September 2020 Company Overview

SQUARE.COM/INVESTORS

MIETTE PATISSERIE & CONFISERIE San Francisco, CA

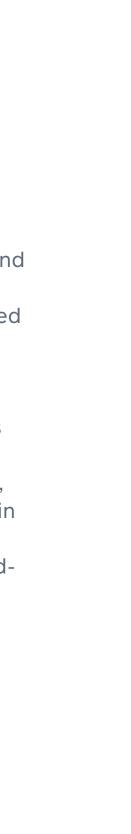


Cautionary statement

This document contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, which statements involve substantial risks and uncertainties. All statements other than statements of historical fact could be deemed forward-looking, including, but not limited to, statements regarding possible or assumed future performance and results of operations; the business plans and strategies of Square, Inc. and its consolidated subsidiaries (the "Company"); future growth and growth rates in the Company's businesses, products, and services; the Company's ability to cross-sell and up-sell its products; the Company's ability to maintain and/or improve upon its prior performance metrics, including its historic transaction loss rates, acceptance rates, and gross profit retention rates; information concerning expansion into new markets and total addressable market opportunity; and trends in the Company's markets, business and financial and operating metrics. Such statements are subject to a number of risks, uncertainties, assumptions, and other factors that may cause the Company's actual results, performance, or achievements to differ materially from results expressed or implied in this document. Investors are cautioned not to place undue reliance on these statements. In addition, our historical reported results should not be considered as an indication of future performance.

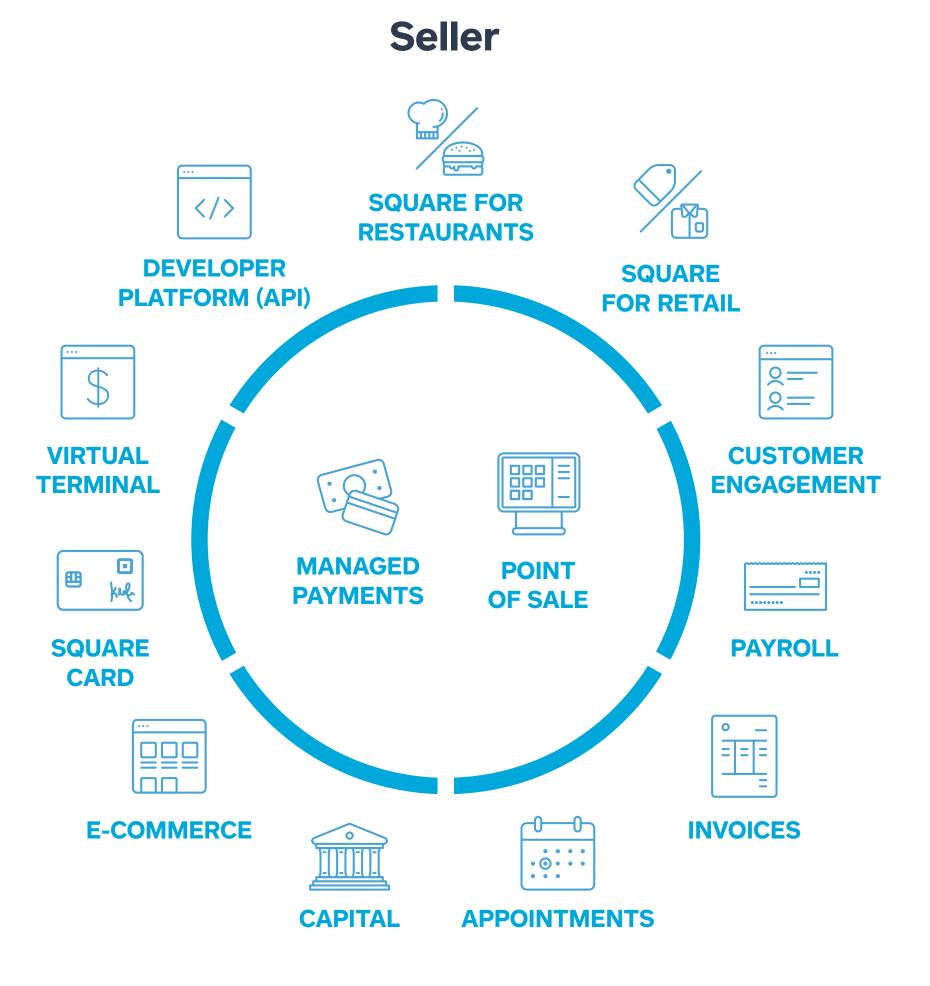
Risks that contribute to the uncertain nature of the forward-looking statements include, among others, risks associated with: uncertainty around COVID-19 and the effects of government and other measures seeking to contain its spread; an economic downturn or recession in the United States and in other countries around the world; developing and delivering products and services to address the rapidly evolving market for payments and point-of-sale, financial, and marketing services; the Company's ability to create and monetize an ecosystem of products for its Cash App; the Company's ability to expand its product portfolio and market reach and deal with the substantial and increasingly intense competition in its industry; the Company's ability to ensure interoperability of its technology with that of third parties; the Company's ability to retain existing customers, attract new customers, and increase sales to all customers; changes to the rules and practices of payment card networks and acquiring processors; the Company's history of generating net losses; possible fluctuations in the Company's results of operation and operating metrics; and the effect of management changes and business initiatives, as well as other risks listed or described from time to time in the Company's most recent filing on Form 10-Q, which is on file with the SEC and available on the investor relations page of the Company such such as available to the company at the time of this document and are not guarantees of future performance. Except as required by law, the Company assumes no obligation to update any of the statements in this document.

This document includes certain non-GAAP measures not based on generally accepted accounting principles. These non-GAAP measures are in addition to, not a substitute for or superior to, measures of financial performance prepared in accordance with GAAP. The non-GAAP measures used by the Company may differ from the non-GAAP measures used by other companies. Reconciliations between GAAP and these non-GAAP measures are included in the appendix to this document.

