Key Performance Metric and Non-GAAP Financial Measures

Annualized Renewal Run-rate (ARR) is a key performance metric we use in managing our business because it illustrates our ability to acquire new subscription customers and to maintain and expand our relationships with existing subscription customers. We define ARR as annualized invoiced amounts per solution SKU from subscription licenses and maintenance and support obligations assuming no increases or reductions in customers' subscriptions. ARR does not include the costs we may incur to obtain such subscription licenses or provide such maintenance and support, and does not reflect any actual or anticipated reductions in invoiced value due to contract non-renewals or service cancellations other than for specific reserves, for example those for credit losses or disputed amounts. ARR does not include invoiced amounts associated with perpetual licenses or professional services. ARR is not a forecast of future revenue, which can be impacted by contract start and end dates and duration. ARR should be viewed independently of revenue and deferred revenue as ARR is an operating metric and is not intended to replace these items.

Investors should not place undue reliance on ARR as an indicator of future or expected results. Our presentation of ARR may differ from similarly titled metrics presented by other companies and therefore comparability may be limited.

This supplemental information includes financial measures defined as non-GAAP financial measures by the SEC, including non-GAAP cost of revenue, non-GAAP gross profit and margin, non-GAAP operating expenses, non-GAAP operating income (loss) and margin, and non-GAAP net income (loss) per share. These non-GAAP financial measures exclude:

stock-based compensation expense;

amortization of acquired intangibles;

employer payroll tax expense related to employee equity transactions;

restructuring costs;

charitable donation of Class A common stock: and

in the case of non-GAAP net income (loss), tax adjustments associated with the add-back items, as applicable,

Additionally, this supplemental information presents non-GAAP adjusted free cash flow, which includes purchases of property and equipment and capitalization of software development costs, and excludes cash paid for employer payroll taxes related to employee equity transactions, net payments/receipts of employee tax withholdings on stock option exercises, and cash paid for restructuring costs.

UiPath uses these non-GAAP financial measures internally in analyzing its financial results and believes they are useful to investors, as a supplement to GAAP measures, in evaluating UiPath's ongoing operational performance. UiPath believes that the use of these non-GAAP financial measures provides an additional tool for investors to use in evaluating ongoing operating results and trends and in comparing its financial results with other companies in UiPath's industry, many of which present similar non-GAAP financial measures are financial measures are financial measures are financial measures that are derived from the consolidated financial statements, but that are not presented in accordance with generally accepted accounting principles in the United States (GAAP). We believe these non-GAAP financial measures provide investors with useful supplementary information in evaluating our performance. Investors should consider these non-GAAP financial measures a substitute for, our financial performance measures prepared in accordance with GAAP. Further, our non-GAAP information may be different from the non-GAAP information provided by other companies. The information herein provides a reconciliation of non-GAAP financial measures to the most directly comparable GAAP financial measures. We encourage investors to consider our GAAP results alongside our supplemental non-GAAP measures, and to review the reconciliation between GAAP results and non-GAAP measures.

UiPath, Inc. Condensed Consolidated Statements of Operations (in thousands) (unaudited)

	Three Months Ended																	
	July 31,	April 30,	January 31	October 31,	July 31,	April 30,	January 31,	October 31,	July 31,	April 30,	January 31,	October 31,	July 31,	April 30,	January 31,	October 31,	July 31,	April 30,
	2023	2023	2023	2022	2022	2022	2022	2021	2021	2021	2021	2020	2020	2020	2020	2019	2019	2019
Revenue																		
Licenses	\$ 119,300	\$ 134,039	\$ 158,961	\$ 118,175	\$ 103,696	\$ 117,004	\$ 174,056	\$ 111,608	95,547	100,216	124,208	78,555	79,513	63,759	71,899	46,241	47,353	\$ 36,155
Subscription services	159,999	146,352	138,514	130,159	124,656	115,494	103,943	97,963	90,319	77,642	75,906	61,508	51,932	43,196	38,484	32,024	27,118	21,986
Professional services and other	8,011	9,197	11,074	14,410	13,870	12,568	11,699	11,245	9,655	8,359	7,761	7,226	7,931	6,148	4,446	5,643	2,619	2,188
Total revenue	287,310	289,588	308,549	262,744	242,222	245,066	289,698	220,816	195,521	186,217	207,875	147,289	139,376	113,103	114,829	83,908	77,090	60,329
Cost of revenue																		
Licenses	3,008	2,547	2,506	3,208	2,170	2,537	4,374	2,626	2,434	2,454	2,281	1,720	1,636	1,417	1,962	705	583	510
Subscription services	26,777	23,078	23,417	20,578	22,326	21,045	18,489	15,659	12,238	14,179	7,079	6,092	5,501	5,543	2,360	6,620	5,075	2,448
Professional services and other	19,202	18,042	21,768	18,982	20,080	21,434	18,301	24,815	20,922	32,377	10,776	9,573	7,561	6,678	8,453	7,274	8,285	15,130
Total cost of revenue	48,987	43,667	47,691	42,768	44,576	45,016	41,164	43,100	35,594	49,010	20,136	17,385	14,698	13,638	12,775	14,599	13,943	18,088
Gross profit	238,323	245,921	260,858	219,976	197,646	200,050	248,534	177,716	159,927	137,207	187,739	129,904	124,678	99,465	102,054	69,309	63,147	42,241
Operating expenses																		
Sales and marketing	169,725	160,406	173,760	156,469	181,547	189,782	174,757	172,906	144,268	205,751	99,380	99,512	90,331	90,931	118,774	139,408	131,123	94,039
Research and development	86,606	75,342	81,870	67,341	67,849	68,690	64,412	61,559	57,646	93,040	29,194	27,456	26,541	26,729	24,307	26,272	32,309	48,178
General and administrative	59,577	56,584	50,375	63,157	68,443	57,530	60,244	59,498	55,834	74,415	44,574	65,951	24,834	26,676	34,959	38,097	49,750	56,818
Total operating expenses	315,908	292,332	306,005	286,967	317,839	316,002	299,413	293,963	257,748	373,206	173,148	192,919	141,706	144,336	178,040	203,777	213,182	199,035
Operating (loss) income	(77,585)	(46,411)	(45,147)	(66,991)	(120,193)	(115,952)	(50,879)	(116,247)	(97,821)	(235,999)	14,591	(63,015)	(17,028)	(44,871)	(75,986)	(134,468)	(150,035)	(156,794)
Interest income	13,582	13,848	12,898	9,561	4,505	991	945	899	766	941	401	144	77	530	1,218	2,281	2,608	634
Other income (expense), net	7,472	4,294	5,290	888	(600)	(2,811)	(4,745)	(4,300)	(1,225)	(3,218)	4,643	(6,303)	24,010	(7,837)	(1,434)	(247)	(2,862)	(2,054)
(Loss) income before income taxes	(56,531)	(28,269)	(26,959)	(56,542)	(116,288)	(117,772)	(54,679)	(119,648)	(98,280)	(238,276)	19,635	(69,174)	7,059	(52,178)	(76,202)	(132,434)	(150,289)	(158,214)
Provision for (benefit from) income taxes	3,830	3,632	730	1,182	4,090	4,789	8,431	3.139	1.746	1,387	(6,621)	1,622	2,072	662	1.892	602	742	(442)
Net (loss) income	\$ (60,361)	\$ (31,901)	\$ (27,689)	\$ (57,724)	\$ (120,378)	\$ (122,561)	\$ (63,110)	\$ <u>(122,787)</u>	(100,026)	(239,663)	26,256	(70,796)	4,987	(52,840)	(78,094)	(133,036)	(151,031)	(157,772)

