

### **Q4 2022 Results Highlight Improving Profitability**

- Annual contract value (ACV) grows 16% year over year (constant currency)
- Pega Cloud gross margin reaches 70%
- 2023 free cash flow expected to increase to \$150 million

**CAMBRIDGE, Mass.** — **February 15, 2023** — Pegasystems Inc., the low-code platform provider empowering the world's leading enterprises to *Build for Change*®, released its financial results for the fourth quarter and full-year 2022.

"I'm pleased with our strong finish to 2022 and proud of our resilient team who performed so well in a year that included a number of major distractions and economic headwinds," said Alan Trefler, Pega founder and CEO. "We have a tremendous opportunity in front of us as we move into 2023. We're building a client-first business for the long-term, focused on a balance of growth and profitability."

"Surpassing \$1 billion in subscription revenue is a significant milestone in our multi-year journey to transform our business," said Ken Stillwell, Pega COO and CFO. "As we complete the subscription transition in 2023, we're focused on our Rule of 40 progress, which will lead to significantly improved operating leverage and cash generation."

### Financial and performance metrics (1)

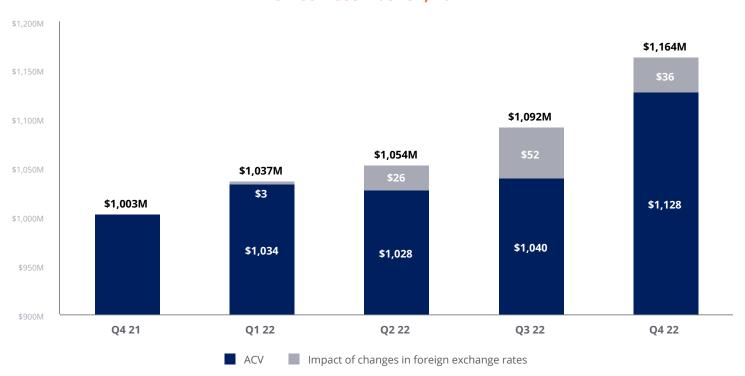
(Dallays in thousands	Three Mor Decem						
(Dollars in thousands, except per share amounts)	2022	2021	Change		2022	2021	Change
Total revenue	\$ 396,470	\$ 316,184	25 %	\$	1,317,845	\$ 1,211,653	9 %
Net income (loss) - GAAP	\$ 34,613	\$ (37,246)	*	\$	(345,582)	\$ (63,040)	(448)%
Net income - non-GAAP	\$ 68,341	\$ 3,051	2140 %	\$	59,611	\$ 18,812	217 %
Diluted earnings (loss) per share - GAAP	\$ 0.41	\$ (0.46)	*	\$	(4.22)	\$ (0.77)	(448)%
Diluted earnings per share - non-GAAP	\$ 0.82	\$ 0.04	1950 %	\$	0.72	\$ 0.22	227 %

<sup>\*</sup> not meaningful

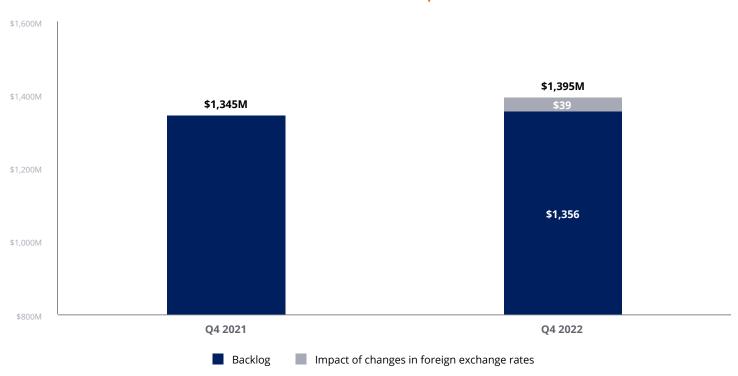
	Three Months Ended December 31,										Year I Decem					
(Dollars in thousands)		2022			2021			Change	e	2022			2021		Change	•
Pega Cloud	\$	103,089	26 %	\$	81,446	26 %	\$	21,643	27 %	\$ 384,271	29 %	\$	300,966	25 %	\$ 83,305	28 %
Maintenance		81,996	21 %		82,726	26 %		(730)	(1)%	317,564	24 %		320,257	26 %	(2,693)	(1)%
Subscription services		185,085	47 %		164,172	52 %		20,913	13 %	701,835	53 %		621,223	51 %	80,612	13 %
Subscription license		155,818	39 %		85,022	27 %		70,796	83 %	366,063	28 %		336,248	28 %	29,815	9 %
Subscription		340,903	86 %		249,194	79 %		91,709	37 %	1,067,898	81 %		957,471	79 %	110,427	12 %
Perpetual license		364	<b>-</b> %		11,250	4 %		(10,886)	(97)%	19,293	1 %		32,172	3 %	(12,879)	(40)%
Consulting		55,203	14 %		55,740	17 %		(537)	(1)%	230,654	18 %		222,010	18 %	8,644	4 %
	\$	396,470	100 %	\$	316,184	100 %	\$	80,286	25 %	\$ 1,317,845	100 %	\$1	,211,653	100 %	\$ 106,192	9 %

<sup>(1)</sup> See the <u>Schedules</u> at the end of this release for additional information, including a reconciliation of our non-GAAP and GAAP measures.

