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Q2 Fiscal Year 2023 Financial Review

Safe Harbor

This presentation contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, that are based on our management's beliefs and assumptions and on information currently available to management, and which statements involve substantial risk and uncertainties. Forward-looking statements include all statements that are not historical facts and can be identified by terms such as “may,” “will,” “should,” “expects,” “plans,” “anticipates,” “could,” “intends,” “target,” “projects,” “contemplates,” “believes,” “estimates,” “predicts,” “potential,” or “continue” or the negative of these words or other similar terms or expressions that concern our expectations, strategy, plans or intentions. Forward-looking statements in this presentation include, among other things, statements about expected financial metrics, such as revenue, billings, non-GAAP gross margin, non-GAAP diluted weighted-average shares outstanding, and non-financial metrics, such as customer growth, as well as statements related to our expectations regarding our growth. They also include statements about our future operating results and financial position, our business strategy and plans, market growth and trends, and our objectives for future operations. These statements are subject to substantial risks and uncertainties that could cause actual results to differ materially from those expressed or implied by such statements.

These risks and uncertainties include, among other things, risks related to our expectations regarding the impact of the coronavirus pandemic (the “COVID-19 pandemic”), including the easing of related regulations and measures as the pandemic and its related effects begin to abate or have abated, on our business, results of operations, financial condition, and future profitability and growth; our expectations regarding the impact of the evolving COVID-19 pandemic on the businesses of our customers, partners and suppliers, and the economy, as well as the macro- and micro-effects of the pandemic and differing levels of demand for our products as our customers’ priorities, resources, financial conditions and economic outlook change; global macro-economic conditions, including the effects of inflation, rising interest rates and market volatility on the global economy; our ability to estimate the size of our total addressable market, and the development of the market for our products, which is new and evolving; our ability to effectively sustain and manage our growth and future expenses, achieve and maintain future profitability, attract new customers and maintain and expand our existing customer base; our ability to scale and update our platform to respond to customers' needs and rapid technological change; the effects of increased competition in our market and our ability to compete effectively; our ability to expand use cases within existing customers and vertical solutions; our ability to expand our operations and increase adoption of our platform internationally; our ability to strengthen and foster our relationships with developers; our ability to expand our direct sales force, customer success team and strategic partnerships around the world; the impact of any data breaches, cyberattacks or other malicious activity on our technology systems; our ability to identify targets for and execute potential acquisitions; our ability to successfully integrate the operations of businesses we may acquire, and to realize the anticipated benefits of such acquisitions; our ability to maintain, protect and enhance our brand; the sufficiency of our cash, cash equivalents and capital resources to satisfy our liquidity needs; limitations on us due to obligations we have under our credit facility or other indebtedness; our failure or the failure of our software to comply with applicable industry standards, laws and regulations; our ability to maintain, protect and enhance our intellectual property; our ability to successfully defend litigation against us; our ability to attract large organizations as users; our ability to maintain our corporate culture; our ability to offer high-quality customer support; our ability to hire, retain and motivate qualified personnel, including executive level management; our ability to successfully manage and integrate executive management transitions; our ability to estimate the size and potential growth of our target market; uncertainties regarding the impact of general economic and market conditions, including as a result of regional and global conflicts or related government sanctions; our ability to successfully implement and maintain new and existing information technology systems, including our ERP system; and our ability to maintain proper and effective internal controls. Additional risks and uncertainties that could affect our financial results are included in the sections titled “Risk Factors” and “Management’s Discussion and Analysis of Financial Condition and Results of Operations” in our annual report on Form 10-K for the fiscal year ended January 31, 2022 filed on March 25, 2022, our quarterly report on Form 10-Q for the quarter ended July 31, 2022, which we expect to file on September 8, 2022 with the Securities and Exchange Commission (the “SEC”), and other filings that we make from time to time with the SEC. In addition, any forward-looking statements contained in this presentation are based on assumptions that we believe to be reasonable as of this date. Except as required by law, we assume no obligation to update these forward-looking statements, or to update the reasons if actual results differ materially from those anticipated in the forward-looking statements.

Non-GAAP Financial Measures and Other Key Metrics

To supplement our consolidated financial statements, which are prepared and presented in accordance with GAAP, we use certain non-GAAP financial measures, as described below, to understand and evaluate our core operating performance. These non-GAAP financial measures, which may be different than similarly-titled measures used by other companies, are presented to enhance investors' overall understanding of our financial performance and should not be considered a substitute for, or superior to, the financial information prepared and presented in accordance with GAAP.

We believe that these non-GAAP financial measures provide useful information about our financial performance, enhance the overall understanding of our past performance and future prospects, and allow for greater transparency with respect to important metrics used by our management for financial and operational decision-making. We present these non-GAAP measures to assist investors in seeing our financial performance using a management view, and because we believe that these measures provide an additional tool for investors to use in comparing our core financial performance over multiple periods with other companies in our industry. However, these non-GAAP measures are not intended to be considered in isolation from, a substitute for, or superior to our GAAP 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 and non-GAAP net income per share: We define these non-GAAP financial measures as the respective GAAP measures, excluding expenses related to stock-based compensation, employer payroll tax on employee stock transactions, amortization of acquisition-related intangibles, amortization of debt discount and issuance costs, acquisition-related expenses, fair value adjustments to strategic investments, executive transition costs, lease-related impairment and lease related charges, as these costs are not reflective of ongoing operations and, as applicable, other special items. The amount of employer payroll tax-related items on employee stock transactions is dependent on our stock price and other factors that are beyond our control and do not correlate to the operation of the business. When evaluating the performance of our business and making operating plans, we do not consider these items (for example, when considering the impact of equity award grants, we place a greater emphasis on overall stockholder dilution rather than the accounting charges associated with such grants). We believe it is useful to exclude these expenses in order to better understand the long-term performance of our core business and to facilitate comparison of our results to those of peer companies and over multiple periods. In addition to these exclusions, we subtract an assumed provision for income taxes to calculate non-GAAP net income. We utilize a fixed long-term projected tax rate in our computation of the non-GAAP income tax provision to provide better consistency across the reporting periods. For fiscal 2023, we determined the projected non-GAAP tax rate to be 20% tax rate.

Free cash flow: We define free cash flow as net cash provided by operating activities less purchases of property and equipment. We believe free cash flow is an important liquidity measure of the cash that is available (if any), after purchases of property and equipment, for operational expenses, investment in our business, and to make acquisitions. Free cash flow is useful to investors as a liquidity measure because it measures our ability to generate or use cash in excess of our capital investments in property and equipment. Once our business needs and obligations are met, cash can be used to maintain a strong balance sheet and invest in future growth.

Billings: We define billings as total revenues plus the change in our contract liabilities and refund liability less contract assets and unbilled accounts receivable in a given period. Billings reflects sales to new customers plus subscription renewals and additional sales to existing customers. Only amounts invoiced to a customer in a given period are included in billings. We believe billings is a key metric to measure our periodic performance. Given that most of our customers pay in annual installments one year in advance, but we typically recognize a majority of the related revenue ratably over time, we use billings to measure and monitor our ability to provide our business with the working capital generated by upfront payments from our customers.

For a reconciliation of these non-GAAP financial measures to the most directly comparable GAAP financial measure, please see "Reconciliation of GAAP to Non-GAAP Financial Measures" in the Appendix.

