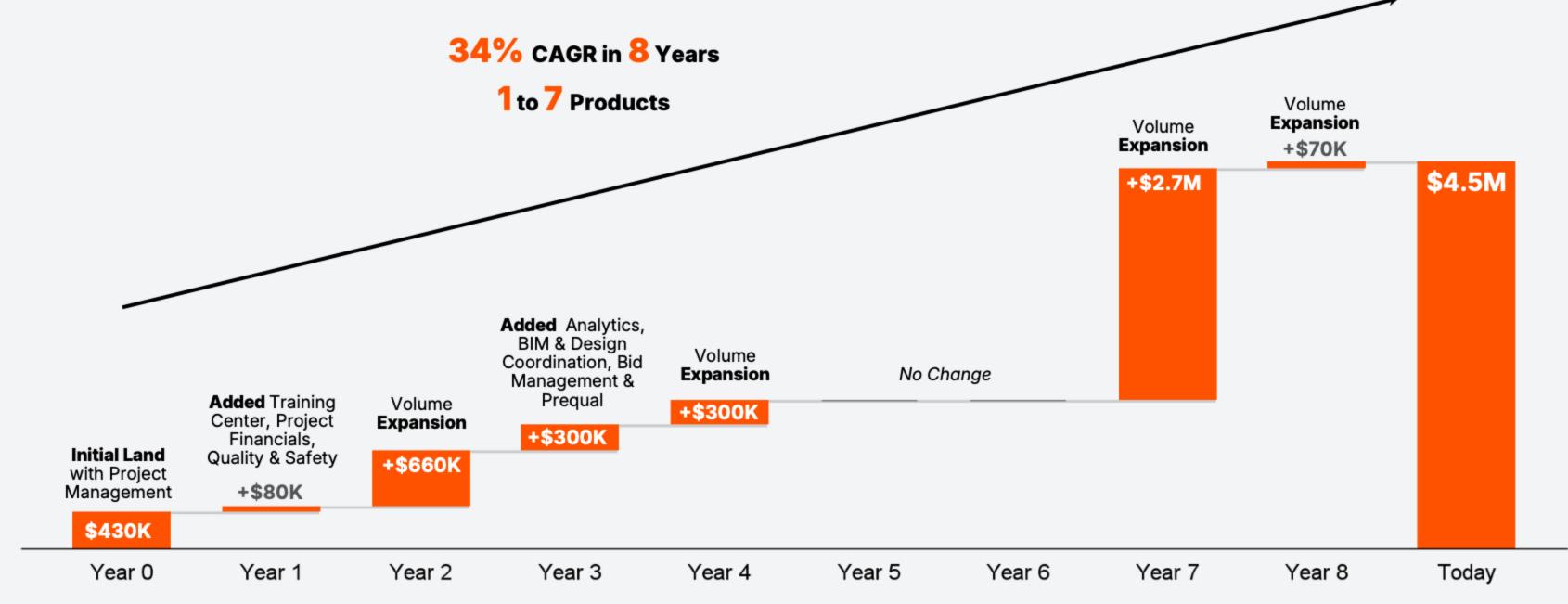
# **Product Cross-Sell Opportunity**





# Land & Expand Case Study

**Enterprise Owner with ARR of \$4.5M+** 

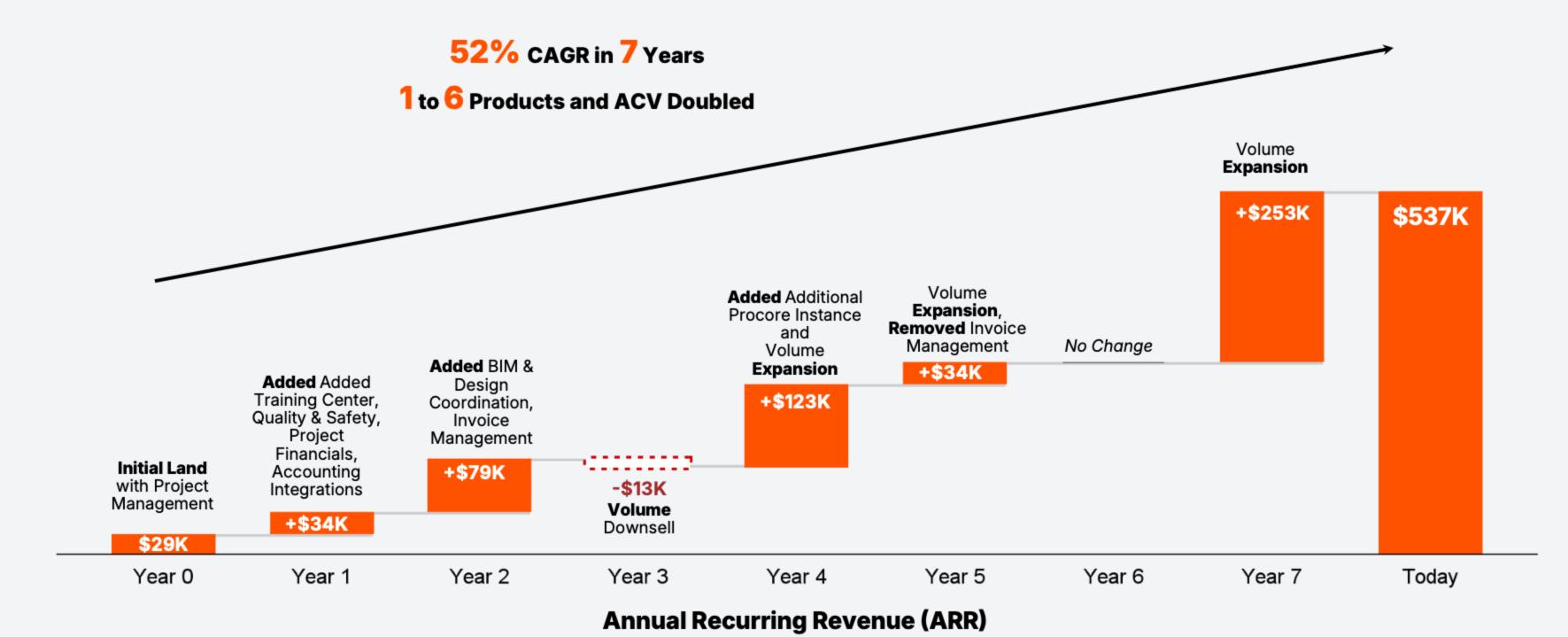


**Annual Recurring Revenue (ARR)** 

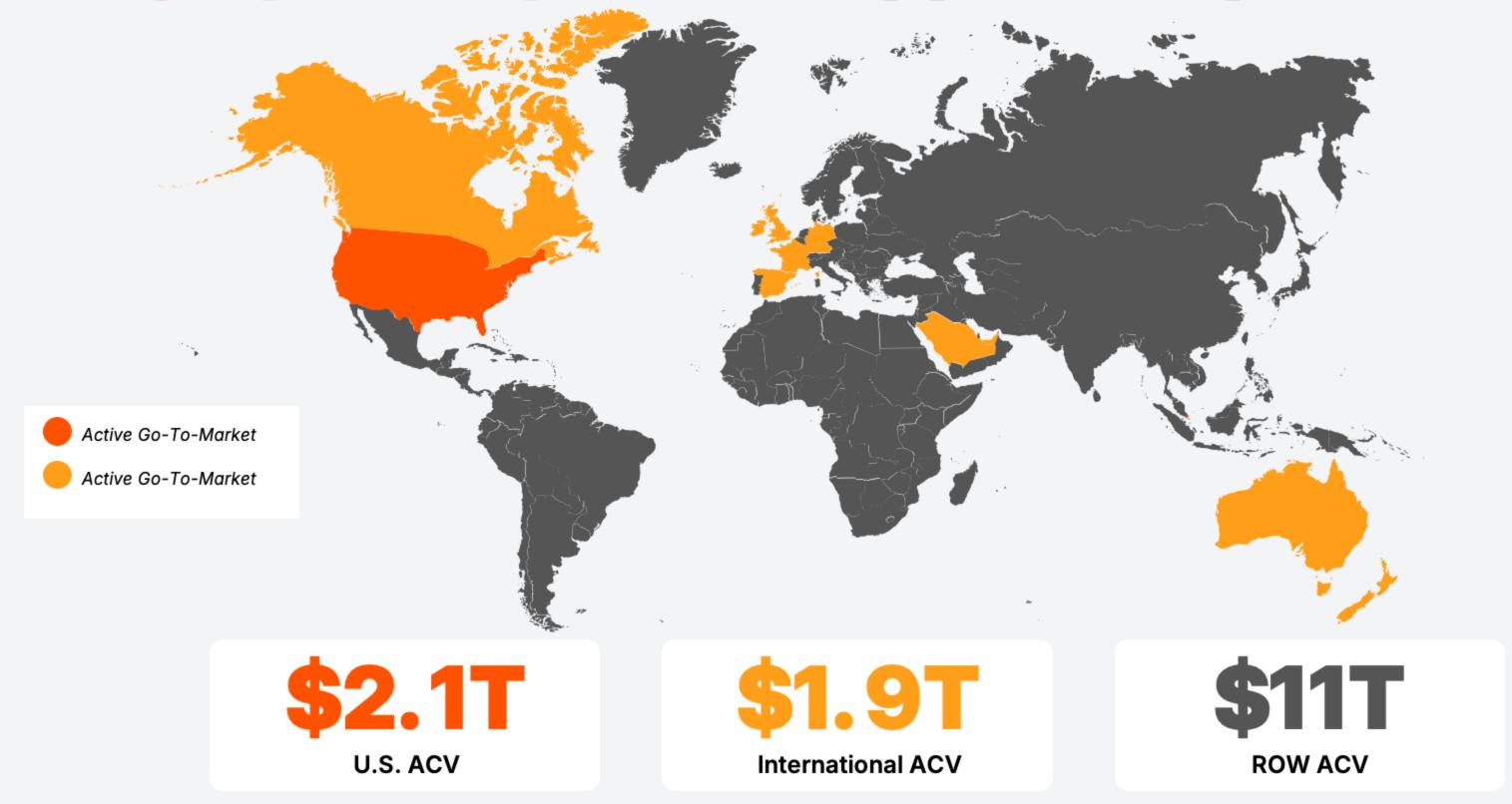


# Land & Expand Case Study

Mid-Market GC with ARR of \$500K+

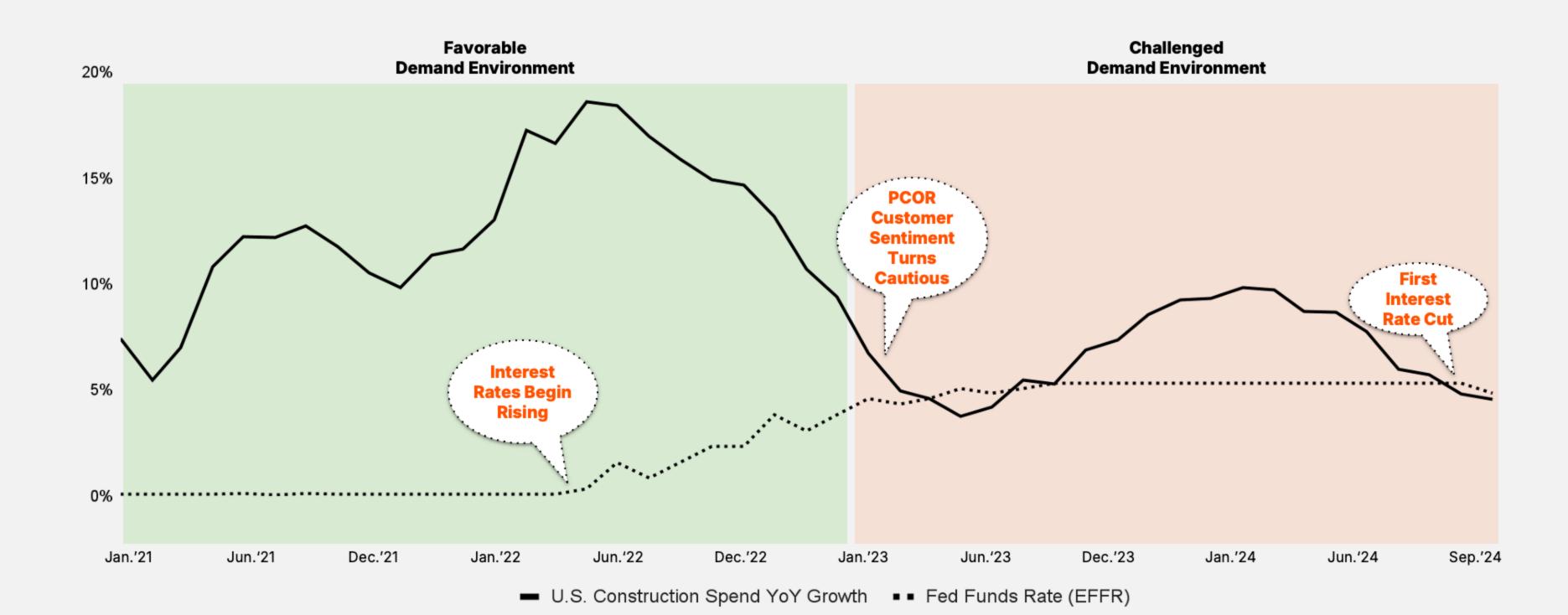


# **Geographic Expansion Opportunity**





## Construction is Growing, but is Cyclical





# **Combined Opportunity**

Pursue New Geographies

Several Large
Countries Remaining w/
trillions of ACV available
across all stakeholders

Expansion via Product Cross Sell Avg Customer can 2x the # of Products Attached (3-4 → 6-8)

**Expansion via Volume Upsell** 

~55% of Current Customer Annual Construction Volume (~\$1T) Remains Available

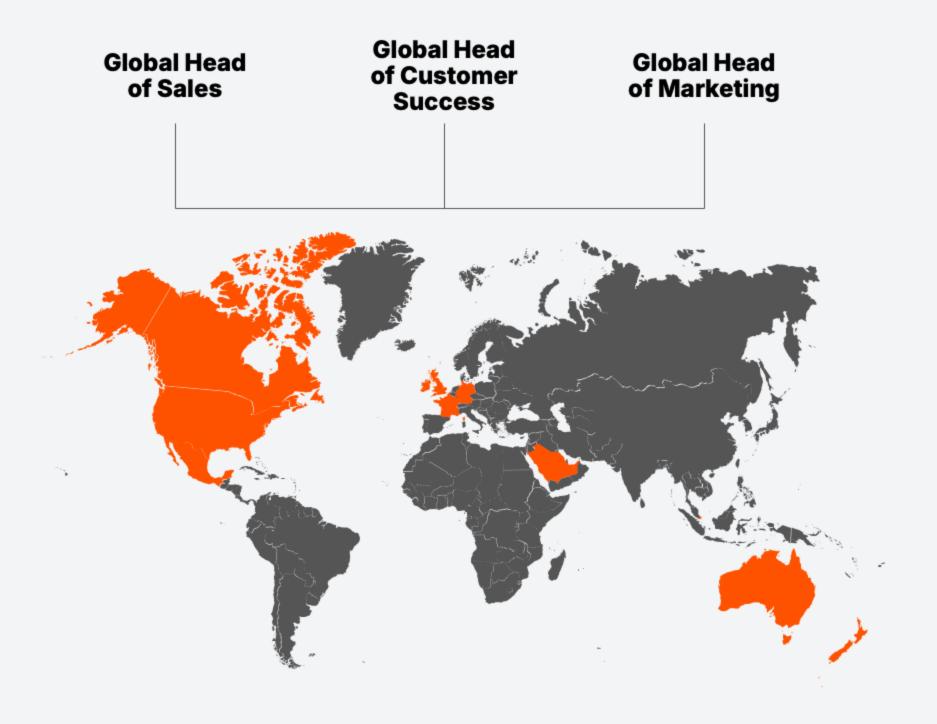
Win New Customers

~360K Addressable Logos Across Active GTM Countries (vs <17K current customers)





### **Previous Go-To-Market Model**



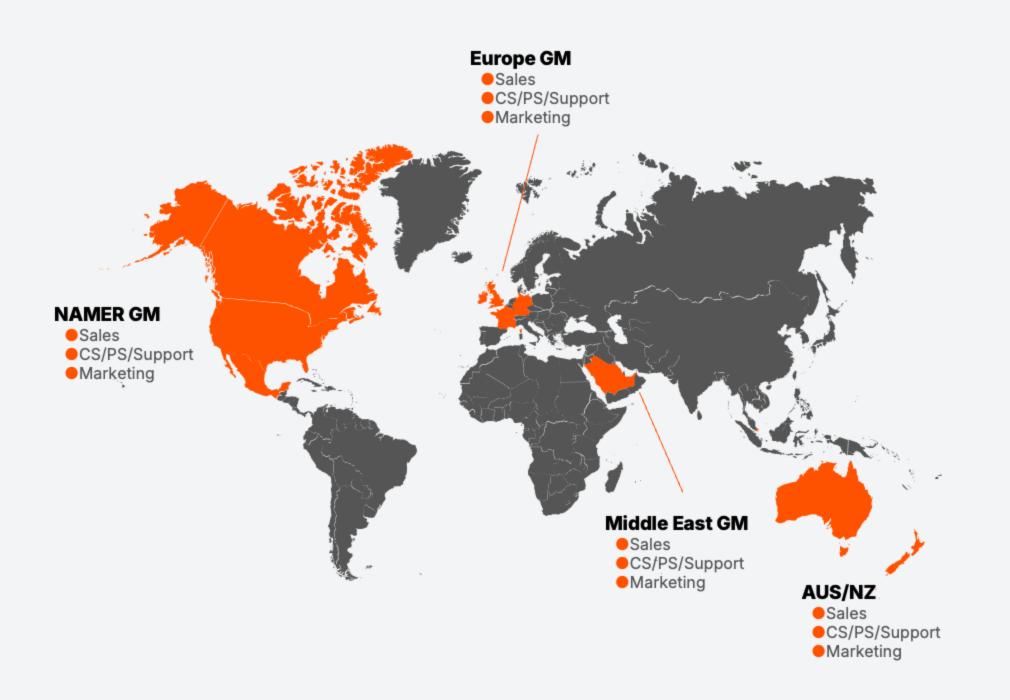
#### **Model Limitations:**

- + Single/global approach to all regions
