

Investor Presentation



This presentation contains forward-looking statements about Procore Technologies, Inc. ("Procore"), which include, but are not limited to, statements about Procore's financial and operating results and guidance (including, but are not limited to, expected GAAP and non-GAAP financial and other operating results), the structure, timing, and completion of Procore's acquisition of DroneDeploy and any bank financing or capital markets transaction in connection therewith, and Procore's plans, objectives, goals, strategies, future revenues, financial position, and capital expenditures. Forward-looking statements may be identified by the use of words such as "anticipate," "believe," "contemplate," "continue," "could," "estimate," "expect," "intend," "may," "plan," "potential," "predict," "project," "should," "target," "will," or "would," or the negative of these words. All statements in this presentation, other than statements of historical fact, are forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995.

Procore has based the forward-looking statements contained in this presentation primarily on its current expectations and projections about future events and trends that Procore believes may affect its business, financial condition, and operating results. The outcome of the events described in these forward-looking statements is subject to risks, uncertainties, and other factors that could cause results to differ materially from Procore's current expectations. Such factors include, but are not limited to, Procore's expectations regarding its financial performance (including revenues, expenses, and margins, and its ability to achieve or maintain future profitability), Procore's ability to effectively manage its growth, anticipated performance, trends, growth rates, and challenges in its business and in the markets in which Procore operates or anticipates entering into, Procore's ability to obtain financing to support its strategic objectives and plans on satisfactory terms or at all, economic and industry trends (in particular, the rate of adoption of construction management software and digitization of the construction industry, inflation, interest rates, tariffs, and other challenging geopolitical and macroeconomic conditions), Procore's ability to successfully identify and complete acquisitions, joint ventures, or investments (including its ability to successfully integrate and realize the expected benefits of the foregoing, as applicable), Procore's ability to realize the expected benefits of its go-to-market model, Procore's ability to attract new customers and retain and increase sales to existing customers, Procore's ability to expand internationally, the effects of increased competition in Procore's markets and Procore's ability to compete effectively, Procore's estimated total addressable market, Procore's ability to execute, and realize benefits from, its stock repurchase program, Procore's ability to develop and integrate new products, platform capabilities, services, and features in an efficient and timely manner and to get its customers and prospective customers to adopt such new products, platform capabilities, services, and features, the impact of litigation or other disputes on Procore's business, risks associated with Procore's acquisition of DroneDeploy and transactions in connection therewith (which include the risk that closing such transactions is delayed or fails to occur (including as a result of a governmental entity delaying or refusing regulatory approval), Procore's failure to successfully integrate DroneDeploy into its business or realize the anticipated benefits from the acquisition on the anticipated timing or at all, costs related to the transactions, diversion of management attention from ongoing business operations, Procore's ability to fund the acquisition, including its ability to enter into any bank financing or capital markets transaction on favorable terms or timing, or at all), and other factors as set forth in Procore's filings with the Securities and Exchange Commission, including in the section titled "Risk Factors" in Procore's Annual Report on Form 10-K for the year ended December 31, 2025, filed on February 26, 2026.

You should not rely on Procore's forward-looking statements. Procore assumes no obligation to update any forward-looking statements to reflect events or circumstances that exist or change after the date on which they were made, except as required by law.

Non-GAAP Financial Measures

This presentation includes non-GAAP financial measures, which are not prepared in accordance with U.S. generally accepted accounting principles ("GAAP"). Refer to the Appendix to this presentation for additional information regarding the non-GAAP financial measures used in this presentation and a reconciliation of non-GAAP financial measures to the most directly comparable GAAP measures.