How Customers Buy from Us
Prepaid Model

Product Functionality

Pricing by Functionality
Multiple levels of product functionality

eSignature

- Single-user
- Multi-user
- Business Pro
- Enterprise Pro
- Platform

Capacity-Based Model

Volume Capacity
Pre-Set # of Envelopes Provisioned

Envelopes

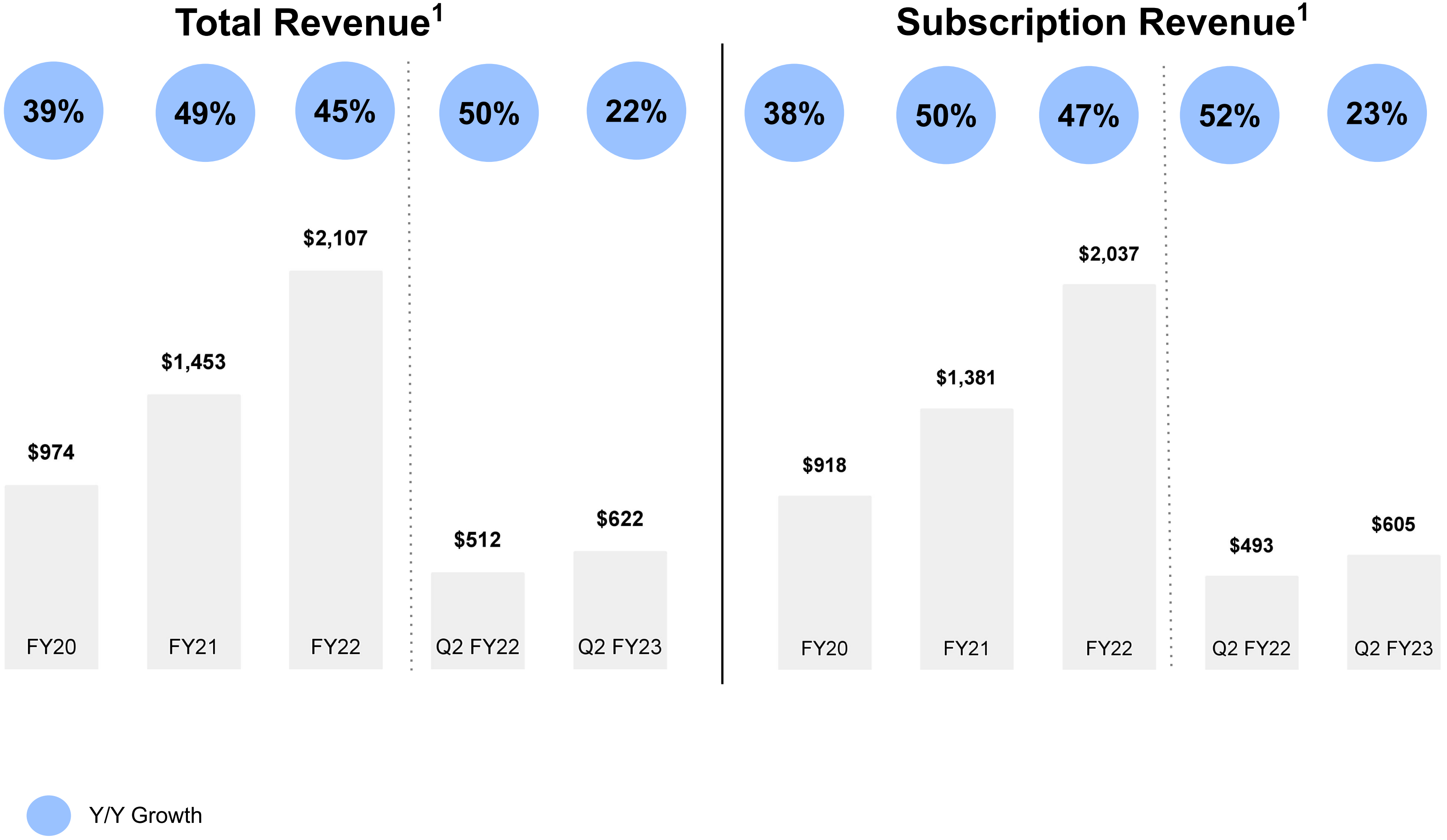
Dollar Weighted Average Contract Length[1]

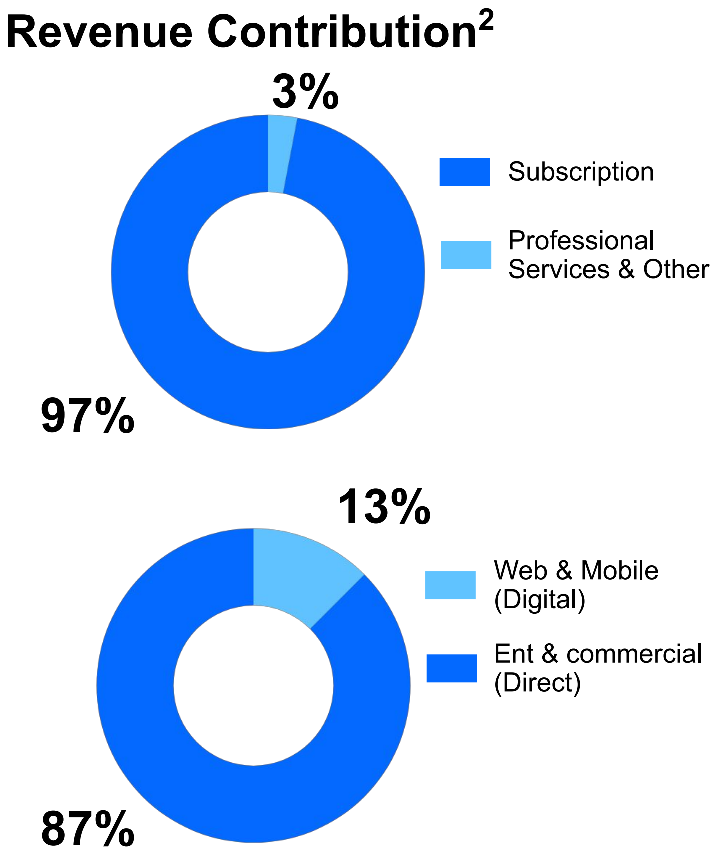
36%
>12 months

64%
≤12 months

(1) Rolling 4-quarter average through fiscal quarter ended July 31, 2022.