- Matrix organization design
- Disproportionate US focus
- + Generalist AEs only, no Product Overlays

While this model enabled us to exceed \$1B+ in annualized revenue, we believe improvements will enable us to achieve multi-billion in revenue



## **New Go-To-Market Model**



#### **Benefits of Model:**

- Local approach determined by regional GM
- + GMs responsible for entire GTM motion
- Dedicated GMs for each region
- + Generalist AEs & Product Overlays

Enhanced customer experience that is local and maximizes the value and breadth of the platform.

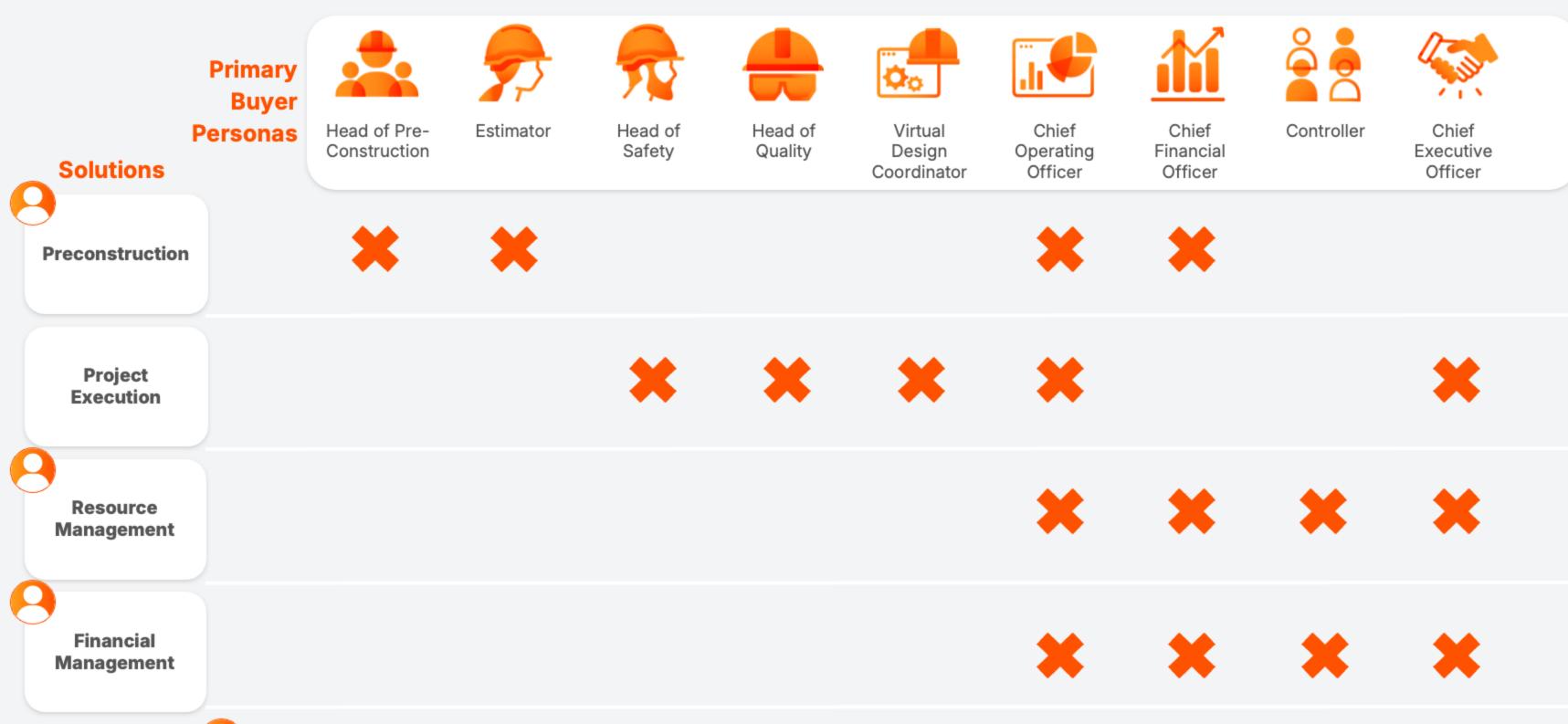


## Bespoke Approach by Geography

	NAMER	AUS/NZ	Europe	Middle East	
PCOR Brand Recognition	High	Med	Low	Low	
Industry Volume & Logo Fragmentation	High	Med	Low	Low	
Industry Regulation & Complexity	Low	High	High	Med	
Primary GTM Motion	Expansion	New Logo	New Logo	Focused New Logo	
Primary GTM Stakeholder	Multi-Stakeholder	ENT GCs	MM/ENT GCs	ENT Owners	
Competitive Dynamic	Greenfield & Fragmented	Legacy Incumbent	Greenfield & Fragmented	Greenfield & Legacy Incumbent	



