

### 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, non-GAAP net income (loss) and non-GAAP net income (loss) per share, and non-GAAP adjusted free cash flow. These non-GAAP financial measures exclude:

stock-based compensation expense;  
amortization of acquired intangibles;  
employer payroll tax expense related to employee equity transactions;  
in the case of non-GAAP net income (loss), tax adjustments associated with the add-back items; and  
in the case of non-GAAP adjusted free cash flow, purchases of property and equipment, capitalization of software development costs, cash paid for employer payroll taxes related to employee equity transactions, and net receipts of employee tax withholdings on stock option exercises.

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)

	Three Months Ended											
	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
Revenue												
Licenses	\$ 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	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	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	<u>289,698</u>	<u>220,816</u>	<u>195,521</u>	<u>186,217</u>	<u>207,875</u>	<u>147,289</u>	<u>139,376</u>	<u>113,103</u>	<u>114,829</u>	<u>83,908</u>	<u>77,090</u>	<u>60,329</u>
Cost of revenue												
Licenses	4,374	2,626	2,434	2,454	2,281	1,720	1,636	1,417	1,962	705	583	510
Subscription services	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	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	<u>41,164</u>	<u>43,100</u>	<u>35,594</u>	<u>49,010</u>	<u>20,136</u>	<u>17,385</u>	<u>14,698</u>	<u>13,638</u>	<u>12,775</u>	<u>14,599</u>	<u>13,943</u>	<u>18,088</u>
Gross profit	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	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	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	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	<u>299,413</u>	<u>293,963</u>	<u>257,748</u>	<u>373,206</u>	<u>173,148</u>	<u>192,919</u>	<u>141,706</u>	<u>144,336</u>	<u>178,040</u>	<u>203,777</u>	<u>213,182</u>	<u>199,035</u>
Operating (loss) income	(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	945	899	766	941	401	144	77	530	1,218	2,281	2,608	634
Other (expense) income, net	(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	(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	8,431	3,139	1,746	1,387	(6,621)	1,622	2,072	662	1,892	602	742	(442)
Net (loss) income	<u>\$ (63,110)</u>	<u>\$ (122,787)</u>	<u>\$ (100,026)</u>	<u>\$ (239,663)</u>	<u>\$ 26,256</u>	<u>\$ (70,796)</u>	<u>\$ 4,987</u>	<u>\$ (52,840)</u>	<u>\$ (78,094)</u>	<u>\$ (133,036)</u>	<u>\$ (151,031)</u>	<u>\$ (157,772)</u>