Revenue Growth As We Scale

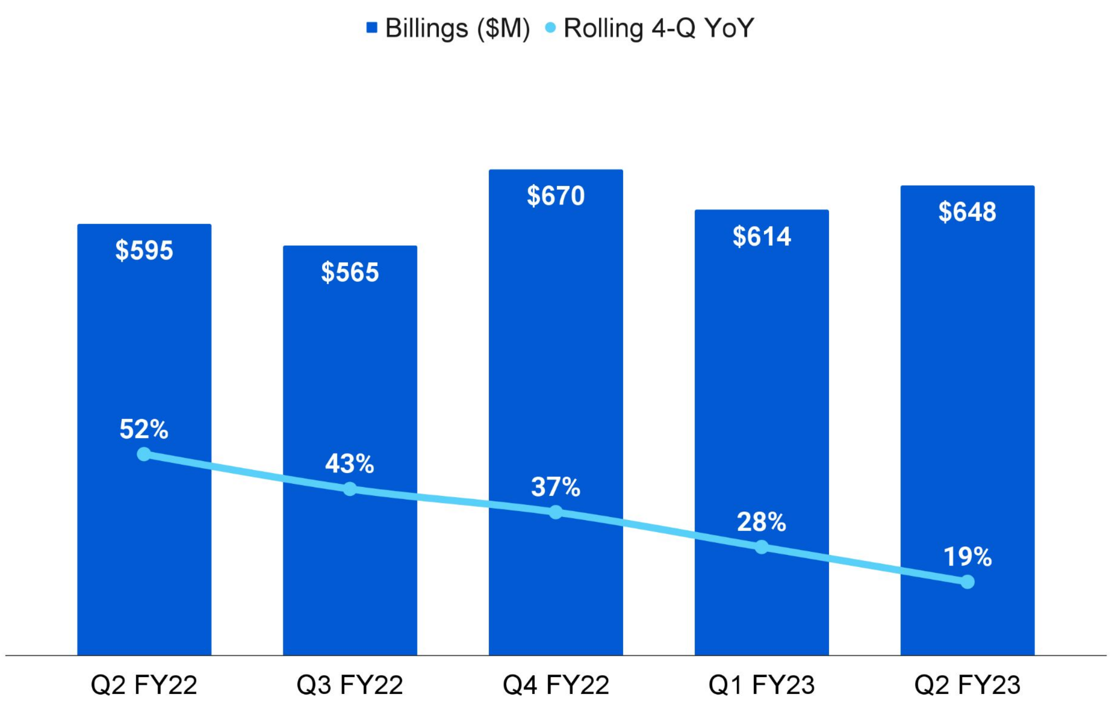




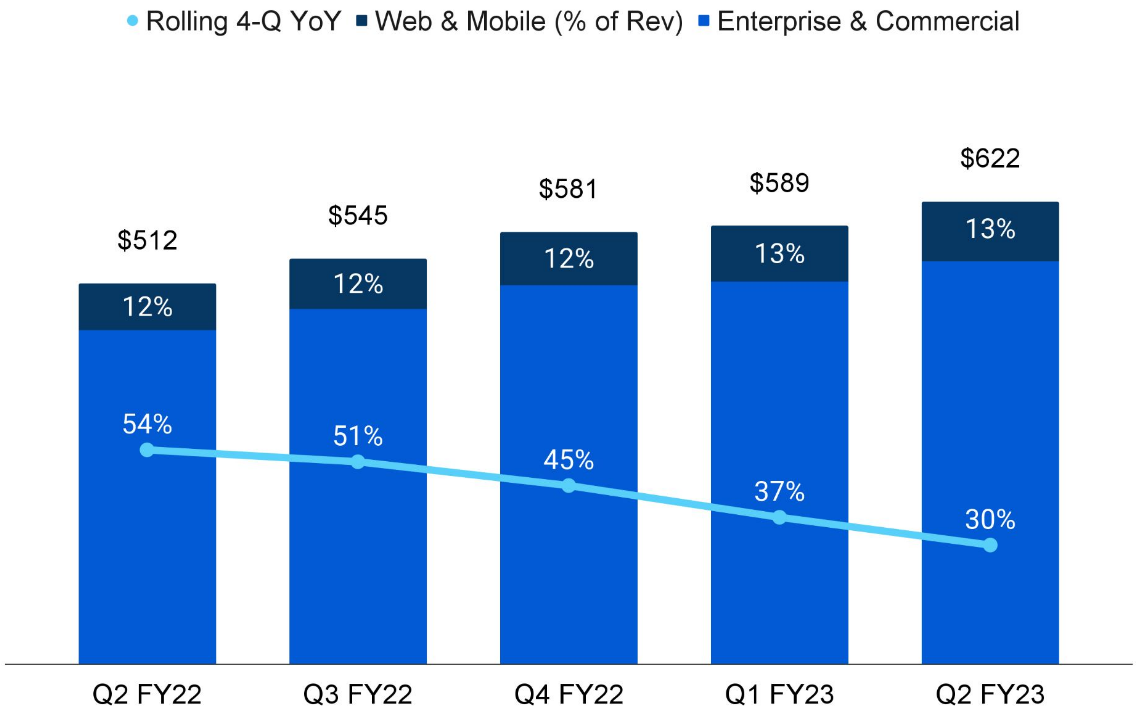
(1) Fiscal years ended January 31 and fiscal quarters ended July 31. $ in millions.
(2) Fiscal quarter ended July 31, 2022.

Billings and Revenue Growth [1]

Billings[2]

