

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 obligations assuming no increases or reductions in the subscriptions. ARR does not include the costs we may incur to obtain such subscription licenses or provide such maintenance and does not reflect any actual or anticipated reductions in invoiced value due to contract non-renewals or service cancellations other than for specific bad debt or disputed amounts. Additionally, though we use ARR as a forward-looking metric in the management of our business, it does not include invoiced amounts reported as perpetual licenses or professional services revenue in our consolidated statement of operations, and is not a forecast of future revenue, which can be impacted by contract start and end dates, duration, and renewal rates.

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) 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 to investors. Non-GAAP 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 in addition to, and not as 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)

	July 31,	April 30,	January 31,	October 31,	July 31,	April 30,	Three Months Ended		July 31,	April 30,	January 31,	October 31,	July 31,	April 30,
	2022	2022	2022	2021	2021	2021	January 31,	October 31,	2020	2020	2020	2019	2019	2019
Revenue														
Licenses	\$ 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	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	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	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	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	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	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	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	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	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	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	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	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	(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	4,505	991	945	899	766	941	401	144	77	530	1,218	2,281	2,608	634
Other (expense) income, net	(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	(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	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	\$ (120,378)	\$ (122,561)	\$ (63,110)	\$ (122,787)	\$ (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, 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	\$ 1,607,356	\$ 1,679,217	\$ 1,768,723	\$ 1,776,417	\$ 1,826,424	\$ 1,796,267	\$ 357,690	\$ 232,386
Restricted cash	—	—	—	—	—	13,500	7,000	1,745
Marketable securities	114,188	114,749	96,417	102,009	70,140	83,263	102,828	—
Accounts receivable, net	193,483	169,061	251,988	196,427	138,945	136,520	172,286	93,008
Contract assets	94,760	88,427	74,831	63,621	53,555	35,058	34,221	12,855
Deferred contract acquisition costs	35,259	32,492	29,926	24,077	18,142	13,624	10,653	19,361
Prepaid expenses and other current assets	63,430	61,072	55,416	44,668	51,886	41,672	49,752	41,625
Total current assets	2,108,476	2,145,018	2,277,301	2,207,219	2,159,092	2,119,904	734,430	400,980
Restricted cash, non-current	—	—	—	—	—	—	6,500	—
Marketable securities, non-current	2,396	7,364	19,523	13,079	—	—	—	—
Contract assets, non-current	5,722	5,469	2,730	1,255	2,537	9,136	2,085	122
Deferred contract acquisition costs, non-current	106,654	103,520	100,224	77,849	58,289	44,618	32,553	17,893
Property and equipment, net	25,517	21,776	17,176	14,188	14,728	15,149	14,822	20,846
Operating lease right-of-use assets	44,074	44,895	48,953	50,895	16,302	16,490	17,260	22,737
Intangible assets, net	26,856	15,078	16,817	18,467	18,866	20,423	10,191	11,776
Goodwill	86,180	52,123	53,564	54,457	55,193	58,478	28,059	25,311
Deferred tax asset	7,995	8,170	10,628	6,846	7,927	7,836	8,118	—
Other assets, non-current	20,807	21,307	25,534	23,433	14,947	14,536	12,443	8,503
Total assets	\$ 2,434,677	\$ 2,424,720	\$ 2,572,450	\$ 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	\$ 12,122	\$ 17,442	\$ 11,515	\$ 23,942	\$ 2,874	\$ 5,642	\$ 6,682	\$ 4,608