### ACV Growth 13% (16% Constant Currency) Since December 31, 2021



Backlog Growth 1% (4% Constant Currency) Since December 31, 2021



Note: Constant currency measures are calculated by applying foreign exchange rates for the earliest period shown to all periods. The above constant currency measures reflect foreign exchange rates applicable as of Q4 2021.

### 2023 Guidance (1)

As of February 15, 2023, we are providing the following guidance:

	Year I	inded December 31, 2023
Annual contract value growth		11% - 13%
	Year Ended De	cember 31, 2023
(in millions, except per share amounts)	GAAP	Non-GAAP <sup>(1)</sup>
Revenue	\$1,400	\$1,400
Diluted earnings per share	\$0.02	\$1.50
(in millions)	Year I	Ended December 31, 2023
Cash provided by operating activities	\$	139
Free cash flow	\$	150

(1) A reconciliation of our GAAP and Non-GAAP guidance is contained in the financial schedules at the end of this release.

### **Quarterly conference call**

A conference call and audio-only webcast will be conducted at 5:00 p.m. EST on Wednesday, February 15, 2023. Members of the public and investors are invited to join the call and participate in the question and answer session by dialing 1-888-394-8218 (domestic), 1-323-994-2093 (international), or via webcast (https://viavid.webcasts.com/starthere.jsp? ei=1593309&tp\_key=815b2c6ffa) by logging onto www.pega.com at least five minutes prior to the event's broadcast and clicking on the webcast icon in the Investors section.

#### **Discussion of non-GAAP financial measures**

We believe that non-GAAP financial measures help investors understand our core operating results and prospects, consistent with how management measures and forecasts our performance without the effect of often one-time charges and other items outside our normal operations. The supplementary non-GAAP financial measures are not meant to be superior to or a substitute for financial measures prepared under U.S. GAAP.

Reconciliations of our non-GAAP and GAAP measures are at the end of this release.

### **Forward-looking statements**

Certain statements in this press release may be "forward-looking statements" as defined in the Private Securities Litigation Reform Act of 1995.

Words such as expects, anticipates, intends, plans, believes, will, could, should, estimates, may, targets, strategies, projects, forecasts, guidance, likely, and usually, or variations of such words and other similar expressions identify forward-looking statements, which are based on current expectations and assumptions.

Forward-looking statements deal with future events and are subject to risks and uncertainties that are difficult to predict, including, but not limited to:

- our future financial performance and business plans;
- the adequacy of our liquidity and capital resources;
- the continued payment of our quarterly dividends;
- the timing of revenue recognition;
- management of our transition to a more subscription-based business model;
- variation in demand for our products and services, including among clients in the public sector;
- reliance on key personnel;
- global economic and political conditions and uncertainty, including impacts from public health emergencies and the war in Ukraine;
- reliance on third-party service providers, including hosting providers;
- compliance with our debt obligations and covenants;
- the potential impact of our convertible senior notes and Capped Call Transactions;
- foreign currency exchange rates;
- the potential legal and financial liabilities and damage to our reputation due to cyber-attacks;
- security breaches and security flaws;

#### **EXHIBIT 99.1**

(continued)

- our ability to protect our intellectual property rights, costs associated with defending such rights, intellectual property rights claims, and other related claims by third parties against us, including related costs, damages, and other relief that may be granted against us;
- our ongoing litigation with Appian Corp.;
- our client retention rate; and
- management of our growth.

These risks and others that may cause actual results to differ materially from those expressed in such forward-looking statements are described further in Part I of our Annual Report on Form 10-K for the year ended December 31, 2022, and other filings we make with the U.S. Securities and Exchange Commission ("SEC").

Except as required by applicable law, we do not undertake and expressly disclaim any obligation to update or revise these forward-looking statements publicly, whether due to new information, future events, or otherwise.

The forward-looking statements in this press release represent our views as of February 15, 2023.

### **About Pegasystems**

Pega provides a powerful low-code platform that empowers the world's leading enterprises to *Build for Change*®. Clients use our Al-powered decisioning and workflow automation to solve their most pressing business challenges - from personalizing engagement to automating service to streamlining operations. Since 1983, we've built our scalable and flexible architecture to help enterprises meet today's customer demands while continuously transforming for tomorrow. For more information on Pegasystems (NASDAQ: PEGA), visit www.pega.com.

#### **Press contact:**

Lisa Pintchman VP, Corporate Communications lisapintchman.rogers@pega.com 617-866-6022 Twitter: @pega

### **Investor contact:**

Peter Welburn VP, Corporate Development & Investor Relations PegalnvestorRelations@pega.com 617-498-8968

All trademarks are the property of their respective owners.