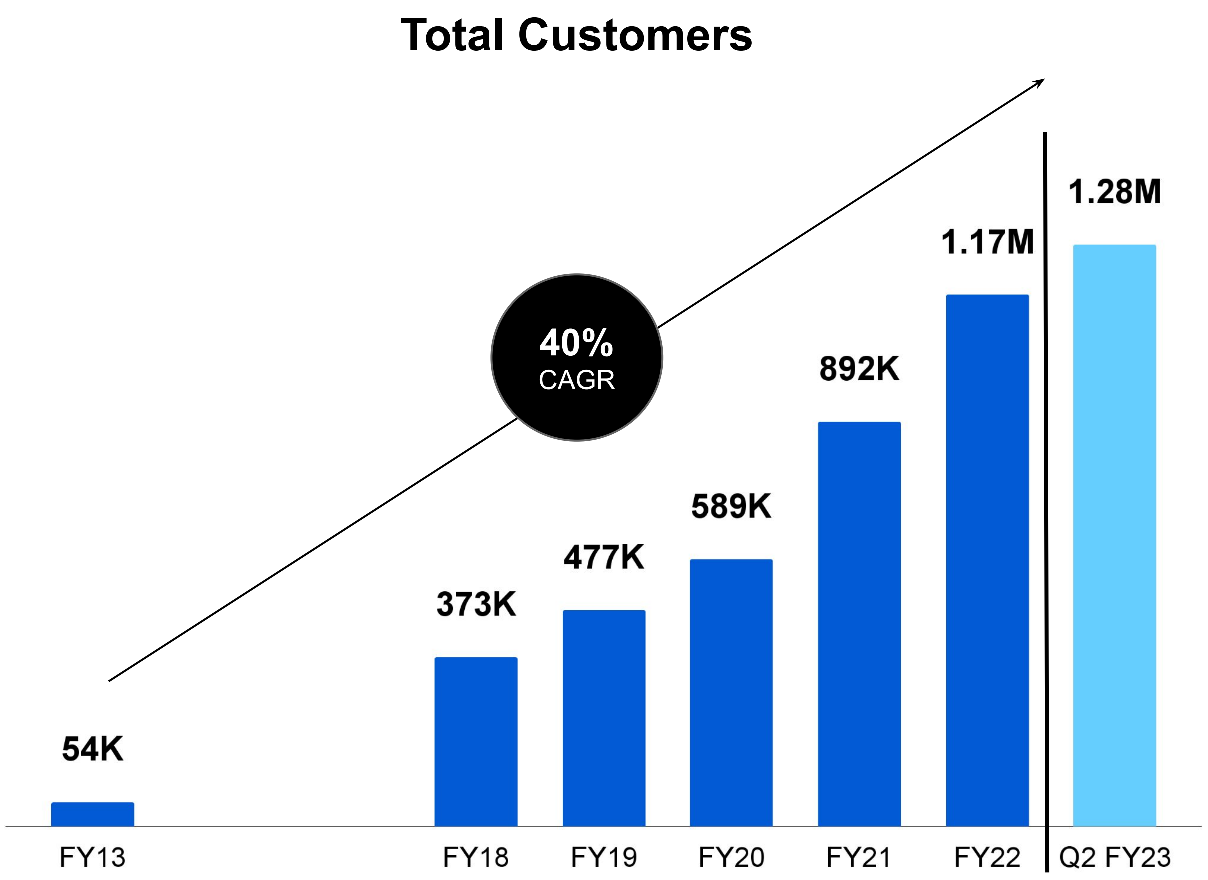


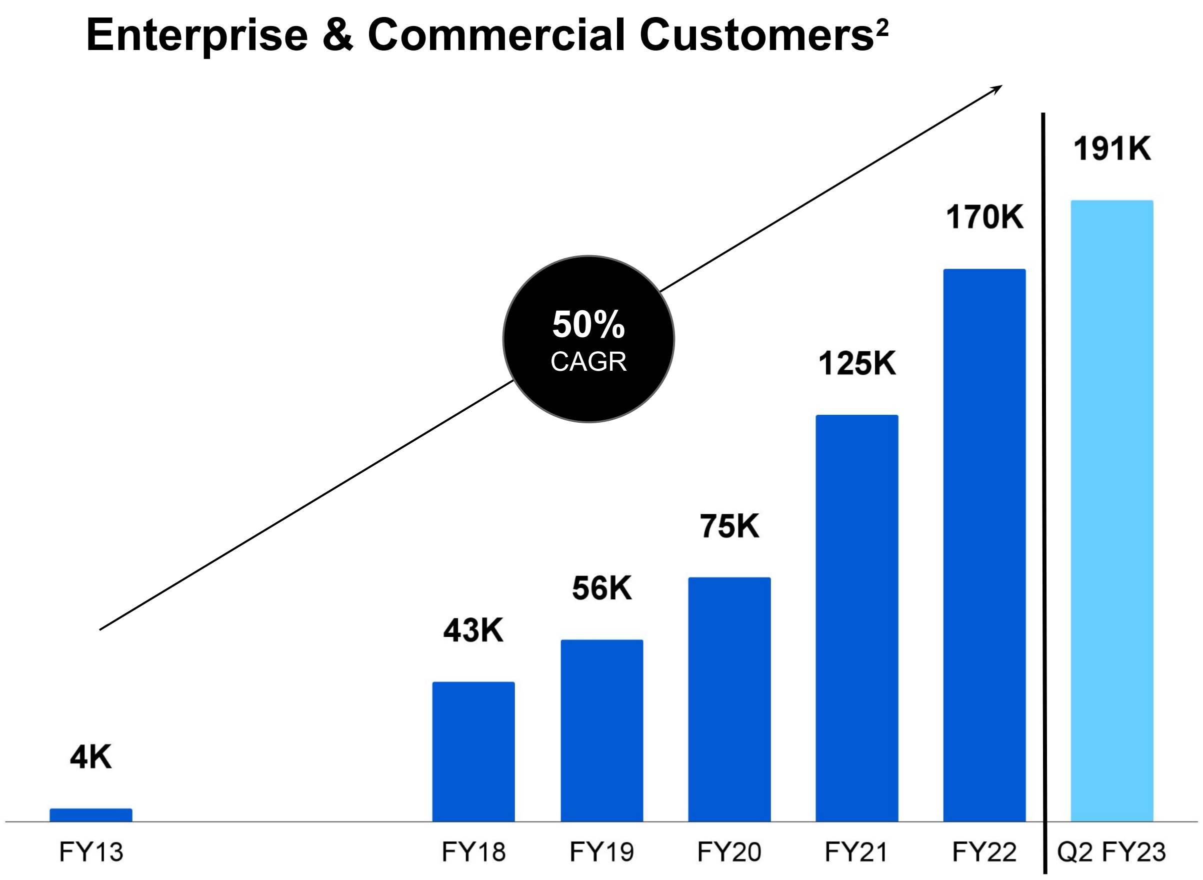
Revenue



(1) For the fiscal quarter ended July 31, 2022, and the four fiscal quarters prior. $ in millions.
(2) Billings = total revenues plus the change in contract liabilities and refund liability less contract assets and unbilled accounts receivable in a given period. Please see Appendix for non-GAAP reconciliation.

Large and Expanding Customer Base[1]





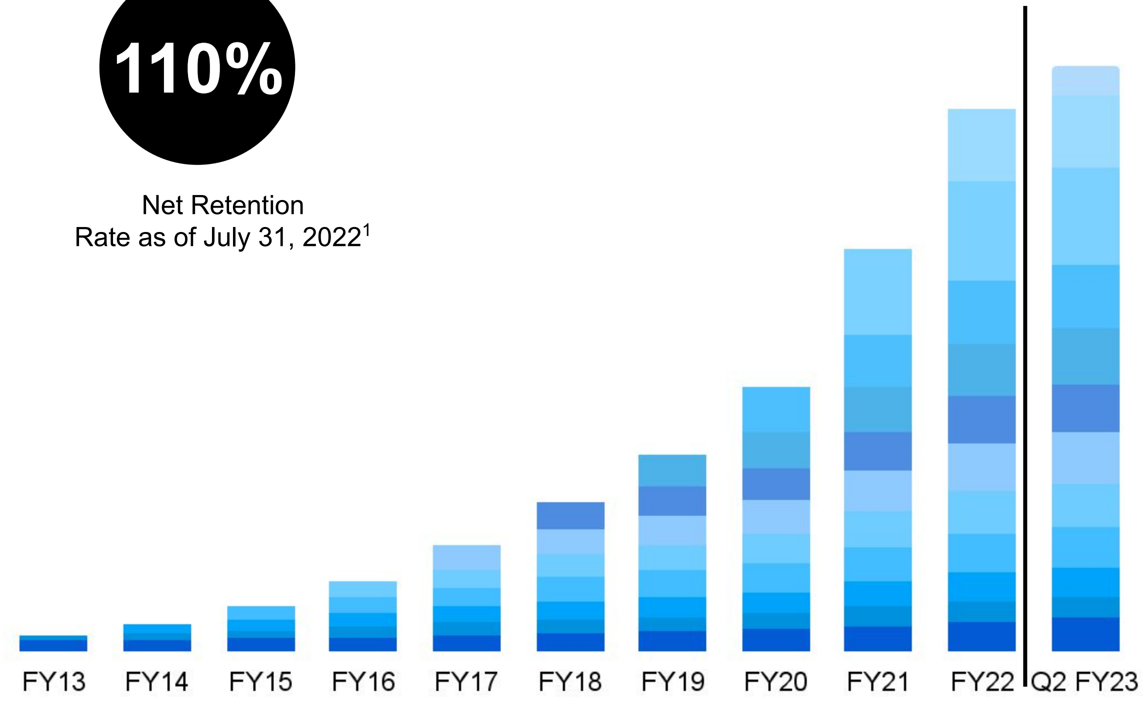
(1) For the fiscal years ended January 31 and fiscal quarter ended July 31, 2022
(2) Comprised of customers who were not acquired through our self-service channel.

Cohort and Large Customer Increase

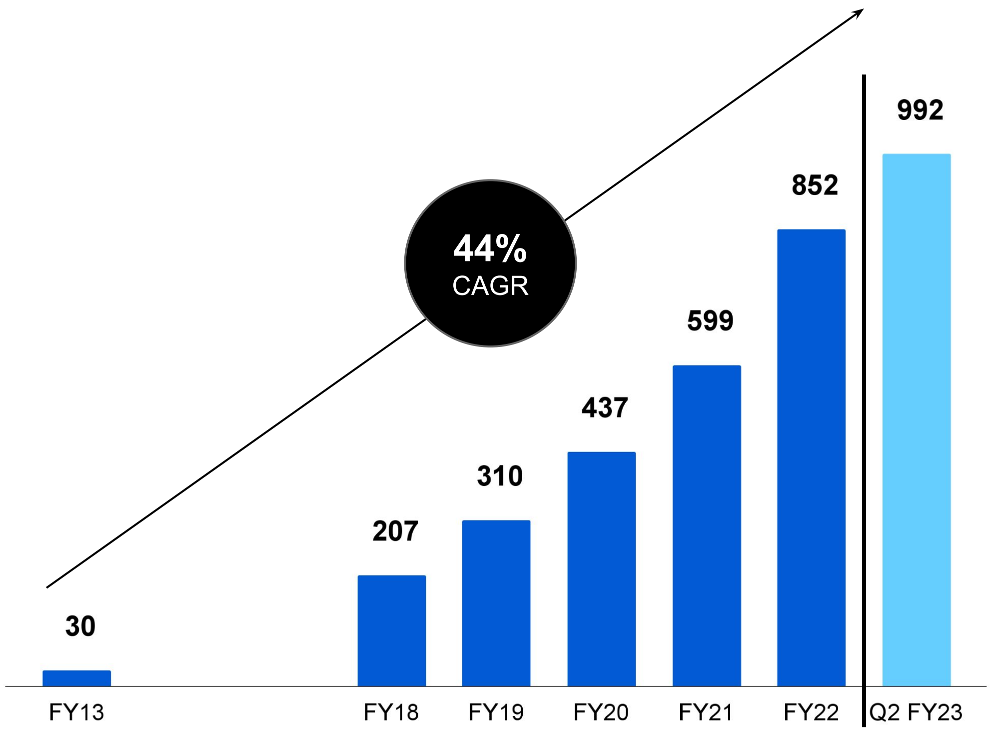
Cohort analysis

110%

Net Retention
Rate as of July 31, 2022[1]