Accrued expenses and other current liabilities	74,666	75,590	87,958	82,439	60,558	51,057	36,660	32,315
Accrued compensation and benefits	80,961	62,948	130,673	107,788	75,628	49,802	110,736	58,478
Deferred payments related to business acquisitions	—	—	—	—	—	—	—	18,591
Deferred revenue	292,323	282,263	297,355	253,120	235,484	222,089	211,078	124,627
Total current liabilities	460,072	438,243	527,501	467,289	374,544	328,590	365,156	238,619
Deferred revenue, non-current	66,598	56,832	68,665	58,869	54,465	55,224	61,325	40,941
Operating lease liabilities, non-current	46,765	46,346	49,843	51,164	12,328	12,968	14,152	20,391
Accrued sales commissions, non-current	—	—	—	—	—	—	—	8,967
Other liabilities, non-current	11,693	3,105	4,524	6,961	7,591	10,247	7,564	2,372
Total liabilities	585,128	544,526	650,533	584,283	448,928	407,029	448,197	311,290
Convertible preferred stock	—	—	—	—	—	—	1,221,968	996,389
Stockholders' deficit:								
Class A common stock	5	4	4	4	4	4	1	—
Class B common stock	1	1	1	1	1	1	1	1
Additional paid-in capital	3,577,278	3,488,255	3,406,959	3,312,405	3,213,595	3,117,853	179,175	72,229
Accumulated other comprehensive income (loss)	11,150	10,441	10,899	3,831	(4,598)	(8,294)	(12,521)	6,226
Accumulated deficit	(1,738,885)	(1,618,507)	(1,495,946)	(1,432,836)	(1,310,049)	(1,210,023)	(970,360)	(877,967)
Total stockholders' equity (deficit)	1,849,549	1,880,194	1,921,917	1,883,405	1,898,953	1,899,541	(803,704)	(799,511)
Total liabilities, convertible preferred stock, and stockholders' equity (deficit)	\$ 2,434,677	\$ 2,424,720	\$ 2,572,450	\$ 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,	Three Months Ended April 30,	Year Ended January 31,	Nine Months Ended October 31,	Six Months Ended July 31,	Three Months Ended April 30,	Year Ended January 31,	Nine Months Ended October 31,	Six Months Ended July 31,	Three Months Ended April 30,	Year Ended January 31,
	2022	2022	2022	2021	2021	2021	2021	2020	2020	2020	2020
Cash flows from operating activities											
Net loss	\$ (242,939)	\$ (122,561)	\$ (525,586)	\$ (462,476)	\$ (339,689)	\$ (239,663)	\$ (92,393)	\$ (118,649)	\$ (47,853)	\$ (52,840)	\$ (519,933)
Adjustments to reconcile net loss to net cash (used in) provided by operating activities:											
Depreciation and amortization	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	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 of premium on marketable securities	860	473	1,954	1,391	867	558	263	—	—	—	—
Stock-based compensation expense	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	5,499	—	—	—	—	—	—	—	—	—	—
Amortization of operating lease right-of-use assets	4,597	2,759	8,875	6,013	3,580	1,734	7,266	5,522	3,708	1,879	7,019
Deferred income taxes	1,505	1,594	(5,832)	(357)	(134)	21	(7,587)	68	(10)	(52)	(1,324)
Provision for uncertain tax position	—	—	—	822	—	—	—	—	—	—	—
Impairment of long-lived assets	2,881	—	—	—	—	—	—	—	—	—	—
Other non-cash charges (credits), net	(1,031)	2,849	1,983	777	(526)	(643)	1,019	1,382	247	29	1,954
Changes in operating assets and liabilities:											
Accounts receivable	51,707	76,864	(86,387)	(27,028)	32,961	35,973	(76,907)	(34,191)	(17,740)	9,769	(52,146)
Contract assets	(26,146)	(18,523)	(43,660)	(29,984)	(20,355)	(8,148)	(21,964)	(18,459)	(13,955)	(4,781)	(5,083)
Deferred contract acquisition costs	(39,572)	(20,761)	(130,186)	(80,720)	(44,946)	(20,205)	(51,058)	(28,885)	(18,516)	(5,782)	(61,037)
Prepaid expenses and other assets	(4,277)	(5,231)	(15,360)	(2,295)	(4,340)	7,666	(8,564)	208	2,326	1,109	(20,625)
Accounts payable	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	(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	(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	(2,422)	(1,950)	(9,064)	(5,261)	(3,698)	(1,807)	(8,080)	(6,075)	(4,097)	(1,894)	(5,064)
Deferred revenue	9,876	(14,289)	105,481	46,544	19,237	4,453	98,973	72,197	44,934	14,812	97,884
Net cash (used in) provided by operating activities	(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	(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	47,433	14,813	107,745	58,109	36,605	23,755	—	—	—	—	—
