# Third Quarter 2020 Results

November 3, 2020



### Forward Looking Statement and Explanatory Note

Statements contained in this presentation regarding the growth and prospects of the business, the Company's projected 2020 financial results, long-term objectives and all other statements in this presentation other than recitation of historical facts are forward looking statements (as defined in the Private Securities Litigation Reform Act of 1995). Such forward looking statements involve known and unknown risks, uncertainties and other factors, which are currently, or in the future could be, amplified by the COVID-19 pandemic. Consequently, actual results may differ materially from those expressed or implied thereby.

Factors that could cause actual results to differ materially include, but are not limited to, uncertainty of the magnitude, duration, geographic reach and impact on the global economy of the COVID-19 pandemic; the current, and uncertain future, impact of the COVID-19 crisis and governments' responses to it on our business, growth, reputation, projections, prospects, financial condition, operations, cash flows, and liquidity; the adequacy or effectiveness or steps we take to respond to the crisis, including cost reduction or other mitigation programs; our ability to recover potential claims under our event cancellation insurance; the ability to achieve and effectively manage growth, including the ability to integrate our acquisitions, and consummate and integrate future acquisitions; the ability to pay Gartner's debt obligations, the ability to maintain and expand Gartner's products and services; the ability to expand or retain Gartner's customer base; the ability to grow or sustain revenue from individual customers; the ability to attract and retain a professional staff of research analysts and consultants as well as experienced sales personnel upon whom Gartner is dependent; the ability to achieve continued customer renewals and achieve new contract value, backlog and deferred revenue growth in light of competitive pressures; the ability to carry out Gartner's strategic initiatives and manage associated costs; the ability to successfully compete with existing competitors and potential new competitors; the ability to enforce and protect our intellectual property rights; additional risks associated with international operations including foreign currency fluctuations; the U.K.'s exit from the European Union and its impact on our results; the impact of restructuring and other charges on Gartner's businesses and operations; cybersecurity incidents; general economic conditions; changes in macroeconomic and market conditions and market volatility (including developments and volatility arising from the COVID-19 pandemic), including interest rates and the effect on the credit markets and access to capital; risks associated with the creditworthiness, budget cuts and shutdown of governments and agencies; the impact of changes in tax policy and heightened scrutiny from various taxing authorities globally; uncertainty from the expected discontinuance of LIBOR and transition to any other interest rate benchmark; changes to laws and regulations; and other risks listed from time to time in Gartner's reports filed with the Securities and Exchange Commission, including Gartner's most recent Annual Report on Form 10-K, Quarterly Reports on Form 10-Q and Current Reports on Form 8-K.

Non-GAAP financial measures such as Adj. EBITDA, Adj. EBITDA Margin, Adj. Net Income, Adj. EPS and Free Cash Flow, as included in this presentation, are supplemental measures that are not calculated in accordance with U.S. GAAP. Definitions of these measures and reconciliations to the most-directly comparable GAAP measures are included in the appendix.

#### Unless otherwise indicated, or the content otherwise requires, all percentages indicated in this presentation are year-over-year growth rates.

The Company's SEC filings can be found on Gartner's website at investor gartner.com and on the SEC's website at www.sec.gov. Forward looking statements included herein speak only as of November 3, 2020 and the Company disclaims any obligation to revise or update such statements to reflect events or circumstances after this date or to reflect the occurrence of unanticipated events or circumstances, except as required by applicable law or regulation.

Some totals may not add due to rounding.



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### **3Q 2020 Growth and Financial Results**

**Contract Value** 

Global Technology Sales (GTS)

5.2%

\$2.8B

Global Business Sales (GBS)\*

5.6%

\$0.7B

**Total** 

**5.3%** \$3.4B

% increases above FX Neutral at 2020 rates

**Consolidated Results** 

Revenue

-0.6%

FX Neutral: -1.0%

66.8% Contribution margin

\$995M

20.0%

Adj. EBITDA

FX Neutral: 19.4%

16.8% Adj. EBITDA margin

\$168M

\$0.91

Adj. EPS

Free Cash Flow

\$229M

**\$2M** 

Repurchases: \$2M

Net debt pay down: \$0M

**Capital Allocation** 

Acquisitions: \$0M

Research

Revenue

6.2% \$89

\$893M

FX Neutral: 5.8% 72.0% Contribution margin

**Conferences** 

Revenue

-80.8% \$13M

FX Neutral: -81.1% 16.0% Contribution margin Consulting

Revenue

**-4.4%** \$89M

FX Neutral: -5.6%

31.6% Contribution margin

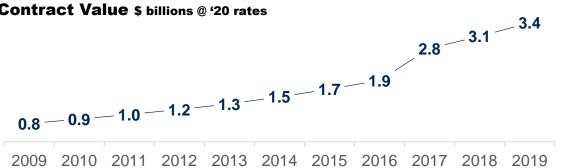
Medium Term Guidance (unchanged)

**GTS CV EBITDA EPS** Free Cash Flow **GBS CV** Consulting Conferences Revenue ≥ EBITDA ≥ EBITDA ≥ Revenue 12 - 16% 12 - 16% 5 - 10% 3 - 8% ≥ 10% Growth Growth Growth