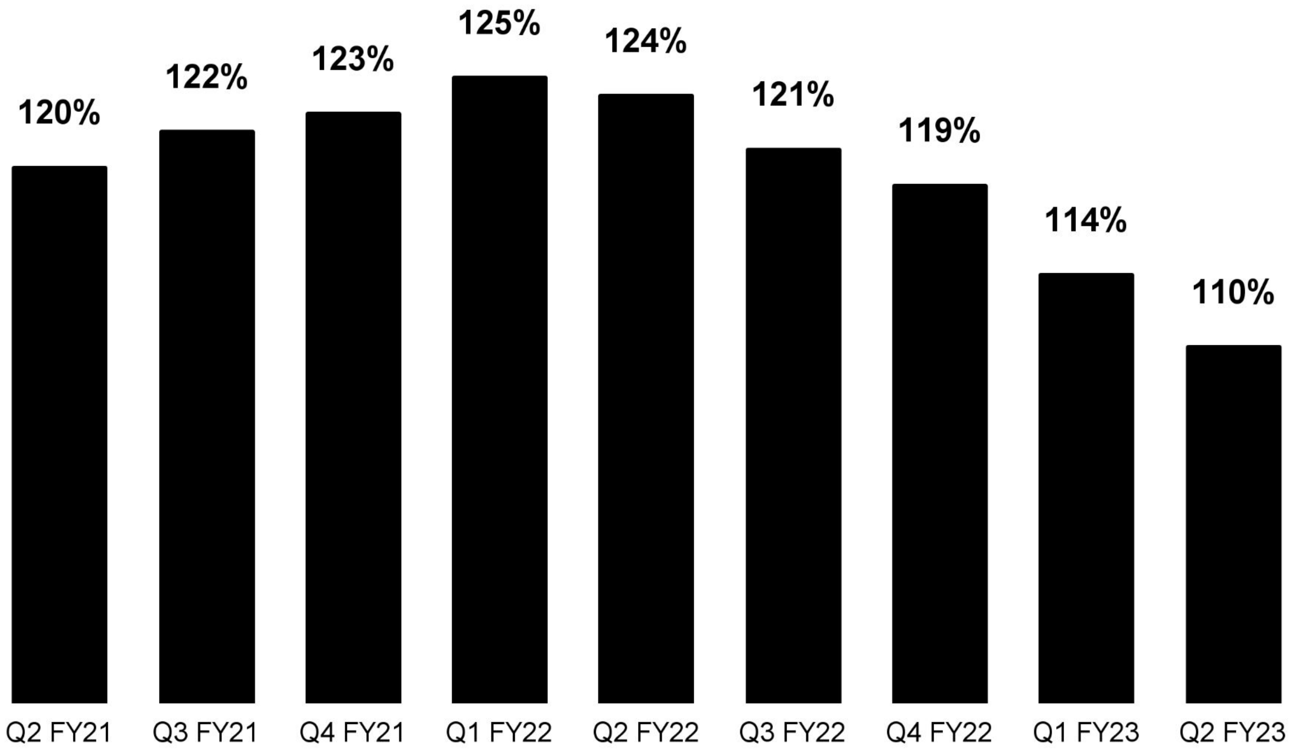


Customers with >$300K in ACV[2]



(1) Compares the annual recurring revenue, or ARR, for active subscription contracts from Direct customers at two period end dates. To calculate our dollar-based net retention rate at the end of the base year (e.g., July 31, 2022), we first identify customers that were customers at the end of the prior year (e.g., July 31, 2021) and then divide the ARR attributed to those customers at the end of the base year by the ARR attributed to those same customers at the end of the prior year. The quotient obtained from this calculation is the dollar-based net retention rate. For clarity, we do not include customers serviced via our Digital channel in this metric.
(2) ACV = Annualized Contract Value

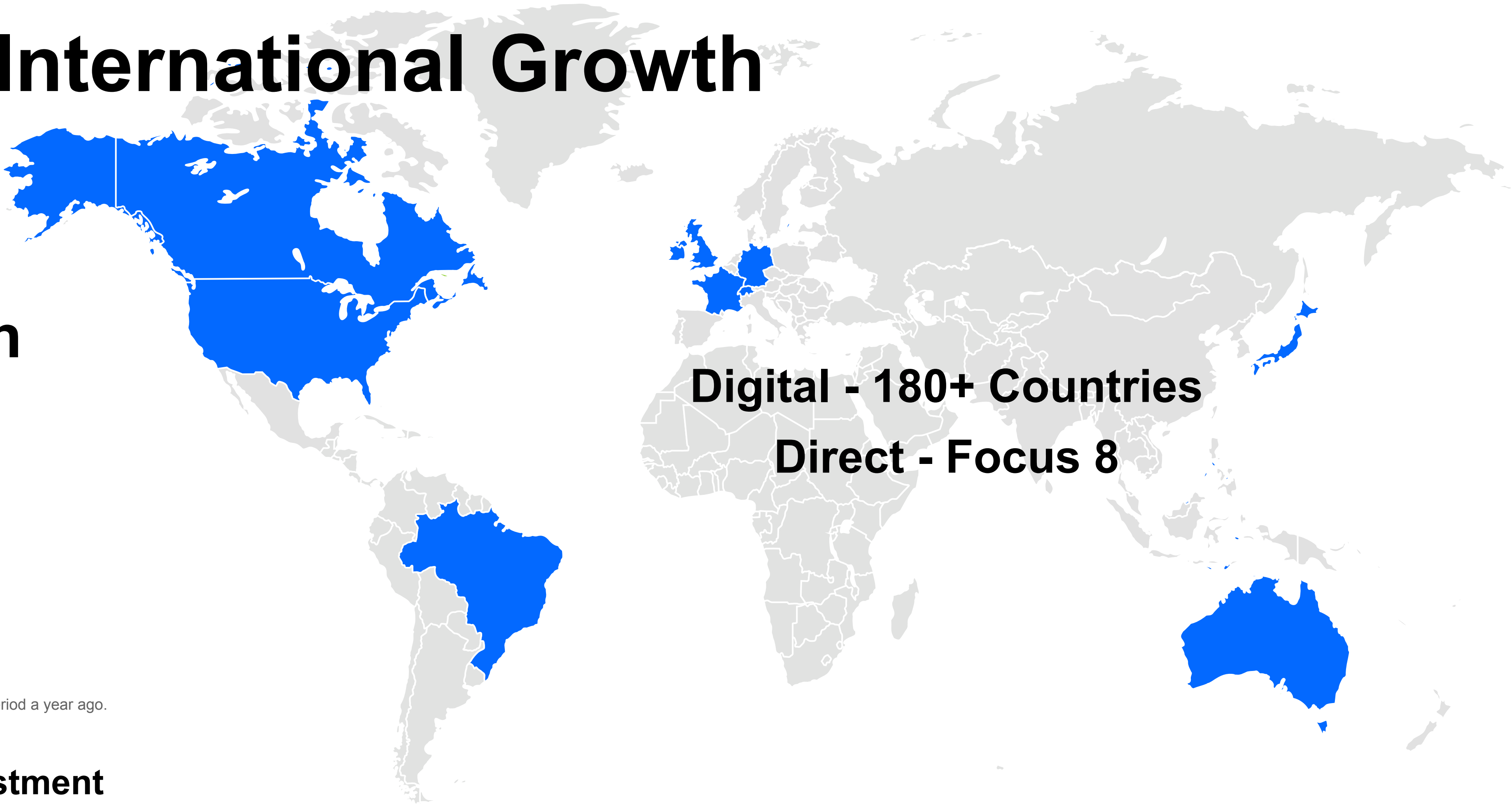
Customer Demand Drives Growth at Scale



110% Net Dollar Retention[1]

(1) Compares the annual recurring revenue, or ARR, for active subscription contracts from Direct customers at two period end dates. To calculate our dollar-based net retention rate at the end of the base year (e.g., July 31, 2022), we first identify customers that were customers at the end of the prior year (e.g., July 31, 2021) and then divide the ARR attributed to those customers at the end of the base year by the ARR attributed to those same customers at the end of the prior year. The quotient obtained from this calculation is the dollar-based net retention rate. For clarity, we do not include customers serviced via our Digital channel in this metric.