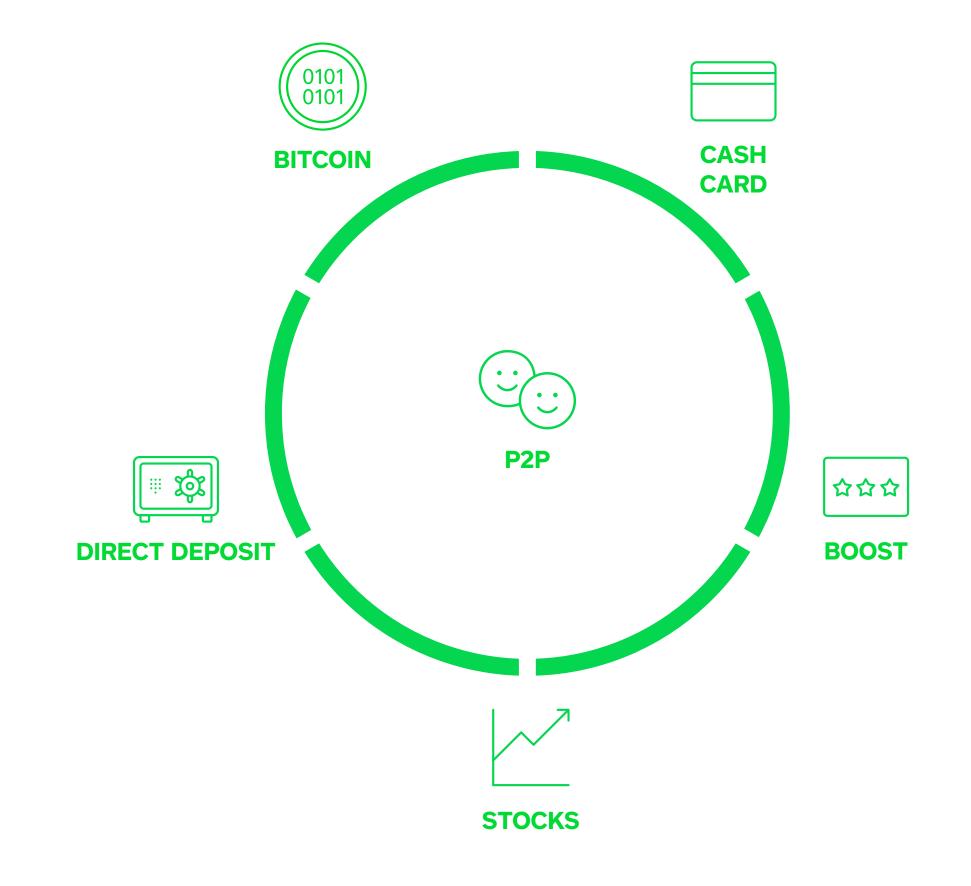




We are growing two significant ecosystems





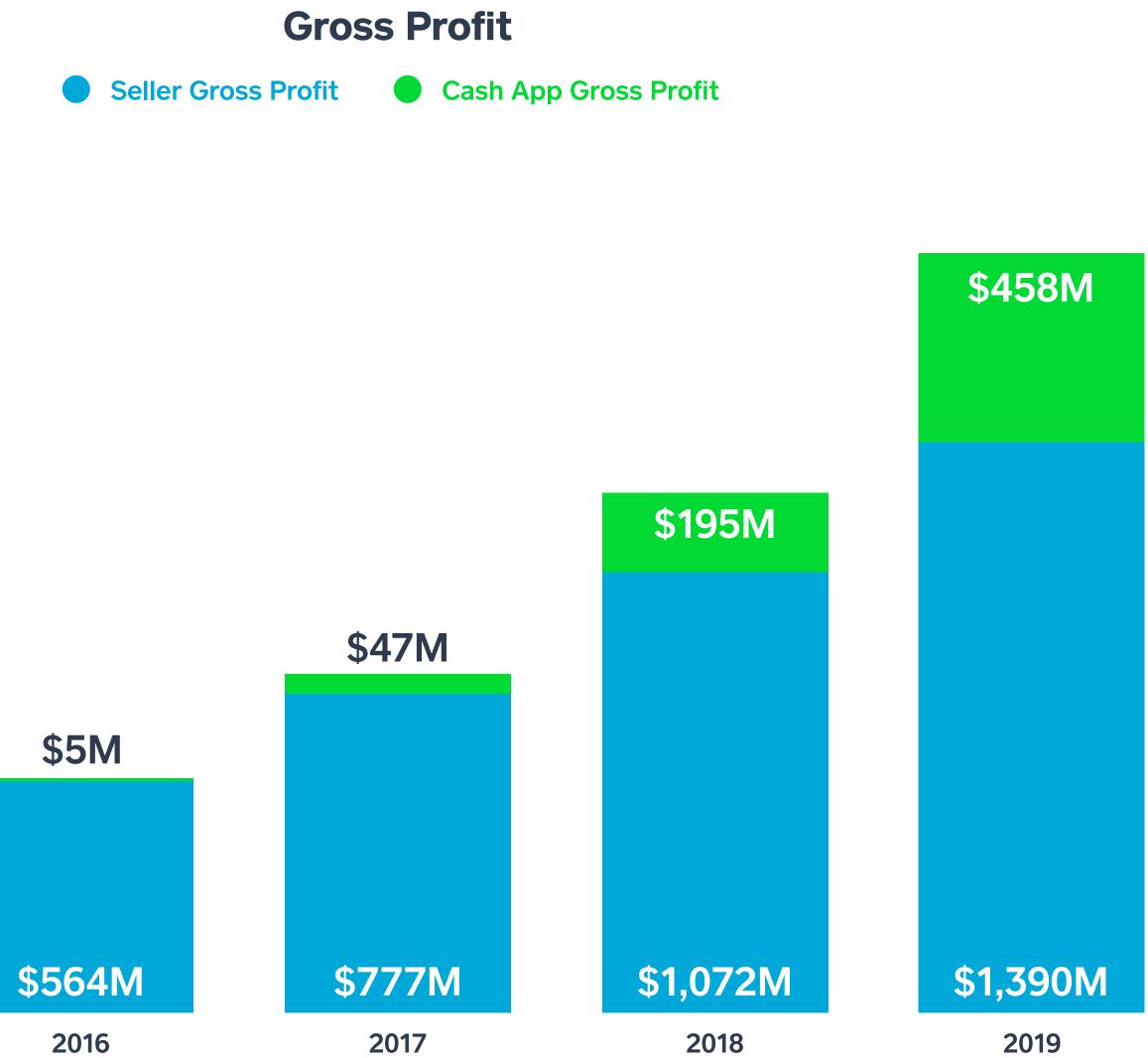


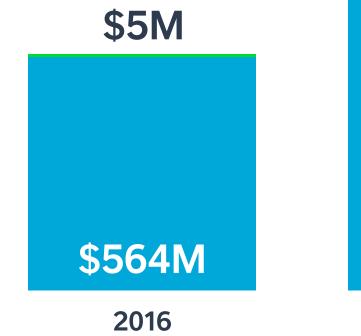


Strong growth at scale 40% five-year CAGR



Caviar gross profit has been excluded for all periods. CAGR represents the compound annual growth rate from 2015 to 2019.







Addressing significant market opportunities...

SELLERS



...with significant runway to grow share in each ecosystem



PENETRATED OF \$100B+ **OPPORTUNITY**

Penetration within each of the Seller and Cash App ecosystems is calculated based on the sum of 2019 transaction-based gross profit, bitcoin gross profit, and subscription and services-based revenue as applicable within each ecosystem as a percentage of the overall market opportunity for each ecosystem.

INDIVIDUALS





PENETRATED OF \$60B+ **OPPORTUNITY**



Total Addressable Market



Seller ecosystem represents a \$85B+ opportunity in the U.S.

$\frac{20}{100} \text{ Solution} \rightarrow \text{Solution} \text{ Solution}$

Sources: 2012 U.S. Census, U.S. Bureau of Labor Statistics For further information on how we calculate number of "Businesses", "Gross Receipts", and the "U.S. TAM Opportunity", please see Appendix.



U.S. TAM OPPORTUNITY



Seller ecosystem represents a \$85B+ opportunity in the U.S.



Sources: Square internal company data, 2012 U.S. Census, FDIC, Goldman Sachs—Future of Finance, Mastercard 2019-2020 U.S. Region Interchange Programs and Rates, Forbes: Small Business Credit Card Trends And Their Future, The Nilson Report (Issue #1166), International Monetary Fund: "Shadow Economies Around the World: What Did We Learn Over the Last 20 Years?" For further information on how we calculate "Transaction Profit" opportunity and "Software", "Square Capital", and "Financial Services" revenue opportunity please see Appendix.

\$85B+ OPPORTUNITY

+

+ R **SQUARE CAPITAL**

FINANCIAL

SERVICES

...and \$100B+ opportunity with multiple vectors for future growth

\$16B TRANSACTION **PROFIT IN CURRENT** INTERNATIONAL MARKETS

U.S. REVENUE OPPORTUNITY TODAY

Sources: The Nilson Report (Issue #1166), Euromonitor For further information on how we calculate "Transaction Profit in Current International Markets" opportunity, please see Appendix.



Long-Term

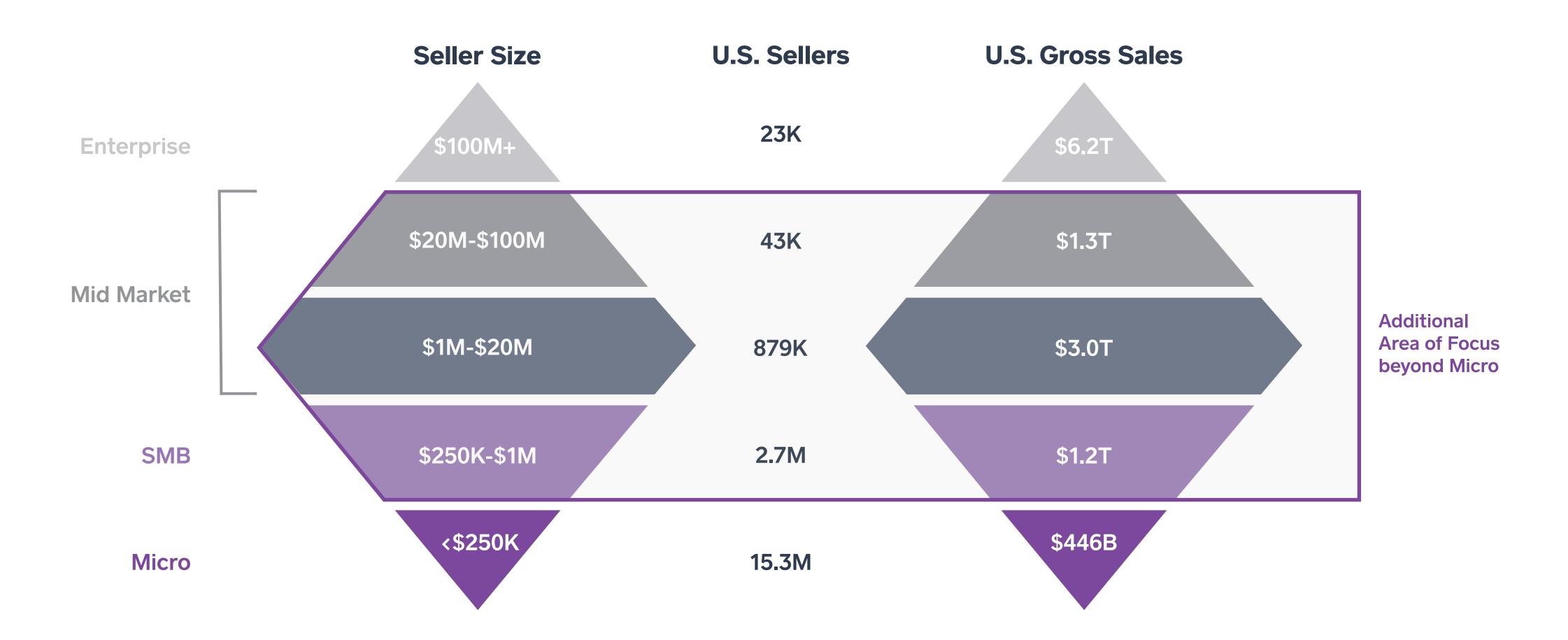
NEW MARKETS

NEW PRODUCTS AND USE CASES +

EXPAND FURTHER UPMARKET



Significant opportunities in serving larger sellers



Sources: 2012 U.S. Census, U.S. Bureau of Labor Statistics

"Seller Size" is based on U.S. Census data classified by annual gross receipts for a given business. "U.S. Sellers" opportunity in the US is based on employer and non-employer firms with less than \$100 million in annual gross receipts in select industry verticals based on 2012 U.S. Census data. "U.S. Gross Sales" opportunity based on U.S. Census data as of 2012, adjusted for inflation through 2019 based on CPI from the U.S. Bureau of Labor Statistics.



Cash App ecosystem has a large opportunity in consumer financial services: \$9 trillion in addressable volume in the U.S. alone





Sources: Square internal company data, U.S. Census, International Monetary Fund: "Shadow Economies Around the World: What Did We Learn Over the Last 20 Years?", PayPal, Early Warning Services, The Nilson Report (Issue #1166), U.S. Securities and Exchange Commission: "The Evolving Market for Retail Investment Services and Forward-Looking Regulation — Adding Clarity and Investor Protection while Ensuring Access and Choice", Barber and Odean: "The Behavior of Individual Investors" For further information on how we calculate the "Sending", "Spending", and "Investing" volume opportunity, please see Appendix.

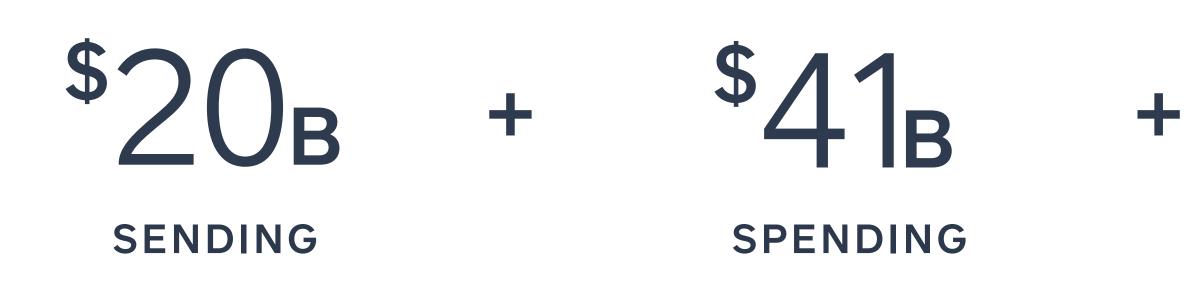




INVESTING



Cash App ecosystem represents a \$60B+ revenue opportunity in the U.S.