UiPath, Inc. Condensed Consolidated Balance Sheets (in thousands) (unaudited)

							As Of										
	July 31, 2023		April 30, 2023	January 31, 2023	_	October 31, 2022		July 31, 2022		April 30, 2022	January 31, 2022		October 31, 2021	July 31, 2021	April 30, 2021	January 31, 2021	January 31, 2020
ASSETS					_		_		_								
Current assets:																	
Cash and cash equivalents	\$ 1,093,89	8 \$	1,311,576	\$ 1,402,119	\$	1,451,152	\$	1,607,356	\$	1,679,217	\$ 1,768,72	3 \$	1,776,417	\$ 1,826,424	\$ 1,796,267	\$ 357,690	\$ 232,386
Restricted cash	40					_		_			-	_			13,500	7,000	1,745
Marketable securities	735,67	0	469,071	354,774		225,605		114,188		114,749	96.41	7	102.009	70.140	83,263	102.828	
Accounts receivable, net	226,32		233,307	374,217		275,935		193,483		169,061	251,98	3	196,427	138,945	136,520	172,286	93,008
Contract assets	80,602	2	68,536	69,260		91,551		94,760		88,427	74,83	1	63,621	53,555	35,058	34,221	12,855
Deferred contract acquisition costs	59,326	3	53,355	49,887		40,168		35,259		32,492	29,92	6	24,077	18,142	13,624	10,653	19,361
Prepaid expenses and other current assets	107,37	3	121,429	94,150		74,834	_	63,430	_	61,072	55,41	<u> </u>	44,668	51,886	41,672	49,752	41,625
Total current assets	2,303,59	6	2,257,274	2,344,407		2,159,245		2,108,476		2,145,018	2,277,30	1	2,207,219	2,159,092	2,119,904	734,430	400,980
Restricted cash, non-current	_	_	_	_		_		_		_	_	-	_	_	_	6,500	_
Marketable securities, non-current	-	_	5,710	2,942		2,920		2,396		7,364	19,52		13,079	_	_	_	_
Contract assets, non-current	5,02		6,930	6,523		9,498		5,722		5,469	2,73		1,255	2,537	9,136	2,085	122
Deferred contract acquisition costs, non-current	134,02		136,571	137,616		113,568		106,654		103,520	100,22		77,849	58,289	44,618	32,553	17,893
Property and equipment, net	24,679		26,911	29,045		28,152		25,517		21,776	17,17		14,188	14,728	15,149	14,822	20,846
Operating lease right-of-use assets	52,847		52,275	52,052		50,555		44,074		44,895	48,95		50,895	16,302	16,490	17,260	22,737
Intangible assets, net	19,24		21,167	23,010		23,993		26,856		15,078	16,81		18,467	18,866	20,423	10,191	11,776
Goodwill	90,05		89,207	88,010		83,844		86,180		52,123	53,56		54,457	55,193	58,478	28,059	25,311
Deferred tax assets	5,573		5,915	5,895		7,657		7,995		8,170	10,62		6,846	7,927	7,836	8,118	_
Other assets, non-current	35,108	3_	40,723	45,706		32,252		20,807	_	21,307	25,53	4	23,433	14,947	14,536	12,443	8,503
Total assets	\$ 2,670,14	0 \$	2,642,683	2,735,206	\$	2,511,684	\$	2,434,677	\$	2,424,720	\$ 2,572,45	<u> </u>	2,467,688	\$ 2,347,881	\$ 2,306,570	\$ 866,461	\$ 508,168
LIABILITIES, CONVERTIBLE PREFERRED STOCK, AND STOCKHOLDERS' EQUITY (DEFICIT)																	
Current liabilities:																	
Accounts payable	\$ 1,887	7 \$	5,734	\$ 8,891	\$	11,253	\$	12,122	\$	17,442	\$ 11,51	5 \$	23,942	\$ 2,874	\$ 5,642	\$ 6,682	\$ 4,608
Accrued expenses and other current liabilities	64,404	1	63,138	76,645		78,892		74,666		75,590	87,95	В	82,439	60,558	51,057	36,660	32,315
Accrued compensation and benefits	67,836	3	48,622	142,582		98,086		80,961		62,948	130,67	3	107,788	75,628	49,802	110,736	58,478
Deferred payments related to business acquisitions	_	_											· –		· —	_	18,591
Deferred revenue	384,01	5	385,895	398,334		288,412		292,323		282,263	297,35	5	253,120	235,484	222,089	211,078	124,627
Total current liabilities	518.14	2 -	503,389	626,452		476.643		460,072		438,243	527,50	1 -	467.289	374,544	328.590	365.156	238,619
Deferred revenue, non-current	103,78		113,222	121,697		107,633		66,598		56,832	68,66		58,869	54,465	55,224	61,325	40,941
Operating lease liabilities, non-current	56.699		56,564	56,442		55,085		46,765		46,346	49,84		51,164	12,328	12,968	14,152	20.391
Accrued sales commissions, non-current	,	_															8,967
Other liabilities, non-current	8,150	3	13,971	10,457	_	12,499	_	11,693	_	3,105	4,52	4	6,961	7,591	10,247	7,564	2,372
Total liabilities	686,77	4	687,146	815,048	_	651,860	_	585,128	_	544,526	650,53	3	584,283	448,928	407,029	448,197	311,290
Convertible preferred stock	_	_	_	_		_		_		_	_	_	_	_	_	1,221,968	996,389
Stockholders' equity (deficit):																1,221,300	330,303
Class A common stock		5	5	5		5		5		4	4	ļ	4	4	4	1	_
Class B common stock		1	1	1		1		1		1		l	1	1	1	1	1
Additional paid-in capital	3,888,41		3,801,656	3,736,838		3,649,474		3,577,278		3,488,255	3,406,95		3,312,405	3,213,595	3,117,853	179,175	72,229
Accumulated other comprehensive income (loss)	11,506		10,074	7,612		6,953		11,150		10,441	10,89		3,831	(4,598)	(8,294)	(12,521)	6,226
Accumulated deficit	(1,916,560		(1,856,199)	(1,824,298)	_	(1,796,609)	_	(1,738,885)	_	(1,618,507)	(1,495,946	<u> </u>	(1,432,836)	(1,310,049)	(1,210,023)	(970,360)	(877,967)
Total stockholders' equity (deficit)	1,983,36		1,955,537	1,920,158	_	1,859,824		1,849,549		1,880,194	1,921,91		1,883,405	1,898,953	1,899,541	(803,704)	(799,511)
Total liabilities, convertible preferred stock, and stockholders' equity (deficit)	\$ 2,670,14	0 \$	2,642,683	\$ 2,735,206	\$	2,511,684	\$	2,434,677	\$	2,424,720	\$ 2,572,45	<u>\$</u>	2,467,688	\$ 2,347,881	\$ 2,306,570	\$ 866,461	\$ 508,168

UiPath, Inc. Condensed Consolidated Statements of Cash Flows (in thousands) (unaudited)