Investing In International Growth



35% y/y Int'l Revenue Growth
(Q2 FY23)[1]

25% of Total Revenue
(Q2 FY23)[1]

(1) For the fiscal quarter ended July 31, 2022 compared to same period a year ago.

Market Prioritization & Investment

Tier 1: Market Leader
- Primary market focus for Direct GTM investment
- Fully localized digital experience
- Targeted investment in Resell partners

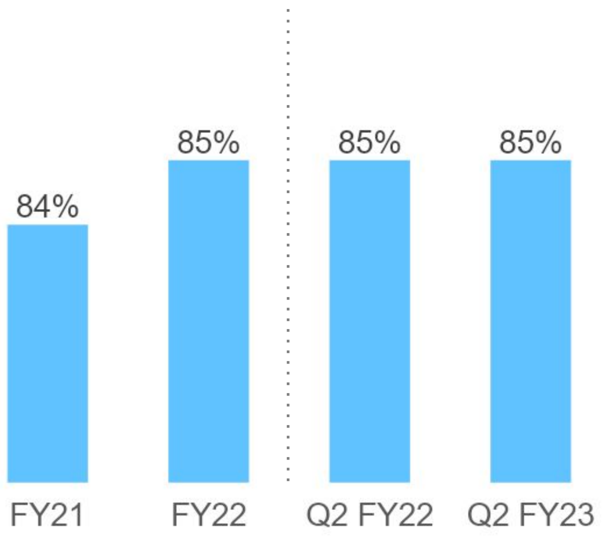
Tier 2: Seed and Grow
- High potential investment countries
- Seed with targeted direct investments, localized sales & support through partner and digital

Tier 3: Digital & Emerging
- Digital First strategy
- Indirect selling via key resellers

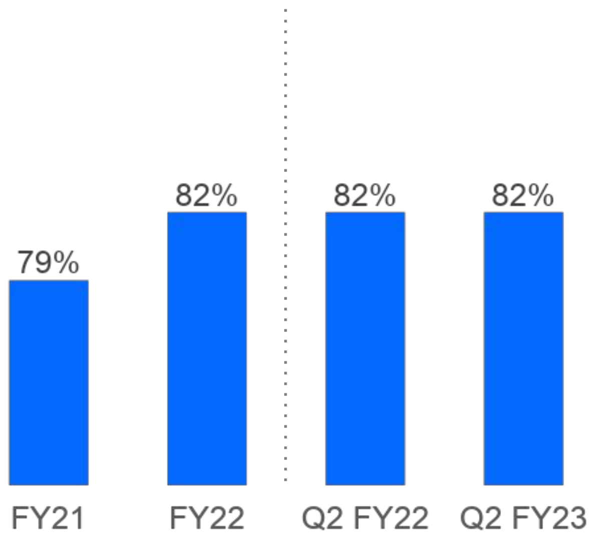
Maintaining Leverage While Investing In Growth

Non-GAAP Gross Margin[1]

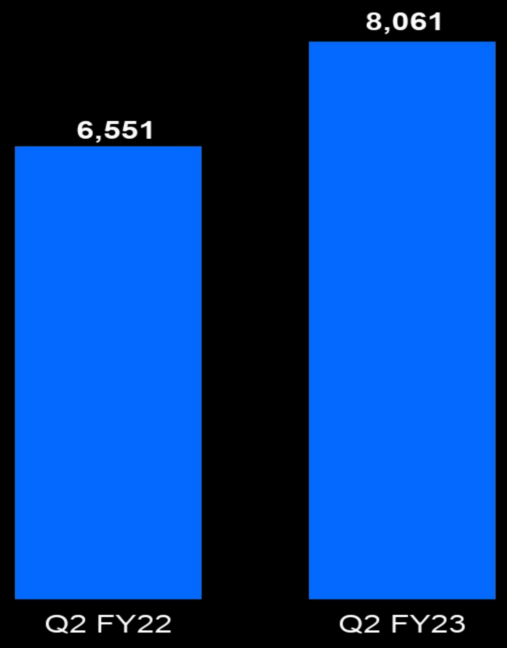
Subscription Gross Margin



Total Gross Margin



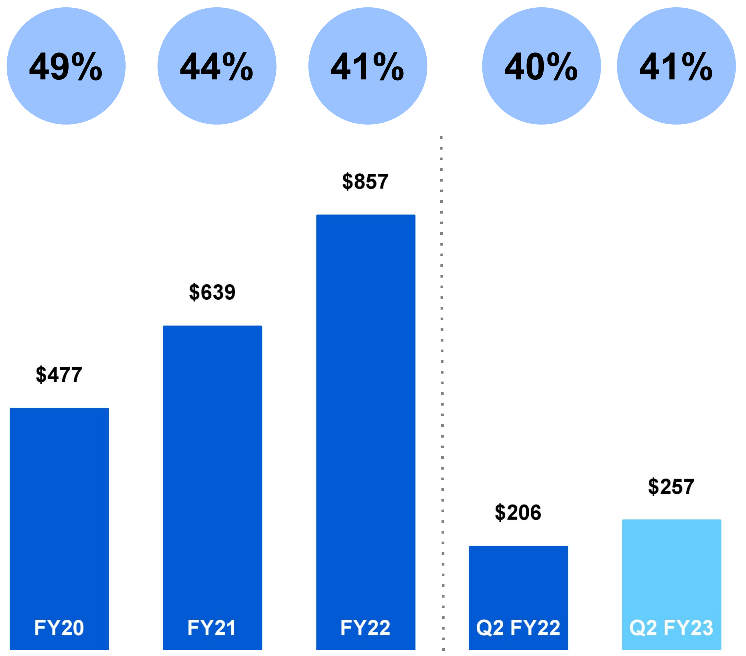
Headcount[2]



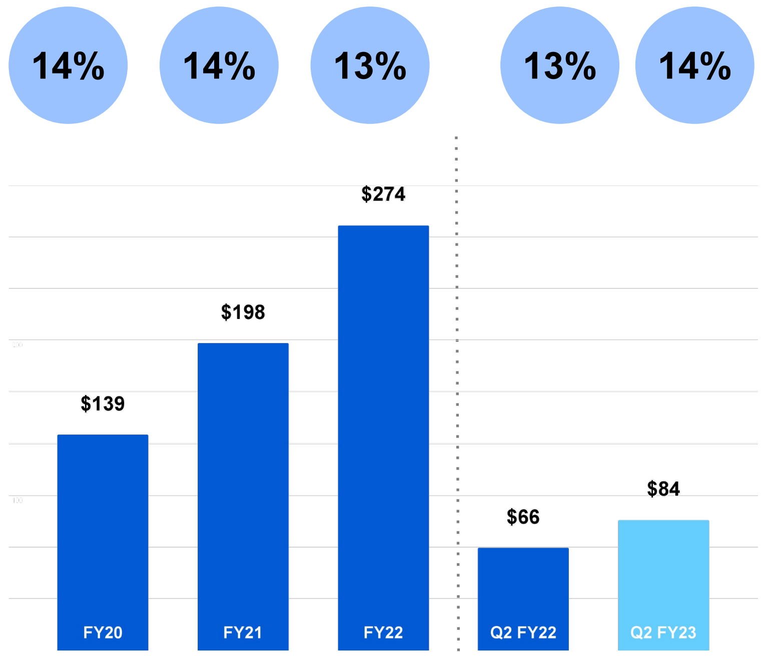
(1) For the fiscal years ended January 31, 2021 and 2022 and the fiscal quarters ended July 31, 2021 and 2022. Margins are as % of revenue. Please see Appendix for GAAP to non-GAAP reconciliation.
(2) As of July 31, 2021 and 2022.