## **Multiple Buyer Personas**





**Technical Overlay Specialist** 

## Delivering Value

#### **Expected Customer Benefits**

- + Deeper account coverage from Procore
- + Greater access to platform specialists
- + Higher platform adoption → higher ROI
- + Higher ROI → digitize additional
   processes and further consolidate their
   technology stack

#### **Expected Procore Benefits**

- + Deeper account relationships
- + Stronger platform adoption
- + Higher retention and expansion rates
- + Stronger and more durable revenue growth
- + Higher margins and per share performance



## Case Study: "Swarmed" Account

**Customer:** 

## **Enterprise Specialty Contractor**

**Before** 

\$160K

ARR

**\$100M** ACV

**After** 

#### Adopted and/or Expanded:

- Added Quality & Safety
- Added BIM & Design Coordination
- Added Bidding
- Tripled Volume Commitment

Total ARR:

Total ACV:

\$365K

\$300M

**ARR Uplift:** 

125%+



## Case Study: "Swarmed" Account

**Customer:** 

## **ENR 100 General Contractor**

**Before** 

\$670K

ARR

**\$1B** ACV

**After** 

#### Adopted and/or Expanded:

- Added \$1B in Annual Construction Volume Committed
- Added Advisory Services

Total ARR:

Total ACV:

\$1.4M

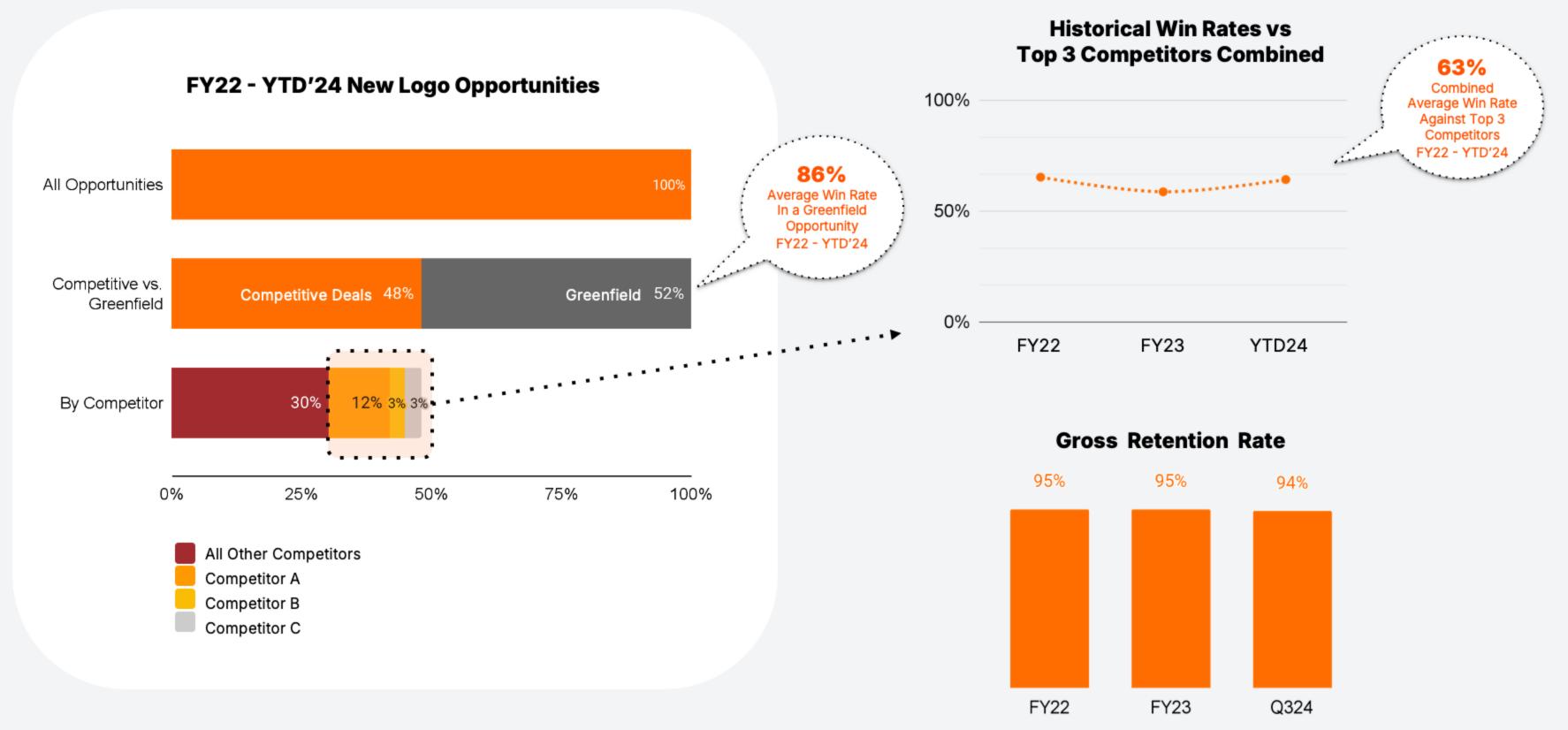
\$2B

**ARR Uplift:** 

105%+



## **Consistently Strong Win Rates**





### **Transition Milestones**

#### August 2024

#### **Transition Begins**

New roles identified and hiring effort began. Enablement and change management provided to organization. General Managers assumed new scope and began forming their leadership teams.

#### Q12025

## Begin Operating in New GTM Model

Territories and compensation plans distributed. Newly structured teams (w/ product overlays) are formed and begin updating customer account plans and pipeline.

#### H<sub>2</sub> 2025

#### **Operate & Execute**

Begin to see benefits in latter half of FY25 as organization operates within the new GTM model.

#### **July 2024**

## Announce New GTM Model

Communicated the vision, changes and rationale to internal and external stakeholders.

#### Q4 2024 (Current Phase)

#### **Change Management**

Minimizing disruption, delivering enablement, system readiness, and sales leadership finalize detailed planning.

#### H12025

## **Transition Project Largely Complete**

Hiring, enablement and change management executed.



# Procore Platform -Customer Journey Wyatt Jenkins | Chief Product Officer **PROCORE**

#### The Unified Platform

#### **SOLUTIONS**



#### Preconstruction

**Bid Management** 2D/3D Takeoff Estimating Prequalification **Design Coordination** 



#### **Project Execution**

**Project Management** Safety Quality Field Scheduling Closeout



#### **Resource Management**

**Field Productivity** Workforce Planning **Equipment Management Materials Management** 



#### **Financial Management**

Pay **Payment Applications Accounting Integrations** 

**Project Financials** 

#### PLATFORM CAPABILITIES

#### **♦** BIM

- Models
- Design Plugins

BIM Data

- Field Viewer

#### **■** Document Management

- Documents Specifications
- Drawings Photos & Videos

#### **軸 Assets**

- Asset Register
- Asset Data

#### Collaboration

- Conversations
- Connectability
- Notifications

#### ☐ Field Solutions

- Mobile
- Reality Capture
- Tablet
- AR/Glasses

#### Maps

- GIS Data
- Locations

#### A Enterprise Flexibility

Workflows

Customization

- Attribute-based Permissions

#### Ecosystem

- App Marketplace Integrations
- Open API

#### → AI

- Insights & Benchmarks Agents & Automation
- Copilot

#### **M** Analytics

- 360 Reporting
- Advanced Analytics

#### **△** Secure & Compliant Zones

- Regional App Zones
- Regional Data Zones
- Government Zones



# Construction Technology Maturity Curve

Technology Proficient

Proficient

New Standards meet Mobile Tech **Transformed** 

Leader

Data-driven decision excellence

Technology Basic

Evolving

Building digital foundations

Building with context

**Proactive** 

**Advanced** 

Manual

Reactive

Paper trails, reactive plans



Where is your company?



## **Momentum on Network Activation**

#### **Example Project Types**













Transportation









~17,000 Procore customers as of Q3 2024



716,000+

**Collaborator Companies:** GCs, SCs, Owners, Architects, Engineers, Suppliers, & Insurers

"With Connectability I was able to sync 1,800 drawings in about 20 minutes or so. Without Connectability, it probably would have taken me the whole day and more. This tool is working well for us and we are grateful this solution is part of the platform."

- Brian K. Zook, Senior Project Engineer at Smucker Company



## Value for Every Stakeholder

#### **General Contractors**

Delivering projects on time and on budget

#### **Specialty Contractors**

Enabling teams to work efficiently, optimize productivity, and maximize profitability

#### **Owners**

Enabling insights across a portfolio of investments

#### **Procore Solutions and Platform Capabilities**

- Project Management
- Project Financials
- Section 2
- **Quality**
- Analytics
- Invoice Management
- Bid Management
- **Safety**

- Resource Management
- Project Management
- 🔓 💂 Collaboration
- Project Financials
- Field Solutions
- iii Field Scheduling
- **Estimating**
- Maps & Locations

- Project Financials
- Analytics/Insights
- Portfolio Planning
- Risk Management
- Asset Management
- Integrated Schedule
- Quality Assurance
- Estimating and Bidding



## Value for Every Stakeholder

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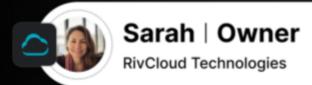
- Project Management
- Project Financials
- Collaboration
- **Quality**
- **Analytics**
- Invoice Management
- **Bid Management**
- Safety

- Resource Management
- Project Management
- 👱 💂 Collaboration
- Project Financials
- Field Solutions
- Field Scheduling
- **Estimating**
- Maps & Locations

- **Project Financials**
- Analytics/Insights
- Portfolio Planning
- Risk Management
- Asset Management
- Integrated Schedule
- Quality Assurance
- Estimating and Bidding



## Conceptual Estimate



Owner develops a cost model to create a conceptual estimate with comparable projects.