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

	As Of					
	January 31, 2022	October 31, 2021	July 31, 2021	April 30, 2021	January 31, 2021	January 31, 2020
<b>ASSETS</b>						
Current assets:						
Cash and cash equivalents	\$ 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	96,417	102,009	70,140	83,263	102,828	-
Accounts receivable, net	251,988	196,427	138,945	136,520	172,286	93,008
Contract assets	74,831	63,621	53,555	35,058	34,221	12,855
Deferred contract acquisition costs	29,926	24,077	18,142	13,624	10,653	19,361
Prepaid expenses and other current assets	55,416	44,668	51,886	41,672	49,752	41,625
Total current assets	<u>2,277,301</u>	<u>2,207,219</u>	<u>2,159,092</u>	<u>2,119,904</u>	<u>734,430</u>	<u>400,980</u>
Restricted cash, non-current	-	-	-	-	6,500	-
Marketable securities, non-current	19,523	13,079	-	-	-	-
Contract assets, non-current	2,730	1,255	2,537	9,136	2,085	122
Deferred contract acquisition costs, non-current	100,224	77,849	58,289	44,618	32,553	17,893
Property and equipment, net	17,176	14,188	14,728	15,149	14,822	20,846
Operating lease right-of-use assets	48,953	50,895	16,302	16,490	17,260	22,737
Intangible assets, net	16,817	18,467	18,866	20,423	10,191	11,776
Goodwill	53,564	54,457	55,193	58,478	28,059	25,311
Deferred tax asset, non-current	10,628	6,846	7,927	7,836	8,118	-
Other assets, non-current	25,534	23,433	14,947	14,536	12,443	8,503
Total assets	<u>\$ 2,572,450</u>	<u>\$ 2,467,688</u>	<u>\$ 2,347,881</u>	<u>\$ 2,306,570</u>	<u>\$ 866,461</u>	<u>\$ 508,168</u>
<b>LIABILITIES, CONVERTIBLE PREFERRED STOCK, AND STOCKHOLDERS' EQUITY (DEFICIT)</b>						
Current liabilities:						
Accounts payable	\$ 11,515	\$ 23,942	\$ 2,874	\$ 5,642	\$ 6,682	\$ 4,608
Accrued expenses and other current liabilities	87,958	82,439	60,558	51,057	36,660	32,315
Accrued compensation and benefits	130,673	107,788	75,628	49,802	110,736	58,478
Deferred payments related to business acquisitions	-	-	-	-	-	18,591
Deferred revenue	297,355	253,120	235,484	222,089	211,078	124,627
Total current liabilities	527,501	467,289	374,544	328,590	365,156	238,619
Deferred revenue, non-current	68,665	58,869	54,465	55,224	61,325	40,941
Operating lease liabilities, non-current	49,843	51,164	12,328	12,968	14,152	20,391
Accrued sales commissions, non-current	-	-	-	-	-	8,967
Other liabilities, non-current	4,524	6,961	7,591	10,247	7,564	2,372
Total liabilities	<u>650,533</u>	<u>584,283</u>	<u>448,928</u>	<u>407,029</u>	<u>448,197</u>	<u>311,290</u>
Convertible preferred stock	-	-	-	-	1,221,968	996,389
Stockholders' deficit:						
Class A common stock	4	4	4	4	1	-
Class B common stock	1	1	1	1	1	1
Additional paid-in capital	3,406,959	3,312,405	3,213,595	3,117,853	179,175	72,229
Accumulated other comprehensive income (loss)	10,899	3,831	(4,598)	(8,294)	(12,521)	6,226
Accumulated deficit	(1,495,946)	(1,432,836)	(1,310,049)	(1,210,023)	(970,360)	(877,967)
Total stockholders' equity (deficit)	<u>1,921,917</u>	<u>1,883,405</u>	<u>1,898,953</u>	<u>1,899,541</u>	<u>(803,704)</u>	<u>(799,511)</u>
Total liabilities, convertible preferred stock, and stockholders' equity (deficit)	<u>\$ 2,572,450</u>	<u>\$ 2,467,688</u>	<u>\$ 2,347,881</u>	<u>\$ 2,306,570</u>	<u>\$ 866,461</u>	<u>\$ 508,168</u>