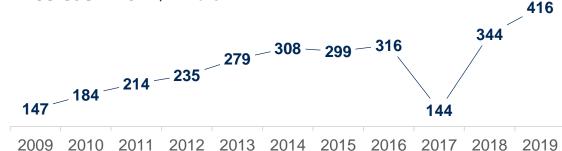


### **Consolidated Financial Summary**

### Contract Value \$ billions @ '20 rates

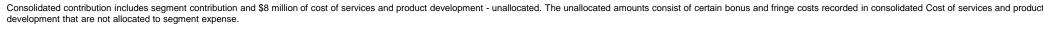


#### Free Cash Flow \$ millions

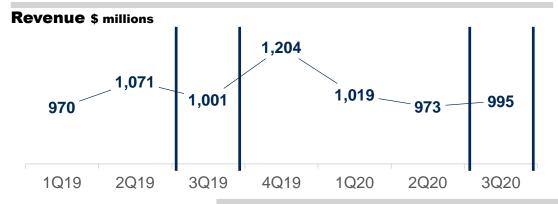


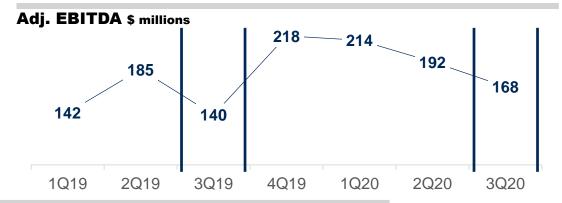
**Gartner** 

\$ in millions except							I	
shares and per share amounts	1Q19	2Q19	3Q19	4Q19	1Q20	2Q20	3Q20	2019
Revenue	970	1,071	1,001	1,204	1,019	973	995	4,246
Y/Y Growth	7.9%	9.3%	10.0%	10.6%	5.0%	-9.1%	-0.6%	9.5%
Contribution	624	683	635	753	678	651	665	2,695
Y/Y Growth	9.6%	10.0%	9.8%	10.6%	8.6%	-4.7%	4.6%	10.0%
Contribution Margin	64.3%	63.8%	63.5%	62.5%	66.5%	66.9%	66.8%	63.5%
Adj. EBITDA	142	185	140	218	214	192	168	684
Y/Y Growth	-1.9%	1.2%	-6.3%	3.0%	50.8%	4.0%	20.0%	-0.5%
Adj. EPS	0.58	1.45	0.70	1.18	1.20	1.20	0.91	3.90
Free Cash Flow	16	188	183	30	31	322	229	416
LTM Free Cash Flow	375	411	370	416	432	566	612	416
Y/Y Growth	121.6%	71.9%	6.1%	21.0%	15.3%	37.6%	65.3%	21.0%
Avg. Diluted Shares	91.0	91.2	90.9	90.6	90.1	89.8	90.0	91.0



### Normalized P&L (Non-GAAP)



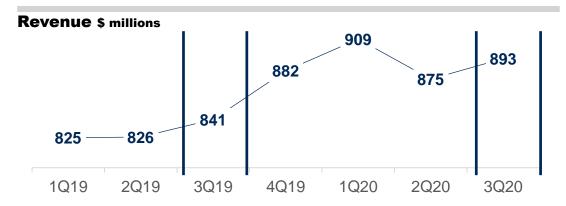


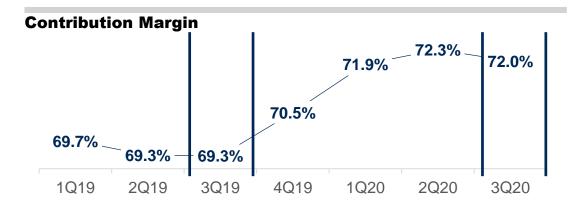
\$ millions except								
shares and per share data	1Q19	2Q19	3Q19	4Q19	1Q20	2Q20	3Q20	2019
Revenue	970	1,071	1,001	1,204	1,019	973	995	4,246
Less Cost of Services	<u>347</u>	<u>388</u>	<u>365</u>	<u>451</u>	<u>341</u>	<u>323</u>	<u>330</u>	<u>1,551</u>
Contribution	624	683	635	753	678	651	665	2,695
Less SG&A	519	515	512	558	497	495	522	2,103
Plus Equity Comp	32	13	13	11	25	16	16	68
Plus Other Adjustments*	<u>5</u>	<u>4</u>	<u>4</u>	<u>11</u>	<u>7</u>	<u>21</u>	<u>8</u>	<u>24</u>
Adj. EBITDA	142	185	140	218	214	192	168	684
Less Equity Comp	32	13	13	11	25	16	16	68
Less Depreciation	20	20	21	21	23	23	23	82
Less Non-GAAP Interest, net	23	23	22	25	25	27	29	93
Less Other Expense (Income)	<u>0</u>	<u>0</u>	<u>1</u>	<u>-1</u>	<u>2</u>	<u>0</u>	<u>-2</u>	<u>1</u>
Adjusted Pre-tax Income	66	128	83	161	140	127	102	438
Less Adjusted Tax	<u>13</u>	<u>-4</u>	<u>19</u>	<u>55</u>	<u>31</u>	<u>19</u>	<u>20</u>	<u>83</u>
Adjusted Net Income	53	132	64	106	108	107	82	355
Adj. EPS	0.58	1.45	0.70	1.18	1.20	1.20	0.91	3.90

<sup>\*</sup> Consists of incremental and directly-related charges related to acquisitions, abandoned office space, workforce reductions and other nonrecurring items.