Operating Leverage

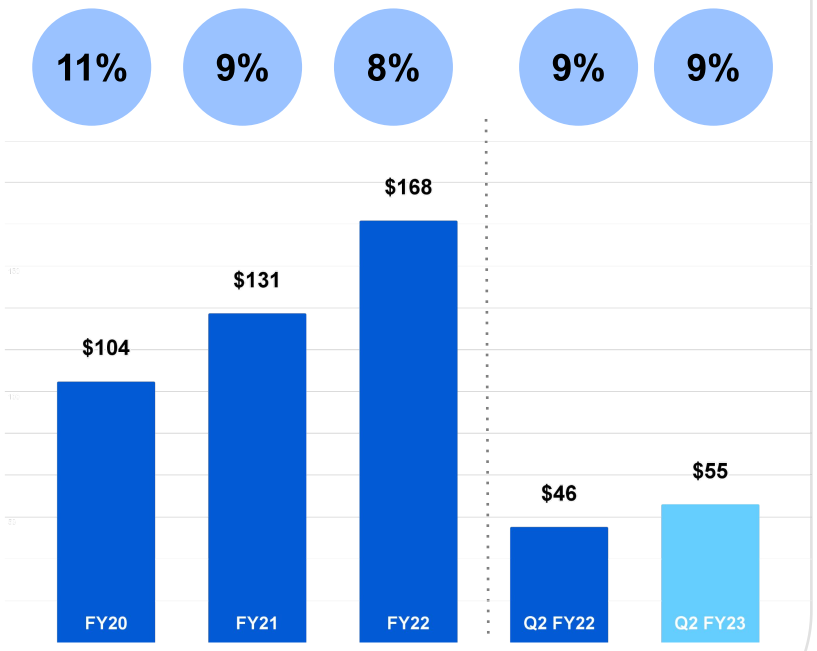
Non-GAAP S&M[1]



Non-GAAP R&D[1]



Non-GAAP G&A[1]

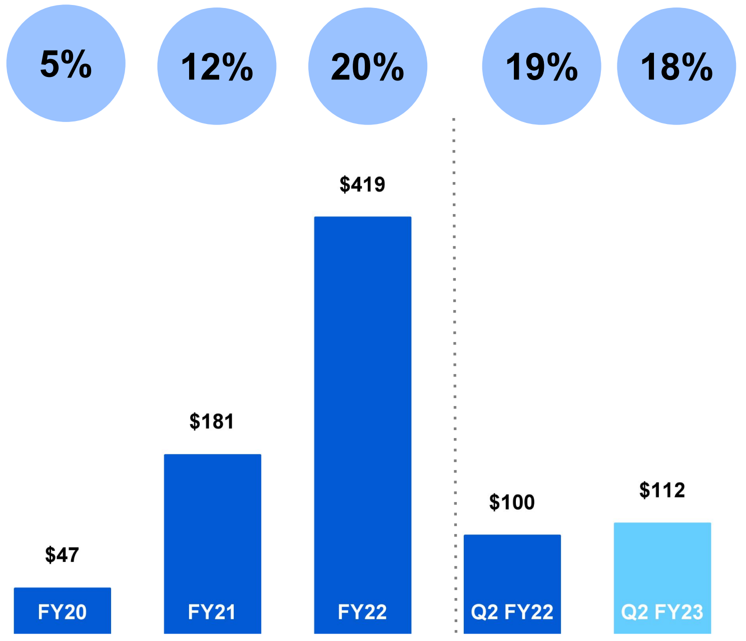


Margin as % of total revenue

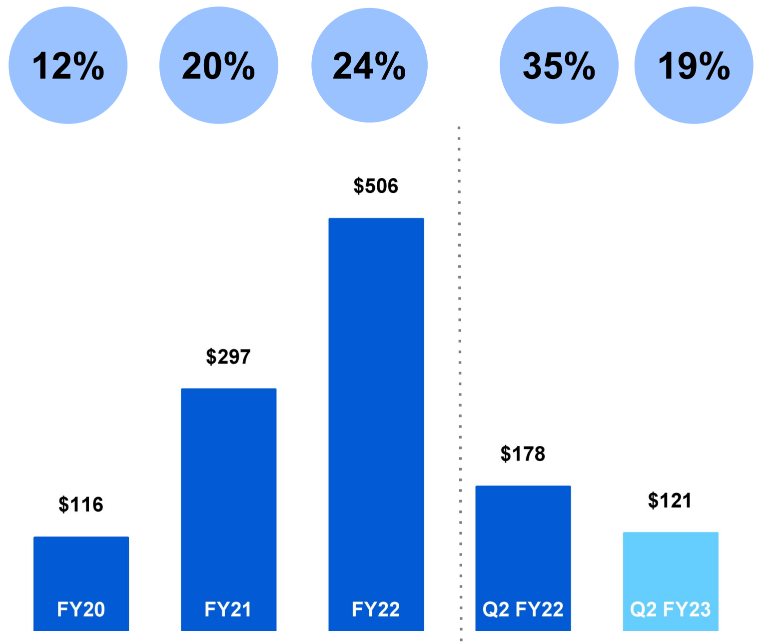
(1) For the fiscal years ended January 31, 2020, 2021, and 2022 and the fiscal quarters ended July 31, 2021, and 2022. $ in millions. Margins are as % of revenue. Please see Appendix slides for non-GAAP reconciliation.

Operating Leverage and Cash Flow

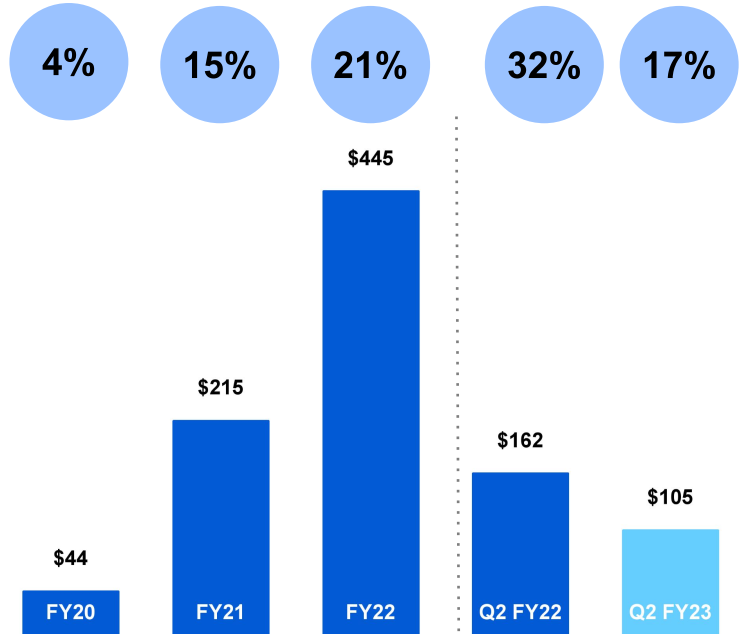
Non-GAAP Operating Income[1]



Operating Cash Flow



Free Cash Flow[2]



Margin as % of total revenue

(1) For the fiscal years ended January 31, 2020, 2021, and 2022 and the fiscal quarters ended July 31, 2021, and 2022. $ in millions. Margins are as % of revenue.
(2) FCF calculated as Operating Cash Flow – CapEx. Please see Appendix for calculation.
Please see Appendix slides for non-GAAP reconciliation.