						,									
	Six Months Ended July 31, 2023	Three Months Ended April 30, 2023	Year Ended January 31, 2023	Nine Months Ended October 31, 2022	Six Months Ended July 31, 2022	Three Months Ended April 30, 2022	Year Ended January 31, 2022	Nine Months Ended October 31,	Six Months Ended July 31, 2021	Three Months Ended April 30,	Year Ended January 31, 2021	Nine Months Ended October 31, 2020	Six Months Ended July 31, 2020	Three Months Ended April 30. 2020	Year Ended January 31, 2020
Cash flows from operating activities															
Net loss Adjustments to reconcile net loss to net cash provided by (used in) operating activities:	\$ (92,262)	\$ (31,901)	\$ (328,352)	\$ (300,663)	\$ (242,939)	\$ (122,561)	\$ (525,586)	\$ (462,476)	\$ (339,689)	\$ (239,663)	\$ (92,393)	\$ (118,649)	\$ (47,853)	\$ (52,840)	\$ (519,933)
Depreciation and amortization	11.160	5.616	18,723	12.993	8,065	4.039	14,705	10.697	6.966	3,172	12,335	9.383	6,264	3.147	8.666
Amortization of deferred contract acquisition costs	31,229	14,072	59,826	37,967	21,860	10,822	39,257	19,904	10,971	4,920	40,997	28,478	18,991	8,006	30,450
Reversal of deferred contract acquisition cost and accrued sales															
commissions, net	_	_	_	_	_	_	_	_	_	_	(9,229)	_	_	_	_
Net amortization on marketable securities	(10,745)	(4,097)	(1,782)	501	860	473	1,954	1,391	867	558	263	_	_	_	_
Stock-based compensation expense	187,145	85,048	369,840	270,797	189,706	101,454	515,583	438,551	343,448	250,835	86,167	65,794	17,030	8,201	137,862
Charitable donation of Class A common stock	4,215	4,215	5,499	5,499	5,499	_	_	_	_	_	_	_	_	_	_
Amortization of operating lease right-of-use assets	6,299	3,071	11,675	8,555	4,597	2,759	8,875	6,013	3,580	1,734	7,266	5,522	3,708	1,879	7,019
Provision for deferred income taxes	(57)	(267)	861	1,171	1,505	1,594	(5,832)	(357)	(134)	21	(7,587)	68	(10)	(52)	(1,324)
Abandonment and impairment charges	_	_	2,881	2,881	2,881	_	_	_	_	_	_	_	_	_	_
Other non-cash charges (credits), net	965	624	(2,465)	(1,714)	(1,031)	2,849	1,983	1,599	(526)	(643)	1,019	1,382	247	29	1,954
Changes in operating assets and liabilities:	447.705		(400 700)	(00.440)	54.707	70.004	(00.007)	(07.000)		05.070	(70.007)	(0.4.40.4)	(47.740)	0.700	(50.440)
Accounts receivable Contract assets	147,725 (9.455)	141,557 660	(123,783)	(33,449) (27,735)	51,707 (26,146)	76,864 (18,523)	(86,387)	(27,028)	32,961	35,973 (8,148)	(76,907)	(34,191)	(17,740)	9,769	(52,146) (5.083)
	(9,455)	(15,499)	(185) (118,909)	(69,657)	(26,146)	(18,523)	(43,660) (130,186)	(29,994) (80,720)	(20,355) (44,946)	(8,148)	(21,964) (51,058)	(18,459) (28,885)	(13,955) (18,516)	(4,781) (5,782)	(61.033)
Deferred contract acquisition costs Prepaid expenses and other assets	(6,679)	(5,860)	(59,810)	(27,361)	(4,277)	(5,231)	(15,360)	(2,295)	(44,946)	7,666	(8,564)	(26,665)	2,326	1,109	(20,625)
Accounts payable	(6,033)	(2,130)	(1,571)	2,414	2,759	7,554	3,507	17,549	(3,663)	(528)	1,893	1,983	1,414	4,251	(14,557)
Accrued expenses and other liabilities	(4,229)	(10,547)	(14,954)	(13,785)	(14,507)	(12,894)	45,729	17,756	8.484	4.573	6,122	8.009	4.127	(1,646)	18.763
Accrued compensation and benefits	(74.184)	(93,390)	15,086	(26,096)	(45,042)	(65,083)	24.038	(822)	(32.686)	(60.433)	49,924	24.233	7.192	(8.340)	17.735
Operating lease liabilities, net	(7,532)	(2,946)	(3,307)	(488)	(2,422)	(1,950)	(9,064)	(5,261)	(3,698)	(1,807)	(8,080)	(6,075)	(4,097)	(1,894)	(5,064)
Deferred revenue	(29.547)	(20.885)	160.746	54.232	9.876	(14.289)	105.481	46.544	19.237	4.453	98.973	72.197	44.934	14.812	97.884
Net cash provided by (used in) operating activities	111,626	67,341	(9,981)	(103,938)	(76,621)	(52,884)	(54,963)	(48,949)	(23,523)	(17,522)	29,177	10,998	4,062	(24,132)	(359,436)
Cash flows from investing activities:															