Sources: Square internal company data, The Nilson Report (Issue #1166), Visa USA Interchange Reimbursement Fees, CoinMetrics For further information on how we calculate the "Sending", "Spending", and "Investing" revenue opportunity, please see Appendix.

\$60B+ OPPORTUNITY

R INVESTING



With multiple vectors for future growth







Multiple differentiators across Seller and Cash App ecosystems

- Remarkable products with rapid development and improvements
- Elegant design to enable self-serve experience
- Integrated and scalable technology platform
- Scaled acquisition with strong returns on investment
- Ability to drive higher engagement and graduate customers to broader ecosystem of products

Strong aspirational brands with word-of-mouth

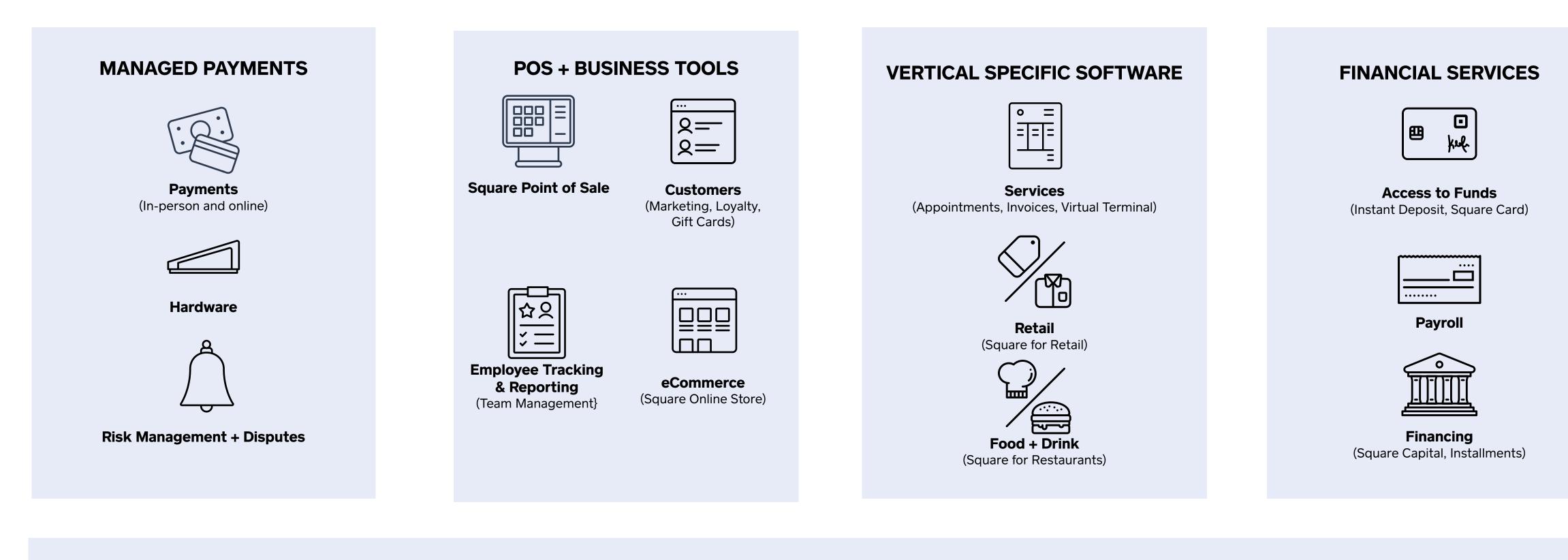


Seller Ecosystem

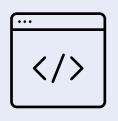


Square is building a unique ecosystem of products and services

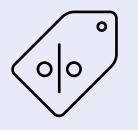
As sellers and individuals use more services, their activity with Square increases, reinforcing our recurring revenue model.







Payments API Integrations (Reader SDK, in App Payments SDK, eComm API)

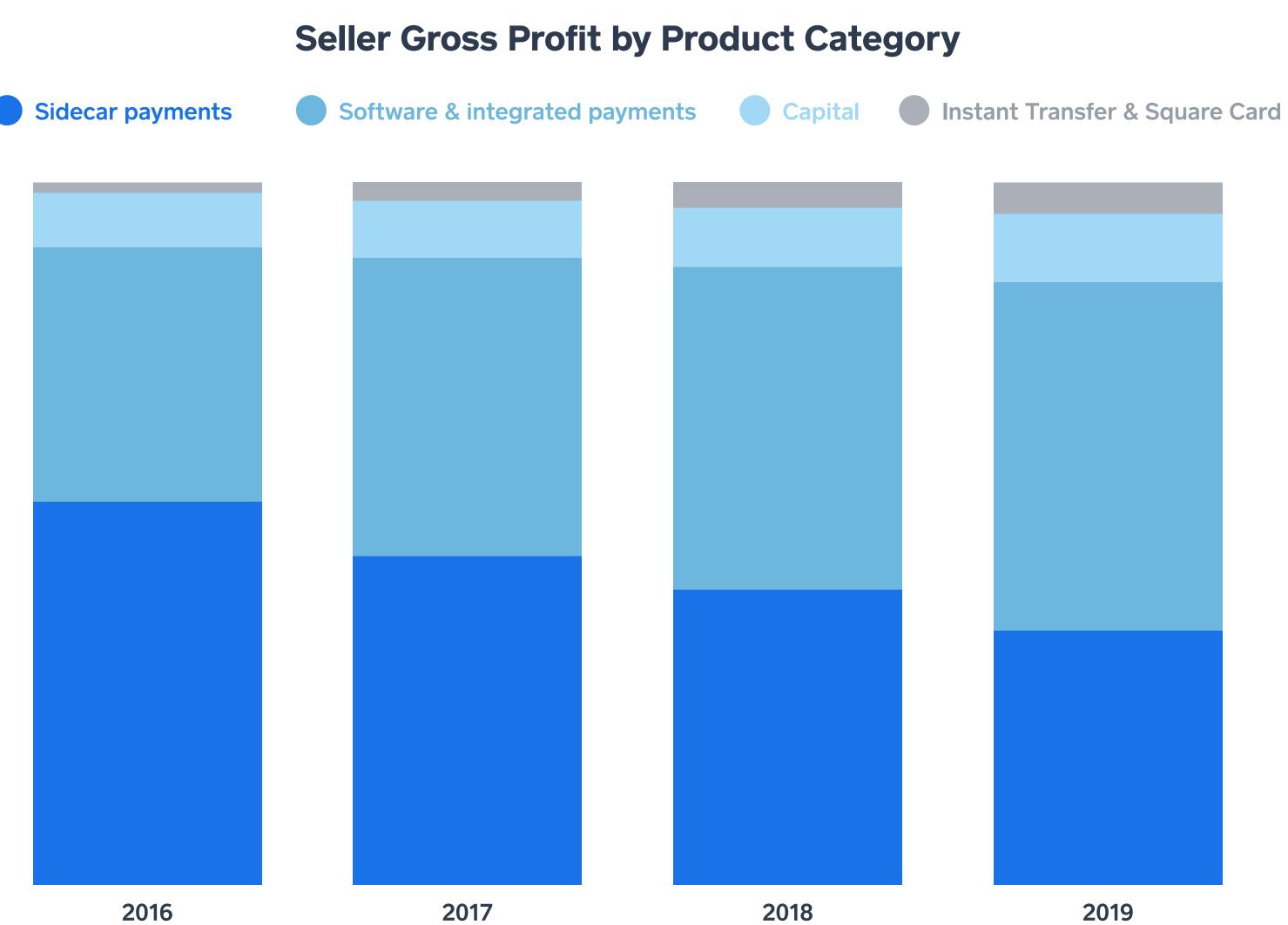


Commerce APIs & Integrations (8 APIs including Employees API, Inventory API, and Customers API)



Partner App Marketplace





Evolving mix to software, integrated payments, and **financial services**

Seller gross profit mix does not include hardware gross profit losses.



A platform for developers to meet sellers' needs

E-COMMERCE

Integrate Square on websites, enabling sellers to manage offline and online businesses.

THIRD-PARTY APPS

Integrate Square with third-party apps and back-office solutions that bring additional functionality.



WIX **E-COMMERCE**



MAGENTO **E-COMMERCE**



WOOCOMMERCE

E-COMMERCE



GODADDY **E-COMMERCE**



POSTMATES DELIVERY



TOUCHBISTRO POINT OF SALE

IN-HOUSE

Integrate Square into a seller's specialized POS to accept payments and access other services.





PHILZ COFFEE COFFEEHOUSE



MAILCHIMP MARKETING



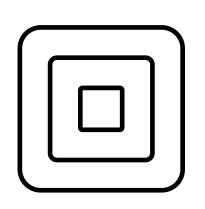
LASER AWAY **HEALTH & BEAUTY**

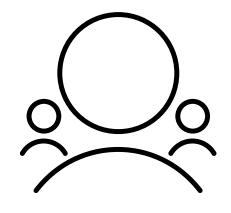


THE REALREAL LUXURY FASHION

Scalable go-to-market strategy...







BRAND

We lead with a strong brand. Our high NPS of 63 means our sellers recommend our services to others.

MARKETING

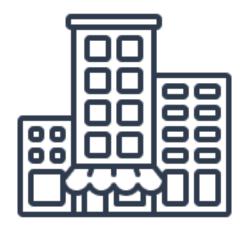
We focus on **direct and** scalable marketing channels both online and offline.

These include online SEO, display advertising, direct mail, television, mobile, and affiliate and seller referral programs.

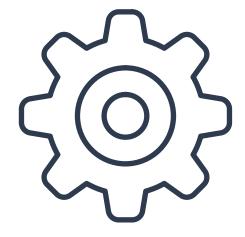
SALES

Our direct sales and account management teams contribute to the acquisition and support of our larger sellers.