#### **ា Similar Historic Projects**



### Phoenix, AZ 1,000,000 sqft Nov 04, 2019

## Your Company \$160 / sq ft +/- \$10 Industry Benchmarks \$155 / sq ft +/- \$10

Industry benchmark data from

similar sized projects.

♦ Al Industry Benchmark

#### • Houston, TX 1,000,000 sqft

Your Project Estimation

1,500,000 31,11
And the second s
1 the sale health and the sales are
The same of the sa
Duranham Dark Data Cantar
Burnham Park Data Center
<ul> <li>1010 W Data Rd, Houston, TX</li> </ul>

<b>Building Materials</b>	\$1,148,886,880
Concrete (18%)	\$206,800,640
• Steel (22%)	\$252,754,710
Masonry (7%)	\$80,421,880
• Roofing (4%)	\$45,955,470
Mechanical (9%)	\$103,399,820
• Electrical (7%)	\$80,421,880
a Diumbina (6%)	¢69 033 210

Estimated Cost \$2,108,049,320

**Start Initial Estimate** 

#### **Nexus Data Center**

• 6550 Bertner Ave, Houston, TX

Riverview Data Center

◆ 1021 Tech Drive, Spring, TX

\$1,029,050,000	
\$185,229,000	
\$226,391,000	
\$72,033,500	
\$41,162,000	
\$92,714,500	
\$72,033,500	
\$61.743.000	
\$1.871B	

→ Building Materials

Concrete (18%)

Steel (22%)

Masonry (7%)

Roofing (4%)

Mechanical (9%)

Electrical (7%)

Plumbing (6%)

**Project Cost** 

#### \$1,127,780,000 \$995,515,000 \$202,600,400 \$179,192,700 \$248,114,600 \$219,213,300 \$69,686,050 \$78,944,600 \$45,111,200 \$39,820,600 \$101,500,200 \$89,596,350 \$78,944,600 \$69,686,050 \$67,666,800 \$59,730,900 \$1.793B \$2.108B

## 3D Takeoff Through BIM



The GC's VDC team creates a 3D model to utilize for takeoffs within Procore's Estimating solution.



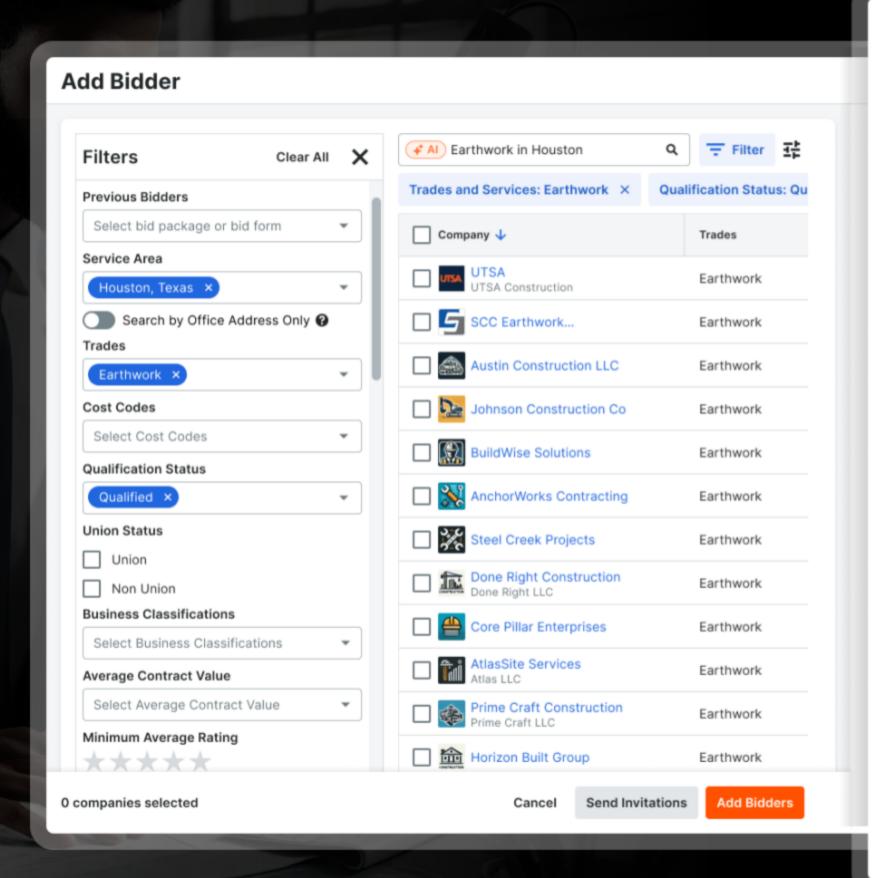
#### **Detailed Design** Takeoff Estimate Q : Takeoffs **Model Objects** + Add = Filter More ▼ Auto-Takeoff Filter More ▶ □ 01 - General Conditions Air Terminals D 02 - Earth Work ▶ ☐ Ceilings ▼ 03 - Concrete ▼ □ Doors ▼ 03 11 00 - Concrete Forming ▶ □ Door-Curtain-Wall-Double-Storefront 03 11 13 - Structural Cast-in-Place Conc... 0 0 ft ▶ Door-Exterior-Double-Two\_Lite 03 11 16.13 - Concrete Form Liners 0 0 ft ▶ □ Door-Exterior-Single-Two\_Lite 03 11 19 - Insulated Concrete Forming one of t ▶ □ Door-Passage-Single-Flush 03 11 23 - Permanent Stair Forming onumber of the original of ▶ □ Door-Passage-Single-Full\_Lite Foundation ▶ □ 03 20 00 - Concrete Reinforcing ▶ ☐ Roof ▶ □ 03 30 00 - Cast-in-Place Concrete ▶ ☐ Railings ▶ □ 04 - Masonry ▶ ☐ Site D 05 - Metals Walls ▶ 06 - Wood, Plastic, and Composites ▶ ☐ 07 - Thermal and Moisture Protecti... ▶ ☐ Windows

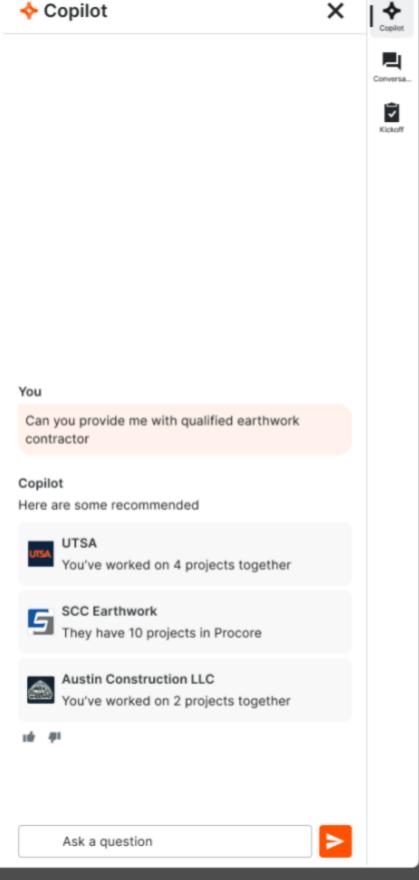


### GC Bidding Network



Bid package is created from estimate. The GC can use natural language filtering in the bidding network, but Copilot has already recommended qualified contractors for invite to bid.







# It Only Takes One Issue to Stop the Work



Earthwork SC finds a water table issue while digging for foundations.

He confirms this will impact the foundations and mechanical room with AR.



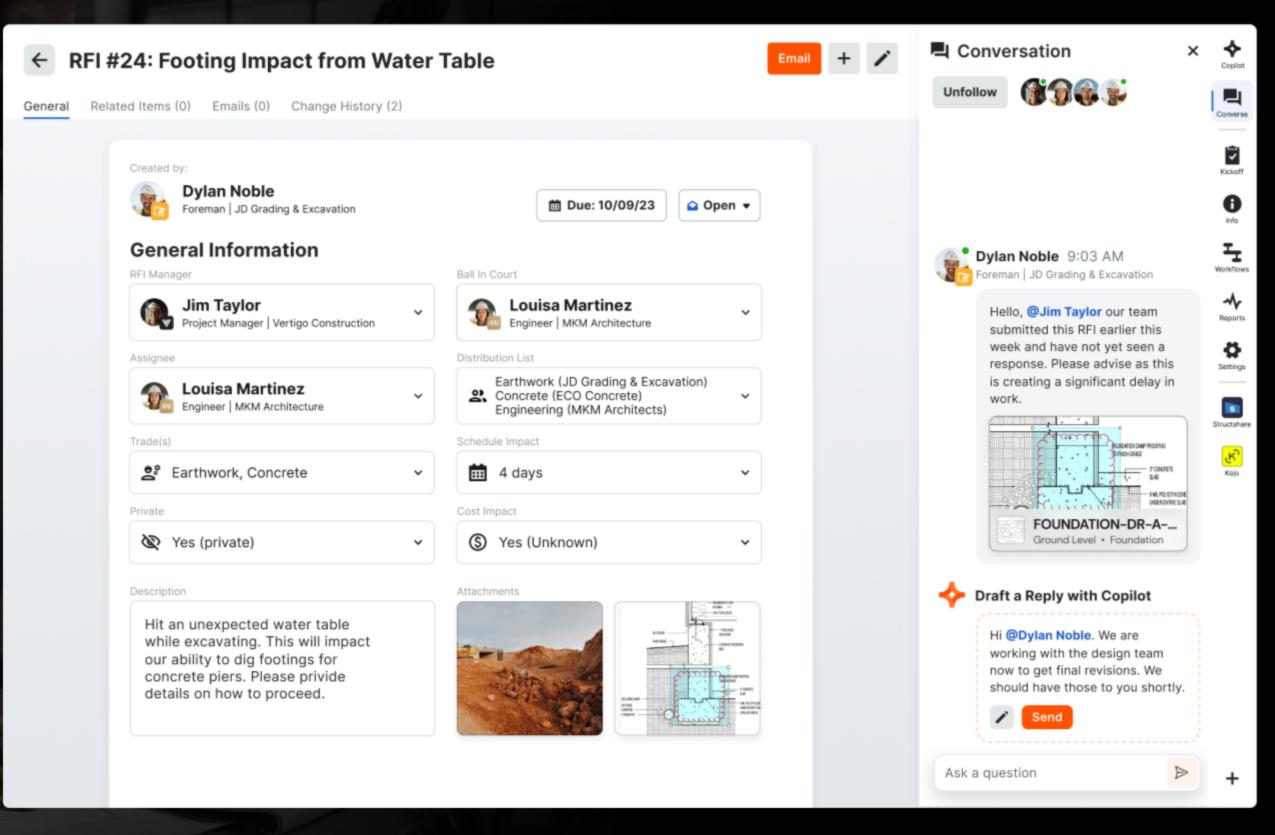


# Real-Time Decisions Using RFI and Conversations



RFI processed in real time. Procore Conversations connects everyone immediately.

Game-time decisions are made quickly.