# PEGASYSTEMS INC. UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS (in thousands, except per share amounts)

	Three Mor Decem		Year Ended December 31,			
	2022	 2021	2022		2021	
Revenue						
Subscription services	\$ 185,085	\$ 164,172	\$ 701,835	\$	621,223	
Subscription license	155,818	85,022	366,063		336,248	
Perpetual license	364	11,250	19,293		32,172	
Consulting	55,203	55,740	230,654		222,010	
Total revenue	396,470	316,184	1,317,845		1,211,653	
Cost of revenue						
Subscription services	35,632	32,240	138,736		120,446	
Subscription license	719	579	2,642		2,389	
Perpetual license	2	77	175		229	
Consulting	 55,920	52,267	227,082		213,299	
Total cost of revenue	92,273	85,163	368,635		336,363	
Gross profit	304,197	231,021	949,210		875,290	
Operating expenses						
Selling and marketing	151,838	168,245	624,789		625,886	
Research and development	73,176	69,065	294,349		260,630	
General and administrative	23,204	25,899	117,734		83,506	
Restructuring	21,743	_	21,743		_	
Total operating expenses	269,961	263,209	1,058,615		970,022	
Income (loss) from operations	34,236	(32,188)	(109,405)		(94,732)	
Foreign currency transaction (loss) gain	(3,855)	(1,476)	4,560		(6,459)	
Interest income	607	149	1,643		704	
Interest expense	(1,910)	(2,209)	(7,792)		(7,956)	
(Loss) on capped call transactions	(1,001)	(16,090)	(57,382)		(23,633)	
Other income (loss), net	82	(19)	6,579		89	
Income (loss) before (benefit from) provision for income taxes	28,159	(51,833)	(161,797)		(131,987)	
(Benefit from) provision for income taxes	(6,454)	(14,587)	183,785		(68,947)	
Net income (loss)	\$ 34,613	\$ (37,246)	\$ (345,582)	\$	(63,040)	
Earnings (loss) per share						
Basic	\$ 0.42	\$ (0.46)	\$ (4.22)	\$	(0.77)	
Diluted	\$ 0.41	\$ (0.46)	\$ (4.22)	\$	(0.77)	
Weighted-average number of common shares outstanding						
Basic	82,257	81,692	81,947		81,387	
Diluted	87,339	81,692	81,947		81,387	