Net Promoter Score (NPS) represented as a trailing four-quarter average ended June 30, 2020.







RETAIL DISTRIBUTION

PARTNERS

Square hardware products are available at 14,000 retail stores.

We work with thirdparty developers who offer our solutions to their customers.

RETENTION

We take a systematic approach to growth and retention marketing with machine learning as the underpinning engine.

Why Seller wins: Unique assets, difficult to copy, and at scale

FOCUS ON TECHNOLOGY AND DESIGN	Integrated, end-to-er
BREADTH OF MANAGED PAYMENTS	Comprehensive, full-s
DIFFERENTIATED RISK MANAGEMENT	Automated risk asses
OMNI-CHANNEL CAPABILITIES	Powerful solutions that
OPEN PLATFORM	Flexible platform expa
STRONG BRAND	Net promoter score o
BREADTH AND EFFICIENCY OF GO-TO-MARKET	Self-serve onboardin
PROFITABILITY AT SCALE	Drove Adjusted EBIT

Transaction loss rate and Square Net Promoter Score (NPS) represented as a trailing four-quarter average ended June 30, 2020. Banking NPS calculated by Satmetrix Systems, Inc., a third-party research firm, as of 2018.

nd: hardware, software, payments, and data

service offering that helps sellers manage the entire payment life cycle

essment using machine learning while maintaining high acceptance rates

at enable sellers to engage with buyers wherever they are

ands functionality that **benefits sellers, developers, partners, and Square**

of 63, ~2x the average for banking service providers

ng and ubiquitous and scalable distribution channels

Drove Adjusted EBITDA margins of nearly 30% in full-year 2019

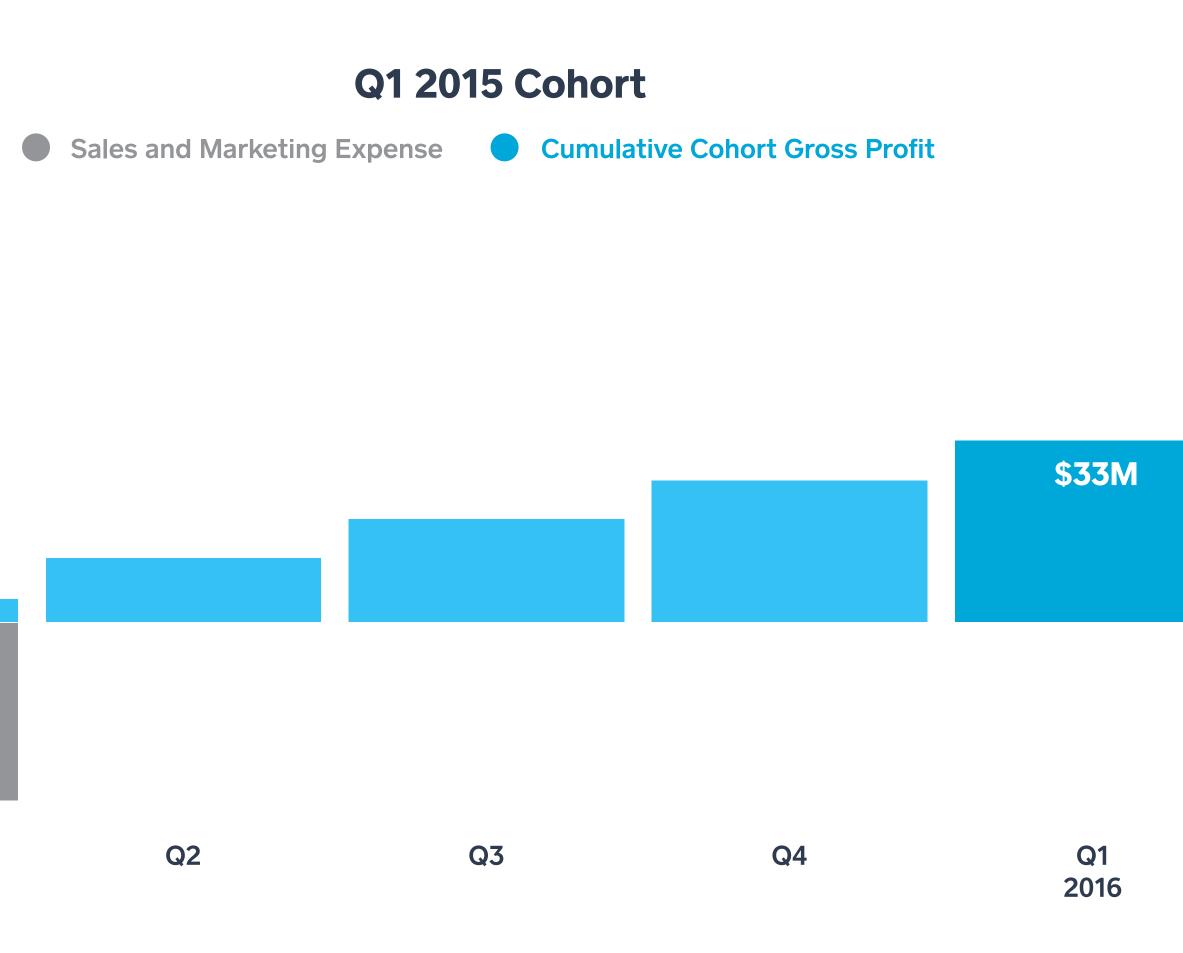
Profit exceeded initial sales and marketing in four quarters



(\$32M)

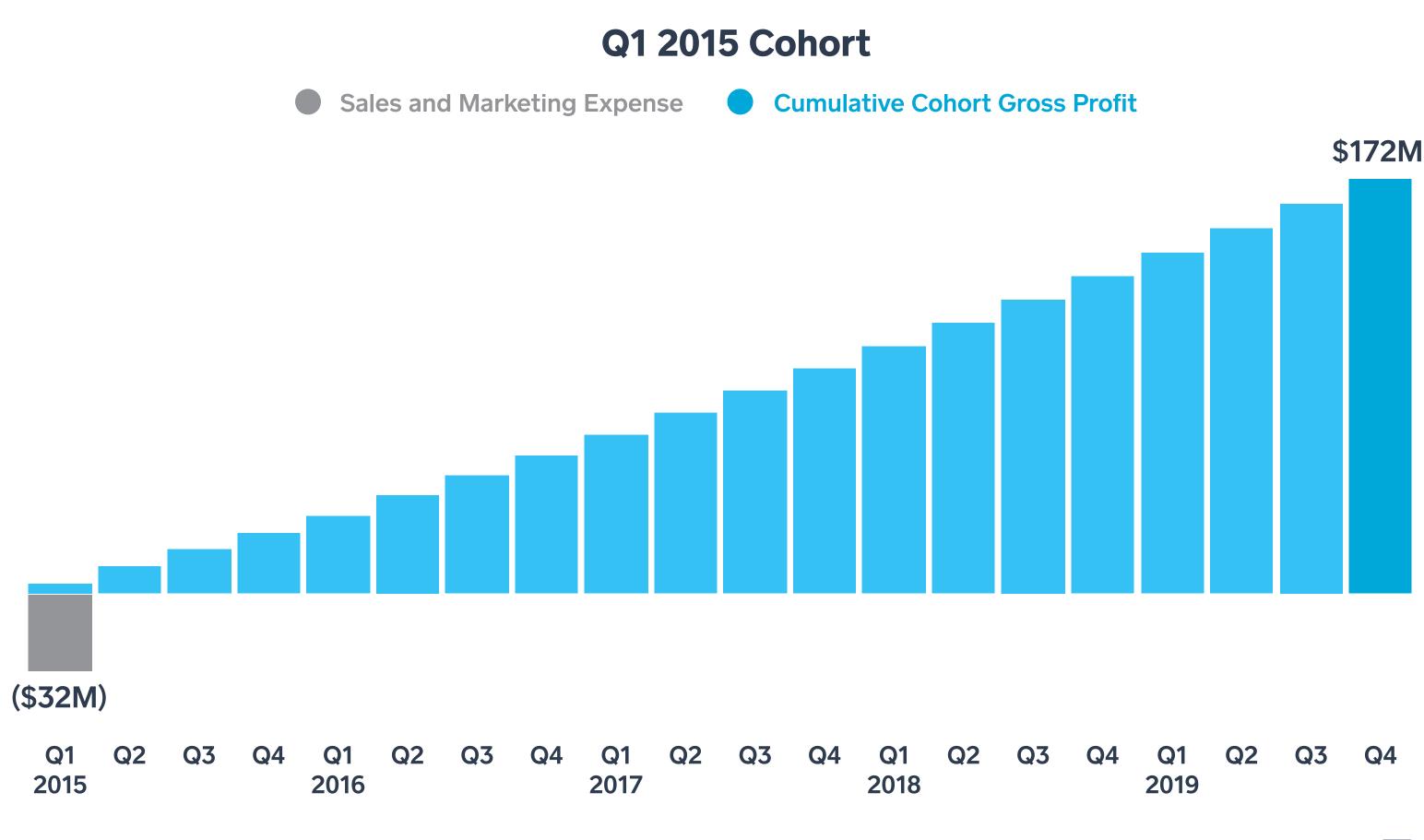
Q1 2015

Sales and marketing shown above represents "Seller Go-to-Market Spend" in Q1 2015, as defined on slide 25. Cumulative cohort gross profit is based on the Q1 2015 cohort of sellers.



...and continued to grow thereafter

\$1 IN CUMULATIVE GROSS PROFIT IN FIVE YEARS



Sales and marketing shown above represents "Seller Go-to-Market Spend" as defined on slide 25. Cumulative cohort gross profit is based on the Q1 2015 cohort of sellers.