Purchases of marketable securities	(709,199)	(215,391)	(388,409)	(204,311)	(45,600)	(21,918)	(212,512)	(161,214)	(94,157)	(94,157)	(103,108)	_	_	_	_
Sales of marketable securities	_	_	_	_	_	_	89,383	89,383	89,383	89,383	_	_	_	_	_
Maturities of marketable securities	338,644	78,955	151,426	93,298	47,433	14,813	107,745	58,109	36,605	23,755	_	_	_	_	_
Purchases of property and equipment	(2,876)	(1,870)	(23,815)	(21,614)	(16,298)	(9,692)	(8,879)	(5,719)	(3,641)	(2,200)	(1,953)	(989)	(587)	(460)	(15,748)
Payments related to business acquisitions, net of cash acquired	_	_	(29,542)	(29,542)	(29,477)	_	(5,498)	(5,498)	(5,498)	(5,498)	(19,690)	(19,690)	(1,000)	_	(18,525)
Capitalization of software development costs	_	_	_	_	_	_	(2,950)	(2,950)	(771)	(410)	(1,240)	_	_	_	(5,233)
Other investing, net	2,754	2,754	1,197	(507)	(507)	1,100	(2,731)	(1,231)	_	_	_	_	_	_	_
Net cash (used in) provided by investing activities	(370,677)	(135,552)	(289,143)	(162,676)	(44,449)	(15,697)	(35,442)	(29,120)	21,921	10,873	(125,991)	(20,679)	(1,587)	(460)	(39,506)
Cash flows from financing activities: Proceeds from initial public offering, net of underwriting discounts and	(010,011)	(100,002)	(200,140)	(102,010)	(11,110)	(10,001)	(00,112)	(20,120)	21,021	10,010	(120,001)	(20,010)	(1,007)	(100)	(00,000)
commissions	_	_	_	_	_	_	692,369	692,369	692,369	692,369	_	_	_	_	_
Payments of initial public offering costs	_	_	_	_	_	_	(3,734)	(3,734)	(3,734)	(2,406)	_	_	_	_	_
Proceeds from issuance of convertible preferred stock	_	_	_	_	_	_	750,000	750,000	750,000	750,000	225,903	225,903	225,903	_	583,600
Payments of issuance costs related to convertible preferred stock	_	_	_	_	_	_	(164)	(164)	(164)	(164)	(324)	(324)	(324)	_	(591)
Proceeds from exercise of stock options	3,904	1,187	8,388	7,605	4,682	2,823	12,197	9,687	6,651	3,114	26,379	19,837	2,719	536	3,599
Repurchase and retirement of common stock	_	_	_	_	_	_	_	_	_	_	_	_	_	_	(128,843)
Proceeds from credit agreement	_	_	_	_	_	_	_	_	_	_	78,587	78,587	78,587	78,828	_
Repayment of credit agreement	_	_	_	_	_	_	_	_	_	_	(78,587)	(78,587)	(78,587)	_	_
Payments of tax withholdings on net settlement of equity awards Net (payments) receipts of tax withholdings on sell-to-cover equity	(52,832)	(25,902)	(73,095)	(53,300)	(38,717)	(17,329)	(10,467)	(10,300)	(9,554)	_	_	_	_	_	_
award transactions	(679)	(645)	(9,480)	(10,132)	(10,132)	(10,037)	10,432	20,418	9,483	_	_	_	_	_	_
Proceeds from employee stock purchase plan contributions	9,643	4,730	15,011	13,525	8,507	6,356	19,040	13,766	6,902	_	_	_	_	_	_
Payment of deferred consideration related to business acquisition	(5,863)	_	_	_	_	_	_	_	_	_	_	_	_	_	_
Repurchase of unvested early exercised stock options	_	_	(1,493)	(1,493)	(1,493)	_	_	_	_	_	_	_	_	_	_
Payment of deferred loan cost related to senior secured credit facility	_	_	_	_	_	_	_	_	_	_	(808)	(808)	_	_	_
Payments of deferred offering costs											(732)				457.705
Net cash (used in) provided by financing activities	(45,827)	(20,630)	(60,669)	(43,795)	(37,153)	(18,187)	1,469,673	1,472,042	1,451,953	1,442,913	250,418	244,608	228,298	79,364	457,765
Effect of exchange rate changes	(2,943)	(1,702)	(6,811)	(7,162)	(3,144)	(2,738)	18,265	11,254	4,883	2,313	(16,545)	(8,402)	(14,067)	7,955	3,190
Net (decrease) increase in cash, cash equivalents and restricted cash	(307,821)	(90,543)	(366,604)	(317,571)	(161,367)	(89,506)	1,397,533	1,405,227	1,455,234	1,438,577	137,059	226,525	216,706	62,727	62,013
Cash, cash equivalents, and restricted cash at beginning of period	1,402,119	1,402,119	1,768,723	1,768,723	1,768,723	1,768,723	371,190	371,190	371,190	371,190	234,131	234,131	234,131	234,131	172,118
Cash, cash equivalents, and restricted cash at end of period	1,094,298	1,311,576	\$ 1,402,119	\$ 1,451,152	\$ 1,607,356	\$ 1,679,217	\$ 1,768,723	\$ 1,776,417	\$ 1,826,424	\$ 1,809,767	\$ 371,190	\$ 460,656	\$ 450,837	\$ 296,858	\$ 234,131