Q2 FY26 Highlights

\$375M

Q2 Revenue
+16% YoY

1%

**GAAP
Operating Margin**
+1,080 bps YoY

21%

**Non-GAAP
Operating Margin**
+800 bps YoY

\$88M

Operating Cash Flow
+186% YoY

\$65M

Free Cash Flow
+507% YoY

153M

Diluted Shares Outstanding
+0% YoY

2,871

\$100k+ ARR Customers
+14% YoY

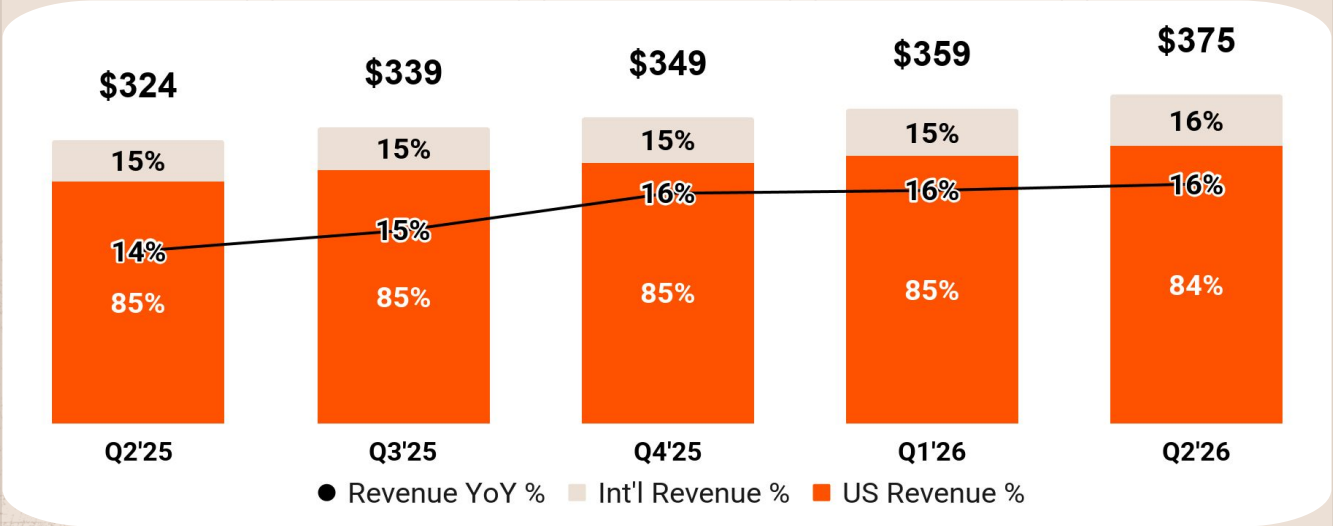
95%

Gross Revenue Retention
+0 bps YoY



Revenue

In Millions, except percentages

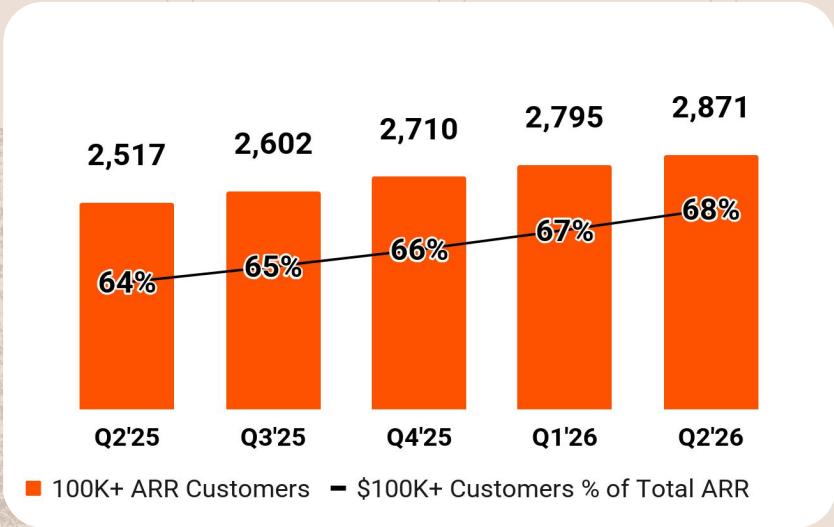


International Constant Currency YoY %				
Q2'25	Q3'25	Q4'25	Q1'26	Q2'26
16%	15%	15%	15%	19%