**UjPath, Inc.**  
**Condensed Consolidated Statements of Cash Flows**  
(In thousands)  
(unaudited)

	Year Ended January 31,		Nine Months Ended October 31,		Six Months Ended July 31,		Three Months Ended April 30,		Year Ended
	2022	2021	2021	2020	2021	2020	2021	2020	January 31,
									2020
Cash flows from operating activities									
Net loss	\$ (525,586)	\$ (92,393)	\$ (462,476)	\$ (118,649)	\$ (339,689)	\$ (47,853)	\$ (239,663)	\$ (52,840)	\$ (519,933)
Adjustments to reconcile net loss to net cash (used in) provided by operating activities:									
Depreciation and amortization	14,705	12,335	10,697	9,383	6,966	6,264	3,172	3,147	8,666
Amortization of deferred contract acquisition costs	39,257	40,997	19,904	28,478	10,971	18,991	4,920	8,006	30,450
Reversal of deferred contract acquisition cost and accrued sales commissions, net	-	(9,229)	-	-	-	-	-	-	-
Net amortization of premium on marketable securities	1,954	263	1,391	-	867	-	558	-	-
Stock-based compensation expense	515,583	86,167	438,551	65,794	343,448	17,030	250,835	8,201	137,862
Amortization of operating lease right-of-use assets	8,875	7,266	6,013	5,522	3,580	3,708	1,734	1,879	7,019
Deferred income taxes	(5,832)	(7,587)	(357)	68	(134)	(10)	21	(52)	(1,324)
Provision for uncertain tax position	-	-	822	-	-	-	-	-	-
Other non-cash charges (credits), net	1,983	1,019	777	1,382	(526)	247	(643)	29	1,954
Changes in operating assets and liabilities:									
Accounts receivable	(86,387)	(76,907)	(27,028)	(34,191)	32,961	(17,740)	35,973	9,769	(52,146)
Contract assets	(43,660)	(21,964)	(29,994)	(18,459)	(20,355)	(13,955)	(8,148)	(4,781)	(5,083)
Deferred contract acquisition costs	(130,186)	(51,058)	(80,720)	(28,885)	(44,946)	(18,516)	(20,205)	(5,782)	(61,037)
Prepaid expenses and other assets	(15,360)	(8,564)	(2,295)	208	(4,340)	2,326	7,666	1,109	(20,625)
Accounts payable	3,507	1,893	17,549	1,983	(3,663)	1,414	(528)	4,251	(14,557)
Accrued expenses and other liabilities	45,729	6,122	17,756	8,009	8,484	4,127	4,573	(1,646)	18,763
Accrued compensation and benefits	24,038	49,924	(822)	24,233	(32,686)	7,192	(60,433)	7,192	17,735
Operating lease liabilities, net	(9,064)	(8,080)	(5,261)	(6,075)	(3,698)	(4,097)	(1,807)	(1,894)	(5,064)
Deferred revenue	105,481	98,973	46,544	72,197	19,237	44,934	4,453	14,812	97,884
Net cash (used in) provided by operating activities	(54,963)	29,177	(48,949)	10,998	(23,523)	4,062	(17,522)	(24,132)	359,436
Cash flows from investing activities:									
Purchases of marketable securities	(212,512)	(103,108)	(161,214)	-	(94,157)	-	(94,157)	-	-
Sales of marketable securities	89,383	-	89,383	-	89,383	-	89,383	-	-
Maturities of marketable securities	107,745	-	58,109	-	36,605	-	23,755	-	-
Purchases of property and equipment	(8,879)	(1,953)	(5,719)	(989)	(3,641)	(587)	(2,200)	(460)	(15,748)
Payments related to business acquisitions, net of cash acquired	(5,498)	(19,690)	(5,498)	(19,690)	(5,498)	(1,000)	(5,498)	-	(18,525)
Capitalization of software development costs	(2,950)	(1,240)	(2,950)	-	(771)	-	(410)	-	(5,233)
Purchases of intangible assets	(1,231)	-	(1,231)	-	-	-	-	-	-
Purchases of investments	(1,500)	-	-	-	-	-	-	-	-
Net cash (used in) provided by investing activities	(35,442)	(125,991)	(29,120)	(20,679)	21,921	(1,587)	10,873	(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	225,903	750,000	225,903	750,000	225,903	750,000	-	583,600
Payments of issuance costs related to convertible preferred stock	(164)	(324)	(164)	(324)	(164)	(324)	(164)	-	(591)
Proceeds from exercise of stock options	12,197	26,379	9,687	19,837	6,651	2,719	3,114	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	(10,467)	-	(10,300)	-	(9,554)	-	-	-	-
Net receipts of tax withholdings on sell-to-cover equity award transactions	10,432	-	20,418	-	9,483	-	-	-	-
Proceeds from employee stock purchase plan contributions	19,040	-	13,766	-	6,902	-	-	-	-
Payment of deferred loan cost related to senior secured credit facility	-	(808)	-	(808)	-	-	-	-	-
Payments of deferred offering costs	-	(732)	-	-	-	-	-	-	-
Net cash provided by financing activities	1,469,673	250,418	1,472,042	244,608	1,451,953	228,298	1,442,913	79,364	457,765
Effect of exchange rate changes	18,265	(16,545)	11,254	(8,402)	4,883	(14,067)	2,313	7,955	3,190
Net increase in cash, cash equivalents and restricted cash	1,397,533	137,059	1,405,227	226,525	1,455,234	216,706	1,438,577	62,727	62,013
Cash, cash equivalents, and restricted cash at beginning of period	371,190	234,131	371,190	234,131	371,190	234,131	371,190	234,131	172,118
Cash, cash equivalents, and restricted cash at end of period	<u>\$ 1,768,723</u>	<u>\$ 371,190</u>	<u>\$ 1,776,417</u>	<u>\$ 460,656</u>	<u>\$ 1,826,424</u>	<u>\$ 450,837</u>	<u>\$ 1,809,767</u>	<u>\$ 296,858</u>	<u>\$ 234,131</u>