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Efficient paybacks and positive retention have driven strong customer lifetime value and return on investment

6

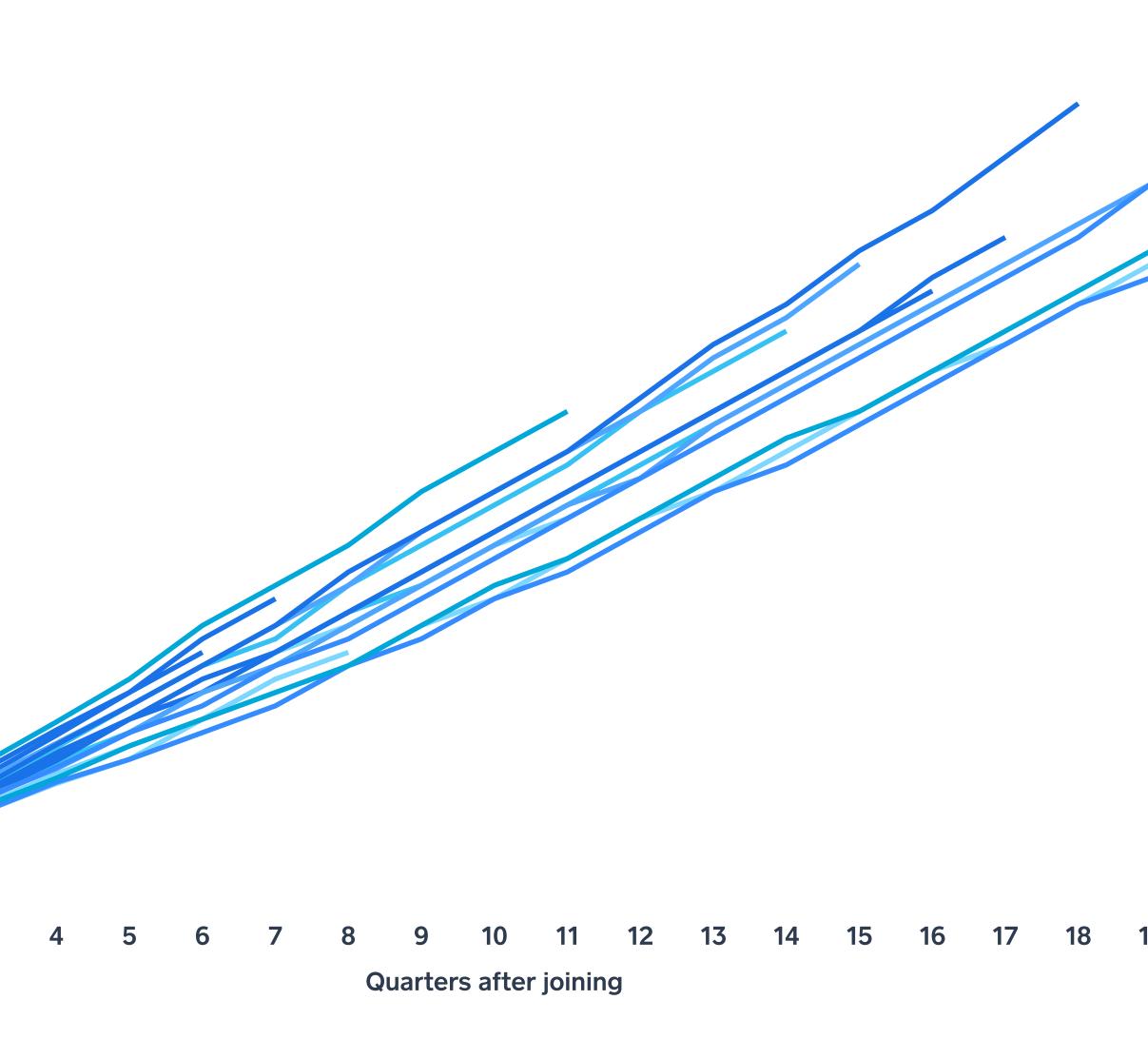
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Quarterly cohorts shown are from Q1 2014 to Q4 2019.

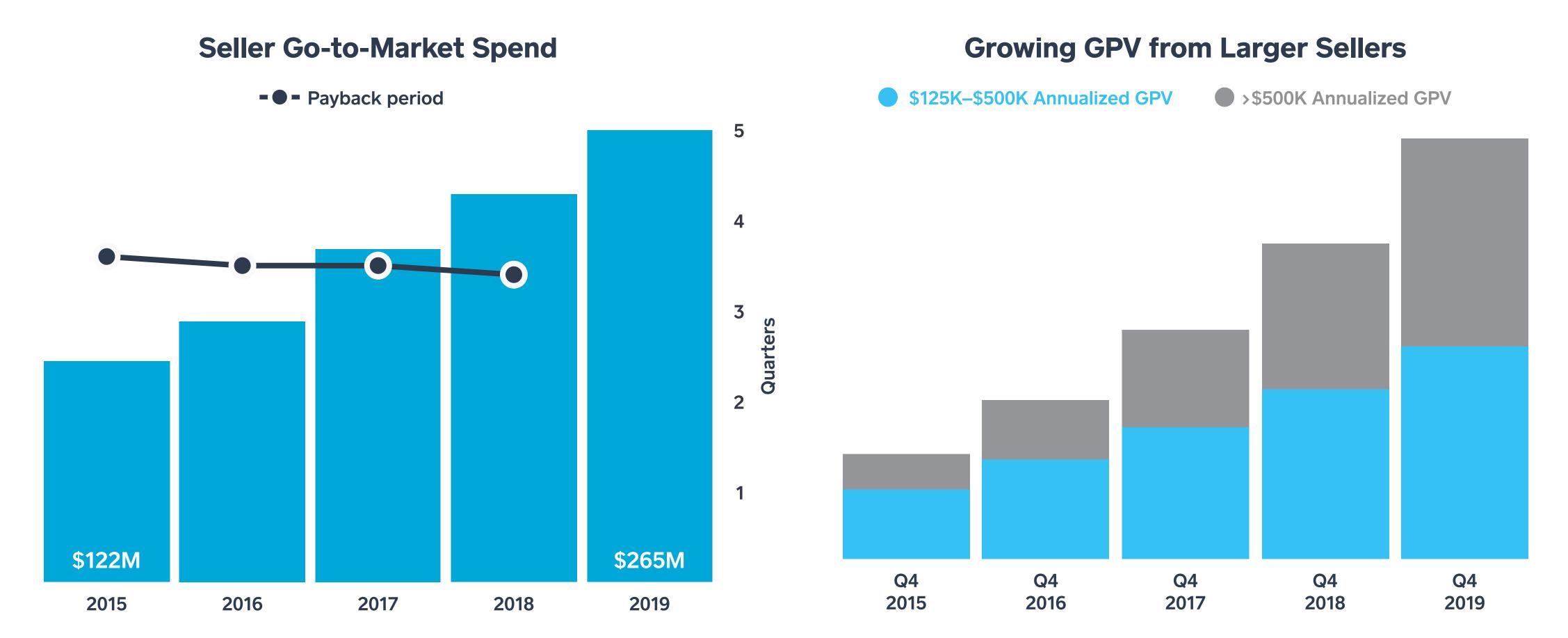








Maintained payback period even as we have grown larger sellers

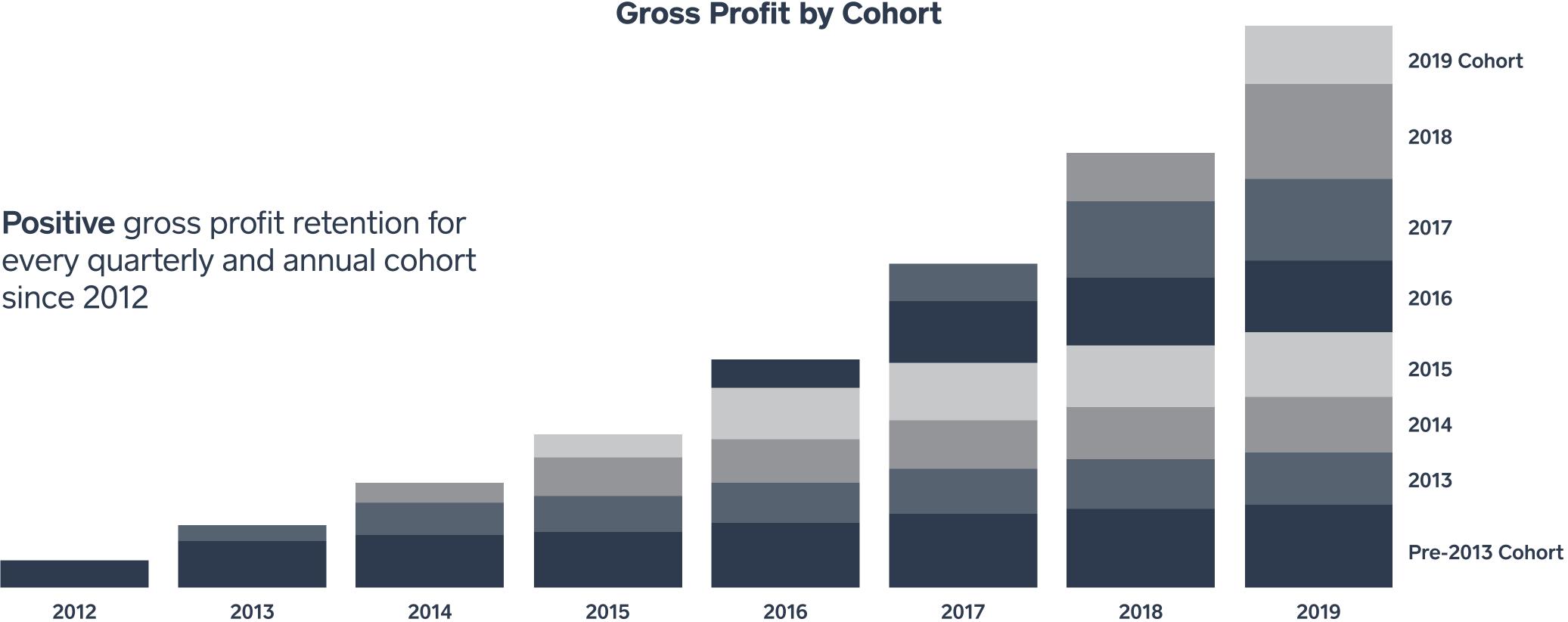


Payback period on gross profit measures the effectiveness of "Seller Go-to-Market Spend" for a seller Go-to-Market Spend" represents sales and marketing expenses for the Seller ecosystem, excluding the portion of sales and marketing expenses from the legacy Weebly business. We have changed this metric to be calculated on gross profit from prior disclosures, which was based on a non-GAAP revenue metric. A seller cohort represents the new sellers onboarded to Square during a given period.