# PEGASYSTEMS INC. UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEETS (in thousands)

Current assets:         145,054         \$ 159,065           Marketable securities         152,167         202,814           Total cash, cash equivalents, and marketable securities         297,221         362,779           Accounts receivable         255,515         182,717           Unbilled receivables         213,719         226,714           Other current assets         80,388         66,008           Total current assets         846,478         840,218           Unbilled receivables         95,806         129,788           Goodwill         81,399         81,929           Other long-term assets         333,989         541,601           Total assets         \$ 1,357,672         \$ 1,593,531           Liabilities and stockholders' equity         \$ 1,819         \$ 1,528           Accrued expenses         \$ 18,19         \$ 1,528           Accrued expenses         \$ 18,19         \$ 1,528           Accrued expenses         \$ 18,19         \$ 1,528           Other current liabilities         \$ 18,19         \$ 1,528           Other current liabilities         \$ 18,19         \$ 1,528           Other current liabilities         \$ 18,29         \$ 1,528           Other current liabilities         \$ 1,528		Decembe	r 31, 2022	Dece	mber 31, 2021
Cash and cash equivalents         \$ 145,054         \$ 159,055           Marketable securities         152,167         202,814           Total cash, cash equivalents, and marketable securities         297,221         362,779           Accounts receivable         255,150         182,717           Unbilled receivables         213,719         26,674           Other current assets         80,388         68,008           Total current assets         846,478         840,218           Unbilled receivables         95,806         129,789           Goodwill         81,399         81,923           Goodwill         81,399         541,601           Total assets         333,989         541,601           Total assets         \$ 1,357,672         \$ 1,593,331           Libilities and stockholders' equity         \$ 18,195         \$ 15,281           Accounts payable         \$ 18,195         \$ 15,281           Accrued expenses         50,355         63,890	Assets				
Marketable securities         152,167         202,814           Total cash, cash equivalents, and marketable securities         297,221         362,779           Accounts receivable         255,150         182,717           Unbilled receivables         213,719         226,714           Other current assets         80,388         68,008           Total current assets         86,4678         840,218           Unbilled receivables         95,806         129,788           Goodwill         81,399         51,601           Total assets         333,989         541,601           Total assets         333,989         541,601           Total assets         \$1,593,531         15,933,531           Labilities and stockholders' equity           Current liabilities           Accounts payable         \$18,195         \$15,281           Accounts payable         \$15,281         \$15,281	Current assets:				
Total cash, cash equivalents, and marketable securities         297,221         362,779           Accounts receivable         255,150         182,717           Unbilled receivables         213,719         226,714           Other current assets         80,388         68,008           Total current assets         80,388         68,008           Total current assets         95,806         129,789           Goodwill         81,399         541,601           Total assets         333,989         541,601           Total assets         333,989         541,601           Total assets         \$1,357,672         \$1,593,531           Liabilities and stockholders' equity         \$18,195         \$1,593,531           Liabilities         \$18,195         \$15,281           Accrued expenses         50,355         63,890           Accrued expenses         50,355         63,890           Accrued compensation and related expenses         127,728         120,946           Deferred revenue         325,212         275,844           Other current liabilities         538,940         485,404           Convertible senior notes, net         593,609         590,722           Operating lease liabilities         79,152         8	Cash and cash equivalents	\$	145,054	\$	159,965
Accounts receivable         255,150         182,717           Unbilled receivables         213,719         226,714           Other current assets         80,388         68,008           Total current assets         846,478         840,218           Unbilled receivables         95,806         129,789           Goodwill         81,399         81,923           Other long-term assets         333,989         541,601           Total assets         333,989         541,601           Libilities and stockholders' equity           Current liabilities         18,195         \$ 15,281           Accounts payable         \$ 18,195         \$ 15,281           Accounts payable         \$ 18,195         \$ 15,281           Accrued expenses         50,355         63,890           Accrued compensation and related expenses         127,728         120,946           Deferred revenue         325,212         275,844           Other current liabilities         71,450         9,443           Total current liabilities         538,940         485,404           Convertible senior notes, net         538,940         485,404           Convertible senior notes, net         593,609         590,722           Operat	Marketable securities		152,167		202,814
Unbilled receivables         213,719         226,714           Other current assets         80,388         68,008           Total current assets         846,478         840,218           Unbilled receivables         95,806         129,789           Goodwill         81,399         81,923           Other long-term assets         333,989         541,601           Total assets         \$ 1,357,622         \$ 1,593,531           Liabilities and stockholders' equity           Current liabilities           Accounts payable         \$ 18,195         \$ 15,281           Accrued expenses         50,355         63,890           Accrued compensation and related expenses         127,728         120,946           Other current liabilities         17,450         9,443           Total current liabilities         538,940         485,404           Convertible senior notes, net         593,609         590,722           Operating lease liabilities         79,152         87,818           Other long-term liabilities         15,128         13,499           Total liabilities         15,128         13,499           Other long-term liabilities         15,128         13,499           Total liabilities	Total cash, cash equivalents, and marketable securities		297,221		362,779
Other current assets         80,388         68,008           Total current assets         846,478         840,218           Unbilled receivables         95,806         129,789           Goodwill         81,399         81,923           Other long-term assets         333,989         541,601           Total assets         \$ 1,593,531           Liabilities and stockholders' equity         \$ 18,195         \$ 15,281           Accounts payable         \$ 18,195         \$ 15,281           Accrued expenses         50,355         63,890           Accrued compensation and related expenses         127,728         120,946           Other current liabilities         17,450         9,443           Total current liabilities         538,940         485,404           Convertible senior notes, net         593,609         590,722           Operating lease liabilities         79,152         87,818           Other long-term liabilities         15,128         13,499           Total liabilities         15,128         13,499           Total liabilities         130,843         416,088	Accounts receivable		255,150		182,717
Total current assets         846,478         840,218           Unbilled receivables         95,806         129,789           Goodwill         81,399         81,923           Other long-term assets         333,989         541,601           Total assets         \$ 1,357,672         \$ 1,593,531           Liabilities and stockholders' equity         Total same stockholders' equity         Total same stockholders' equity           Accounts payable         \$ 18,195         \$ 15,281           Accoude expenses         50,355         63,890           Accrued compensation and related expenses         127,728         120,946           Deferred revenue         325,212         275,844           Other current liabilities         17,450         9,443           Total current liabilities         538,940         485,404           Convertible senior notes, net         593,609         590,722           Operating lease liabilities         79,152         87,818           Other long-term liabilities         15,128         13,499           Total liabilities         1,226,829         1,177,443           Total liabilities         130,843         416,088	Unbilled receivables		213,719		226,714