UiPath, Inc. Reconciliation of GAAP Cost of Revenue and Gross Profit to Non-GAAP Cost of Revenue and Gross Profit (in thousands, except percentages) (unaudited)

Three Months Ended

	J	July 31,		pril 30,	Jar	nuary 31,	Octob	er 31,	July	31,	April 30,	Janu	uary 31,	Octobe	r 31,	J	uly 31,	April 30,	January 31,	October 31,	July 31,	April 30,
		2023		2023		2023	20:	22	202	22	2022		2022	202	1		2021	2021	2021	2020	2020	2020
Licenses			_																			
GAAP cost of licenses	\$	3,008	\$	2,547	\$	2,506	\$:	3,208	\$ 2	,170	\$ 2,537	\$	4,374	\$ 2,	626	\$	2,434	\$ 2,454	\$ 2,281	\$ 1,720	\$ 1,636	\$ 1,417
Less: Amortization of acquired intangible assets		851		836		819		777		562	596		611		628		636	646	656	634	617	586
Non-GAAP cost of licenses	\$	2,157	\$	1,711	\$	1,687	\$ 2	2,431	\$ 1	,608	\$ 1,941	\$	3,763	\$ 1,	998	\$	1,798	\$ 1,808	\$ 1,625	\$ 1,086	\$ 1,019	\$ 831
Subscription services																						
GAAP cost of subscription services	\$	26,777	\$	23,078	\$	23,417	\$ 2	0,578	\$ 22	2,326	\$ 21,045	\$	18,489	\$ 15	,659	\$	12,238	\$ 14,179	\$ 7,079	\$ 6,092	\$ 5,501	\$ 5,543
Less: Stock-based compensation expense		3,809		3,178		2,993		2,844		2,841	3,216		2,316	2	,045		1,657	6,214	154	133	141	85
Less: Amortization of acquired intangible assets		594		584		581		570		330	330		330		330		330	110	_	_	_	_
Less: Employer payroll tax expense related to employee equity transactions																						
		85		90		92		34		62	84		255		701		186	_	_	_	_	_
Less: Restructuring costs		167		_		45		_		137	_		_		_		_	_	_	_	_	_
Non-GAAP cost of subscription services	\$	22,122	\$	19,226	\$	19,706	\$ 1	7,130	\$ 18	3,956	\$ 17,415	\$	15,588	\$ 12	.583	\$	10,065	\$ 7,855	\$ 6,925	\$ 5,959	\$ 5,360	\$ 5,458
Professional services and other																						
GAAP cost of professional services and other	\$	19,202	\$	18,042	\$	21,768	\$ 1	8,982	\$ 20	0,080	\$ 21,434	\$	18,301	\$ 24	,815	\$	20,922	\$ 32,377	\$ 10,776	\$ 9,573	\$ 7,561	\$ 6,678
Less: Stock-based compensation expense		3,083		2,699		2,896		2,557		2,528	3,874		2,709	4	,305		3,904	18,931	531	532	499	298
Less: Employer payroll tax expense related to employee equity transactions																						
		68		71		96		26		62	79		910	2	,527		1,079	_	_	_	_	_
Less: Restructuring costs		_		_		390		_		320	_		_		_		_	_	_	_	_	_
Non-GAAP professional cost of services and other	\$	16,051	\$	15,272	\$	18,386	\$ 1	6,399	\$ 17	7,170	\$ 17,481	\$	14,682	\$ 17	,983	\$	15,939	\$ 13,446	\$ 10,245	\$ 9,041	\$ 7,062	\$ 6,380
Gross Profit and Margin																						
GAAP gross profit	\$	238,323	\$	245,921	\$	260,858	\$ 21	9,976	\$ 197	7,646	\$ 200,050	\$ 2	248,534	· · · ·	,716	\$	159,927	\$ 137,207	\$ 187,739	\$ 129,904	\$ 124,678	\$ 99,465
GAAP gross margin		83%		85%		85%		84%		82%	82%		86%		80%		82.%	74%	90%	88%	89.%	88%
Plus: Stock-based compensation expense		6,892		5,877		5,889		5,401		5,369	7,090		5,025	6	,350		5,561	25,145	685	665	640	383
Plus: Amortization of acquired intangible assets		1,445		1,420		1,400		1,347		892	926		941		958		966	756	656	634	617	586
Plus: Employer payroll tax expense related to employee equity transactions																						
		153		161		188		60		124	163		1,165	3	,228		1,265	_	_	_	_	_
Plus: Restructuring costs		167				435				457												
Non-GAAP gross profit	\$	246,980	\$	253,379	\$	268,770	\$ 22	6,784	\$ 204	1,488	\$ 208,229	\$:	255,665		,252	\$	167,719	\$ 163,108	\$ 189,080	\$ 131,203	\$ 125,935	\$ 100,434
Non-GAAP gross margin		86%		87%		87%		86%		84%	85%		88%		85%		86%	88%	91%	89%	90%	89%

UIPath, Inc. Reconciliation of GAAP Operating Expenses and Loss to Non-GAAP Operating Expenses and Income (Loss) (in thousands, except percentages) (unaudited)