### **Research Segment**

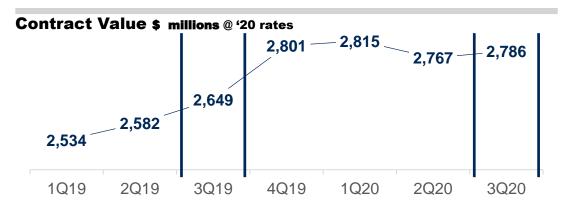


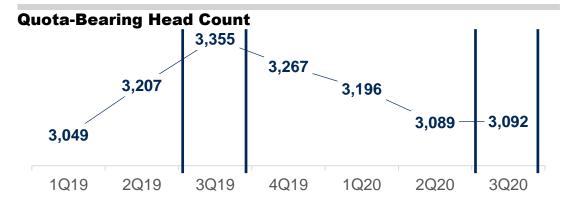


1Q19	2Q19	3Q19	4Q19	1Q20	2Q20	3Q20	2019
825	826	841	882	909	875	893	3,375
7.7%	7.7%	9.1%	10.8%	10.2%	6.0%	6.2%	8.8%
575	572	583	622	653	633	642	2,352
7.5%	7.8%	9.3%	14.3%	13.6%	10.5%	10.3%	9.7%
69.7%	69.3%	69.3%	70.5%	71.9%	72.3%	72.0%	69.7%
3.1	3.2	3.3	3.4	3.5	3.4	3.4	3.4
11.3%	11.0%	11.1%	11.7%	10.6%	7.0%	5.3%	11.7%
	825 7.7% 575 7.5% 69.7% 3.1	825 826 7.7% 7.7% 575 572 7.5% 7.8% 69.7% 69.3% 3.1 3.2	825       826       841         7.7%       7.7%       9.1%         575       572       583         7.5%       7.8%       9.3%         69.7%       69.3%       69.3%         3.1       3.2       3.3	825       826       841       882         7.7%       7.7%       9.1%       10.8%         575       572       583       622         7.5%       7.8%       9.3%       14.3%         69.7%       69.3%       69.3%       70.5%         3.1       3.2       3.3       3.4	825     826     841     882     909       7.7%     7.7%     9.1%     10.8%     10.2%       575     572     583     622     653       7.5%     7.8%     9.3%     14.3%     13.6%       69.7%     69.3%     69.3%     70.5%     71.9%       3.1     3.2     3.3     3.4     3.5	825       826       841       882       909       875         7.7%       7.7%       9.1%       10.8%       10.2%       6.0%         575       572       583       622       653       633         7.5%       7.8%       9.3%       14.3%       13.6%       10.5%         69.7%       69.3%       69.3%       70.5%       71.9%       72.3%         3.1       3.2       3.3       3.4       3.5       3.4	825     826     841     882     909     875     893       7.7%     7.7%     9.1%     10.8%     10.2%     6.0%     6.2%       575     572     583     622     653     633     642       7.5%     7.8%     9.3%     14.3%     13.6%     10.5%     10.3%       69.7%     69.3%     69.3%     70.5%     71.9%     72.3%     72.0%       3.1     3.2     3.3     3.4     3.5     3.4     3.4



### Research: Global Technology Sales

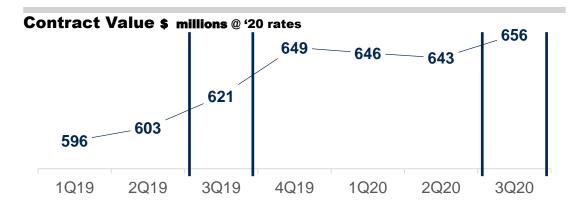


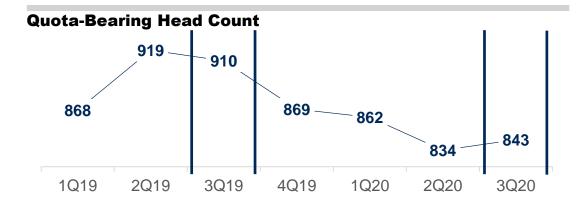


	1Q19	2Q19	3Q19	4Q19	1Q20	2Q20	3Q20	2019
Contract Value (\$ millions)	2,534	2,582	2,649	2,801	2,815	2,767	2,786	2,801
Contract Value FX Neutral Growth	14.3%	13.6%	13.2%	12.3%	11.1%	7.2%	5.2%	12.3%
Net Contract Value Increase (NCVI, \$ millions)	318	308	309	307	281	185	137	307
Quota Bearing Head Count	3,049	3,207	3,355	3,267	3,196	3,089	3,092	3,267
Y/Y Growth	11.0%	14.5%	13.5%	5.3%	4.8%	-3.7%	-7.8%	5.3%
Productivity (\$ thousands)	116	110	104	99	92	58	41	99
Y/Y Growth	9.2%	2.2%	-4.0%	-13.3%	-20.5%	-47.7%	-60.8%	-13.3%
Client Enterprises	12,821	12,739	12,728	13,077	12,826	12,381	12,296	13,077
Contract Value / Enterprise (\$ thousands)	198	203	208	214	219	223	227	214
Wallet Retention	105.5%	104.9%	104.7%	104.2%	103.5%	100.2%	98.7%	104.2%
Client Retention	82.2%	82.2%	81.7%	81.9%	81.7%	79.6%	80.1%	81.9%



### **Research: Global Business Sales**





	1Q19	2Q19	3Q19	4Q19	1Q20	2Q20	3Q20	2019
Contract Value (\$ millions)	596	603	621	649	646	643	656	649
Contract Value FX Neutral Growth	-0.2%	1.0%	3.1%	9.0%	8.3%	6.6%	5.6%	9.0%
Net Contract Value Increase (NCVI, \$ millions)	-1	6	19	54	50	40	35	54
Quota Bearing Head Count	868	919	910	869	862	834	843	869
Y/Y Growth	21.4%	23.5%	19.0%	10.0%	-0.7%	-9.2%	-7.4%	10.0%
Productivity (\$ thousands)	-2	8	24	68	57	43	38	68
Y/Y Growth	-102.4%	-79.7%	-37.3%	366.6%	nm	421.6%	55.5%	366.6%
Client Enterprises	5,254	5,173	5,143	5,130	5,025	4,789	4,669	5,130
Contract Value / Enterprise (\$ thousands)	113	117	121	126	128	134	140	126
Wallet Retention	94.1%	94.8%	96.7%	101.3%	101.1%	100.0%	98.9%	101.3%
Client Retention	81.3%	80.8%	81.1%	82.4%	83.0%	82.5%	82.3%	82.4%

Note: All numbers are shown, at 2020 FX rates where applicable. Enterprises that are clients of both GTS and GBS appear in both counts. NCVI and Productivity are on a rolling twelve month basis. Productivity is NCVI divided by opening period quota-bearing headcount. Contract value from the Company's 2019 acquisition of TOPO Research LLC is included in 4Q19 through 3Q20.