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 January 31,		Three Months Ended October 31,		Three Months Ended July 31,		Three Months Ended April 30,	
	2022	2021	2021	2020	2021	2020	2021	2020
Licenses								
GAAP cost of licenses	\$ 4,374	\$ 2,281	\$ 2,626	\$ 1,720	\$ 2,434	\$ 1,636	\$ 2,454	\$ 1,417
Less: Stock-based compensation expense	-	-	-	-	-	-	-	-
Less: Amortization of acquired intangible assets	611	656	628	634	636	617	646	586
Less: Employer payroll tax expense related to employee equity transactions	-	-	-	-	-	-	-	-
Non-GAAP cost of licenses	<u>\$ 3,763</u>	<u>\$ 1,625</u>	<u>\$ 1,998</u>	<u>\$ 1,086</u>	<u>\$ 1,798</u>	<u>\$ 1,019</u>	<u>\$ 1,808</u>	<u>\$ 831</u>
Subscription services								
GAAP cost of subscription services	\$ 18,489	\$ 7,079	\$ 15,659	\$ 6,092	\$ 12,238	\$ 5,501	\$ 14,179	\$ 5,543
Less: Stock-based compensation expense	2,316	154	2,045	133	1,657	141	6,214	85
Less: Amortization of acquired intangible assets	330	-	330	-	330	-	110	-
Less: Employer payroll tax expense related to employee equity transactions	-	-	-	-	-	-	-	-
Non-GAAP cost of subscription services	<u>\$ 15,588</u>	<u>\$ 6,925</u>	<u>\$ 12,583</u>	<u>\$ 5,959</u>	<u>\$ 10,065</u>	<u>\$ 5,360</u>	<u>\$ 7,855</u>	<u>\$ 5,458</u>
Professional services and other								
GAAP cost of professional services and other	\$ 18,301	\$ 10,776	\$ 24,815	\$ 9,573	\$ 20,922	\$ 7,561	\$ 32,377	\$ 6,678
Less: Stock-based compensation expense	2,709	531	4,305	532	3,904	499	18,931	298
Less: Amortization of acquired intangible assets	-	-	-	-	-	-	-	-
Less: Employer payroll tax expense related to employee equity transactions	-	-	-	-	-	-	-	-
Non-GAAP professional cost of services and other	<u>\$ 14,682</u>	<u>\$ 10,245</u>	<u>\$ 17,983</u>	<u>\$ 9,041</u>	<u>\$ 15,939</u>	<u>\$ 7,062</u>	<u>\$ 13,446</u>	<u>\$ 6,380</u>
Gross Profit and Margin								
GAAP gross profit	\$ 248,534	\$ 187,739	\$ 177,716	\$ 129,904	\$ 159,927	\$ 124,678	\$ 137,207	\$ 99,465
GAAP gross margin	86%	90%	80%	88%	82%	89%	74%	88%
Plus: Stock-based compensation expense	5,025	685	6,350	665	5,561	640	25,145	383
Plus: Amortization of acquired intangible assets	941	656	958	634	966	617	756	586
Plus: Employer payroll tax expense related to employee equity transactions	-	-	-	-	-	-	-	-
Non-GAAP gross profit	<u>\$ 255,665</u>	<u>\$ 189,080</u>	<u>\$ 188,252</u>	<u>\$ 131,203</u>	<u>\$ 167,719</u>	<u>\$ 125,935</u>	<u>\$ 163,108</u>	<u>\$ 100,434</u>
Non-GAAP gross margin	<u>88%</u>	<u>91%</u>	<u>85%</u>	<u>89%</u>	<u>86%</u>	<u>90%</u>	<u>88%</u>	<u>89%</u>

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

	Three Months Ended January		Three Months Ended October		Three Months Ended July		Three Months Ended	
	31,		31,		31,		April 30,	
	2021	2020	2021	2020	2021	2020	2021	2020
Sales and Marketing								
GAAP sales and marketing	\$ 174,757	\$ 99,380	\$ 172,906	\$ 99,512	\$ 144,268	\$ 90,331	\$ 205,751	\$ 90,931
Less: Stock-based compensation expense	35,853	5,612	41,823	5,116	41,006	3,775	119,293	1,853
Less: Amortization of acquired intangible assets	404	27	405	35	427	18	161	35
Less: Employer payroll tax expense related to employee equity transactions	7,097	-	23,839	-	8,364	-	315	-
Non-GAAP sales and marketing	<u>\$ 131,403</u>	<u>\$ 93,741</u>	<u>\$ 106,839</u>	<u>\$ 94,361</u>	<u>\$ 94,471</u>	<u>\$ 86,538</u>	<u>\$ 85,982</u>	<u>\$ 89,043</u>
Research and Development								
GAAP research and development	\$ 64,412	\$ 29,194	\$ 61,559	\$ 27,456	\$ 57,646	\$ 26,541	\$ 93,040	\$ 26,729
Less: Stock-based compensation expense	21,253	3,639	24,866	3,169	23,978	2,811	65,616	1,816
Less: Amortization of acquired intangible assets	-	-	-	-	-	-	-	-
Less: Employer payroll tax expense related to employee equity transactions	4,173	-	1,312	-	325	-	-	-
Non-GAAP research and development	<u>\$ 38,986</u>	<u>\$ 25,555</u>	<u>\$ 35,381</u>	<u>\$ 24,287</u>	<u>\$ 33,343</u>	<u>\$ 23,730</u>	<u>\$ 27,424</u>	<u>\$ 24,913</u>
General and Administrative								
GAAP general and administrative	\$ 60,244	\$ 44,574	\$ 59,498	\$ 65,951	\$ 55,834	\$ 24,834	\$ 74,415	\$ 26,676
Less: Stock-based compensation expense	14,901	10,437	22,064	39,814	22,068	1,603	40,781	4,149
Less: Amortization of acquired intangible assets	57	-	44	-	-	-	-	-
Less: Employer payroll tax expense related to employee equity transactions	1,956	-	455	-	590	-	-	-
Non-GAAP general and administrative	<u>\$ 43,330</u>	<u>\$ 34,137</u>	<u>\$ 36,935</u>	<u>\$ 26,137</u>	<u>\$ 33,176</u>	<u>\$ 23,231</u>	<u>\$ 33,634</u>	<u>\$ 22,527</u>
Operating Loss								
GAAP operating loss	\$ (50,879)	\$ 14,591	\$ (116,247)	\$ (63,015)	\$ (97,821)	\$ (17,028)	\$ (235,999)	\$ (44,871)
GAAP operating margin	-18%	7%	-53%	-43%	-50%	-12%	-127%	-40%
Plus: Stock-based compensation expense	77,032	20,373	95,103	48,764	92,613	8,829	250,835	8,201
Plus: Amortization of acquired intangible assets	1,402	683	1,407	669	1,393	635	917	621
Plus: Employer payroll tax expense related to employee equity transactions	14,391	-	28,834	-	10,544	-	315	-
Non-GAAP operating income (loss)	<u>\$ 41,946</u>	<u>\$ 35,647</u>	<u>\$ 9,097</u>	<u>\$ (13,582)</u>	<u>\$ 6,729</u>	<u>\$ (7,564)</u>	<u>\$ 16,068</u>	<u>\$ (36,049)</u>
Non-GAAP operating margin	14%	17%	4%	-9%	3%	-5%	9%	-32%