Three Months Ended

	July 31,	April 30,	January 31,	October 31,	July 31,	April 30,	January 31,	October 31,	July 31,	April 30,	January 31,	October 31,	July 31,	April 30,
	2023	2023	2023	2022	2022	2022	2022	2021	2021	2021	2021	2020	2020	2020
Sales and Marketing														
GAAP sales and marketing	\$ 169,725	\$ 160,406	\$ 173,760	\$ 156,469	\$ 181,547	\$ 189,782	\$ 174,757	\$ 172,906	\$ 144,268	\$ 205,751	\$ 99,380	\$ 99,512	\$ 90,331	\$ 90,931
Less: Stock-based compensation expense	39,007	33,123	37,512	30,763	35,889	50,758	35,853	41,823	41,006	119,293	5,612	5,116	3,775	1,853
Less: Amortization of acquired intangible assets	681	671	667	659	413	414	404	405	427	161	27	35	18	35
Less: Employer payroll tax expense related to employee equity														
transactions	501	1,224	1,560	416	1,202	1,427	7,097	23,839	8,364	315	_	_	_	_
Less: Restructuring costs	1,087	229	8,248	511	10,732									
Non-GAAP sales and marketing	\$ 128,449	\$ 125,159	\$ 125,773	\$ 124,120	\$ 133,311	\$ 137,183	\$ 131,403	\$ 106,839	\$ 94,471	\$ 85,982	\$ 93,741	\$ 94,361	\$ 86,538	\$ 89,043
Research and Development														
GAAP research and development	\$ 86,606	\$ 75,342	\$ 81,870	\$ 67,341	\$ 67,849	\$ 68,690	\$ 64,412	\$ 61,559	\$ 57,646	\$ 93,040	\$ 29,194	\$ 27,456	\$ 26,541	\$ 26,729
Less: Stock-based compensation expense	33,071	24,773	28,987	23,435	23,501	26,623	21,253	24,866	23,978	65,616	3,639	3,169	2,811	1,816
Less: Employer payroll tax expense related to employee equity														
transactions	584	601	721	170	320	481	4,173	1,312	325	_	_	_	_	_
Less: Restructuring costs	109	285	451		43									
Non-GAAP research and development	\$ 52,842	\$ 49,683	\$ 51,711	\$ 43,736	\$ 43,985	\$ 41,586	\$ 38,986	\$ 35,381	\$ 33,343	\$ 27,424	\$ 25,555	\$ 24,287	\$ 23,730	\$ 24,913
General and Administrative														
GAAP general and administrative	\$ 59,577	\$ 56,584	\$ 50,375	\$ 63,157	\$ 68,443	\$ 57,530	\$ 60,244	\$ 59,498	\$ 55,834	\$ 74,415	\$ 44,574	\$ 65,951	\$ 24,834	\$ 26,676
Less: Stock-based compensation expense	23,127	21,275	26,655	21,492	23,493	16,983	14,901	22,064	22,068	40,781	10,437	39,814	1,603	4,149
Less: Amortization of acquired intangible assets	41	41	42	44	46	46	57	44	_	_	_	_	_	_
Less: Employer payroll tax expense related to employee equity														
transactions	491	378	444	123	186	177	1,956	455	590	_	_	_	_	_
Less: Restructuring costs	354	375	1,187	580	802	_	_	_	_	_	_	_	_	_
Less: Charitable donation of Class A common stock		4,215			5,499									
Non-GAAP general and administrative	\$ 35,564	\$ 30,300	\$ 22,047	\$ 40,918	\$ 38,417	\$ 40,324	\$ 43,330	\$ 36,935	\$ 33,176	\$ 33,634	\$ 34,137	\$ 26,137	\$ 23,231	\$ 22,527
Operating (Loss) Income														
GAAP operating (loss) income	\$ (77,585)	\$ (46,411)	\$ (45,147)	\$ (66,991)	\$ (120,193)	\$ (115,952)	\$ (50,879)	\$ (116,247)	\$ (97,821)	\$(235,999)	\$ 14,591	\$ (63,015)	\$ (17,028)	\$ (44,871)
GAAP operating margin	(27)%	(16)%	(15)%	(25)%	(50)%	(47)%	(18)%	(53)%	(50)%	(127)%	7%	(43)%	(12)%	(40)%
Plus: Stock-based compensation expense	102,097	85,048	99,043	81,091	88,252	101,454	77,032	95,103	92,613	250,835	20,373	48,764	8,829	8,201
Plus: Amortization of acquired intangible assets	2,167	2,132	2,109	2,050	1,351	1,386	1,402	1,407	1,393	917	683	669	635	621
Plus: Employer payroll tax expense related to employee equity transactions	1,729	2,364	2.913	769	1,832	2,248	14,391	28,834	10,544	315	_	_	_	_
Plus: Restructuring costs	1,717	889	10,321	1,091	12,034	2,210	- 1,001	20,001	.0,011	_				
Plus: Charitable donation of Class A common stock	,	4.215			5.499					_	_	_	_	_
														