Positive dollar-based retention has led to recurring revenue streams

Positive gross profit retention for every quarterly and annual cohort since 2012



Gross profit retention rate is calculated as the year-over-year gross profit growth of a quarterly seller cohort, averaged over the last four quarters (excluding gross profit from hardware, Gift Cards, Caviar, and Weebly prior to the acquisition). We do not include hardware or gift cards because they are typically non-recurring in nature, and we view hardware as an acquisition tool and not a profit center for our business. Each of our quarterly and annual cohorts had exhibited positive overall retention on aggregate from their date of onboarding through December 31, 2019.



Cash App Ecosystem



Why Cash App wins: differentiated platform allow customers to easily send, spend, store and now invest money

STRONG NETWORK EFFECTS	More than 30 million m
ENGAGEMENT	More than 7 million Cas week on average
PRODUCT VELOCITY	Innovating quickly with and buying and selling
EFFICIENT CUSTOMER ACQUISITION	Low acquisition costs streamlined on-boardir
HEALTHY COHORT ECONOMICS	Positive gross profit re
RAPID GROWTH IN MONETIZATION	\$281 million in gross pr

30 million monthly actives are as of June 30, 2020. Cash Card actives are as of June 2020. Positive gross profit retention for each cohort of monthly active customers since 2015.

monthly customers transacting 15x per month on average

Cash Card actives, up 50% year over year, transacting multiple times per

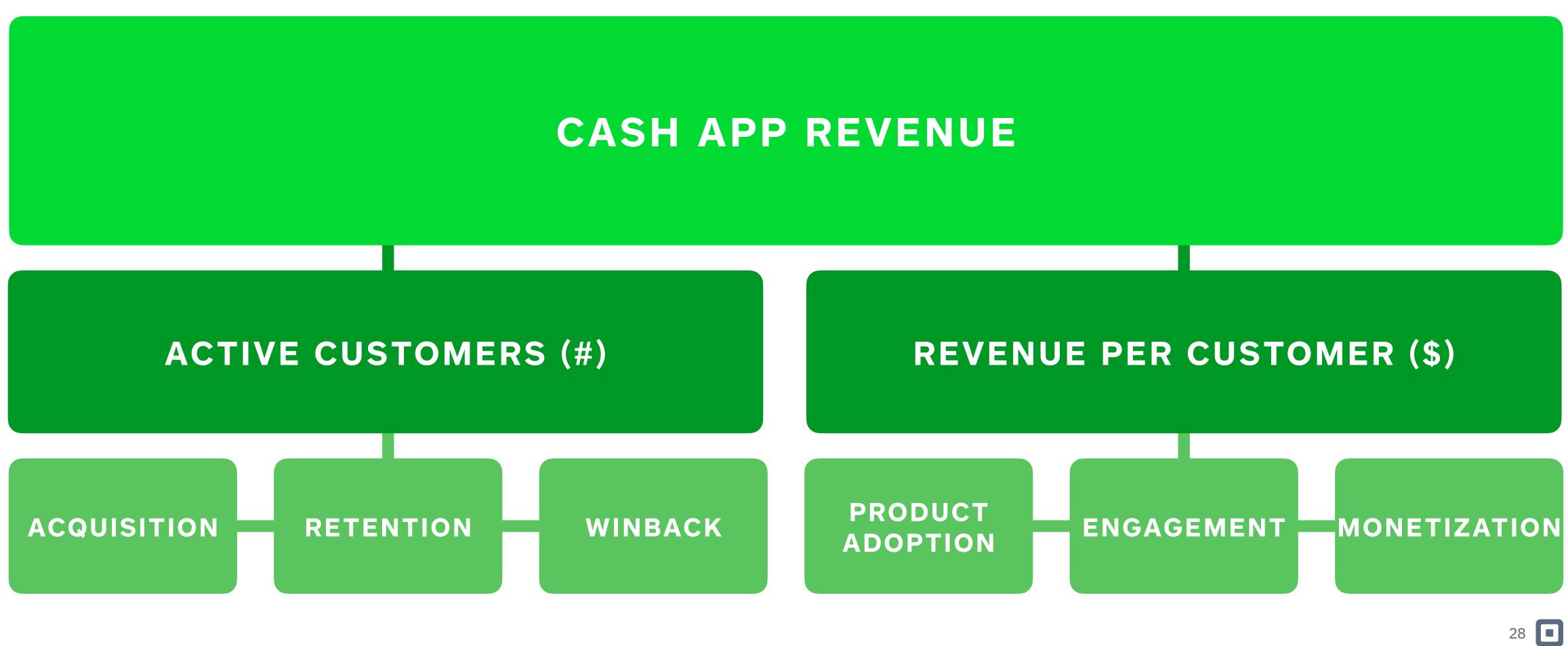
ith launch of Cash Card, direct deposit, ATM withdrawals, cross-border, g both bitcoin and fractional equities

s driven by virality of peer-to-peer payments, strong brand and ling flow

retention for each cohort of monthly active customers

profit during Q2 2020, up **167%** year over year

Cash App Revenue Model

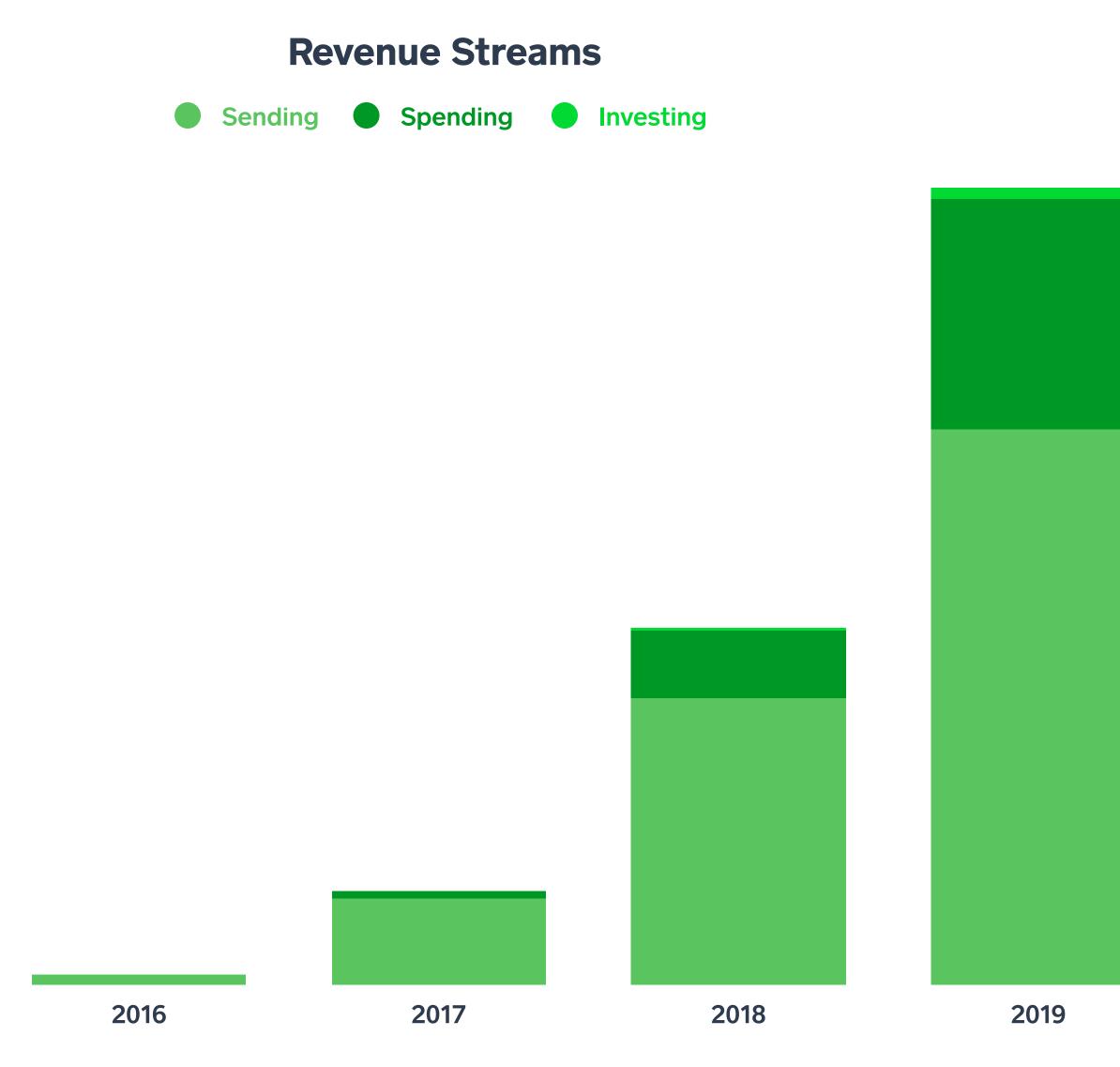




We have driven growth across a diversity of services and revenue streams

2015

Sending equals revenue from Instant Deposit, Cash for Business, and P2P transactions funded with a credit card. Spending equals revenue from interchange on Cash Card transactions, fees on ATM withdrawals, and interest on customer funds. Investing equals bitcoin gross profit.