Unbilled receivables         95,806         129,789           Goodwill         81,399         81,923           Other long-term assets         333,989         541,601           Total assets         \$ 1,593,531           Liabilities and stockholders' equity           Current liabilities:           Accounts payable         \$ 18,195         \$ 15,281           Accrued expenses         50,355         63,890           Accrued compensation and related expenses         127,728         120,946           Deferred revenue         325,212         275,844           Other current liabilities         17,450         9,443           Total current liabilities         538,940         485,404           Convertible senior notes, net         593,609         590,722           Operating lease liabilities         79,152         87,818           Other long-term liabilities         15,128         13,499           Total liabilities         15,128         13,499           Total liabilities         130,843         416,088	Other current assets		80,388		68,008
Goodwill         81,399         81,923           Other long-term assets         333,989         541,601           Total assets         \$ 1,357,672         \$ 1,593,531           Liabilities and stockholders' equity           Current liabilities:           Accounts payable         \$ 18,195         \$ 15,281           Accrued expenses         50,355         63,890           Accrued compensation and related expenses         127,728         120,946           Deferred revenue         325,212         275,844           Other current liabilities         538,940         485,404           Convertible senior notes, net         593,609         590,722           Operating lease liabilities         79,152         87,818           Other long-term liabilities         15,128         13,499           Total liabilities         1,226,829         1,177,443           Total stockholders' equity         130,843         416,088	Total current assets		846,478		840,218
Other long-term assets         333,989         541,601           Total assets         \$ 1,357,672         \$ 1,593,531           Liabilities and stockholders' equity           Current liabilities:           Accounts payable         \$ 18,195         \$ 15,281           Accrued expenses         50,355         63,890           Accrued compensation and related expenses         127,728         120,946           Deferred revenue         325,212         275,844           Other current liabilities         17,450         9,443           Total current liabilities         538,940         485,404           Convertible senior notes, net         593,609         590,722           Other long-term liabilities         79,152         87,818           Other long-term liabilities         15,128         13,499           Total liabilities         1,226,829         1,177,443           Total stockholders' equity         130,843         416,088	Unbilled receivables		95,806		129,789
Total assets         \$ 1,357,672         \$ 1,593,531           Liabilities and stockholders' equity           Current liabilities:           Accounts payable         \$ 18,195         \$ 15,281           Accrued expenses         50,355         63,890           Accrued compensation and related expenses         127,728         120,946           Deferred revenue         325,212         275,844           Other current liabilities         17,450         9,443           Total current liabilities         538,940         485,404           Convertible senior notes, net         593,609         590,722           Operating lease liabilities         79,152         87,818           Other long-term liabilities         15,128         13,499           Total liabilities         1,226,829         1,177,443           Total stockholders' equity         130,843         416,088	Goodwill		81,399		81,923
Liabilities and stockholders' equity         Current liabilities:         Accounts payable       \$ 18,195       \$ 15,281         Accrued expenses       50,355       63,890         Accrued compensation and related expenses       127,728       120,946         Deferred revenue       325,212       275,844         Other current liabilities       17,450       9,443         Total current liabilities       538,940       485,404         Convertible senior notes, net       593,609       590,722         Operating lease liabilities       79,152       87,818         Other long-term liabilities       15,128       13,499         Total liabilities       1,226,829       1,177,443         Total stockholders' equity       130,843       416,088	Other long-term assets		333,989		541,601
Current liabilities:       Accounts payable       \$ 18,195       \$ 15,281         Accrued expenses       50,355       63,890         Accrued compensation and related expenses       127,728       120,946         Deferred revenue       325,212       275,844         Other current liabilities       17,450       9,443         Total current liabilities       538,940       485,404         Convertible senior notes, net       593,609       590,722         Operating lease liabilities       79,152       87,818         Other long-term liabilities       15,128       13,499         Total liabilities       1,226,829       1,177,443         Total stockholders' equity       130,843       416,088	Total assets	\$	1,357,672	\$	1,593,531
Accounts payable       \$ 18,195       \$ 15,281         Accrued expenses       50,355       63,890         Accrued compensation and related expenses       127,728       120,946         Deferred revenue       325,212       275,844         Other current liabilities       17,450       9,443         Total current liabilities       538,940       485,404         Convertible senior notes, net       593,609       590,722         Operating lease liabilities       79,152       87,818         Other long-term liabilities       15,128       13,499         Total liabilities       1,226,829       1,177,443         Total stockholders' equity       130,843       416,088	Liabilities and stockholders' equity				
Accrued expenses       50,355       63,890         Accrued compensation and related expenses       127,728       120,946         Deferred revenue       325,212       275,844         Other current liabilities       17,450       9,443         Total current liabilities       538,940       485,404         Convertible senior notes, net       593,609       590,722         Operating lease liabilities       79,152       87,818         Other long-term liabilities       15,128       13,499         Total liabilities       1,226,829       1,177,443         Total stockholders' equity       130,843       416,088	Current liabilities:				
Accrued compensation and related expenses       127,728       120,946         Deferred revenue       325,212       275,844         Other current liabilities       17,450       9,443         Total current liabilities       538,940       485,404         Convertible senior notes, net       593,609       590,722         Operating lease liabilities       79,152       87,818         Other long-term liabilities       15,128       13,499         Total liabilities       1,226,829       1,177,443         Total stockholders' equity       130,843       416,088	Accounts payable	\$	18,195	\$	15,281
Deferred revenue       325,212       275,844         Other current liabilities       17,450       9,443         Total current liabilities       538,940       485,404         Convertible senior notes, net       593,609       590,722         Operating lease liabilities       79,152       87,818         Other long-term liabilities       15,128       13,499         Total liabilities       1,226,829       1,177,443         Total stockholders' equity       130,843       416,088	Accrued expenses		50,355		63,890
Other current liabilities         17,450         9,443           Total current liabilities         538,940         485,404           Convertible senior notes, net         593,609         590,722           Operating lease liabilities         79,152         87,818           Other long-term liabilities         15,128         13,499           Total liabilities         1,226,829         1,177,443           Total stockholders' equity         130,843         416,088	Accrued compensation and related expenses		127,728		120,946
Total current liabilities       538,940       485,404         Convertible senior notes, net       593,609       590,722         Operating lease liabilities       79,152       87,818         Other long-term liabilities       15,128       13,499         Total liabilities       1,226,829       1,177,443         Total stockholders' equity       130,843       416,088	Deferred revenue		325,212		275,844
Convertible senior notes, net         593,609         590,722           Operating lease liabilities         79,152         87,818           Other long-term liabilities         15,128         13,499           Total liabilities         1,226,829         1,177,443           Total stockholders' equity         130,843         416,088	Other current liabilities		17,450		9,443
Operating lease liabilities         79,152         87,818           Other long-term liabilities         15,128         13,499           Total liabilities         1,226,829         1,177,443           Total stockholders' equity         130,843         416,088	Total current liabilities		538,940		485,404
Other long-term liabilities         15,128         13,499           Total liabilities         1,226,829         1,177,443           Total stockholders' equity         130,843         416,088	Convertible senior notes, net		593,609		590,722
Total liabilities         1,226,829         1,177,443           Total stockholders' equity         130,843         416,088	Operating lease liabilities		79,152		87,818
Total stockholders' equity 130,843 416,088	Other long-term liabilities		15,128		13,499
	Total liabilities		1,226,829		1,177,443
Total liabilities and stockholders' equity \$ 1,357,672 \$ 1,593,531	Total stockholders' equity		130,843		416,088
	Total liabilities and stockholders' equity	\$	1,357,672	\$	1,593,531