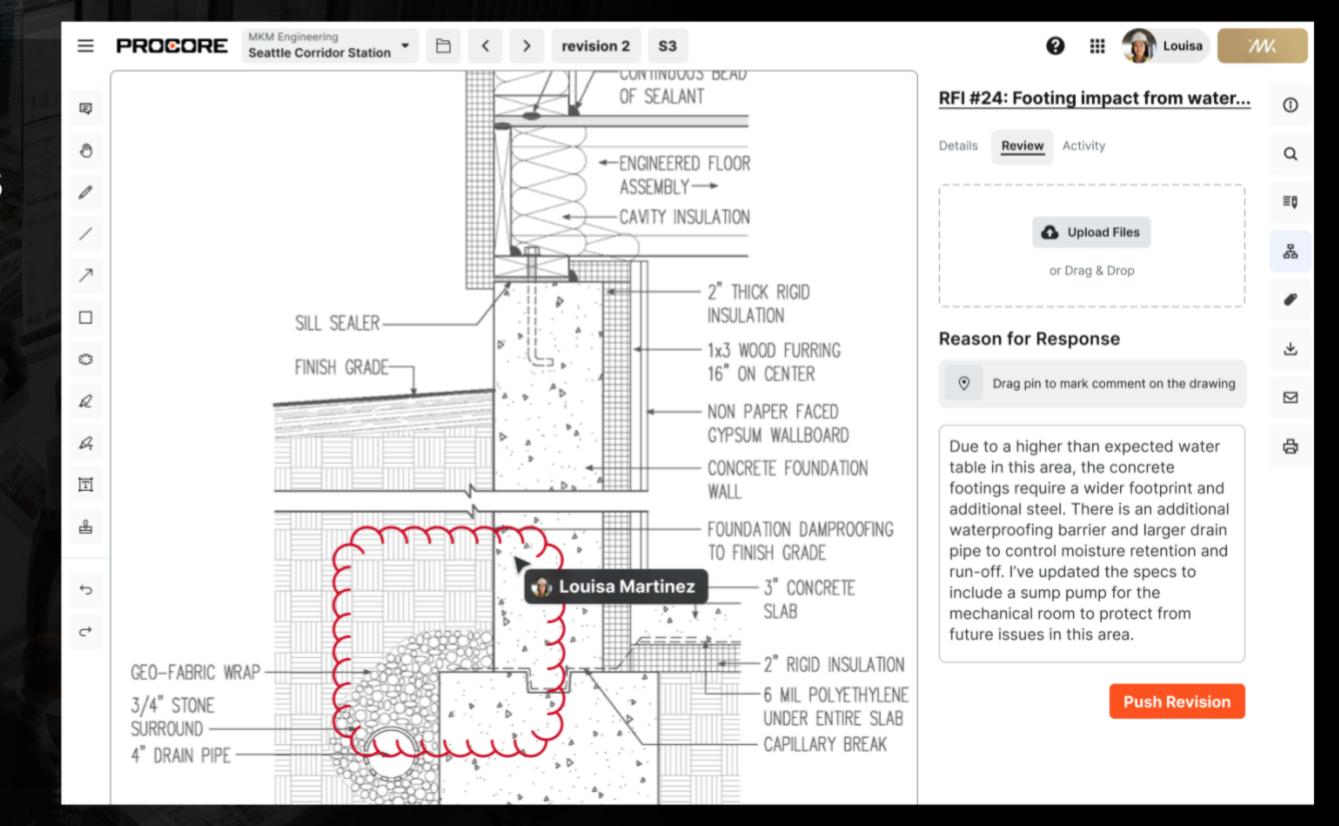
## **Engineer Quickly Updates Drawings**



Updates drawings via response to the RFI.

Engineer notes a change order is needed, and we need to add a sump pump as part of the change to protect from future issues.

Change Order needs approval before work can begin again.

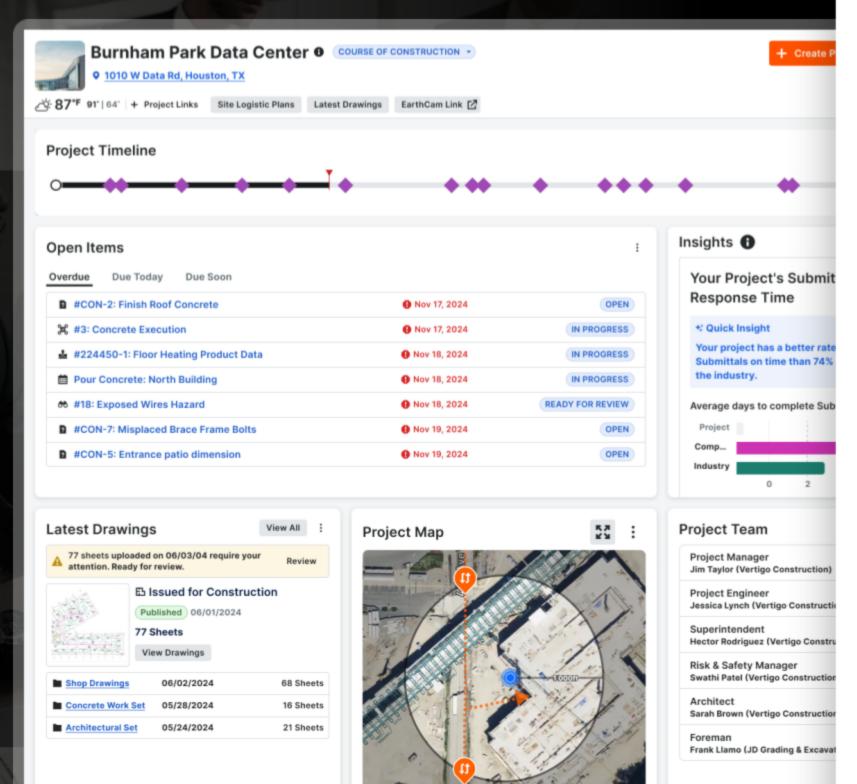








When GC logs in, they see multiple items to deal with in a single, organized view. Copilot suggests a resequencing to resolve the constraint without impacting the critical path.

















After reviewing your project schedule this morning we found 1 constraint blocking an activity on your schedule.

 The SW Foundation installation on the southwest corner is blocked by SWF-RFI 24.

Adjusting your sequence to start your NE Foundation installation on 11/15/24, and start your SW Foundation installation on 11/21/24 will provide time to resolve the constraint without impacting the critical path.

Would you like Copilot to update the schedule with this sequence adjustment?

Suggested Actions

Yes, shift the dates so the NE Foundation installation to 11/15/24 and the SW Foundation installation to 11/21/24.

No, I will select the date

.

Ask a question





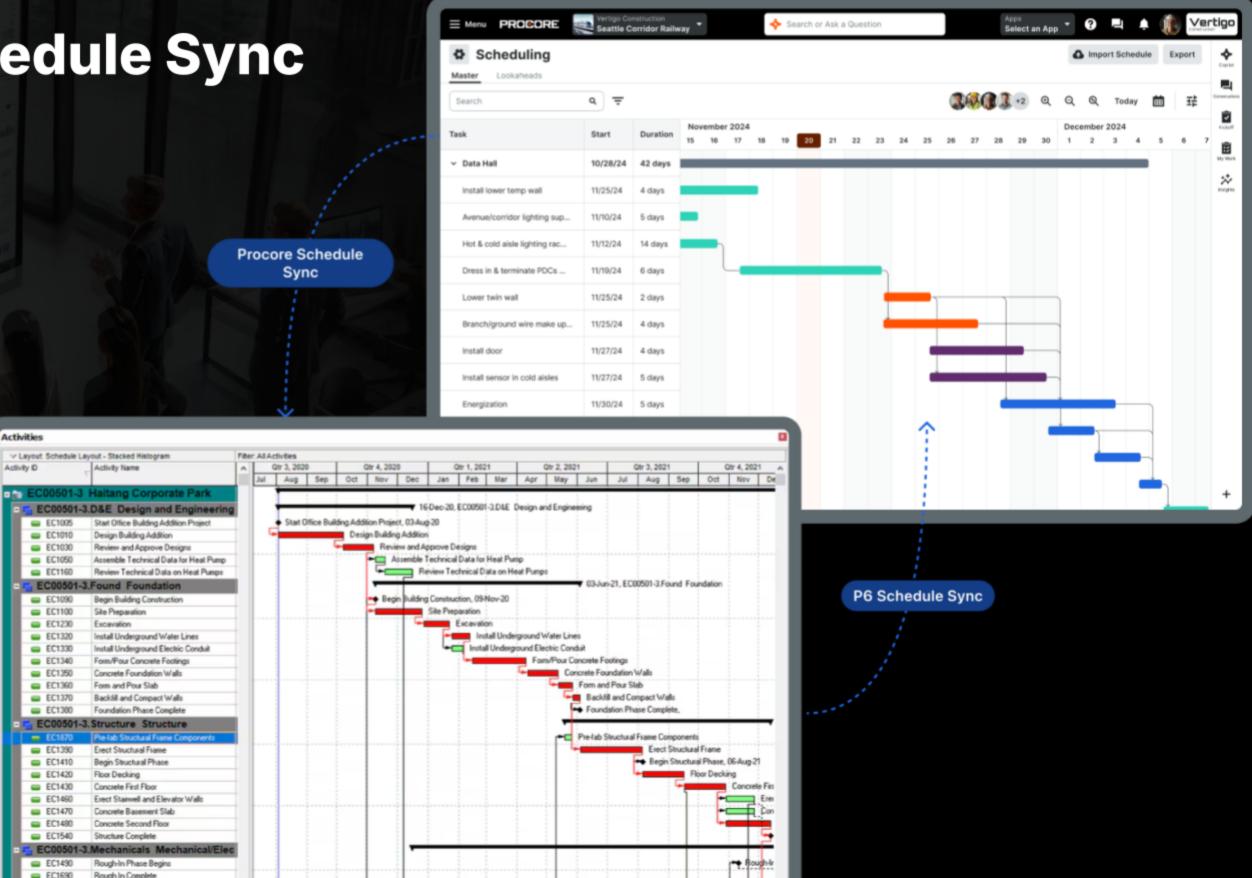
## Optional 2-way Schedule Sync

EC1520 Install Elevator Rails and Equipment



Minor adjustments are typically managed only in Procore.

This change was significant enough where all systems need the same information, so the GC PM uses the optional sync to push the change back to P6.