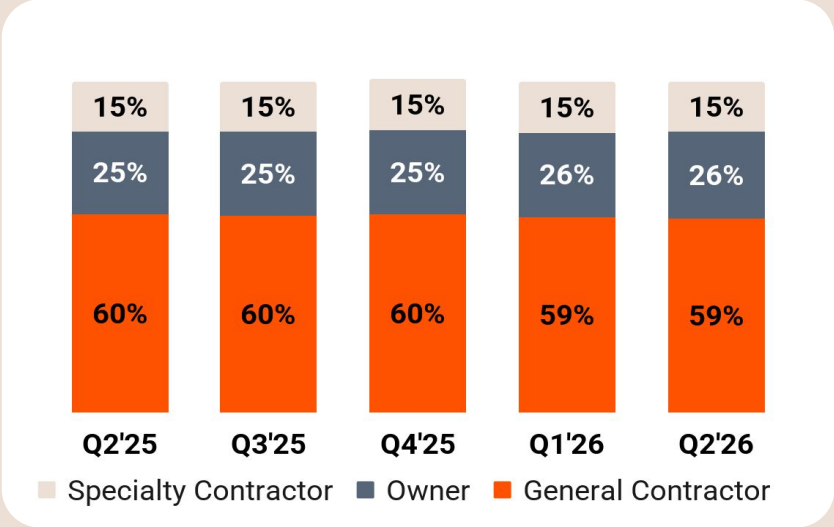


ARR Composition

\$100K+ ARR Customers



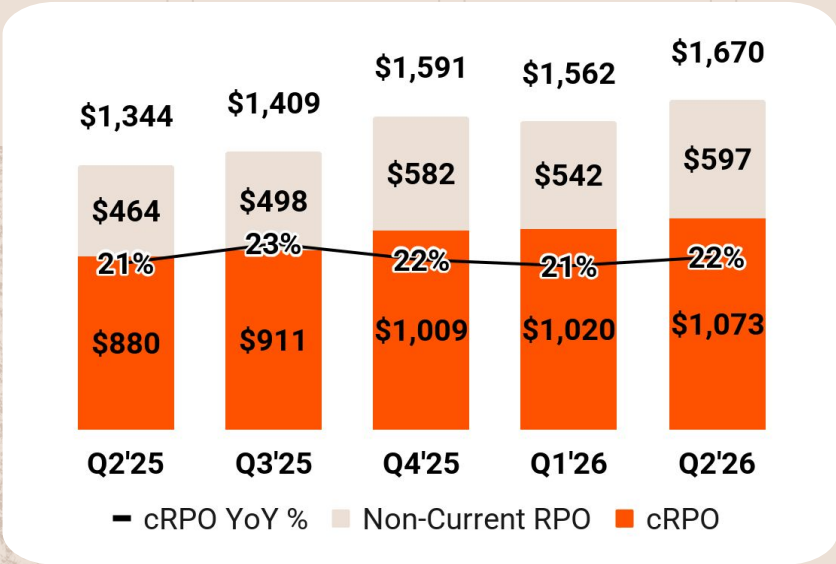
Stakeholder ARR Mix



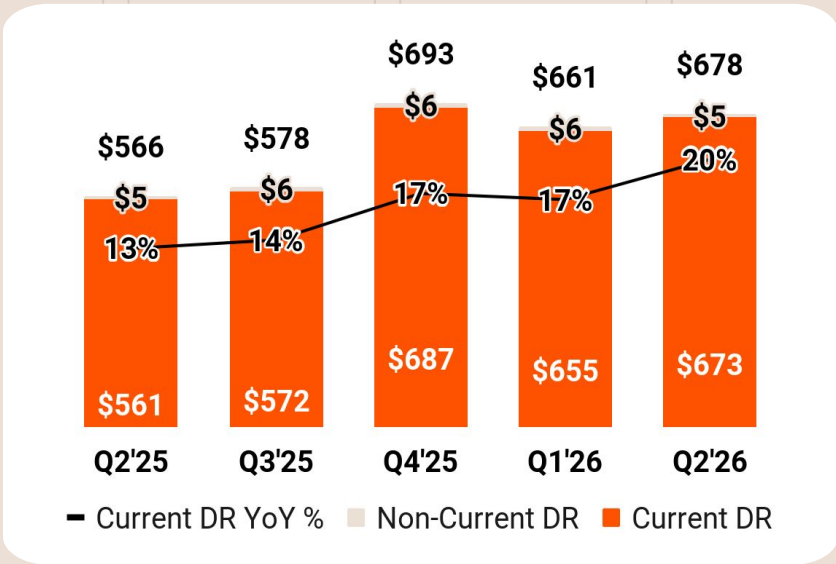


Revenue Backlog

Remaining Performance Obligations



Deferred Revenue

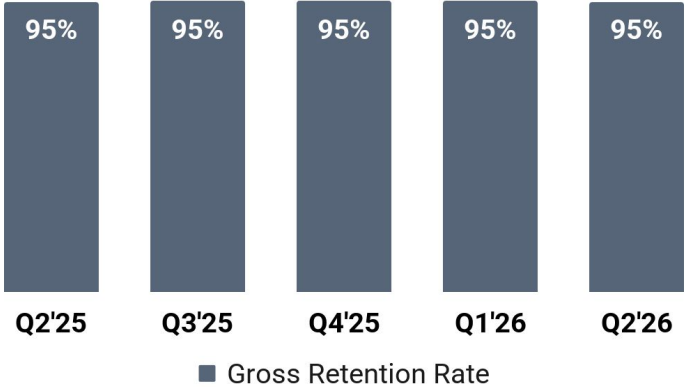


Note: Reported cRPO continues to benefit from longer average contract duration, which increased slightly in Q2'26. However, the primary driver of Q2'26 acceleration was stronger underlying bookings performance. When normalizing for this dynamic, cRPO growth rate remains highly consistent with both Revenue and ending ARR growth for the period. Once contract duration stabilizes, reported and normalized cRPO will eventually converge with Revenue and ending ARR growth. Refer to the Appendix for definitions of current remaining performance obligations ("cRPO") and non-cRPO.