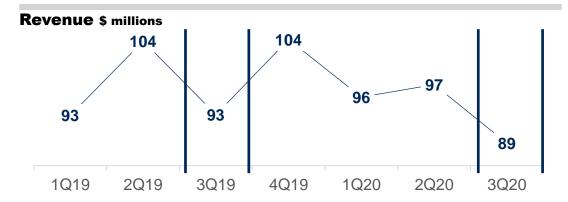
### **Conferences Segment**

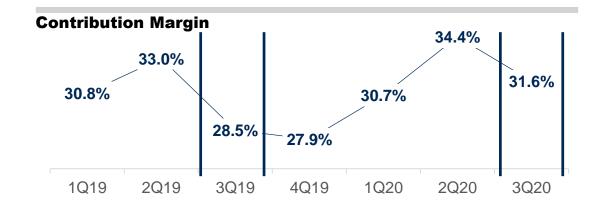
- Revenue in the quarter was from a combination of virtual conferences and virtual Evanta meetings
- Held 2 virtual conferences during 3Q20 after launching pilots in 2Q20
- Cancelled all in-person destination conferences scheduled for remainder of 2020

	1Q19	2Q19	3Q19	4Q19	1Q20	2Q20	3Q20	2019
Revenue	52	141	66	217	14	0	13	477
Y/Y Growth	12.6%	26.9%	16.0%	11.0%	-73.3%	-99.8%	-80.8%	16.2%
Contribution (\$ millions)	19	81	27	115	-6	-11	2	242
Y/Y Growth	16.5%	26.9%	9.7%	12.0%	-132.1%	-113.9%	-92.6%	16.6%
Contribution Margin	36.3%	57.1%	41.4%	52.8%	-43.7%	nm	16.0%	50.7%
Destination Conferences (#)	12	27	18	15	5	0	2	72
Destination Conference Attendees (#)	11,530	26,416	14,739	33,065	3,364	0	2,584	85,750



### **Consulting Segment**





\$millions	1Q19	2Q19	3Q19	4Q19	1Q20	2Q20	3Q20	2019
Revenue	93	104	93	104	96	97	89	394
Y/Y Growth	12.4%	7.5%	18.4%	8.7%	2.8%	-5.9%	-4.4%	11.4%
Contribution	29	34	27	29	29	34	28	118
Y/Y Growth	19.0%	1.6%	44.1%	10.1%	2.3%	-2.0%	6.1%	15.5%
Contribution Margin	30.8%	33.0%	28.5%	27.9%	30.7%	34.4%	31.6%	30.1%
Labor Revenue	79	79	78	80	81	69	74	316
Y/Y Growth	6.7%	2.5%	11.2%	9.0%	3.2%	-13.2%	-4.6%	7.3%
Contract Optimization Revenue	14	25	16	23	14	29	15	78
Y/Y Growth	59.6%	26.6%	73.9%	6.8%	1.0%	17.6%	-3.0%	31.9%
Backlog (\$ millions)	108	111	109	116	110	99	96	116
Y/Y Growth	6.7%	6.5%	3.0%	6.7%	1.3%	-10.5%	-12.0%	6.7%
Billable Head Count	739	773	809	815	808	796	737	784
Y/Y Growth	6.5%	8.8%	11.2%	10.4%	9.3%	3.0%	-9.0%	9.2%
Utilization Rate	69.1%	63.3%	57.0%	60.3%	62.2%	59.3%	60.5%	62.3%
Y/Y Change (bps)	366	-352	-231	-104	-687	-399	343	-84



### **Capital Structure and Allocation**

#### **Overview**

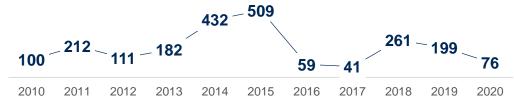
#### **Capital Structure**

- Optimizes financial leverage benefits and financial flexibility
- Target 2.5-3x leverage<sup>1</sup>
- ~\$150M cash is needed to run the business.

#### Free Cash Flow deployment

- Expect to offset equity dilution
- Opportunistic, price sensitive stock repurchases
- Strategic value-enhancing tuck-in acquisitions
- No current plans to pay down debt further

#### Share Repurchases \$ millions



#### \$681M repurchase authorization remaining as of 9/30/2020 of \$1.2B plan

#### **Quarterly Profile**

\$ billions	9/30/2020	Rate (2)	Maturity
Cash	0.6	nm	nm
Revolver	0.0	L + 150	2025
TLA	0.4	L + 150	2025
2028 Bonds	0.8	4.50%	2028
2030 Bonds	0.8	3.75%	2030
Total Debt	2.0	5.02%	
Revolver Unused Capacity	1.0	25 bps	
Interest Rate Swaps	1.4	2.59%	
% Debt With Fixed Rates	100%		

Note: Interest Rate Swaps are dependent on LIBOR rates

	3Q	Bank
Leverage Ratios	2020	Covenant
Gross Debt/Adjusted EBITDA	2.5x	na
Net Debt/Adjusted EBITDA	1.8x	na
Consolidated Leverage Ratio <sup>3</sup>	2.3x	≤ 5.0x

#### **Debt Ratings** Corporate Rating Unsecured Notes

Moody's	Ba2	Ba3
S&P	BB	BB



<sup>&</sup>lt;sup>1</sup> Gross debt/Adjusted EBITDA.

<sup>&</sup>lt;sup>2</sup> Floating and total rates reflect LIBOR and spread as of date shown.

<sup>&</sup>lt;sup>3</sup> As defined in the Company's 2020 Credit Agreement.