## PEGASYSTEMS INC. UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (in thousands)

	Year Ei Decemb	
	2022	2021
Net (loss)	\$ (345,582)	\$ (63,040)
Adjustments to reconcile net (loss) to cash provided by operating activities		
Non-cash items	432,270	161,690
Change in operating assets and liabilities, net	 (64,352)	(59,532)
Cash provided by operating activities	22,336	39,118
Cash provided by investing activities	13,075	72,503
Cash (used in) financing activities	(46,989)	(121,843)
Effect of exchange rate changes on cash and cash equivalents	 (3,333)	(1,712)
Net (decrease) in cash and cash equivalents	(14,911)	(11,934)
Cash and cash equivalents, beginning of period	159,965	171,899
Cash and cash equivalents, end of period	\$ 145,054	\$ 159,965

Voor Endod

## PEGASYSTEMS INC. RECONCILIATION OF SELECTED GAAP AND NON-GAAP MEASURES (in thousands, except percentages and per share amounts)

Three Months Ended

		Months Ende ember 31,	ed	Year Ended December 31,					
	2022	2021	Change	2022		2021	Change		
Net income (loss) - GAAP	\$ 34,613	\$ (37,246)	*	\$ (345,582)	\$	(63,040)	(448)%		
Stock-based compensation <sup>(1)</sup>	28,909	26,463		122,210		115,947			
Capped call transactions	1,001	16,090		57,382		23,633			
Legal fees	2,139	9,782		34,559		18,198			
Restructuring	21,743	_		21,743		_			
Interest on convertible senior notes	725	952		2,888		2,977			
Facilities	_	_		_		(15,111)			
Amortization of intangible assets	1,048	982		4,093		3,987			
Foreign currency transaction loss (gain)	3,855	1,476		(4,560)		6,459			
Other	37	_		(94)		15			
Income tax effects <sup>(2)</sup>	 (25,729)	 (15,448)		166,972		(74,253)			
Net income - non-GAAP	\$ 68,341	\$ 3,051	2,140 %	\$ 59,611	\$	18,812	217 %		
Diluted earnings (loss) per share - GAAP	\$ 0.41	\$ (0.46)	*	\$ (4.22)	\$	(0.77)	(448)%		
non-GAAP adjustments	 0.41	0.50		4.94		0.99			
Diluted earnings per share - non-GAAP	\$ 0.82	\$ 0.04	1,950 %	\$ 0.72	\$	0.22	227 %		
Diluted weighted-average number of common shares outstanding - GAAP	87,339	81,692	7 %	81,947		81,387	1 %		
Capped call transactions	(4,443)	_		_		_			
Stock-based compensation		3,795		1,405	_	4,487			
Diluted weighted-average number of common shares outstanding - non-GAAP	82,896	85,487	(3)%	83,352		85,874	(3)%		
		 		 ·		·			

<sup>\*</sup> not meaningful

Our non-GAAP financial measures reflect the following adjustments:

- <u>Stock-based compensation</u>: We have excluded stock-based compensation from our non-GAAP operating expenses and profitability measures. Although stock-based compensation is a key incentive offered to our employees, and we believe such compensation contributed to our revenues recognized during the periods presented and is expected to contribute to our future revenues, we continue to evaluate our business performance, excluding stock-based compensation.
- <u>Capped call transactions</u>: We have excluded gains and losses related to our capped call transactions held at fair value under U.S. GAAP. The capped call transactions are expected to reduce common stock dilution and/or offset any potential cash payments we must make, other than for principal and interest, upon conversion of the Notes. We believe excluding these amounts from our non-GAAP financial measures is useful to investors as the types of events giving rise to them are not representative of our core business operations and ongoing operating performance.
- <u>Legal Fees</u>: Includes legal and related fees arising from proceedings outside of the ordinary course of business. We believe excluding these expenses from our non-GAAP financial measures is useful to investors as the disputes giving rise to them are not representative of our core business operations and ongoing operating performance.
- Restructuring: During the fourth quarter of 2022, management committed to a restructuring plan aligned with our target organization go-to-market strategy and commitment to be a Rule of 40 managed company. The plan resulted in a restructuring expense of \$21.7 million in 2022, primarily associated with severance and benefits for impacted employees and expenses incurred as a result of the closure of our Salem, New Hampshire office. We believe excluding the impact from our non-GAAP financial measures is useful to investors as these amounts are not representative of our core business operations and ongoing operating performance.
- <u>Interest on convertible senior notes</u>: In February 2020, we issued convertible senior notes with an aggregate principal amount of \$600 million, due March 1, 2025, in a private placement. We believe excluding the amortization of issuance costs provides a useful comparison of our operational performance in different periods.
- <u>Facilities</u>: In February 2021, we agreed to accelerate our exit from our then Cambridge, Massachusetts headquarters to October 1, 2021, in exchange for a one-time payment from our landlord of \$18 million, which was received in October 2021. We believe excluding the impact from our non-GAAP financial measures is useful to investors as the modified lease, including the \$18 million payment, is not representative of our core business operations and ongoing operating performance.