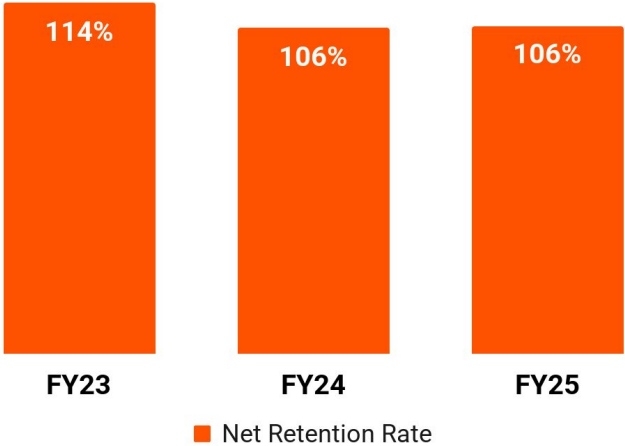


Retention Rates

Gross Retention Rate

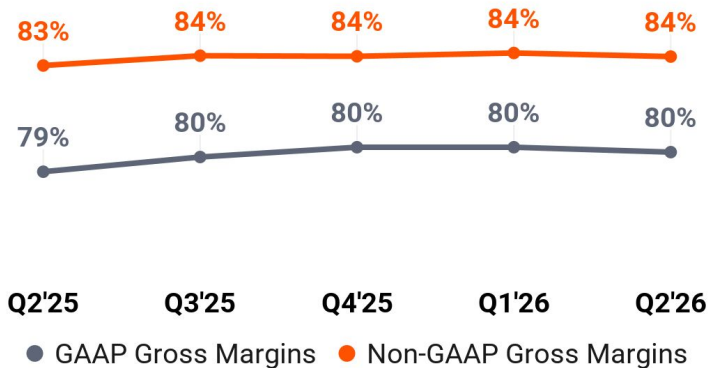


Net Retention Rate

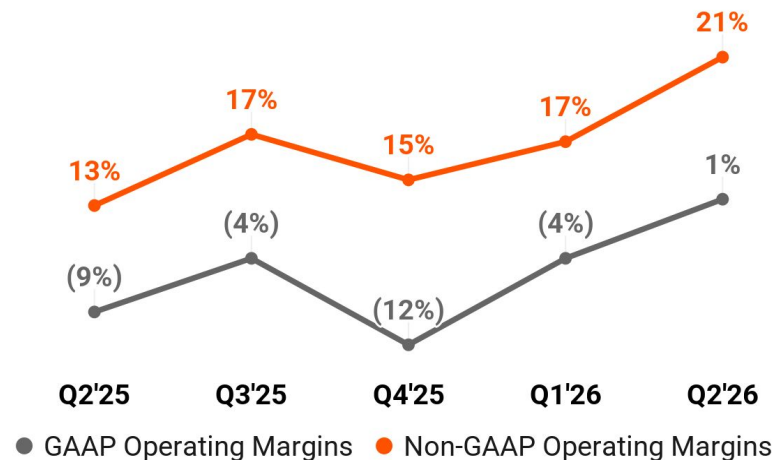


Margins

Gross Margins

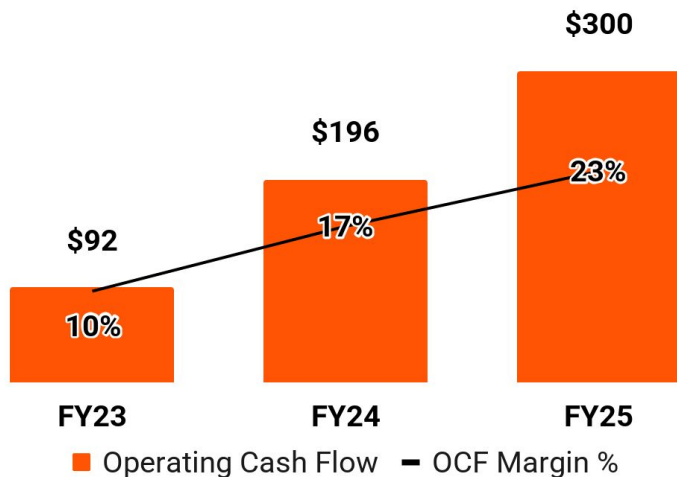


Operating Margins

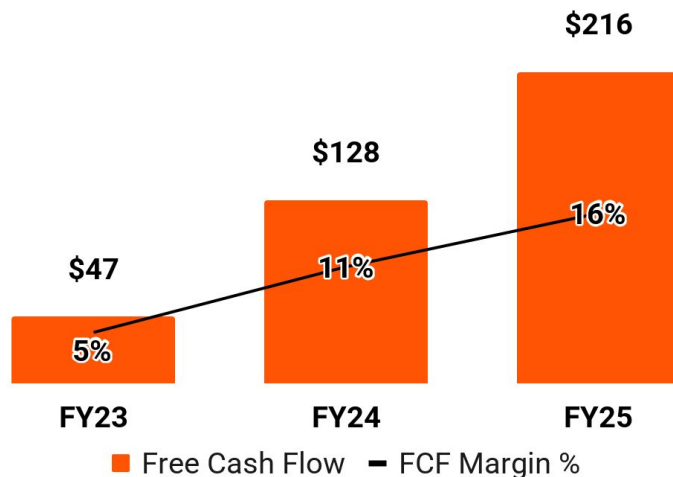


Cash Flow

Operating Cash Flow



Free Cash Flow

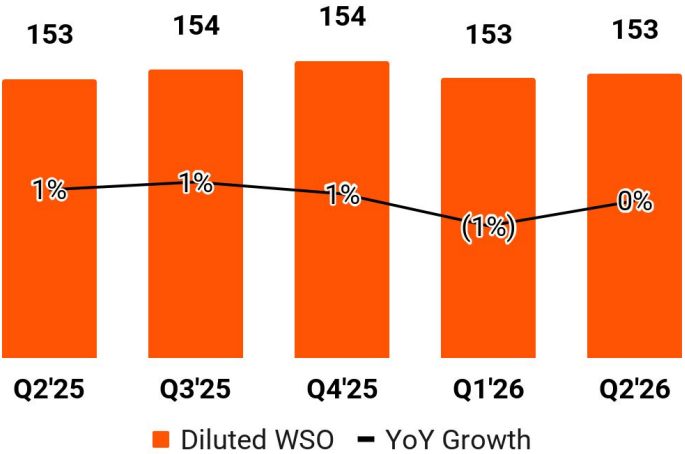




Share Count & Stock Based Compensation

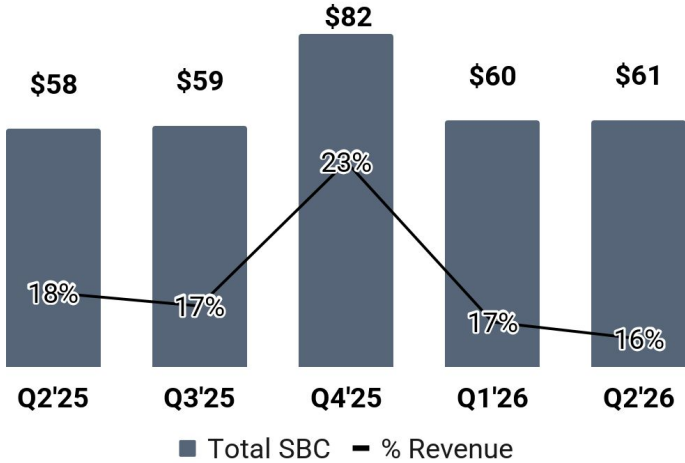
Diluted Weighted Shares Outstanding (QTD)

Shares in Millions



SBC as % of Revenue

\$'s in Millions



Note: Our Q4'25 SBC was impacted by a one-time charge of unvested equity related to our former CEO, who transitioned to the role of Chairman of the Board of Directors in November 2025. This charge only impacted the P&L, and was not an acceleration of equity compensation payout. Excluding this one time charge, SBC would have been 17% of revenue.



Guidance Summary

	Q3'26	FY26
Total Revenue Revenue Growth %	\$382M - \$384M 13.3% YoY	\$1,510M - \$1,514M 14.5% YoY
Non-GAAP Operating Margin %	19% - 19.5%	18.5% - 19%
FCF Margin %	N/A	19.5%

Initiating FY27 Non-GAAP Operating Margin % guidance of 25%

Procore & DroneDeploy

Strategic Rationale

System of Intelligence

Procore's AI strategy revolves around moving from the system of collaboration and record to the system of intelligence for construction.

Visual Intelligence

As a leader in reality capture and robotic automation – what we are calling visual intelligence – DroneDeploy bridges the physical construction site with the digital world – delivering critical, real-time visibility into daily operations.

Digital Coworkers

Procore will incorporate a seamless integration of capabilities purpose-built for construction: specifically, real time perception, or the eyes and ears, advanced reasoning, or the brain, and a secure, collaborative and auditable platform where actions are taken, or the arms and legs. Such a system will enable us to deliver digital coworkers that track what's actually happening on a project, make sense of it, and then take action to change the outcome. That's real value for customers: it offsets labor shortages and saves time and money.