Purchases of property and equipment	(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	(29,477)	—	(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)
Purchases of intangible assets	—	—	(1,231)	(1,231)	—	—	—	—	—	—	—
Purchases of investments	—	—	(1,500)	—	—	—	—	—	—	—	—
Other investing, net	(507)	1,100	—	—	—	—	—	—	—	—	—
Net cash (used in) provided by investing activities	(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 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	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	(38,717)	(17,329)	(10,467)	(10,300)	(9,554)	—	—	—	—	—	—
Net (payments) receipts of tax withholdings on self-to-cover equity award transactions	(10,132)	(10,037)	10,432	20,418	9,483	—	—	—	—	—	—
Proceeds from employee stock purchase plan contributions	8,507	6,356	19,040	13,766	6,902	—	—	—	—	—	—
Repurchase of unvested early exercised stock options	(1,493)	—	—	—	—	—	—	—	—	—	—
Payment of deferred loan cost related to senior secured credit facility	—	—	—	—	—	—	(808)	(808)	—	—	—
Payments of deferred offering costs	—	—	—	—	—	—	(732)	—	—	—	—
Net cash (used in) provided by financing activities	(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	(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	(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	1,768,723	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	\$ 1,607,356	\$ 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, Gross Profit and Margin to Non-GAAP Cost of Revenue, Gross Profit and Margin
(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,
	2022	2022	2022	2021	2021	2021	2021	2020	2020	2020
Licenses										
GAAP cost of licenses	\$ 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	562	596	611	628	636	646	656	634	617	586
Non-GAAP cost of licenses	<u>\$ 1,608</u>	<u>\$ 1,941</u>	<u>\$ 3,763</u>	<u>\$ 1,998</u>	<u>\$ 1,798</u>	<u>\$ 1,808</u>	<u>\$ 1,625</u>	<u>\$ 1,086</u>	<u>\$ 1,019</u>	<u>\$ 831</u>
Subscription services										
GAAP cost of subscription services	\$ 22,326	\$ 21,045	\$ 18,489	\$ 15,659	\$ 12,238	\$ 14,179	\$ 7,079	\$ 6,092	\$ 5,501	\$ 5,543
Less: Stock-based compensation expense	2,841	3,216	2,316	2,045	1,657	6,214	154	133	141	85
Less: Amortization of acquired intangible assets	330	330	330	330	330	110	—	—	—	—
Less: Employer payroll tax expense related to employee equity transactions	62	84	255	701	186	—	—	—	—	—
Less: Restructuring costs	137	—	—	—	—	—	—	—	—	—
Non-GAAP cost of subscription services	<u>\$ 18,956</u>	<u>\$ 17,415</u>	<u>\$ 15,588</u>	<u>\$ 12,583</u>	<u>\$ 10,065</u>	<u>\$ 7,855</u>	<u>\$ 6,925</u>	<u>\$ 5,959</u>	<u>\$ 5,360</u>	<u>\$ 5,458</u>
Professional services and other										
GAAP cost of professional services and other	\$ 20,080	\$ 21,434	\$ 18,301	\$ 24,815	\$ 20,922	\$ 32,377	\$ 10,776	\$ 9,573	\$ 7,561	\$ 6,678
Less: Stock-based compensation expense	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	62	79	910	2,527	1,079	—	—	—	—	—
Less: Restructuring costs	320	—	—	—	—	—	—	—	—	—
Non-GAAP professional cost of services and other	<u>\$ 17,170</u>	<u>\$ 17,481</u>	<u>\$ 14,682</u>	<u>\$ 17,983</u>	<u>\$ 15,939</u>	<u>\$ 13,446</u>	<u>\$ 10,245</u>	<u>\$ 9,041</u>	<u>\$ 7,062</u>	<u>\$ 6,380</u>
Gross Profit and Margin										
GAAP gross profit	\$ 197,646	\$ 200,050	\$ 248,534	\$ 177,716	\$ 159,927	\$ 137,207	\$ 187,739	\$ 129,904	\$ 124,678	\$ 99,465
GAAP gross margin	82%	82%	86%	80%	82%	74%	90%	88%	89%	88%
Plus: Stock-based compensation expense	5,369	7,090	5,025	6,350	5,561	25,145	685	665	640	383
Plus: Amortization of acquired intangible assets	892	926	941	958	966	756	656	634	617	586
Plus: Employer payroll tax expense related to employee equity transactions	124	163	1,165	3,228	1,265	—	—	—	—	—
Plus: Restructuring costs	457	—	—	—	—	—	—	—	—	—
Non-GAAP gross profit	<u>\$ 204,488</u>	<u>\$ 208,229</u>	<u>\$ 255,665</u>	<u>\$ 188,252</u>	<u>\$ 167,719</u>	<u>\$ 163,108</u>	<u>\$ 189,080</u>	<u>\$ 131,203</u>	<u>\$ 125,935</u>	<u>\$ 100,434</u>
Non-GAAP gross margin	<u>84%</u>	<u>85%</u>	<u>88%</u>	<u>85%</u>	<u>86%</u>	<u>88%</u>	<u>91%</u>	<u>89%</u>	<u>90%</u>	<u>89%</u>