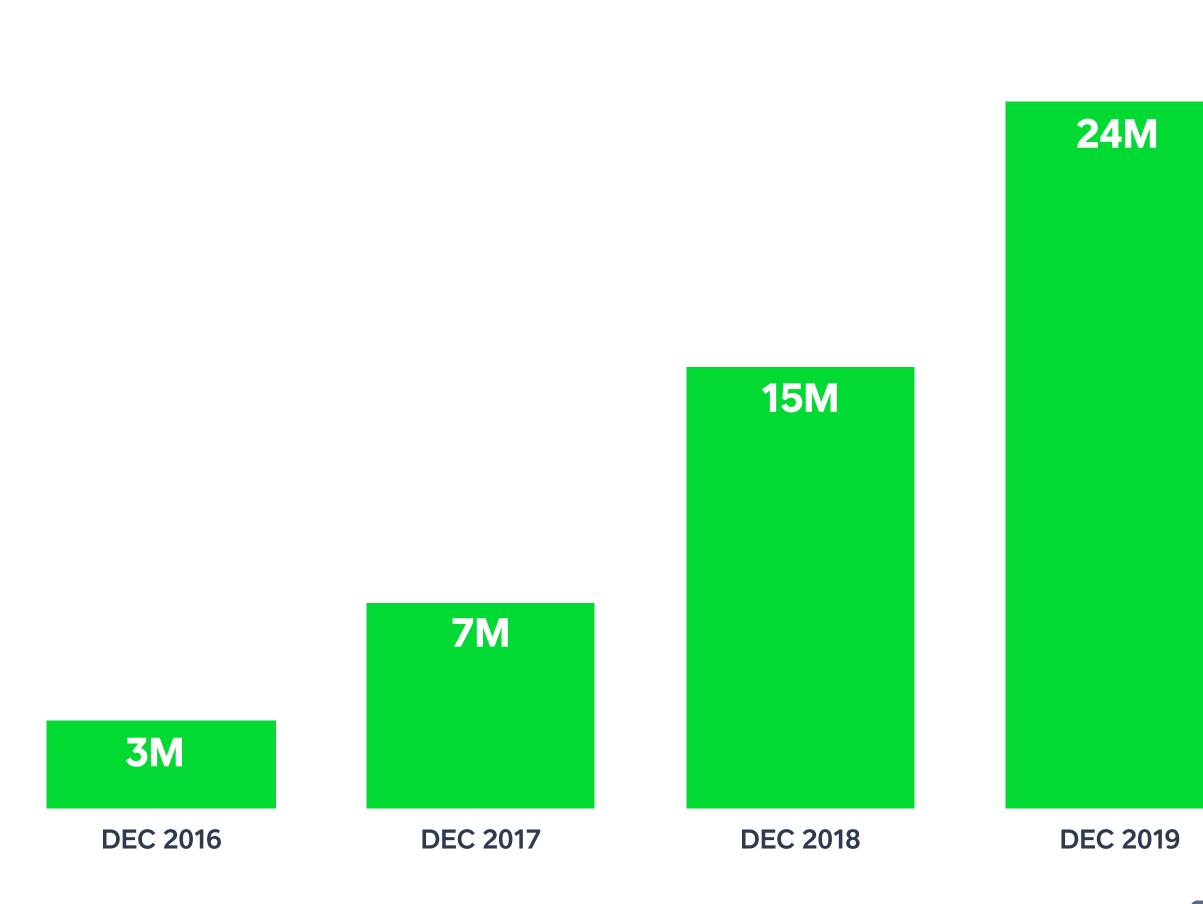


Our network of monthly transacting actives has increased 3x over the past three years



A monthly transacting active is defined as a Cash App customer who has one cash inflow or outflow during a given monthly period. Types of cash inflows or outflows include the following: sending or receiving a P2P transfer, making a direct deposit, withdrawing from an ATM, cashing in or out, buying or transferring bitcoin, buying or selling a stock, making a Cash Card payment, sending or receiving a Cash for Business payment.

Monthly Transacting Actives





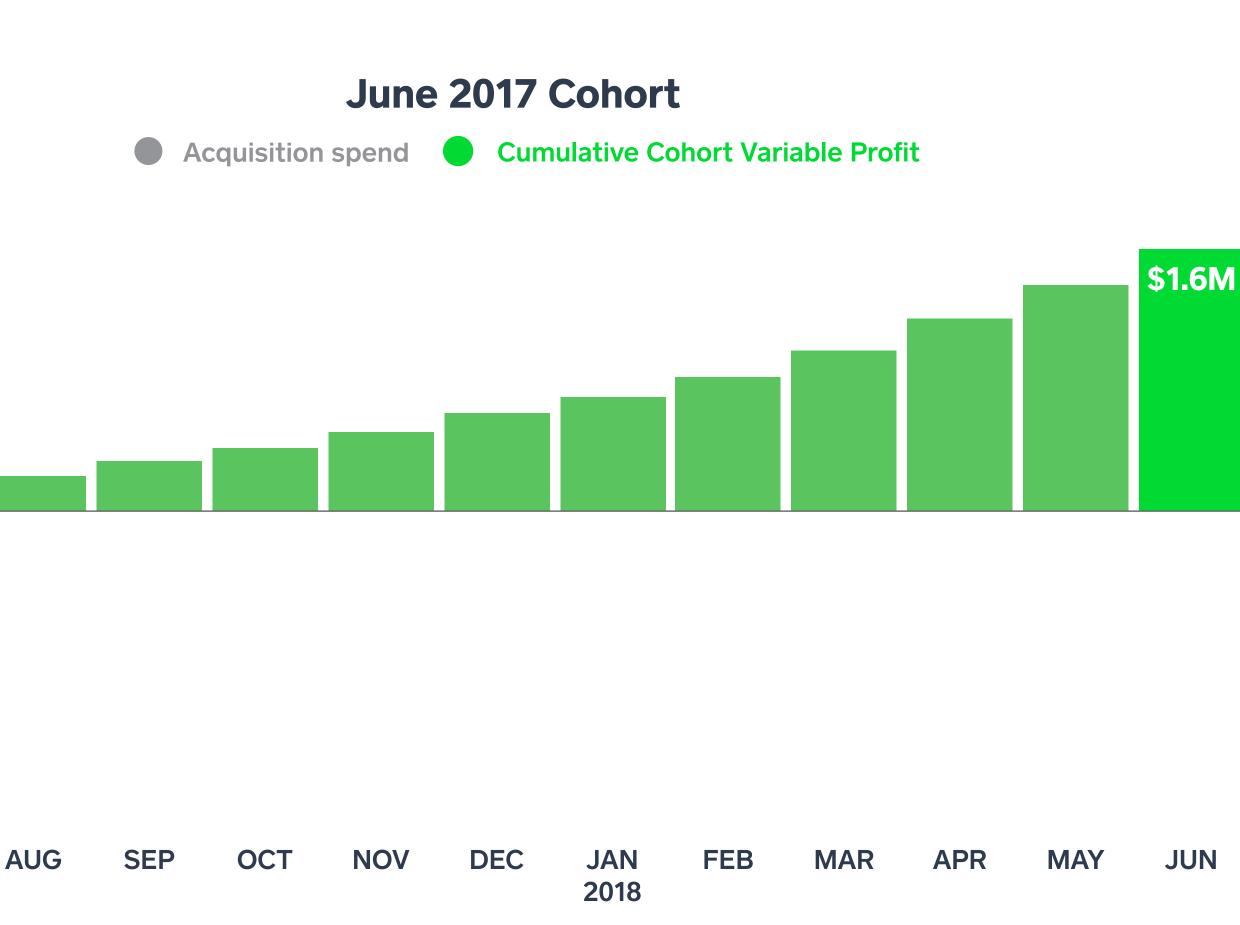
Profit exceeded acquisition spend in less than 12 months

\$1 **IN CUMULATIVE COHORT VARIABLE PROFIT AFTER TWELVE MONTHS**

(\$1.4M)

JUN JUL 2017

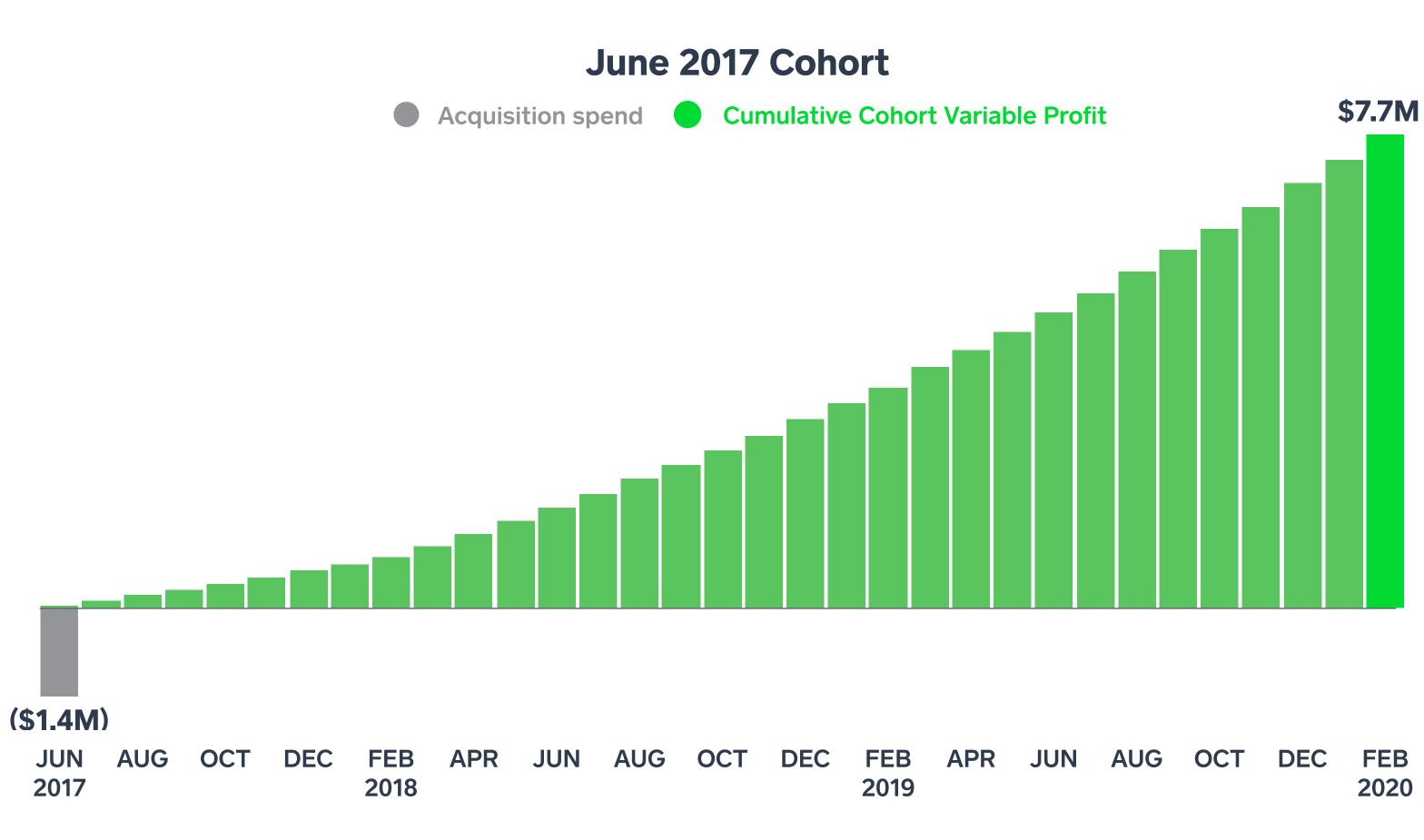
June 2017 acquisition spend uses the average monthly spend for 2017 to adjust for timing of spend during the year, and is representative of actual June 2017 spend. Cumulative cohort variable profit is based on the June 2017 monthly cohort of sellers. For definitions of Cash App payback period, acquisition marketing spend, cohort variable profit, and cumulative variable profit see Appendix.