Procore & DroneDeploy

Transaction Overview

Consideration & Timing

- \$845 million in cash, subject to customary purchase price adjustments
- Transaction is subject to regulatory reviews, other customary closing conditions, and expected to close later this year

Financing

- Committed bridge facility in place
- Arranged committed bridge financing to fund a majority of the purchase price while we evaluate and finalize our long-term capital structure solution, in the most EPS accretive manner.

Financial Impact

- TTM revenue of ~\$78 million, gross margins 80%+ and cash flow breakeven
- Expected to be accretive to organic growth
- No material impact to operating margin guidance

Appendix



Non-GAAP Reconciliation

In addition to Procore's GAAP results, Procore believes certain non-GAAP measures are useful in evaluating Procore's operating performance. Procore uses this non-GAAP financial information, collectively, to evaluate its ongoing operations as well as for internal planning and forecasting purposes. Procore believes that non-GAAP financial information, when taken collectively, is helpful to investors because it provides consistency and comparability with past financial performance, and may assist in comparisons with other companies, some of which use similar non-GAAP financial information to supplement their GAAP results. However, non-GAAP financial measures may not provide information that is directly comparable to information provided by other companies in Procore's industry, as other companies in the industry may calculate non-GAAP financial measures differently. In addition, there are limitations in using non-GAAP financial measures because non-GAAP financial measures are not prepared in accordance with GAAP, may be different from non-GAAP financial measures used by other companies, and exclude expenses that may have a material impact on Procore's reported financial results. The presentation of non-GAAP financial information is not meant to be considered in isolation or as a substitute for the directly comparable financial measures prepared in accordance with GAAP. Investors should review the reconciliation of non-GAAP financial measures to the comparable GAAP financial measures included on the following slides, and not rely on any single financial measure to evaluate Procore's business. A reconciliation of non-GAAP guidance measures to corresponding GAAP measures is not available on a forward-looking basis without unreasonable effort due to the uncertainty of expenses that may be incurred in the future and cannot be reasonably determined or predicted at this time, although it is important to note that these factors could be material to Procore's future GAAP financial results.

Non-GAAP Gross Profit, Non-GAAP Gross Margin, Non-GAAP Operating Expenses, Non-GAAP Income from Operations, Non-GAAP Operating Margin, Non-GAAP Net Income:

Procore defines these non-GAAP financial measures as the respective GAAP measures, excluding stock-based compensation expense, amortization of acquired intangible assets, employer payroll tax related to employee stock transactions, acquisition-related expenses, and impacts of income tax effects. Non-GAAP gross margin is the ratio calculated by dividing non-GAAP gross profit by total revenue. Non-GAAP operating margin is the ratio calculated by dividing non-GAAP income from operations by total revenue.

Stock-based compensation expense includes the net effects of capitalization and amortization of stock-based compensation expense related to capitalized software and cloud-computing arrangement implementation costs. Stock-based compensation expense has been, and will continue to be for the foreseeable future, a significant recurring expense in Procore's business and an important part of the compensation provided to its employees. Because of varying available valuation methodologies, subjective assumptions, and the variety of equity instruments that can impact a company's non-cash expenses, Procore believes that providing non-GAAP financial measures that exclude stock-based compensation expense allows for meaningful comparisons between its operating results from period to period. The expense related to amortization of acquired intangible assets is a non-cash expense and is dependent upon estimates and assumptions, which can vary significantly and are unique to each asset acquired; therefore, Procore believes non-GAAP measures that adjust for the amortization of acquired intangible assets provide investors a consistent basis for comparison across accounting periods. The amount of employer payroll tax-related items on employee stock transactions is dependent on restricted stock unit settlements, option exercises, related stock price, and other factors that are beyond Procore's control and that do not correlate to the operation of the business. When evaluating the performance of its business and making operating plans, Procore does not consider these items (for example, when considering the impact of equity award grants, it places a greater emphasis on overall stockholder dilution than the accounting charges associated with such grants). Since the amount of employer payroll tax-related items on employee stock transactions is highly variable due to factors outside Procore's control, and unrelated to its core operations, operating results, revenue-generating activities, business strategy, industry, or regulatory environment, management does not consider employer payroll tax on employee stock transactions in the evaluation of the business or in making operating plans. Accordingly, Procore believes this adjustment in arriving at our non-GAAP measures provides investors with a better understanding of the performance of its core business in a manner that is consistent with management's view of the business. Unlike stock-based compensation expense, employer payroll tax related to employee stock transactions is a cash expense that we will continue to incur in the future. Acquisition-related expenses include external and incremental transaction costs, such as legal and due diligence costs and retention or other compensation payments. These expenses are unpredictable and generally would not have otherwise been incurred in the periods presented as part of Procore's continuing operations. In addition, the size and complexity of an acquisition, which often drives the magnitude of acquisition-related expenses, may not be indicative of such future costs. Procore believes that excluding acquisition-related expenses facilitates the comparison of its financial results to its historical operating results and to other companies in its industry. All of these non-GAAP financial measures are important tools for financial and operational decision-making and for evaluating Procore's own operating results over different periods of time.