UIPath, Inc.

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

	Three Months Ended January 31,		Three Months Ended October 31,		Three Months Ended July 31,		Three Months Ended April 30,	
	2022	2021	2021	2020	2021	2020	2021	2020
GAAP net loss attributable to common stockholders	\$ (63,110)	\$ -	\$ (122,787)	\$ (70,796)	\$ (100,026)	\$ -	\$ (239,663)	\$ (52,840)
Plus: Undistributed earnings attributable to participating securities	-	26,256	-	-	-	4,987	-	-
Plus: Stock-based compensation expense	77,032	20,373	95,103	48,764	92,613	8,829	250,835	8,201
Plus: Amortization of acquired intangible assets	1,402	683	1,407	669	1,393	635	917	621
Plus: Employer payroll tax expense related to employee equity	14,391	-	28,834	-	10,544	-	315	-
Tax adjustments to add-backs <sup>(1)</sup>	(2,545)	-	(462)	-	(338)	-	(745)	-
Non-GAAP net income (loss)	\$ 27,170	\$ 47,312	\$ 2,095	\$ (21,363)	\$ 4,186	\$ 14,451	\$ 11,659	\$ (44,018)
GAAP net loss per share, basic and diluted	\$ (0.12)	\$ -	\$ (0.23)	\$ (0.41)	\$ (0.19)	\$ -	\$ (1.11)	\$ (0.33)
GAAP weighted average common shares outstanding, basic and diluted	537,162	179,624	531,718	171,280	526,512	162,914	215,352	159,003
Plus: Unweighted adjustment for conversion of preferred to common stock in connection with IPO	-	306,300	-	306,300	-	306,300	278,768	306,300
Plus: Unweighted adjustment for common stock issued in connection with IPO	-	13,000	-	13,000	-	13,000	11,831	13,000
Non-GAAP weighted average common shares outstanding, basic	537,162	498,924	531,718	490,580	526,512	482,214	505,951	478,303
Dilutive potential common shares from outstanding equity awards	22,733	-	28,192	-	33,619	59,090	52,074	-
Non-GAAP weighted average common shares outstanding, diluted	559,895	498,924	559,910	490,580	560,131	541,304	558,025	478,303
Non-GAAP net income (loss) per share, basic	\$ 0.05	\$ 0.09	\$ -	\$ (0.04)	\$ 0.01	\$ 0.03	\$ 0.02	\$ (0.09)
Non-GAAP net income (loss) per share, diluted	\$ 0.05	\$ 0.09	\$ -	\$ (0.04)	\$ 0.01	\$ 0.03	\$ 0.02	\$ (0.09)

<sup>(1)</sup>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)

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

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

	As of											
	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)	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	59%	58%	60%	64%	65%	83%	87%	95%	109%	131%	159%	213%