Non-GAAP operating income (loss)	\$ 30,125	\$ 48,237	\$ 69,239	\$ 18,010	\$ (11,225)	\$ (10,864)	\$ 41,946	\$ 9,097	\$ 6,729	\$ 16,068	\$ 35,647	\$ (13,582)	\$ (7,564)	\$ (36,049)
Non-GAAP operating margin	10 %	17 %_	22 %	7 %	(5)%	(4)%	14%	4%	3%_	9%	17%_	(9)%	(5)%	(32)%

UiPath, Inc.

Reconciliation of GAAP Net Loss and GAAP Net Loss Per Share to Non-GAAP Net Income (Loss) and Non-GAAP Net Income (Loss) Per Share (in thousands, except per share data) (unaudited)

Three Months Ended

	July 31, 2023	April 30, 2023	January 31, 2023	October 31, 2022	July 31, 2022	April 30, 2022	January 31, 2022	October 31, 2021	July 31, 2021	April 30, 2021	January 31, 2021	October 31, 2020	July 31, 2020	April 30, 2020
GAAP net loss attributable to common stockholders	\$ (60,361)	\$ (31,901)	\$ (27,689)	\$ (57,724)	\$ (120,378)	\$ (122,561)	\$ (63,110)	\$ (122,787)	\$ (100,026)	\$ (239,663)	s —	\$ (70,796)	s —	\$ (52,840)
Plus: Undistributed earnings attributable to participating securities	_	_				_			_		26,256	_	4,987	
Plus: Stock-based compensation expense	102,097	85,048	99,043	81,091	88,252	101,454	77,032	95,103	92,613	250,835	20,373	48,764	8,829	8,201
Plus: Amortization of acquired intangible assets	2,167	2,132	2,109	2,050	1,351	1,386	1,402	1,407	1,393	917	683	669	635	621
Plus: Employer payroll tax expense related to employee equity transactions	1,729	2,364	2,913	769	1,832	2,248	14,391	28,834	10,544	315	_	_	_	_
Plus: Restructuring costs	1,717	889	10,321	1,091	12,034	_	_	_	_	_	_	_	_	_
Plus: Charitable donation of Class A common stock	_	4,215	_	_	5,499	_	_	_	_	_	_	_	_	_
Tax adjustments to add-backs	1,640	1.042	(3,999)	(609)	_	_	(2,545)	(462)	(338)	(745)	_	_	_	_
Non-GAAP net income (loss)	\$ 48.989	\$ 63,789	\$ 82.698	\$ 26.668	\$ (11,410)	\$ (17,473)	\$ 27.170	\$ 2.095	\$ 4.186	\$ 11.659	\$ 47.312	\$ (21,363)	\$ 14.451	\$ (44,018)
GAAP net loss per share, basic and diluted	\$ (0.11)	\$ (0.06)	\$ (0.05)	\$ (0.10)	\$ (0.22)	\$ (0.23)	\$ (0.12)	\$ (0.23)	\$ (0.19)	\$ (1.11)	s —	\$ (0.41)	s —	\$ (0.33)
GAAP weighted average common shares outstanding, basic and diluted														
	562,883	557,878	553,766	550,164	546,058	541,902	537,162	531,718	526,512	215,352	179,624	171,280	162,914	159,003
Plus: Unweighted adjustment for conversion of preferred to common stock in connection with IPO Plus: Unweighted adjustment for common stock issued in connection with	_	_	_	_	_	_	_	_	_	278,768	306,300	306,300	306,300	306,300
IPO	_	_	_	_	_	_	_	_	_	11.831	13,000	13.000	13,000	13,000
Non-GAAP weighted average common shares outstanding, basic	562.883	557.878	553,766	550,164	546,058	541.902	537,162	531,718	526,512	505.951	498,924	490,580	482.214	478,303
Dilutive potential common shares from outstanding equity awards	11,580	12 728	9,066	10,331	-	-	22,733	28,192	33,619	52,074	-100,02-1		59,090	-170,000
Non-GAAP weighted average common shares outstanding, diluted	574,463	570,606	562,832	560,495	546,058	541,902	559,895	559,910	560,131	558,025	498,924	490,580	541,304	478,303
Non-GAAP net income (loss) per share, basic Non-GAAP net income (loss) per share, diluted	\$ 0.09 \$ 0.09	\$ 0.11 \$ 0.11	\$ 0.15 \$ 0.15	\$ 0.05 \$ 0.05	\$ (0.02) \$ (0.02)	\$ (0.03) \$ (0.03)	\$ 0.05 \$ 0.05	<u>s – </u>	\$ 0.01 \$ 0.01	\$ 0.02 \$ 0.02	\$ 0.09 \$ 0.09	\$ (0.04) \$ (0.04)	\$ 0.03 \$ 0.03	\$ (0.09) \$ (0.09)