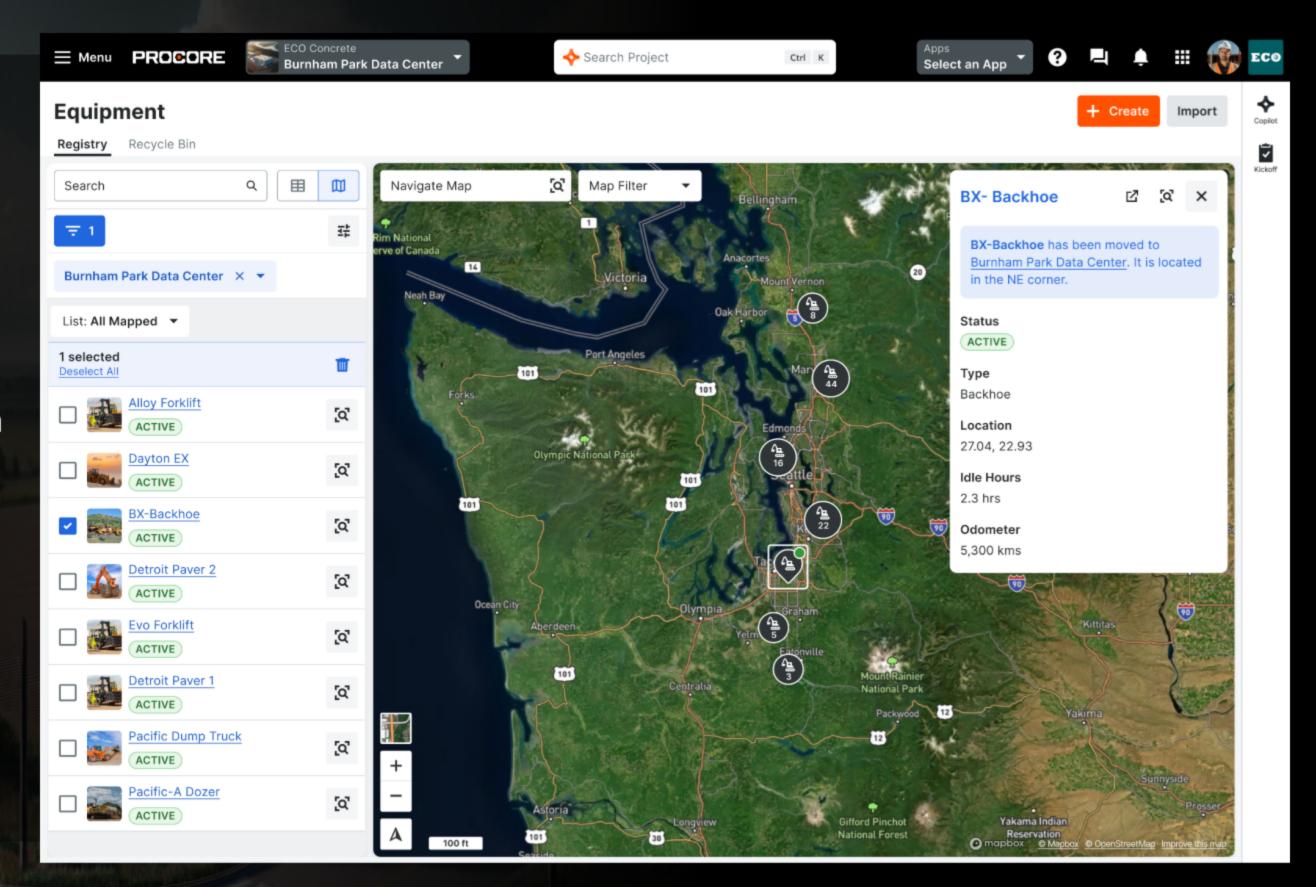
# Relocating Equipment on the Site



Concrete Superintendent logs on remotely to ensure his team is working in the correct location.

Equipment and crew have relocated to the NE corner per the schedule change.

Back on track, with no impact to critical path, so no project delay.





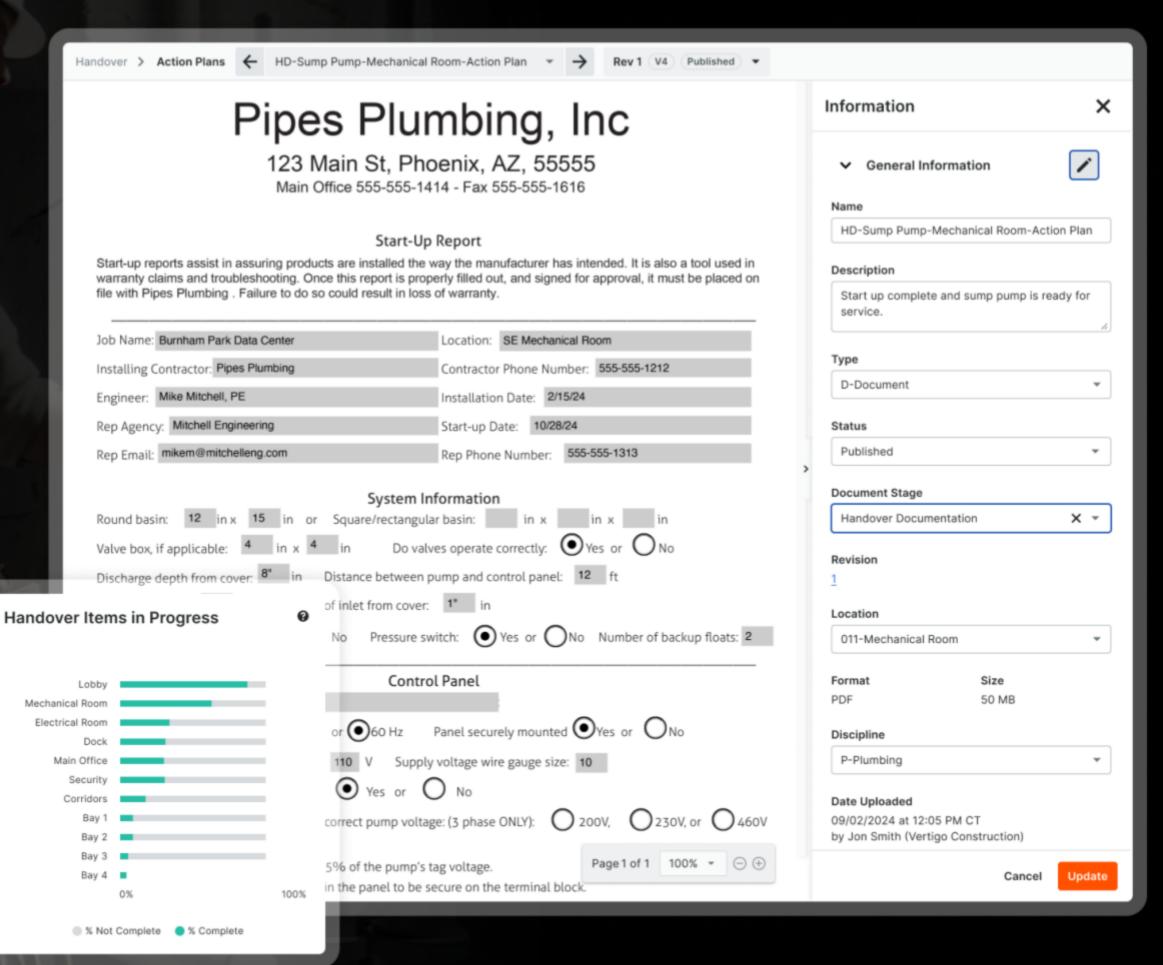
## **Handover Begins**



Plumber shares completed Action Plan for sump pump with the GC, indicating the unit is ready for service.

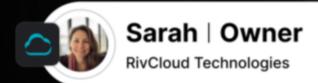
GC PM tags completed Action
Plan for Handover, automatically
adding the documents to the
Owner's package.

Analytics indicate all Handover activities are on track.



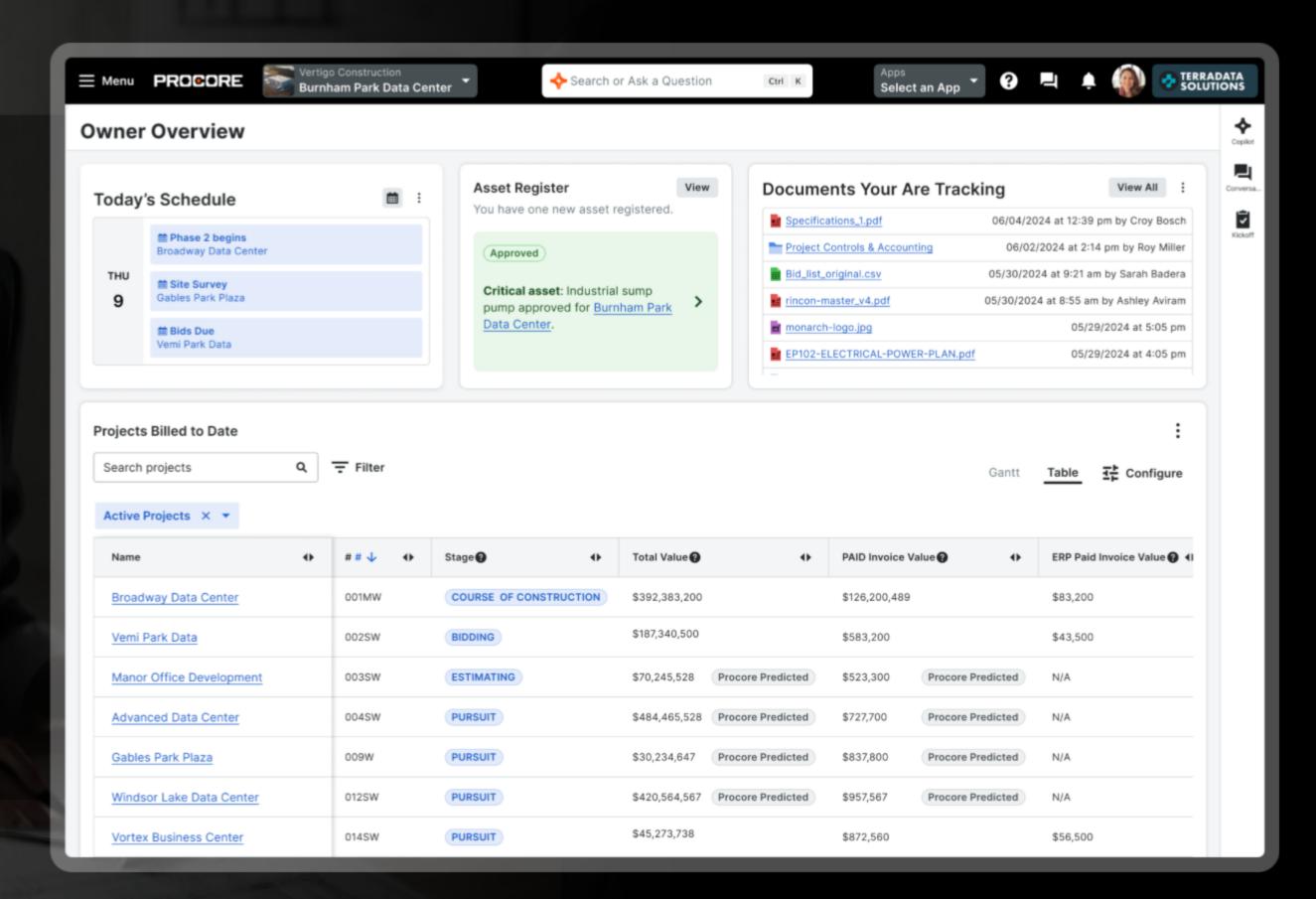


## Project Closing Out



Owner sees a full history of the project so no bottlenecks in billing.