UiPath, Inc.
Reconciliation of GAAP Operating Expenses, Loss, and Margin to Non-GAAP Operating Expenses, (Loss) Income, and Margin
(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,
	<u>2022</u>	<u>2022</u>	<u>2022</u>	<u>2021</u>	<u>2021</u>	<u>2021</u>	<u>2021</u>	<u>2020</u>	<u>2020</u>	<u>2020</u>
Sales and Marketing										
GAAP sales and marketing	\$ 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	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	413	414	404	405	427	161	27	35	18	35
Less: Employer payroll tax expense related to employee equity transactions	1,202	1,427	7,097	23,839	8,364	315	—	—	—	—
Less: Restructuring costs	10,732	—	—	—	—	—	—	—	—	—
Non-GAAP sales and marketing	<u>\$ 133,311</u>	<u>\$ 137,183</u>	<u>\$ 131,403</u>	<u>\$ 106,839</u>	<u>\$ 94,471</u>	<u>\$ 85,982</u>	<u>\$ 93,741</u>	<u>\$ 94,361</u>	<u>\$ 86,538</u>	<u>\$ 89,043</u>
Research and Development										
GAAP research and development	\$ 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	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	320	481	4,173	1,312	325	—	—	—	—	—
Less: Restructuring costs	43	—	—	—	—	—	—	—	—	—
Non-GAAP research and development	<u>\$ 43,985</u>	<u>\$ 41,586</u>	<u>\$ 38,986</u>	<u>\$ 35,381</u>	<u>\$ 33,343</u>	<u>\$ 27,424</u>	<u>\$ 25,555</u>	<u>\$ 24,287</u>	<u>\$ 23,730</u>	<u>\$ 24,913</u>
General and Administrative										
GAAP general and administrative	\$ 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	23,493	16,983	14,901	22,064	22,068	40,781	10,437	39,814	1,603	4,149
Less: Amortization of acquired intangible assets	46	46	57	44	—	—	—	—	—	—
Less: Employer payroll tax expense related to employee equity transactions	186	177	1,956	455	590	—	—	—	—	—
Less: Restructuring costs	802	—	—	—	—	—	—	—	—	—
Less: Charitable donation of Class A common stock	5,499	—	—	—	—	—	—	—	—	—
Non-GAAP general and administrative	<u>\$ 38,417</u>	<u>\$ 40,324</u>	<u>\$ 43,330</u>	<u>\$ 36,935</u>	<u>\$ 33,176</u>	<u>\$ 33,634</u>	<u>\$ 34,137</u>	<u>\$ 26,137</u>	<u>\$ 23,231</u>	<u>\$ 22,527</u>
Operating (Loss) Income										
GAAP operating (loss) income	\$ (120,193)	\$ (115,952)	\$ (50,879)	\$ (116,247)	\$ (97,821)	\$ (235,999)	\$ 14,591	\$ (63,015)	\$ (17,028)	\$ (44,871)
GAAP operating margin	(50)%	(47)%	(18)%	(53)%	(50)%	(127)%	7%	(43)%	(12)%	(40)%
Plus: Stock-based compensation expense	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	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	1,832	2,248	14,391	28,834	10,544	315	—	—	—	—
Plus: Restructuring costs	12,034	—	—	—	—	—	—	—	—	—
Plus: Charitable donation of Class A common stock	5,499	—	—	—	—	—	—	—	—	—
Non-GAAP operating (loss) income	<u>\$ (11,225)</u>	<u>\$ (10,864)</u>	<u>\$ 41,946</u>	<u>\$ 9,097</u>	<u>\$6,729,000</u>	<u>\$ 16,068</u>	<u>\$ 35,647</u>	<u>\$ (13,582)</u>	<u>\$(7,564,000)</u>	<u>\$ (36,049)</u>
Non-GAAP operating margin	<u>(5)%</u>	<u>(4)%</u>	<u>14%</u>	<u>4%</u>	<u>3%</u>	<u>9%</u>	<u>17%</u>	<u>(9)%</u>	<u>(5)%</u>	<u>(32)%</u>