### 2020 Guidance

\$ in millions, except per share amounts; shares in millions

#### **2020 Revised Guidance**

\$ at Reported Rates	As of August 4, 2020 At Least:	As of November 3, 2020 At Least:
Research Revenue	3,480	3,570
Conferences Revenue	35	110
<b>Consulting Revenue</b>	365	370
<b>Total Revenue</b>	3,880	4,050
Adj. EBITDA	635	740
Adj. EPS	\$3.08	\$4.07
Free Cash Flow	425	625

#### **Guidance Inputs:**

#### **Balance of the Year**

- Research reflects a continuation of new business and retention trends
- Virtual Conferences and virtual Evanta meetings held in Q4
- Restoration of certain costs began in Q3 and continue into Q4
- Continued disciplined cost management

#### **Additional 2020 Guidance**

Depreciation & Amortization	Interest Expense, net	Stock-based Compensation	Effective Tax Rate	Shares	Capital Expenditures	
~ 92 ~ 125	~ 114 GAAP & ~ 106 Adj.	~ 71	~ 21% GAAP ~ 22% Adj.	~ 90	~ 100	



# 3Q 2020 **GAAP Financial Statements**





### **Condensed Consolidated Balance Sheets**

Assets	Sep	tember 30, 2020	Dec	ember 31, 2019
Current assets:				
Cash and cash equivalents	\$	553.7	\$	280.8
Fees receivable, net		948.9		1,326.0
Deferred commissions		207.9		265.9
Prepaid expenses and other current assets		154.9		146.0
Total current assets		1,865.4		2,018.7
Property, equipment and leasehold improvements, net		332.9		344.7
Operating lease right-of-use assets		651.8		702.9
Goodwill		2,938.7		2,937.7
Intangible assets, net		821.0		925.1
Other assets		230.8		222.2
Total Assets	\$	6,840.6	\$	7,151.3
Liabilities and Stockholders' Equity				
Current liabilities:				
Accounts payable and accrued liabilities	\$	790.3	\$	788.8
Deferred revenues		1,710.8		1,928.0
Current portion of long-term debt		20.5		139.7
Total current liabilities		2,521.6		2,856.5
Long-term debt, net of deferred financing fees		1,957.4		2,043.9
Operating lease liabilities		785.7		832.6
Other liabilities		538.4		479.7
Total Liabilities		5,803.1		6,212.7
Total Stockholders' Equity		1,037.5		938.6
Total Liabilities and Stockholders' Equity	\$	6,840.6	\$	7,151.3

(Unaudited; in millions)



### **Condensed Consolidated Statements of Operations**

#### Three Months Ended September 30,

	2020	2019		
Revenues:				
Research	\$ 892.7	\$	841.0	
Conferences	12.7		66.3	
Consulting	89.2		93.2	
Total revenues	994.6		1,000.5	
Costs and expenses:				
Cost of services and product development	329.8		365.1	
Selling, general and administrative	521.5		512.1	
Depreciation	22.7		20.7	
Amortization of intangibles	31.2		31.7	
Acquisition and integration charges	1.7		1.7	
Total costs and expenses	906.9		931.3	
Operating income	87.7		69.2	
Interest expense, net	(30.6)		(24.1)	
Loss on extinguishment of debt	(44.8)		-	
Other income, net	1.9		8.0	
Income before income taxes	14.2		53.1	
(Benefit) provision for income taxes	(2.8)		11.7	
Net income	\$ 17.0	\$	41.4	
Net income per share:				
Basic	\$ 0.19	\$	0.46	
Diluted	\$ 0.19	\$	0.46	
Weighted average shares outstanding:				
Basic	 89.4		89.8	
Diluted	90.0		90.9	

(Unaudited; in millions, except per share amounts)



### **Condensed Consolidated Statements** of Cash **Flows**

	2020	2019
Operating activities:		
Net income	\$ 17.0	\$ 41.4
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	54.0	52.4
Stock-based compensation expense	15.5	13.0
Deferred taxes	(4.7)	(1.4)
Loss on extinguishment of debt	44.8	-
Gain on sale of equity security	-	(9.1)
Reduction in the carrying amount of operating lease right-of-use assets	19.6	21.1
Amortization and write-off of deferred financing fees	2.1	1.6
Loss on de-designated swaps	0.5	-
Changes in assets and liabilities, net of divestitures:		
Fees receivable, net	108.0	74.3
Deferred commissions	24.8	12.4
Prepaid expenses and other current assets	(23.3)	(17.7)
Other assets	(2.6)	2.6
Deferred revenues	(60.6)	22.1
Accounts payable and accrued and other liabilities	48.8	6.8
Cash provided by operating activities	243.9	219.5
Investing activities:		
Additions to property, equipment and leasehold improvements	(15.0)	(36.2)
Cash used in investing activities	(15.0)	(36.2)
Financing activities:		
Proceeds from employee stock purchase plan	4.1	4.2
Proceeds from borrowings	1,200.0	-
Early redemption premium payment	(30.8)	-
Payments for deferred financing fees	(13.1)	-
Proceeds from revolving credit facility	-	28.0
Payments on borrowings, net	(1,200.1)	(28.0)
Purchases of treasury stock	(2.3)	(95.0)
Cash used in financing activities	(42.2)	(90.8)
Net Increase in cash and cash equivalents	186.7	92.5
Effects of exchange rates on cash and cash equivalents	10.4	(4.3)
Cash and cash equivalents and restricted cash, beginning of period	356.6	
Cash and cash equivalents, end of period	553.7	306.7

Three Months Ended September 30,

(Unaudited; in millions)



### **Definitions**

Adjusted EBITDA and Adjusted EBITDA Margin: Represents GAAP net income (loss) adjusted for: (i) interest expense, net; (ii) tax provision (benefit); (iii) loss on extinguishment of debt, as applicable; (iv) other expense/income, net; (v) stock-based compensation expense; (vi) depreciation, amortization, and accretion; (vii) the amortization of non-cash fair value adjustments on preacquisition deferred revenues, as applicable; (viii) acquisition and integration charges and certain other non-recurring items; and (ix) gain/loss on divestitures and other similar items, as applicable. Adjusted EBITDA Margin represents Adjusted EBITDA divided by GAAP Revenue. We believe Adjusted EBITDA and Adjusted EBITDA Margin are important measures of our recurring operations as they exclude items not representative of our core operating results.