Sump Pump shows up ready for service in Asset Register, indicating Handover is underway.





## Delivering Value to Each Stakeholder

#### **General Contractors**

Delivering projects on time and on budget



- + Reduce project delays and cost overruns
- Leverage historical data to improve schedule and forecast accuracy
- Improve communication to align all collaborators
- + Improve quality
- + Improve safety

#### **Specialty Contractors**

Enabling teams to work efficiently, optimize productivity, and maximize profitability



- Optimize resource management and allocation
- Leverage historical data to improve schedule and forecast accuracy
- + Streamline processes
- Optimize supply chain and inventory management
- + Improve communication to stay aligned with other collaborators

#### **Owners**

Enabling insights across a portfolio of investments



- + Increase cost predictability
- Control time to completion
- Gain real-time visibility across portfolio
- + Maintain commitment to quality
- Increase collaboration





## Customer Fireside

**Tooey Courtemanche** 

Founder, President & CEO | Procore Technologies, Inc.

Joseph (JJ) Haugland

President & COO | Haugland Group LLP

PROCORE



## CFO Objectives → FCF Per Share Growth





- New logo acquisition in both the U.S. and International
- Expand existing customers
  - Upsell via additional construction volume
  - Cross-sell via new products
- Optimize product development → GTM execution cycles



- Resources are allocated to the highest-ROI opportunities
- Strategically sequence the timing of investments and associated returns to foster sustainable growth
- Thoughtfully balance cash vs. equity
- Opportunistically repurchase shares (new)



- S&M: Improve GTM motions with consideration for growth-adjusted LTV/CACs
- R&D: Drive leverage via foundational platform capabilities
- G&A: Scale via automation and lower cost service centers



## **Capital Allocation Priorities**



1.

Organic & Efficient Growth

The first lever and investment priority continues to be organic and efficient revenue growth.

We have significant opportunity as the technology leader serving Construction. Our sufficient capital enables us to fund business objectives and **continue generating free cash flow**.

2.

M&A

#### The second lever is investment in M&A.

Our M&A strategy primarily focuses on accelerating our product roadmap with smaller, tuck in companies that are typically from our App Marketplace and already integrated in the Procore platform.

3.

**Capital Return** 

#### The third lever is returning capital to shareholders.

Our guiding principle is to repurchase shares to provide notable accretion to per-share targets and optimize long-term shareholder value.





## Stock Repurchase

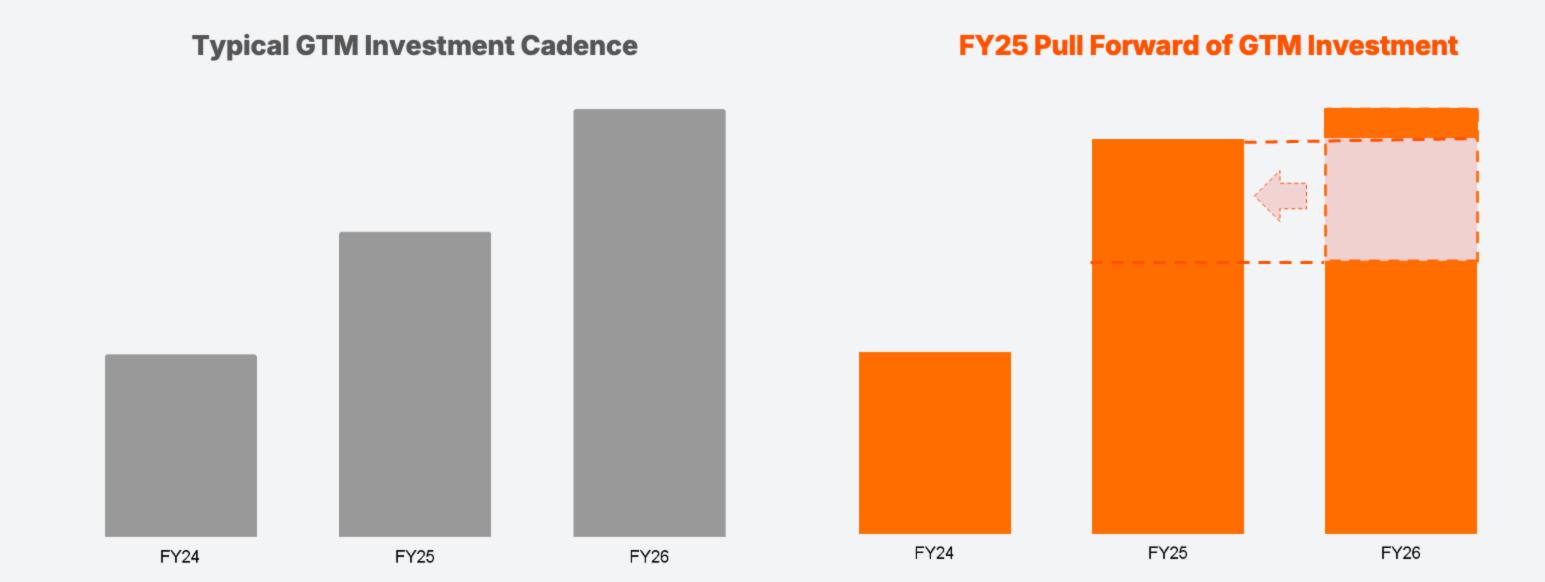
- +\$300M stock repurchase authorization
- +1 year term
- +To be deployed opportunistically depending on market conditions
- +Represents approx 40% of our cash, cash equivalents, and marketable securities balance<sup>1</sup>
- +Represents ~3% of our market capitalization as of November 15, 2024

Our guiding principle is notable accretion to per share targets to optimize long-term shareholder value





### Go-To-Market Investment Cadence



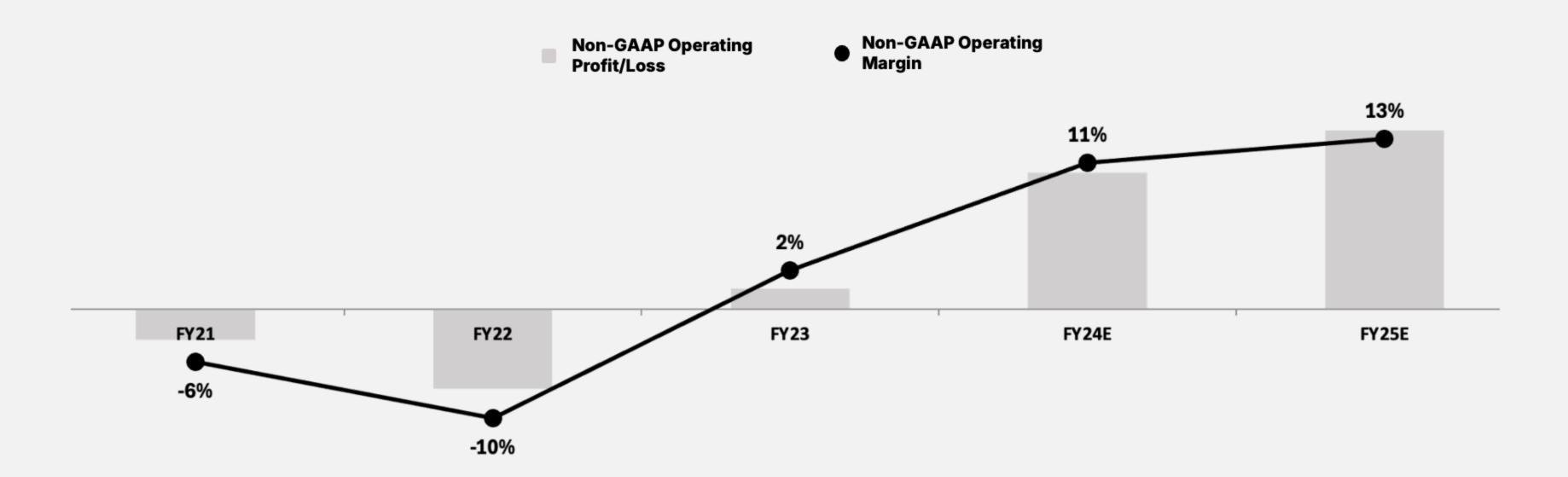
The GTM operating model transition will pull forward the investment we would have made in FY26, however, we intend to offset this investment with other efficiencies, therefore, FY25 S&M as a % of revenue is expected to be similar or lower than FY24 and this should position us for further efficiency gains in FY26



76









Note: Operating profit/loss and margin are non-GAAP measures. FY24E uses the high end of our guidance range. FY25E is based on our initial FY25 guidance. Shows fiscal year non-GAAP operating profit/(loss) and non-GAAP operating profit/(loss) as a % of revenue. Non-GAAP operating expenses and operating margin are calculated as operating expenses excluding stock-based compensation, amortization of acquired intangible assets, employer payroll tax related to employee stock transactions, and acquisition-related expenses. Refer to the appendix for a reconciliation of non-GAAP financial measures to the most directly comparable GAAP financial measures.

## **Progression of Efficiency**



Commitment to margin expansion, disciplined equity management and ultimately free cash flow per share improvement

#### 40% + FCF Margins

Best in class vertical margins

#### 25%+ FCF Margins

Realize further efficiencies via thoughtful onshore and offshore initiatives

#### **GAAP Profitability**

Equity discipline combined with operating efficiency

#### **Capital Return Program**

Return excess cash opportunistically based on market conditions to optimize FCF per share

#### **Non-GAAP Profitability**

Prioritizing operating efficiency in addition to top line growth

#### **Equity Management**

Shift compensation towards less equity; maintain dilution rates of 1%-3% depending on revenue growth

#### **Consistent Free Cash Flow**

Obtain scale in both GTM and operating efficiency; business begins to consistently generate excess cash



Note: The top three gray bars (referring to 40% + FCF margins, 25% + FCF margins, and GAAP Profitability) refer to forward-looking goals, and are not financial guidance. We have no timeline for when we may achieve any of these goals, and there is no assurance that we will achieve any or all of these goals. "FCF" refers to free cash flow. Free cash flow is a non-GAAP measure. Refer to the appendix for the definition of free cash flow and for a reconciliation of non-GAAP measures to the most directly comparable GAAP measures.

## **Key Takeaways**



#### **Construction is Massive**

Significant digitization opportunity provides durable long-term growth for a projected \$15T<sup>1</sup> industry



#### **Category Leader**

Our leading platform and industry partnership will continue to deliver strong customer ROI



#### **Financial Improvement**

We are committed to efficiency and per share improvement









## References and Definitions

#### ANNUAL CONSTRUCTION VOLUME (ACV)

When we refer to ACV with respect to our customers, we define ACV as the annual construction volume that our customers have contracted to run on the Procore platform.