Definitions

CUSTOMER COUNT

Customer count excludes customers acquired from business combinations that do not have standard Procore annual contracts.

FREE CASH FLOW (FCF)

Procore defines free cash flow as net cash provided by operating activities, less purchases of property and equipment and capitalized software development costs. Procore believes free cash flow is an important liquidity measure of the cash (if any) that is available, after our operating activities and capital expenditures. Procore uses free cash flow in conjunction with traditional GAAP measures to assess its liquidity and evaluate the effectiveness of its business strategies. Once Procore's business needs and obligations are met, cash can be used to maintain a strong balance sheet, invest in future growth, and execute our stock repurchase program.

GROSS REVENUE RETENTION RATE, ANNUAL RECURRING REVENUE, AND CURRENT AND NON-CURRENT REMAINING PERFORMANCE OBLIGATION

For information on how we calculate these metrics, refer to our most recent Quarterly Report on Form 10-Q.

NET RETENTION RATE

For information on how we calculate this metric, refer to our most recent Annual Report on Form 10-K.

GAAP to Non-GAAP Reconciliation

(dollars in thousands)

	FY'23	FY'24	FY'25	Q2'25	Q3'25	Q4'25	Q1'26	Q2'26
Revenue	\$ 950,010	\$ 1,151,708	\$ 1,322,509	\$ 323,919	\$ 338,841	\$ 349,107	\$ 359,283	\$ 375,207
Reconciliation of gross profit and gross margin to non-GAAP gross profit and non-GAAP gross margin:								
GAAP gross profit	\$ 775,548	\$ 946,096	\$ 1,051,677	\$ 256,187	\$ 270,089	\$ 279,695	\$ 287,790	\$ 299,796
Stock-based compensation expense	11,491	15,478	23,489	5,868	6,155	6,198	5,942	6,196
Amortization of acquired technology intangible assets	22,396	25,437	29,820	8,015	7,659	6,544	7,708	8,312
Employer payroll tax on employee stock transactions	540	612	804	200	181	162	174	129
Non-GAAP gross profit	\$ 809,975	\$ 987,623	\$ 1,105,790	\$ 270,270	\$ 284,084	\$ 292,599	\$ 301,614	\$ 314,433
GAAP gross margin	82%	82%	80%	79%	80%	80%	80%	80%
Non-GAAP gross margin	85%	86%	84%	83%	84%	84%	84%	84%

GAAP to Non-GAAP Reconciliation (Cont.)

(dollars in thousands)

Reconciliation of operating expenses to non-GAAP operating expenses:

	FY'23	FY'24	FY'25	Q2'25	Q3'25	Q4'25	Q1'26	Q2'26
GAAP sales and marketing	\$ 494,908	\$ 552,019	\$ 580,680	\$ 141,897	\$ 144,290	\$ 155,809	\$ 149,181	\$ 145,785
Stock-based compensation expense	(55,162)	(58,058)	(74,274)	(17,589)	(16,658)	(25,077)	(20,588)	(18,160)
Amortization of acquired technology intangible assets	(12,425)	(12,700)	(11,727)	(3,346)	(3,346)	(1,729)	(1,121)	(905)
Employer payroll tax on employee stock transactions	(2,766)	(3,227)	(3,099)	(748)	(560)	(660)	(752)	(572)
Acquisition-related expenses	(2,483)	(1,448)	(1,077)	(138)	(139)	(144)	(154)	(166)
Non-GAAP sales and marketing	\$ 422,072	\$ 476,586	\$ 490,503	\$ 120,076	\$ 123,587	\$ 128,199	\$ 126,566	\$ 125,982
GAAP sales and marketing as a percentage of revenue	52%	48%	44%	44%	43%	45%	42%	39%
Non-GAAP sales and marketing as a percentage of revenue	44%	41%	37%	37%	36%	37%	35%	34%

GAAP to Non-GAAP Reconciliation (Cont.)