UIPath, Inc.

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

	<u>July 31,</u> <u>2022</u>	<u>April 30,</u> <u>2022</u>	<u>January 31,</u> <u>2022</u>	<u>October 31,</u> <u>2021</u>	<u>July 31,</u> <u>2021</u>	<u>April 30,</u> <u>2021</u>	<u>January 31,</u> <u>2021</u>	<u>October 31,</u> <u>2020</u>	<u>July 31,</u> <u>2020</u>	<u>April 30,</u> <u>2020</u>
GAAP net loss attributable to common stockholders	\$ (120,378)	\$ (122,561)	\$ (63,110)	\$ (122,787)	\$ (100,026)	\$ (239,663)	\$ —	\$ (70,796)	\$ —	\$ (52,840)
Plus: Undistributed earnings attributable to participating securities	—	—	—	—	—	26,256	—	—	4,987	—
Plus: Stock-based compensation expense	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	1,351	1,386	1,402	1,407	1,393	917	683	669	635	621
Plus: Employer payroll tax expense related to employee equity	1,832	2,248	14,391	28,834	10,544	315	—	—	—	—
Plus: Restructuring costs	12,034	—	—	—	—	—	—	—	—	—
Plus: Charitable donation of Class A common stock	5,499	—	—	—	—	—	—	—	—	—
Tax adjustments to add-backs ⁽¹⁾	—	—	(2,545)	(462)	(338)	(745)	—	—	—	—
Non-GAAP net (loss) income	\$ (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	\$ (0.22)	\$ (0.23)	\$ (0.12)	\$ (0.23)	\$ (0.19)	\$ (1.11)	\$ —	\$ (0.41)	\$ —	\$ (0.33)
GAAP weighted average common shares outstanding, basic and diluted	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	—	—	—	—	—	278,768	306,300	306,300	306,300	306,300
Plus: Unweighted adjustment for common stock issued in connection with IPO	—	—	—	—	—	11,831	13,000	13,000	13,000	13,000
Non-GAAP weighted average common shares outstanding, basic	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	—	—	22,733	28,192	33,619	52,074	—	—	59,090	—
Non-GAAP weighted average common shares outstanding, diluted	546,058	541,902	559,895	559,910	560,131	558,025	498,924	490,580	541,304	478,303
Non-GAAP net (loss) income per share, basic	\$ (0.02)	\$ (0.03)	\$ 0.05	\$ —	\$ 0.01	\$ 0.02	\$ 0.09	\$ (0.04)	\$ 0.03	\$ (0.09)
Non-GAAP net (loss) income per share, diluted	\$ (0.02)	\$ (0.03)	\$ 0.05	\$ —	\$ 0.01	\$ 0.02	\$ 0.09	\$ (0.04)	\$ 0.03	\$ (0.09)