(continued)

- Amortization of intangible assets: We have excluded the amortization of intangible assets from our non-GAAP operating expenses
  and profitability measures. Amortization of intangible assets fluctuates in amount and frequency and is significantly affected by
  the timing and size of acquisitions. Investors should note that intangible assets contributed to our revenues recognized during the
  periods presented and are expected to contribute to future revenues. Amortization of intangible assets is likely to recur in future
  periods. We believe excluding these amounts provides a useful comparison of our operational performance in different periods.
- <u>Foreign currency transaction loss (gain)</u>: We have excluded foreign currency transaction gains and losses from our non-GAAP profitability measures. Foreign currency transaction gains and losses fluctuate in amount and frequency and are significantly affected by foreign exchange market rates. Foreign currency transaction gains and losses are likely to recur in future periods. We believe excluding these amounts provides a useful comparison of our operational performance in different periods.
- Other: We have excluded gains and losses from our venture investments, capital advisory expenses, and expenses incurred due to the cancellation of in-person sales and marketing events. We believe excluding these amounts from our non-GAAP financial measures is useful to investors as the types of events giving rise to them are not representative of our core business operations and ongoing operating performance.
- Diluted weighted-average number of common shares outstanding:
  - <u>Stock-based compensation</u>: In periods of non-GAAP income, we've included the dilutive impact of stock-based compensation in our non-GAAP weighted-average shares. In periods of GAAP loss, these shares would have been excluded from our GAAP results as they would be anti-dilutive for GAAP. We believe including the dilutive effect of stock-based compensation in our non-GAAP financial measures in periods of income is helpful to investors as this provides a useful comparison of our operational performance in different periods.
  - <u>Capped call transactions</u>: In periods of GAAP income, the approximately 4.4 million shares which would be issued if the Company's Convertible Senior Notes were fully converted to common shares are included in the diluted weighted-average shares outstanding. The Capped Call Transactions are expected to reduce common stock dilution and/or offset any potential cash payments the Company must make, other than for principal and interest, upon conversion of the Convertible Senior Notes, with such reduction and/or offset subject to a cap of \$196.44. We believe that including the expected impact of the Capped Call Transactions in our non-GAAP financial measures provides a useful comparison of our operational performance in different periods.

#### (1) Stock-based compensation:

	 Three Mor Decem	nths Ended ber 31,	Year E Decemb				
(in thousands)	2022	2021	2022		2021		
Cost of revenue	\$ 6,646	\$ 4,933	\$ 26,400	\$	21,822		
Selling and marketing	10,245	12,337	46,769		54,182		
Research and development	6,841	6,070	29,266		25,413		
General and administrative	 5,177	3,123	19,775		14,530		
	\$ 28,909	\$ 26,463	\$ 122,210	\$	115,947		
Income tax benefit	\$ (376)	\$ (5,382)	\$ (1,881)	\$	(23,410)		

### (2) Effective income tax rates:

	Year En Decembe	
	2022	2021
GAAP	114 %	(52)%
non-GAAP	22 %	22 %

Our GAAP effective income tax rate is subject to significant fluctuations due to several factors, including excess tax benefits generated by our stock-based compensation plans, gains and losses on our capped call transactions, tax credits for stock-based compensation awards to research and development employees, and unfavorable foreign stock-based compensation adjustments. We determine our non-GAAP income tax rate using applicable rates in taxing jurisdictions and assessing certain factors, including our historical and forecasted earnings by jurisdiction, discrete items, and our ability to realize tax assets. Under GAAP, we recorded a valuation allowance on our deferred tax assets of \$192 million in the three months ended June 30, 2022. See "Note 18. Income Taxes" in Part II, Item 8 of our Annual Report on Form 10-K for the year ended December 31, 2022 for additional information. We believe it is beneficial for our management to review our non-GAAP results consistent with our annual plan's effective income tax rate as established at the beginning of each year, given tax rate volatility.

## PEGASYSTEMS INC. RECONCILIATION OF FREE CASH FLOW (in thousands, except percentages)

			ar Ended ember 31,	
(in thousands, except percentages)		2022	2021	Change
Cash provided by operating activities	\$	22,336	\$ 39,118	(43)%
Investment in property and equipment		(35,379)	(10,456)	
Legal fees		41,789	11,390	
Interest on convertible senior notes		4,500	4,500	
Facilities		_	(18,000)	
Other		6,805	115	
Free cash flow	\$	40,051	\$ 26,667	50 %
	_			
Total Revenue	\$	1,317,845	\$ 1,211,653	
Free cash flow margin		3 %	2 %	

Our non-GAAP free cash flow measures reflect the following adjustments:

- <u>Investment in property and equipment</u>: Investment in property and equipment fluctuates in amount and frequency and is significantly affected by the timing and size of investments in our facilities. We believe excluding these amounts provides a useful comparison of our operational performance in different periods.
- <u>Legal Fees</u>: Includes legal and related fees arising from proceedings outside of the ordinary course of business. We believe excluding these expenses from our non-GAAP financial measures is useful to investors as the disputes giving rise to them are not representative of our core business operations and ongoing operating performance.
- <u>Interest on convertible senior notes</u>: In February 2020, we issued convertible senior notes with an aggregate principal amount of \$600 million, due March 1, 2025, in a private placement. We believe excluding the interest payments provides a useful comparison of our operational performance in different periods.
- <u>Facilities</u>: In February 2021, we agreed to accelerate our exit from our then Cambridge, Massachusetts headquarters to October 1, 2021, in exchange for a one-time payment from our landlord of \$18 million, which was received in October 2021. We believe excluding the impact from our non-GAAP financial measures is useful to investors as the modified lease, including the \$18 million payment, is not representative of our core business operations and ongoing operating performance.
- Other: We have excluded capital advisory fees and fees incurred due to the cancellation of in-person sales and marketing events. We believe excluding these amounts from our non-GAAP financial measures is useful to investors as the types of events giving rise to them are not representative of our core business operations and ongoing operating performance.