(dollars in thousands)

	FY'23	FY'24	FY'25	Q2'25	Q3'25	Q4'25	Q1'26	Q2'26
GAAP research and development	\$ 300,571	\$ 312,987	\$ 362,373	\$ 88,902	\$ 88,049	\$ 97,813	\$ 85,565	\$ 93,349
Stock-based compensation expense	(68,275)	(67,961)	(89,606)	(21,237)	(20,969)	(28,976)	(18,555)	(21,994)
Amortization of acquired technology intangible assets	(2,757)	(2,657)	(2,603)	(658)	(661)	(652)	(663)	(221)
Employer payroll tax on employee stock transactions	(3,217)	(3,535)	(3,990)	(1,103)	(629)	(532)	(1,050)	(687)
Acquisition-related expenses	(6,370)	(32)	(3,134)	(695)	(695)	(695)	(2,586)	(3,001)
Non-GAAP research and development	\$ 219,952	\$ 238,802	\$ 263,040	\$ 65,209	\$ 65,095	\$ 66,958	\$ 62,711	\$ 67,446
GAAP research and development as a percentage of revenue	32%	27%	27%	27%	26%	28%	24%	25%
Non-GAAP research and development as a percentage of revenue	23%	21%	20%	20%	19%	19%	17%	18%

GAAP to Non-GAAP Reconciliation (Cont.)

(dollars in thousands)

	FY'23	FY'24	FY'25	Q2'25	Q3'25	Q4'25	Q1'26	Q2'26
GAAP general and administrative	\$ 195,746	\$ 217,513	\$ 232,967	\$ 55,655	\$ 52,780	\$ 68,874	\$ 68,715	\$ 56,335
Stock-based compensation expense	(44,406)	(53,336)	(62,962)	(13,718)	(15,491)	(21,371)	(15,402)	(14,212)
Employer payroll tax on employee stock transactions	(1,910)	(2,086)	(1,999)	(462)	(294)	(360)	(502)	(315)
Acquisition-related expenses	(35)	(808)	(2,366)	(166)	(238)	(1,587)	(1,245)	(1,298)
Non-GAAP general and administrative	\$ 149,395	\$ 161,283	\$ 165,640	\$ 41,309	\$ 36,757	\$ 45,556	\$ 51,566	\$ 40,510
GAAP general and administrative as a percentage of revenue	21%	19%	18%	17%	16%	20%	19%	15%
Non-GAAP general and administrative as a percentage of revenue	16%	14%	13%	13%	11%	13%	14%	11%

GAAP to Non-GAAP Reconciliation (Cont.)

(dollars in thousands)

	FY'23	FY'24	FY'25	Q2'25	Q3'25	Q4'25	Q1'26	Q2'26
Reconciliation of income (loss) from operations and operating margin to non-GAAP loss from operations and non-GAAP operating margin:								
	\$	\$	\$	\$	\$	\$	\$	
GAAP Income (loss) from operations	(215,677)	(136,423)	(124,343)	(30,267)	(15,030)	(42,801)	(15,671)	\$ 4,327
Stock-based compensation expense	179,334	194,833	250,331	58,412	59,273	81,622	60,487	60,562
Amortization of acquired technology intangible assets	37,578	40,794	44,150	12,019	11,666	8,925	9,492	9,438
Employer payroll tax on employee stock transactions	8,433	9,460	9,892	2,513	1,664	1,714	2,478	1,703
Acquisition-related expenses	8,888	2,288	6,577	999	1,072	2,426	3,985	4,465
Non-GAAP income from operations	\$ 18,556	\$ 110,952	\$ 186,607	\$ 43,676	\$ 58,645	\$ 51,886	\$ 60,771	\$ 80,495
GAAP operating margin	(23%)	(12%)	(9%)	(9%)	(4%)	(12%)	(4%)	1%
Non-GAAP operating margin	2%	10%	14%	13%	17%	15%	17%	21%

Free Cash Flow Bridge

(dollars in thousands)

	<u>FY'23</u>	<u>FY'24</u>	<u>FY'25</u>	<u>Q2'25</u>	<u>Q3'25</u>	<u>Q4'25</u>	<u>Q1'26</u>	<u>Q2'26</u>
Revenue	\$ 950,010	\$ 1,151,708	\$ 1,322,509	\$ 323,919	\$ 338,841	\$ 349,107	\$ 359,283	\$ 375,207
Computation of free cash flow and free cash flow margin:								
Net cash provided by operating activities	\$ 92,015	\$ 196,172	\$ 300,270	\$ 30,828	\$ 88,472	\$ 114,942	\$ 76,756	\$ 88,055
Purchases of property and equipment	(10,325)	(19,143)	(18,100)	(2,975)	(5,392)	(5,700)	(2,926)	(7,017)
Capitalized software development costs	(34,685)	(49,529)	(65,663)	(17,226)	(15,343)	(17,763)	(17,788)	(16,511)
Non-GAAP free cash flow	\$ 47,005	\$ 127,500	\$ 216,507	\$ 10,627	\$ 67,737	\$ 91,479	\$ 56,042	\$ 64,527
Non-GAAP free cash flow margin	5%	11%	16%	3%	20%	26%	16%	17%