Q3 FY2023 Guidance

	Q3 Fiscal 2023		
Total revenue	$624	-	$628
Subscription revenue	$609	-	$613
Billings	$584	-	$594
Non-GAAP gross margin	79%	-	81%
Non-GAAP operating margin	16%	-	18%
Non-GAAP diluted weighted-average shares o/s	205M	-	210M

FY2023 Guidance

	Fiscal 2023		
Total revenue	$2,470	-	$2,482
Subscription revenue	$2,405	-	$2,417
Billings	$2,550	-	$2,570
Non-GAAP gross margin	79%	-	81%
Non-GAAP operating margin	16%	-	18%
Non-GAAP diluted weighted-average shares o/s	205M	-	210M

Appendix

GAAP to Non-GAAP Gross Profit Reconciliation

Gross Profit (in $K)	Quarter Ended July 31,		Six Months Ended July 31,	
	2022	**2021**	**2022**	**2021**
GAAP Gross Profit	485,480	398,064	941,756	761,900
Add: Stock-based Compensation in Cost of Revenue	19,472	13,985	35,167	25,537
Add: Amortization of Acquisition-related Intangibles in Cost of Revenue	2,403	3,328	4,807	6,500
Add: Employer Payroll Tax on Employee Stock Transactions in Cost of Revenue	530	2,121	1,321	4,895
Add: Lease-related Impairment and Lease Related Charges	265	-	265	-
• Non-GAAP Gross Profit	508,150	417,498	983,316	798,832
GAAP Gross Margin	78%	78%	78%	78%
Non-GAAP Gross Margin	82%	82%	81%	81%

Subscription Gross Profit (in $K)	Quarter Ended July 31,		Six Months Ended July 31,	
	2022	**2021**	**2022**	**2021**
GAAP Subscription Revenue	605,194	492,758	1,174,445	944,693
Less: GAAP Subscription Cost of Revenue	107,931	84,455	213,090	162,526
• GAAP Subscription Gross Profit	497,263	408,303	961,355	782,167
Add: Stock-based Compensation in Subscription Cost of Revenue	12,994	7,539	23,607	13,557
Add: Amortization of Acquisition-related Intangibles in Subscription Cost of Revenue	2,403	3,328	4,807	6,500
Add: Employer Payroll Tax on Employee Stock Transactions in Subscription Cost of Revenue	332	971	840	2,413
Add: Lease-related Impairment and Lease Related Charges	194	-	194	-
• Non-GAAP Subscription Gross Profit	513,186	420,141	990,803	804,637
GAAP Subscription Gross Margin	82%	83%	82%	83%
Non-GAAP Subscription Gross Margin	85%	85%	84%	85%

GAAP to Non-GAAP Operating Gain / (Loss) and Free Cash Flow Reconciliation

Adjusted Operating Gain / (Loss) (in $K)	Quarter Ended July 31,		Six Months Ended July 31,	
	2022	2021	2022	2021
GAAP Operating Loss	(41,090)	(22,611)	(60,316)	(33,348)
Add: Stock-based Compensation in Cost of Revenue	19,472	13,985	35,167	25,537
Add: Amortization of Intangibles in Cost of Revenue	2,403	3,328	4,807	6,500
Add: Employer Payroll Tax on Employee Stock Transactions in Cost of Revenue	530	2,121	1,321	4,895
Add: Stock-based Compensation in Operating Expenses	121,735	85,974	216,763	155,558
Add: Amortization of Intangibles in Operating Expenses	2,630	3,333	5,834	6,691
Add: Employer Payroll Tax on Employee Stock Transactions in Operating Expenses	2,855	9,464	7,163	22,973
Add: Acquisition-related Operating Expenses	-	221	-	387
Add: Lease-related Impairment and Lease Related Charges	1,828	3,892	1,828	3,892
Add: Executive Transition Costs	1,804	-	1,804	-
• Non-GAAP Operating Income	112,167	99,707	214,371	193,085
Operating Margin (GAAP)	(7%)	(4%)	(5%)	(3%)
Operating Margin (Non-GAAP)	18%	19%	18%	20%

Free Cash Flow (in $K)	Quarter Ended July 31,		Six Months Ended July 31,	
	2022	2021	2022	2021
Net Cash Provided by Operating Activities	120,879	177,669	317,165	313,266
Less: Purchases of Property, Plant, and Equipment	(15,404)	(15,938)	(37,113)	(28,534)
• Non-GAAP Free Cash Flow	105,475	161,731	280,052	284,732
Free Cash Flow Margin	17%	32%	21%	15%
Net Cash Provided by (Used in) Investing Activities	(83,338)	(34,371)	(145,852)	(104,877)
Net Cash Provided by (Used in) Financing Activities	(35,453)	(142,350)	(34,103)	(255,304)

GAAP to Non-GAAP Operating Expenses Reconciliation

Sales & Marketing (in $K)	Quarter Ended July 31,		Six Months Ended July 31,	
	2022	2021	2022	2021
GAAP Sales & Marketing	323,582	262,372	624,279	501,491
Less: Stock-based Compensation in Sales & Marketing	(61,218)	(46,921)	(108,649)	(85,057)
Less: Amortization of Acquisition-related Intangibles in Sales & Marketing	(2,630)	(3,333)	(5,834)	(6,691)
Less: Employer Payroll Tax on Employee Stock Transactions in Sales & Marketing	(1,683)	(5,706)	(3,973)	(12,484)
Less: Lease-related Impairment and Lease Related Charges	(886)	-	(886)	-
• Non-GAAP Sales & Marketing	257,165	206,412	504,937	397,259
Sales & Marketing as % of Revenue (GAAP)	52%	51%	52%	51%
Sales & Marketing as % of Revenue (Non-GAAP)	41%	40%	42%	40%

Research & Development (in $K)	Quarter Ended July 31,		Six Months Ended July 31,	
	2022	2021	2022	2021
GAAP Research & Development	126,532	94,651	238,759	180,067
Less: Stock-based Compensation in Research & Development	(40,978)	(26,275)	(73,183)	(46,737)
Less: Employer Payroll Tax on Employee Stock Transactions in Research & Development	(886)	(2,752)	(2,401)	(6,928)
Less: Lease-related Impairment and Lease Related Charges	(385)	-	(385)	-
• Non-GAAP Research & Development	84,301	65,624	162,790	126,402
Research & Development as % of Revenue (GAAP)	20%	18%	20%	18%
Research & Development as % of Revenue (Non-GAAP)	14%	13%	13%	13%

General & Administrative (in $K)	Quarter Ended July 31,		Six Months Ended July 31,	
	2022	2021	2022	2021
GAAP General & Administrative	76,456	63,652	139,034	113,690
Less: Stock-based Compensation in General & Administrative	(19,539)	(12,778)	(34,931)	(23,764)
Less: Acquisition-related Expenses in General & Administrative	-	(221)	-	(387)
Less: Employer Payroll Tax on Employee Stock Transactions in General & Administrative	(304)	(1,006)	(789)	(3,561)
Less: Lease-related Impairment and Lease Related Charges	(292)	(3,892)	(292)	(3,892)
Less: Executive Transition Costs	(1,804)	-	(1,804)	-
• Non-GAAP General & Administrative	54,517	45,755	101,218	82,086
General & Administrative as % of Revenue (GAAP)	13%	13%	11%	12%
General & Administrative as % of Revenue (Non-GAAP)	9%	9%	8%	8%

Computation of Billings

Computation of Billings (in $K)	**Quarter Ended July 31,**		**Six Months Ended January 31**	
	2022	**2021**	**2022**	**2021**
Revenue	622,184	511,844	1,210,876	980,923
Add: Contract Liabilities and Refund Liability, End of Period	1,094,939	939,826	1,094,939	939,826
Less: Contract Liabilities and Refund Liability, Beginning of Period	(1,074,460)	(857,969)	(1,049,106)	(800,940)
Add: Contract Assets and Unbilled Accounts Receivable, Beginning of Period	18,756	19,737	18,273	21,021
Less: Contract Assets and Unbilled Accounts Receivable, End of Period	(13,695)	(18,067)	(13,695)	(18,067)
Billings	647,724	595,371	1,261,287	1,122,763