Adjusted Net Income: Represents GAAP net income (loss) adjusted for the impact of certain items directly related to acquisitions and other non-recurring items. These adjustments include: (i) the amortization of acquired intangibles; (ii) acquisition and integration charges and other non-recurring items; (iii) loss on extinguishment of debt, as applicable; (iv) the amortization of non-cash fair value adjustments on pre-acquisition deferred revenues, as applicable; (v) gain/loss on divestitures and other similar items, as applicable; (vi) the non-cash gain/loss on de-designated interest rate swaps, as applicable; and (vii) the related tax effect. We believe Adjusted Net Income is an important measure of our recurring operations as it excludes items that may not be indicative of our core operating results.

Adjusted EPS: Represents GAAP diluted EPS adjusted for the impact of certain items directly related to acquisitions and other non-recurring items. These adjustments include on a per share basis: (i) the amortization of acquired intangibles; (ii) acquisition and integration charges and other non-recurring items; (iii) loss on extinguishment of debt, as applicable; (iv) the amortization of noncash fair value adjustments on pre-acquisition deferred revenues, as applicable; (v) the gain/loss on divestitures and other similar items, as applicable; (vi) the non-cash gain/loss on de-designated interest rate swaps, as applicable; and (vii) the related tax effect, as applicable. We believe Adjusted EPS is an important measure of our recurring operations as it excludes items that may not be indicative of our core operating results.

Free Cash Flow: Represents cash provided by operating activities determined in accordance with GAAP less payments for capital expenditures. We believe Free Cash Flow is an important measure of the recurring cash generated by the Company's core operations that may be available to be used to repay debt obligations, repurchase our stock, invest in future growth through new business development activities, or make acquisitions.

Foreign Currency Neutral (FX Neutral): We provide foreign currency neutral dollar amounts and percentages for our contract values, revenues, certain expenses, and other metrics. These foreign currency neutral dollar amounts and percentages eliminate the effects of exchange rate fluctuations and thus provide a more accurate and meaningful trend in the underlying data being measured. We calculate foreign currency neutral dollar amounts by converting the underlying amounts in local currency for different periods into U.S. dollars by applying the same foreign exchange rates to all periods presented.

Non-GAAP Interest: Interest expense, net excluding amortization of certain deferred financing fees.



### **Definitions of Key Metrics/Calculations**

#### **Segment**

#### **Business Measurements**

#### Research

Total contract value represents the value attributable to all of our subscription-related contracts. It is calculated as the annualized value of all contracts in effect at a specific point in time, without regard to the duration of the contract. Total contract value primarily includes Research deliverables for which revenue is recognized on a ratable basis, as well as other deliverables (primarily Conferences tickets) for which revenue is recognized when the deliverable is utilized. Comparing contract value year-over-year not only measures the short-term growth of our business, but also signals the long-term health of our Research subscription business since it measures revenue that is highly likely to recur over a multi-year period. Our total contract value consists of Global Technology Sales contract value, which includes sales to users and providers of technology, and Global Business Sales contract value, which includes sales to all other functional leaders.

Client retention rate represents a measure of client satisfaction and renewed business relationships at a specific point in time. Client retention is calculated on a percentage basis by dividing our current clients, who were also clients a year ago, by all clients from a year ago. Client retention is calculated at an enterprise level, which represents a single company or customer.

Wallet retention rate represents a measure of the amount of contract value we have retained with clients over a twelvemonth period. Wallet retention is calculated on a percentage basis by dividing the contract value of our current clients, who were also clients a year ago, by the total contract value from a year ago, excluding the impact of foreign currency exchange. When wallet retention exceeds client retention, it is an indication of retention of higherspending clients, or increased spending by retained clients, or both. Wallet retention is calculated at an enterprise level, which represents a single company or customer.

Attrition represents the dollar amount of contract value lost on renewal transactions during the measurement period.

New business growth represents the dollar amount of incremental contract value signed with both existing and new clients during the measurement period.



### **Definitions of Key Metrics/Calculations**

Segment **Business Measurements** 

Conferences Number of destination conferences represents the total number of hosted conferences completed during the period. Single day, local meetings are

excluded.

Number of destination attendees represents the total number of people who attend conferences. Single day, local meetings are excluded.

Consulting Consulting backlog represents future revenue to be derived from in-process consulting and measurement engagements.

Utilization rate represents a measure of productivity of our consultants. Utilization rates are calculated for billable headcount on a percentage

basis by dividing total hours billed by total hours available to bill.

Billing rate represents earned billable revenue divided by total billable hours.