⁽¹⁾ Estimated using blended annual effective tax rate and net operating losses available to offset.

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

	Six Months Ended July 31,	Three Months Ended April 30,	Year Ended January 31,	Nine Months Ended October 31,	Six Months Ended July 31,	Three Months Ended April 30,	Year Ended January 31,	Nine Months Ended October 31,	Six Months Ended July 31,	Three Months Ended April 30,	Year Ended January 31,
	2022	2022	2022	2021	2021	2021	2021	2020	2020	2020	2020
GAAP net cash (used in) provided by operating activities	\$ (76,621)	\$ (52,884)	\$ (54,963)	\$ (48,949)	\$ (23,523)	\$ (17,522)	\$ 29,177	\$ 10,998	\$ 4,062	\$ (24,132)	\$ (359,436)
Purchases of property and equipment	(16,298)	(9,692)	(8,879)	(5,719)	(3,641)	(2,200)	(1,953)	(989)	(587)	(460)	(15,748)
Capitalization of software development costs	—	—	(2,950)	(2,950)	(771)	(410)	(1,240)	—	—	—	(5,233)
Cash paid for employer payroll taxes related to employee equity transactions	4,953	3,034	51,693	34,623	9,064	—	—	—	—	—	—
Net payments (receipts) of employee tax withholdings on stock option exercises	5,664	5,757	(6,382)	(8,272)	(4,726)	—	—	—	—	—	—
Cash paid for restructuring costs	5,196	—	—	—	—	—	—	—	—	—	—
Non-GAAP adjusted free cash flow	<u>\$ (77,106)</u>	<u>\$ (53,785)</u>	<u>\$ (21,481)</u>	<u>\$ (31,267)</u>	<u>\$ (23,597)</u>	<u>\$ (20,132)</u>	<u>\$ 25,984</u>	<u>\$ 10,009</u>	<u>\$ 3,475</u>	<u>\$ (24,592)</u>	<u>\$ (380,417)</u>
GAAP Net cash (used in) provided by investing activities	<u>\$ (44,449)</u>	<u>\$ (15,697)</u>	<u>\$ (35,442)</u>	<u>\$ (29,120)</u>	<u>\$ 21,921</u>	<u>\$ 10,873</u>	<u>\$ (125,991)</u>	<u>\$ (20,679)</u>	<u>\$ (1,587)</u>	<u>\$ (460)</u>	<u>\$ (39,506)</u>
GAAP Net cash (used in) provided by financing activities	<u>\$ (37,153)</u>	<u>\$ (18,187)</u>	<u>\$ 1,469,673</u>	<u>\$ 1,472,042</u>	<u>\$ 1,451,953</u>	<u>\$1,442,913</u>	<u>\$ 250,418</u>	<u>\$ 244,608</u>	<u>\$ 228,298</u>	<u>\$ 79,364</u>	<u>\$ 457,765</u>

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

	As of													
	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	January 31, 2020	October 31, 2019	July 31, 2019	April 30, 2019
Annualized Renewal Run-Rate (ARR)	\$ 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	44%	50%	59%	58%	60%	64%	65%	83%	87%	95%	109%	131%	159%	213%