When we refer to ACV with respect to a geographic location (such as a region or a country), we define ACV as the actual or projected annual construction volume spend in that particular location. Our estimates of the construction industry's ACV with respect to a specific geographic location are calculated by us using data from the U.S. Census Bureau, international government statistics agencies, advisory firms, Oxford Economics estimates, and D&B Hoovers data, and are limited to the following countries: Australia (as of Q1 2024), Canada (as of October 2023), France (as of 2023), Germany (as of 2023), Ireland (as of 2023), New Zealand (as of June 2024), Saudi Arabia (as of 2023), Spain (as of 2023), United Arab Emirates (as of 2022), United Kingdom (as of 2022), United States (as of July 2024). Please note that more countries are served than are represented by our data.

When we refer to Rest of World (ROW) ACV, we define ACV as the projected global construction ACV as of 2030 (see definition of TAM for details about how this is calculated), minus projected ACV for our active go-to-market countries (which are countries where we are actively pursuing new customers and which do not include countries where we only sell via inbound demand).

#### **ANNUAL RECURRING REVENUE (ARR)**

We define ARR at the end of a particular period as the annualized dollar value of our subscriptions from the specified customer or customers as of such period end date. For multi-year subscriptions, ARR at the end of a particular period is measured by using the stated contractual subscription fees as of the period end date on which ARR is measured. For example, if ARR is measured during the first year of a multi-year contract, the first-year subscription fees are used to calculate ARR. ARR at the end of a particular period includes the annualized dollar value of subscriptions for which the term has not ended, and subscriptions for which we are negotiating a subscription renewal. ARR should be viewed independently of revenue determined in accordance with GAAP and does not represent our U.S. GAAP revenue on an annualized basis. ARR is not intended to be a replacement or forecast of revenue.

#### **ANNUALIZED REVENUE RUN RATE**

Annualized Revenue Run Rate is measured by multiplying Procore's quarterly revenue as of a given date by the number four.



## References and Definitions

#### **CUSTOMER COUNT**

We define the number of customers at the end of a particular period as the number of entities that have entered into one or more subscriptions with us that have recurring charges for which the term has not ended, or with which we are negotiating a subscription renewal. An entity with multiple subsidiaries, segments, or divisions, is defined and counted as a single customer, even if there are multiple separate subscriptions. Customer count metrics exclude customers acquired from business combinations that do not have standard Procore annual contracts.

#### FREE CASH FLOW (FCF)

We define free cash flow as net cash provided by operating activities, less purchases of property and equipment and capitalized software development costs. We believes free cash flow is an important liquidity measure of the cash (if any) that is available, after our operating activities and capital expenditures. We use free cash flow in conjunction with traditional GAAP measures to assess our liquidity and evaluate the effectiveness of our business strategies.

#### **GROSS RETENTION RATE (GRR)**

To calculate our GRR at the end of a particular period, we first calculate the ARR from the cohort of active customers at the end of the period 12 months prior to the end of the period selected. We then calculate the value of ARR from any customers whose subscriptions terminated and were not renewed during the 12 months preceding the end of the period selected, which we refer to as cancellations. To calculate GRR, we divide (a) the total prior period ARR minus cancellations by (b) the total prior period ARR.

#### TOTAL ADDRESSABLE MARKET (TAM)

We view the construction industry's ACV as the primary factor informing our TAM because our revenue is driven by the value of the ACV that our customers have contracted to run on the Procore platform, and because changes in ACV are generally correlated with our revenue and growth opportunity. Our estimate of global construction ACV as of 2030 is based on a projection developed by Oxford Economics (see Oxford Economics: Future of Construction (September 2021), estimated global construction spend in 2030). Refer to the definition of Annual Construction Volume (ACV) for more information about how we calculate ACV with respect to a particular region or country.

#### **TOTAL ANNUAL RECURRING REVENUE (TOTAL ARR)**

We define Total ARR as the aggregate ARR across all given customer contracts in a referenced customer cohort.



## **GAAP to Non-GAAP Reconciliation**

(dollars in thousands)	FY21	FY22	FY23	FY24 YTD (Q3'24)	Q1'24	Q2'24	Q3'24	
(dollars in triousurius)		F122	F123	(Q3 24)	Q124	Q2 24	Q3 24	
Revenue	\$ 514,821	\$ 720,203	\$ 950,010	\$ 849,660	\$ 269,428	\$ 284,347	\$ 295,885	
Reconciliation of gross profit and gross margin to non-GAAP gross profit and non-GAAP gross margin:								
GAAP gross profit	\$ 416,509	\$ 571,787	\$ 775,548	\$700,882	\$ 223,705	\$ 236,246	\$ 240,931	
Stock-based compensation expense	8,094	7,253	11,491	11,056	3,185	3,683	4,188	
Amortization of acquired technology intangible assets	7,522	22,428	22,396	18,739	5,885	6,156	6,698	
Employer payroll tax on employee stock transactions	457	308	540	485	212	161	113	
Acquisition-related expenses	2	-	-	-	-		-	
Restructuring related charges	-	-	-	-	-		-	
Non-GAAP gross profit	\$ 432,584	\$ 601,776	\$ 809,975	\$ 731,162	\$ 232,987	\$ 246,246	\$ 251,930	
GAAP gross margin	81%	79%	82%	82%	83%	83%	81%	
Non-GAAP gross margin	84%	84%	85%	86%	86%	87%	85%	
Reconciliation of operating expenses to non-GAAP operating expenses:								
GAAP sales and marketing	\$ 308,511	\$ 424,976	\$ 494,908	\$ 390,286	\$ 120,994	\$ 127,922	\$ 141,370	
Stock-based compensation expense	(68,755)	(53,397)	(55,162)	(42,725)	(13,020)	(15,671)	(14,034)	
Amortization of acquired technology intangible assets	(3,600)	(12,425)	(12,425)	(9,475)	(3,106)	(3,145)	(3,224)	
Employer payroll tax on employee stock transactions	(2,325)	(1,955)	(2,766)	(2,867)	(1,264)	(788)	(815)	
Acquisition-related expenses	(488)	(1,725)	(2,483)	(1,448)	(448)	(1,000)	-	
Restructuring related charges	-	-	-	-	-	-	-	
Non-GAAP sales and marketing	\$ 233,343	\$ 355,474	\$ 422,072	\$ 333,771	\$ 103,156	\$ 107,318	\$ 123,297	
GAAP sales and marketing as a percentage of revenue	60%	59%	52%	46%	45%	45%	48%	
Non-GAAP sales and marketing as a percentage of revenue	45%	49%	44%	39%	38%	38%	42%	



## **GAAP to Non-GAAP Reconciliation (Cont.)**

	FY24 YTD						
(dollars in thousands)	FY21	FY22	FY23	(Q3'24)	Q1'24	Q2'24	Q3'24
GAAP research and development	\$ 237,290	\$ 270,982	\$ 300,571	\$ 223,698	\$ 70,599	\$ 72,308	\$ 80,791
Stock-based compensation expense	(85,040)	(63,262)	(68,275)	(49,684)	(13,735)	(17,628)	(18,321)
Amortization of acquired technology intangible assets	(2,674)	(3,528)	(2,757)	(2,008)	(675)	(665)	(668)
Employer payroll tax on employee stock transactions	(2,606)	(2,474)	(3,217)	(3,089)	(1,668)	(900)	(521)
Acquisition-related expenses	(1,348)	(5,549)	(6,370)	-	-	-	-
Restructuring related charges	-	-	-	-	-	-	-
Non-GAAP research and development	\$ 145,622	\$ 196,169	\$ 219,952	\$ 168,917	\$ 54,521	\$ 53,115	\$ 61,281
GAAP research and development as a percentage of revenue	46%	38%	32%	26%	26%	25%	27%
Non-GAAP research and development as a percentage of revenue	28%	27%	23%	20%	20%	19%	21%
GAAP general and administrative	\$ 156,635	\$ 166,283	\$ 195,746	\$ 157,077	\$ 51,018	\$ 50,792	\$ 55,267
Stock-based compensation expense	(65,272)	(38,974)	(44,406)	(39,602)	(11,729)	(13,961)	(13,912)
Employer payroll tax on employee stock transactions	(1,127)	(1,202)	(1,910)	(1,820)	(1,045)	(494)	(281)
Acquisition-related expenses	(7,442)	(2,128)	(35)	(614)	-	(563)	(51)
Restructuring related charges	-	-	-	-	-	-	-
Non-GAAP general and administrative	\$ 82,794	\$ 123,979	\$ 149,395	\$ 115,041	\$ 38,244	\$ 35,774	\$ 41,023
GAAP general and administrative as a percentage of revenue	30%	23%	21%	18%	19%	18%	19%
Non-GAAP general and administrative as a percentage of revenue	16%	17%	16%	14%	14%	13%	14%
Reconciliation of loss from operations and operating margin to non-GA	AP loss from operation	s and non-GAAP ope	rating margin:				
GAAP loss from operations	\$ (285,927)	\$ (290,454)	\$ (215,677)	\$ (70,179)	\$ (18,906)	\$ (14,776)	\$ (36,497)
Stock-based compensation expense	227,161	162,886	179,334	143,067	41,669	50,943	50,455
Amortization of acquired technology intangible assets	13,796	38,381	37,578	30,222	9,666	9,966	10,590
Employer payroll tax on employee stock transactions	6,515	5,939	8,433	8,261	4,189	2,343	1,730
Acquisition-related expenses	9,280	9,402	8,888	2,062	448	1,563	51
Restructuring related charges	-	-	-	-	-	-	-
Non-GAAP loss from operations	\$ (29,175)	\$ (73,846)	\$ 18,556	\$ 113,433	\$ 37,066	\$ 50,039	\$ 26,329
GAAP operating margin	(56%)	(40%)	(23%)	(8%)	(7%)	(5%)	(12%)
Non-GAAP operating margin	(6%)	(10%)	2%	13%	14%	18%	9%



## Free Cash Flow Bridge

(dollars in thousands)	FY21	FY22	FY23	LTM (As of Q3'24)	Q1'24	Q2'24	Q3'24
(dollars in thousands)	FTZI	FTZZ	F123	(AS 01 Q3 24)	Q1 24	Q2 24	Q3 24
Revenue	\$ 514,821	\$ 720,203	\$ 950,010	\$ 849,660	\$ 269,428	\$ 284,347	\$ 295,885
Computation of free cash flow and free cash flow margin:							
Net cash (used in) provided by operating activities	\$ 36,730	\$ 12,608	\$ 92,015	\$ 207,859	\$ 69,145	\$ 58,695	\$ 39,276
Purchases of property and equipment	(12,383)	(15,782)	(10,325)	(9,762)	(2,089)	(1,874)	(3,547)
Capitalized software development costs	(15,248)	(33,648)	(34,685)	(41,951)	(9,514)	(10,218)	(12,721)
Non-GAAP free cash flow	\$ 9,099	\$ (36,822)	\$ 47,005	\$ 156,146	\$ 57,542	\$ 46,603	\$ 23,008
Non-GAAP free cash flow margin	2%	(5%)	5%	18%	21%	16%	8%