## **Non-GAAP** Reconciliations



### **Non-GAAP Reconciliations**

\$ millions

Flow)

Reconciliation - Net Income to Adjusted EBITDA:		1Q19	2Q19	3Q19	4Q19	1Q20	2Q20	3Q20			
Net income		20.8	103.4	41.4	67.7	75.1	55.1	17.0			
Interest expense, net		24.8	24.7	24.1	26.1	26.3	30.3	30.6			
Loss on divested operations (a)		2.1	-	-	-	-	-	-			
Loss on extinguishment of debt (b)		-	-	-	-	-	-	44.8			
Other (income) expense, net (c)		8.0	0.2	(8.0)	(0.6)	1.5	10.4	(1.9)			
Tax provision (benefit)		0.3	(12.4)	11.7	42.9	21.8	3.9	(2.8)			
Operating income		48.8	116.0	69.1	136.1	124.7	99.7	87.7			
Adjustments:											
Stock-based compensation expense (d)		31.7	13.0	13.0	11.1	25.1	15.7	15.5			
Depreciation, accretion, and amortization (e)		53.6	52.4	52.5	53.8	54.9	54.1	54.3			
Amortization of pre-acquistion deferred revenues (f)		-	-	-	0.3	-	-	-			
Acquisition and integration charges and other nonrecurring	j items <sup>(g)</sup>	7.6	3.3	5.0	16.6	8.9	22.6	10.1			
Adjusted EBITDA		141.6	184.6	139.6	217.9	213.6	192.1	167.6			
Reconciliation - Cash Provided by Operating Activities to Free Cash Flow (a):	2009	2010	2011	2012	2013	2014	2015	2016	2017		
Cash provided by operating activities	161.9	205.5	255.6	279.8	315.7	346.8	345.6	365.6	254.5		
Less: cash paid for capital expenditures	(15.1)	(21.7)	(42.0)	(44.3)	(36.5)	(38.5)	(46.1)	(49.9)	(110.8)		
Free Cash Flow	146.8	183.8	213.6	235.5	279.2	308.3	299.4	315.8	143.8		
Cash paid for acquisition, integration, and other non-recurring items (previously added back to the reported Free Cash Flow)	-	8.0	-	1.4	1.1	3.7	17.0	31.4	120.9		
	1Q18	2Q18	3Q18	4Q18	1Q19	2Q19	3Q19	4Q19	1Q20	2Q20	3Q2
Cash provided by operating activities	2.7	174.0	249.3	45.1	35.6	227.5	219.5	82.8	55.7	343.2	243.9
Less: cash paid for capital expenditures	(17.7)	(22.4)	(24.5)	(62.2)	(20.1)	(39.4)	(36.2)	(53.3)	(24.5)	(21.3)	(15.0
Free Cash Flow	(15.0)	151.6	224.8	(17.1)	15.5	188.1	183.3	29.5	31.2	321.9	228.9
Cash paid for acquisition, integration, and other non-recurring items (previously added back to the reported Free Cash	42.1	31.4	25.8	24.5	19.6	8.5	6.9	10.5	9.6	10.6	10.4

- (a) Consists of net gain or loss from divestitures of non-core businesses.
- (b) Includes \$30.8 million early redemption premium payment and \$14.0 million write-off of unamortized deferred financing fees related to the early repayment of the 2025 senior notes and the 2016 Credit Agreement.
- (c) Consist of the non-cash loss on dedesignated interest rate swaps as a result of the repayment of all amounts outstanding under the 2016 Credit Agreement revolving credit facility and the prepayment of \$787.9M under the Term Loan A facility and on June 30, 2020.
- (d) Consists of charges for stock-based compensation awards.
- (e) Includes depreciation expense, amortization of intangibles, and accretion on asset retirement obligations.
- (f) Consists of the amortization of noncash fair value adjustments on preacquisition deferred revenues. The majority of the pre-acquisition deferred revenue is recognized ratably over the remaining period of the underlying revenue contract.
- (g) Consists of incremental and directlyrelated charges related to acquisitions, abandoned office space, workforce reductions and other non-recurring items.
- (a) Free Cash Flow is based on cash provided by operating activities determined in accordance with GAAP less payments for capital expenditures.



### **Non-GAAP Reconciliations**

\$ m	ill	lio	ns

\$ millions							
Reconciliation - GAAP Net Income to Adjusted Net Income (a):	1Q19	2Q19	3Q19	4Q19	1Q20	2Q20	3Q20
GAAP net income	20.8	103.4	41.4	67.7	75.1	55.1	17.0
Acquisition and other adjustments:							
Amortization of acquired intangibles (b)	33.7	32.2	31.7	32.2	32.2	31.2	31.2
Amortization of pre-acquistion deferred revenues (c)	-	-	-	0.3	-	-	-
Acquisition and integration charges and other nonrecurring items (d)	9.2	4.9	6.8	18.2	10.5	26.4	11.9
Loss on extinguishment of debt (e)	-	-	-	-	-	-	44.8
Fair value adjustment - equity security (f)	-	-	(9.1)	-	-	-	-
Loss on divested operations (g)	2.1	-	-	-	-	-	-
Loss on de-designated interest rate swaps <sup>(h)</sup>	-	-	-	-	-	10.3	0.5
Tax impact of adjustments	(12.8)	(8.6)	(7.1)	(11.9)	(9.6)	(15.5)	(23.3)
Adjusted net income	52.9	131.9	63.7	106.5	108.2	107.5	82.0
Diluted shares	91.0	91.2	90.9	90.6	90.1	89.8	90.0
Adjusted EPS	0.58	1.45	0.70	1.18	1.20	1.20	0.91
Reconciliation - GAAP Net Income to Adjusted Net Income (a)							
per share:	1Q19	2Q19	3Q19	4Q19	1Q20	2Q20	3Q20
GAAP net income	0.23	1.13	0.46	0.75	0.83	0.61	0.19
Acquisition and other adjustments:							

per share:	1Q19	2Q19	3Q19	4Q19	1Q20	2Q20	3Q20
GAAP net income	0.23	1.13	0.46	0.75	0.83	0.61	0.19
Acquisition and other adjustments:							
Amortization of acquired intangibles (b)	0.37	0.35	0.35	0.36	0.36	0.35	0.35
Amortization of pre-acquistion deferred revenues (c)	-	-	-	-	-	-	-
Acquisition and integration charges and other nonrecurring items (d)	0.10	0.05	0.08	0.20	0.12	0.29	0.13
Loss on extinguishment of debt (e)	-	-	-	-	-	-	0.50
Fair value adjustment - equity security (f)	-	-	(0.10)	-	-	-	-
Loss on divested operations (g)	0.02	-	-	-	-	-	-
Loss on de-designated interest rate swaps (h)	-	-	-	-	-	0.11	0.01
Tax impact of adjustments	(0.14)	(0.09)	(80.0)	(0.13)	(0.11)	(0.17)	(0.26)
Rounding	-	0.01	(0.01)	-	-	-	(0.01)
Adjusted net income	0.58	1.45	0.70	1.18	1.20	1.20	0.91