## PEGASYSTEMS INC. ANNUAL CONTRACT VALUE (in thousands, except percentages)

**Annual contract value ("ACV")** - ACV represents the annualized value of our active contracts as of the measurement date. The contract's total value is divided by its duration in years to calculate ACV for subscription license and Pega Cloud contracts. Maintenance revenue for the quarter then ended is multiplied by four to calculate ACV for maintenance. ACV is a performance measure that we believe provides useful information to our management and investors, particularly during our subscription transition.

	Decer	December 31, 2022 D		December 31, 2021		Change	
Pega Cloud	\$	454,567	\$	363,970	\$	90,597	25 %
Maintenance		327,983		330,904		(2,921)	(1)%
Subscription services		782,550		694,874		87,676	13 %
Subscription license		345,942		307,750		38,192	12 %
	\$	1,128,492	\$	1,002,624	\$	125,868	13 %

# PEGASYSTEMS INC. BACKLOG (in thousands, except percentages)

**Remaining performance obligations ("Backlog")** - Expected future revenue from existing non-cancellable contracts: As of December 31, 2022:

		Subscripti	ription services		Subscription		Perpetual				
	Ма	intenance	F	Pega Cloud		license		license	 Consulting	Total	
1 year or less	\$	242,073	\$	379,648	\$	60,668	\$	5,310	\$ 32,374	\$ 720,073	53 %
1-2 years		66,207		246,195		3,803		2,253	6,371	324,829	24 %
2-3 years		26,746		143,901		1,707		_	1,647	174,001	13 %
Greater than 3 years		15,602		115,944		5,283			 	136,829	10 %
	\$	350,628	\$	885,688	\$	71,461	\$	7,563	\$ 40,392	\$ 1,355,732	100 %
% of Total		26 %		65 %		5 %		1 %	3 %	100 %	
Change since December 3	1, 202	<u>1</u>									
	\$	(16,380)	\$	154,125	\$	(100,694)	\$	(10,146)	\$ (16,067)	\$ 10,838	
		(4)%		21 %		(58)%		(57)%	(28)%	1 %	

As of December 31, 2021:

	Subscription services			Subscription		Downstand							
	Ma	intenance	F	Pega Cloud	license		Perpetual license		Consulting		Total		
1 year or less	\$	234,917	\$	330,426	\$	153,467	\$	10,952	\$	41,411	\$	771,173	58 %
1-2 years		65,502		220,231		14,968		4,505		8,917		314,123	23 %
2-3 years		38,432		124,969		1,955		2,252		5,512		173,120	13 %
Greater than 3 years		28,157		55,937		1,765		_		619		86,478	6 %
	\$	367,008	\$	731,563	\$	172,155	\$	17,709	\$	56,459	\$	1,344,894	100 %
% of Total		28 %		54 %		13 %		1 %		4 %		100 %	

## PEGASYSTEMS INC. RECONCILIATION OF GAAP BACKLOG AND CONSTANT CURRENCY BACKLOG (in millions, except percentages)

(in millions, except percentages )	Q4 2022	1 Year Growth Rate
Backlog - GAAP	\$ 1,356	1 %
Impact of changes in foreign exchange rates	39	3 %
Backlog - Constant Currency	\$ 1,395	4 %

Note: Constant currency Backlog is calculated by applying foreign exchange rates for the earliest period shown to all periods. The above constant currency measures reflect foreign exchange rates applicable as of Q4 2021.

# PEGASYSTEMS INC. RECONCILIATION OF FORWARD-LOOKING GUIDANCE (in millions, except percentages and per share amounts)

	Year Ended I	December 31, 2023
Annual contract value growth		11% - 13%
Revenue (GAAP and Non-GAAP)	\$	1,400
Net Income - GAAP	\$	2
Stock-based compensation		148
Legal fees		5
Interest on convertible senior notes		3
Amortization of intangible assets		4
Income tax effects		(35)
Net Income - Non-GAAP	\$	127
Diluted earnings per share - GAAP	\$	0.02
Non-GAAP adjustments		1.48
Diluted earnings per share - non-GAAP	\$	1.50
Diluted weighted-average number of common shares outstanding - GAAP		83.0
Non-GAAP adjustments		1.4
Diluted weighted-average number of common shares outstanding - non-GAAP		84.4
	Year Ended I	December 31, 2023
Cash provided by operating activities	\$	139
Investment in property and equipment		(18)
Legal fees		5
Restructuring		19
Interest on convertible senior notes		5
Free cash flow	\$	150
Total Revenue	\$	1,400
Free cash flow margin		11 %