UiPath, Inc. Reconciliation of GAAP Operating Cash Flow to Non-GAAP Adjusted Free Cash Flow (in thousands) (unaudited)

		Six Months Ended July 31, 2023		nree Months inded April 30, 2023	Year Ended January 31, 2023	Nine Months Ended October 31, 2022	Six Months Ended July 31, 2022		ree Months ded April 30, 2022	Year Ended January 31, 2022	Months Ended October 31,	Six Months Ended July 31, 2021	Months Ended April 30,	Year Ended January 31, 2021	Nine Months Ended October 31, 2020	Six Months Ended July 31, 2020	Months Ended April 30,	Year Ended January 31, 2020
GAAP net cash provided by (used in) operating activities Purchases of property and equipment Capitalization of software development costs	\$	111,626 (2,876)	\$	67,341 (1,870)	\$ (9,981) (23,815)	\$ (103,938) (21,614)	\$ (76,621) (16,298)	\$	(52,884) (9,692)	\$ (54,963) (8,879) (2,950)	\$ (48,949) (5,719) (2,950)	\$ (23,523) (3,641) (771)	\$ (17,522) (2,200) (410)	\$ 29,177 (1,953) (1,240)	\$ 10,998 (989)	\$ 4,062 (587)	\$ (24,132) (460)	\$ (359,436) (15,748) (5,233)
Cash paid for employer payroll taxes related to employee equily transactions Net payments (receipts) of employee tax withholdings on stock option exercises Cash paid for restructuring costs Non-GAAP adjusted free cash flow GAAP Net cash (used in) provided by investing activities GAAP Net cash (used in) provided by financing activities	\$ \$ \$	4,830 924 4,792 119,296 (370,677) (45,827)	\$ \$ \$	2,738 765 3,734 72,708 (135,552) (20,630)	9,112 5,394 19,339 \$ 49 \$ (289,143) \$ (60,669)	6,399 6,370 11,585 \$ (101,198) \$ (162,676) \$ (43,795)	4,953 5,664 5,196 \$ (77,106) \$ (44,449) \$ (37,153)	\$ \$	3,034 5,757 — (53,785) (15,697) (18,187)	\$ (21,481) \$ (35,442) \$ 1,469,673	34.623 (8.272) 	9,064 (4,726) — \$ (23,597) \$ 21,921 \$ 1,451,953	\$ (20,132) \$ 10,873 \$1,442,913	\$ 25,984 \$ (125,991) \$ 250,418	\$ 10,009 \$ (20,679) \$ 244,608	\$ 3,475 \$ (1,587) \$ 228,298	\$ (24,592) \$ (460) \$ 79,364	\$ (380,417) \$ (39,506) \$ 457,765

UiPath, Inc. Key Performance Metric (in thousands, except percentages) (unaudited)

	 				As of													
	July 31,	April 30,	January 31,	October 31,	July 31,	April 30,	January 31,	October 31,	July 31,	April 30,	January 31,	October 31,	July 31,	April 30,	lanuary 31,	October 31,	July 31,	April 30,
	 2023	2023	2023	2022	2022	2022	2022	2021	2021	2021	2021	2020	2020	2020	2020	2019	2019	2019
Annualized Renewal Run-Rate (ARR)	\$ 1,307,904 \$	1,248,883	\$ 1,203,845	\$ 1,110,077 \$	1,043,286 \$	977,067 \$	925,276	\$ 818,406 \$	726,467 \$	652,580	\$ 580,483	\$ 518,404 \$	453,467 \$	397,848 \$	351,442	\$ 283,317 \$	242,263 \$	204,341
Year-over-year growth	25 %	28 %	30 %	36%	44%	50%	59%	58%	60%	64%	65%	83%	87%	95%	109%	131%	159%	213%