- (a) Adj. net income represents GAAP net income adjusted for the impact of certain items directly related to acquisitions and other non-recurring items.
- (b) Consists of non-cash amortization charges from acquired
- (c) Consists of the amortization of non-cash fair value adjustments on pre-acquisition deferred revenues. The majority of the pre-acquisition deferred revenue is recognized ratably over the remaining period of the underlying revenue contract.
- (d) Consists of incremental and directly-related charges related to acquisitions, abandoned office space, workforce reductions and other nonrecurring items. Includes the amortization and write-off of deferred financing fees, which are recorded in Interest expense. net in the Consolidated Statements of Operations and in the Adj. EBITDA on the prior page.
- (e) Includes \$30.8 million early redemption premium payment and \$14.0 million write-off of unamortized deferred financing fees related to the early repayment of the 2025 senior notes and the 2016 Credit Agreement.
- (f) Represents unrealized appreciation related to a minority equity investment that the Company sold in October 2019. Such benefit was recorded in Other income/expense, net in the Company's Condensed Consolidated Statements of Operations and in the Adjusted EBITDA on the prior page.
- (g) Consists of net gain or loss from divestitures of non-core businesses.
- (h) Consist of the non-cash loss on de-designated interest rate swaps as a result of the repayment of all amounts outstanding under the 2016 Credit Agreement revolving credit facility and the prepayment of \$787.9M under the Term Loan A facility and on June 30, 2020.



### **Non-GAAP Reconciliations**

\$ millions  Reconciliation - Interest, net to Non-GAAP							
Interest,net:	1Q19	2Q19	3Q19	4Q19	1Q20	2Q20	3Q20
Interest, net	24.8	24.7	24.1	26.1	26.3	30.3	30.6
Less Non-GAAP Interest items (a)	(1.6)	(1.5)	(1.6)	(1.6)	(1.6)	(3.8)	(1.8)
Non-GAAP Interest, net	23.2	23.2	22.4	24.5	24.7	26.5	28.8
Effective GAAP Tax Rate to Non-GAAP Tax							
Rate:	1Q19	2Q19	3Q19	4Q19	1Q20	2Q20	3Q20
GAAP Rate	1.2%	-13.6%	22.1%	38.8%	22.5%	6.6%	-19.7%
Acquisition and Other Adjustments	28.5%	23.1%	24.2%	23.5%	22.5%	22.8%	26.4%
Non-GAAP Tay Rate	19.8%	-3.0%	22.8%	34 0%	22 5%	15 3%	20.0%



### Non-GAAP Reconciliations - 2020 Guidance

#### Financial Outlook Reconciliation: GAAP Net Income to Adjusted EBITDA

(Unaudited; \$ in millions)	2020 Guidance
OUD	
GAAP net income	≥ \$187
Interest expense, net <sup>(a)</sup>	~ 114
Loss on extinguishment of debt (b)	45
Other expense, net (c)	~ 11
Tax provision	~ 50
Operating income	~ 407
Adjustments	
Stock-based compensation expense	~ 71
Depreciation, accretion, and amortization	~ 217
Acquisition and integration changes and other non-recurring items (c)	~ 45
Adjusted EBITDA	≥ \$740

<sup>(</sup>a) Assumes approximately \$8M of amortization of deferred financing fees, which is reported in interest expense, net in the Company's Consolidated Statement of Operations.

#### Financial Outlook Reconciliation: GAAP Cash Provided by Operating Activities to Free Cash Flow

(Unaudited; \$ in millions)	2020 Guidance
GAAP cash provided by operating activities Capital expenditures Free Cash Flow	≥ \$725 ~ (100) ≥ \$625
Acquisition, integration, and non-recurring payments <sup>(a)</sup> (a) No longer included in Free Cash Flow calculation.	~40

Financial Outlook Reconciliation: GAAP Diluted EPS to Adjusted EPS

(Unaudited)	2020 Guidance
GAAP Diluted EPS (a)	≥ \$2.07
Adjustments (after-tax):	
Amortization of acquired intangibles	~ 1.06
Acquisition and integration charges and other non-recurring items (b)	~ 0.46
Loss on extinguishment of debt (c)	~ 0.39
Loss on de-designated interest rate swaps (d)	~ 0.09
Adjusted EPS <sup>(a)</sup>	≥ \$4.07

<sup>(</sup>a) GAAP Diluted EPS and Adjusted EPS are calculated based on approximately 90M of diluted shares for 2020.



<sup>(</sup>b) Includes \$30.8 million early redemption premium payment and \$14.0 million write-off of unamortized deferred financing fees related to the early repayment of the 2025 senior notes and the 2016 Credit Agreement.

<sup>(</sup>c) Consists of incremental and directly-related charges related to acquisitions, abandoned office space, workforce reductions and other non-recurring items.

<sup>(</sup>b) Consists of incremental and directly-related charges related to acquisitions, abandoned office space, workforce reductions and other non-recurring items.

<sup>&</sup>lt;sup>(c)</sup> Includes \$30.8 million early redemption premium payment and \$14.0 million write-off of unamortized deferred financing fees related to the early repayment of the 2025 senior notes and the 2016 Credit Agreement.

<sup>(</sup>d) Includes the \$10.8M non-cash loss on dedesignated interest swaps as a result of the repayment of all amounts outstanding under the 2016 Credit Agreement revolving credit facility and the prepayment of \$787.9M under the Term Loan A facility and on June 30, 2020.