...and continued to grow thereafter

\mathbf{D} **IN CUMULATIVE COHORT VARIABLE PROFIT AFTER 2.5 YEARS**



June 2017 acquisition spend uses the average monthly spend for 2017 to adjust for timing of spend during the year, and is representative of actual June 2017 spend. Cumulative cohort variable profit is based on the June 2017 monthly cohort of sellers. For definitions of Cash App payback period, acquisition marketing spend, cohort variable profit, and cumulative variable profit see Appendix.







Efficient paybacks and positive retention have driven strong customer lifetime value and return on investment

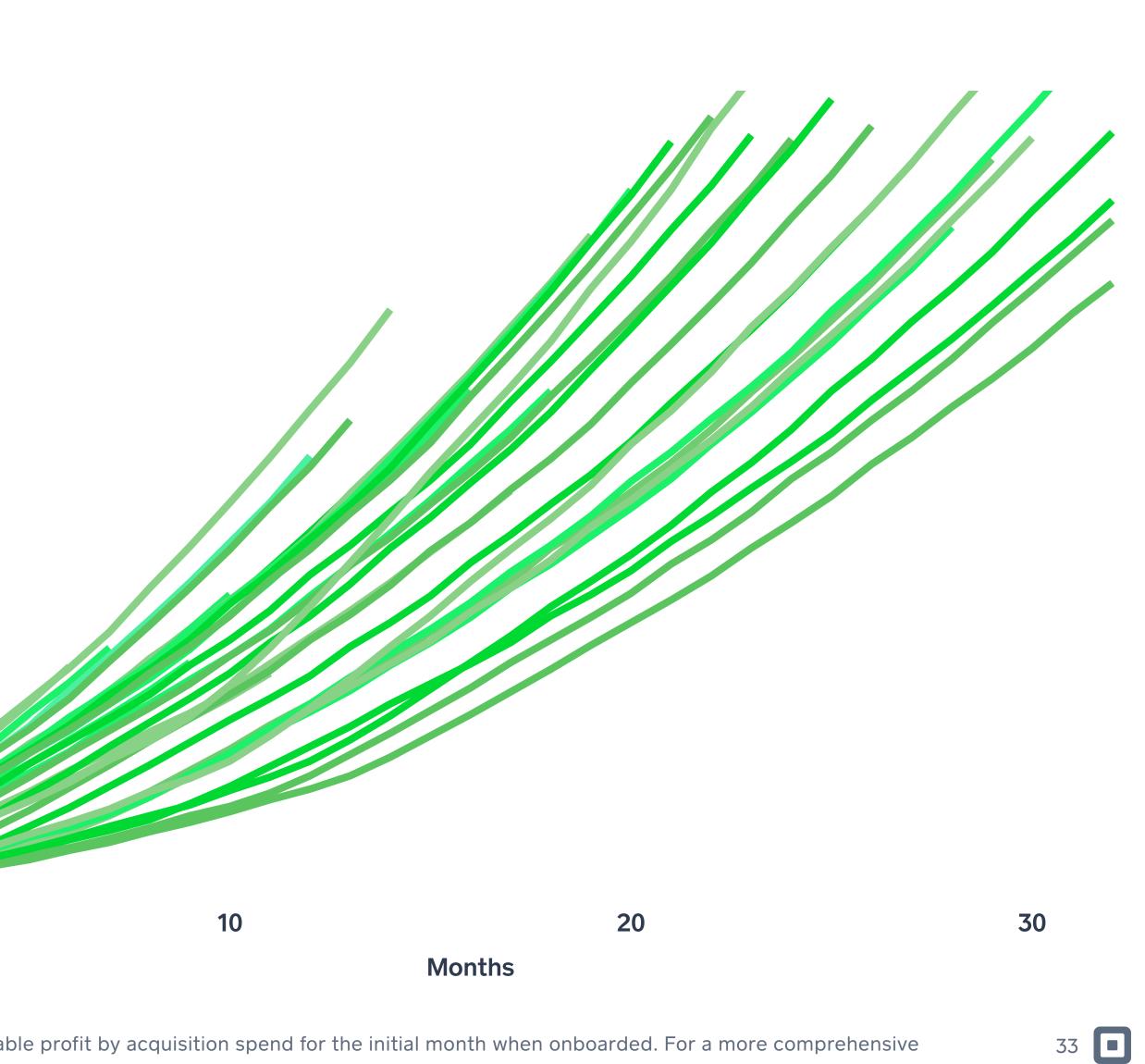
Return on investment (ROI) is calculated by dividing a given Cash App monthly cohort's cumulative variable profit by acquisition spend for the initial month when onboarded. For a more comprehensive definition of cohort variable profit and acquisition spend, please see Appendix. ROIs are presented for the monthly periods from January 2017 through December 2019, using actual monthly acquisition spend for each period and not annual averages, and ROIs are impacted by the timing of acquisition expenses during the year. Payback periods for monthly Cash App cohorts have been less than 12 months on average from 2017 through 2019.

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ROI

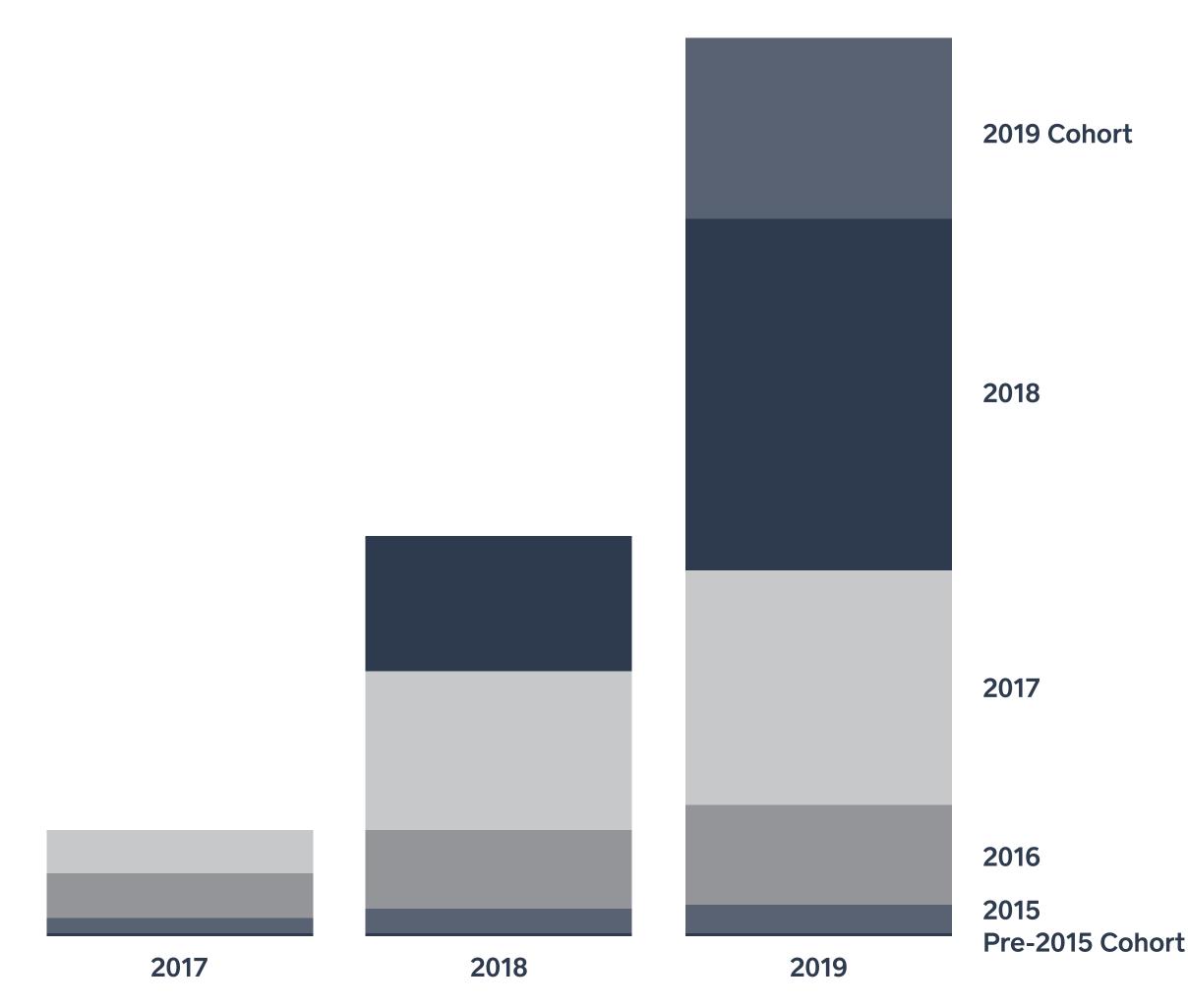


Strong cohort economics with positive gross profit retention

2016

Annual gross profit retention is calculated as the year-over-year gross profit growth of an annual Cash App customer cohort, excluding contra revenue and interest income. A customer's annual cohort is determined based on the date they were first ever a transacting active on the platform. Each of our annual Cash App cohorts since 2015 and for the pre-2015 cohort have exhibited positive overall gross profit retention on aggregate from their date of onboarding through December 31, 2019.

Gross Profit

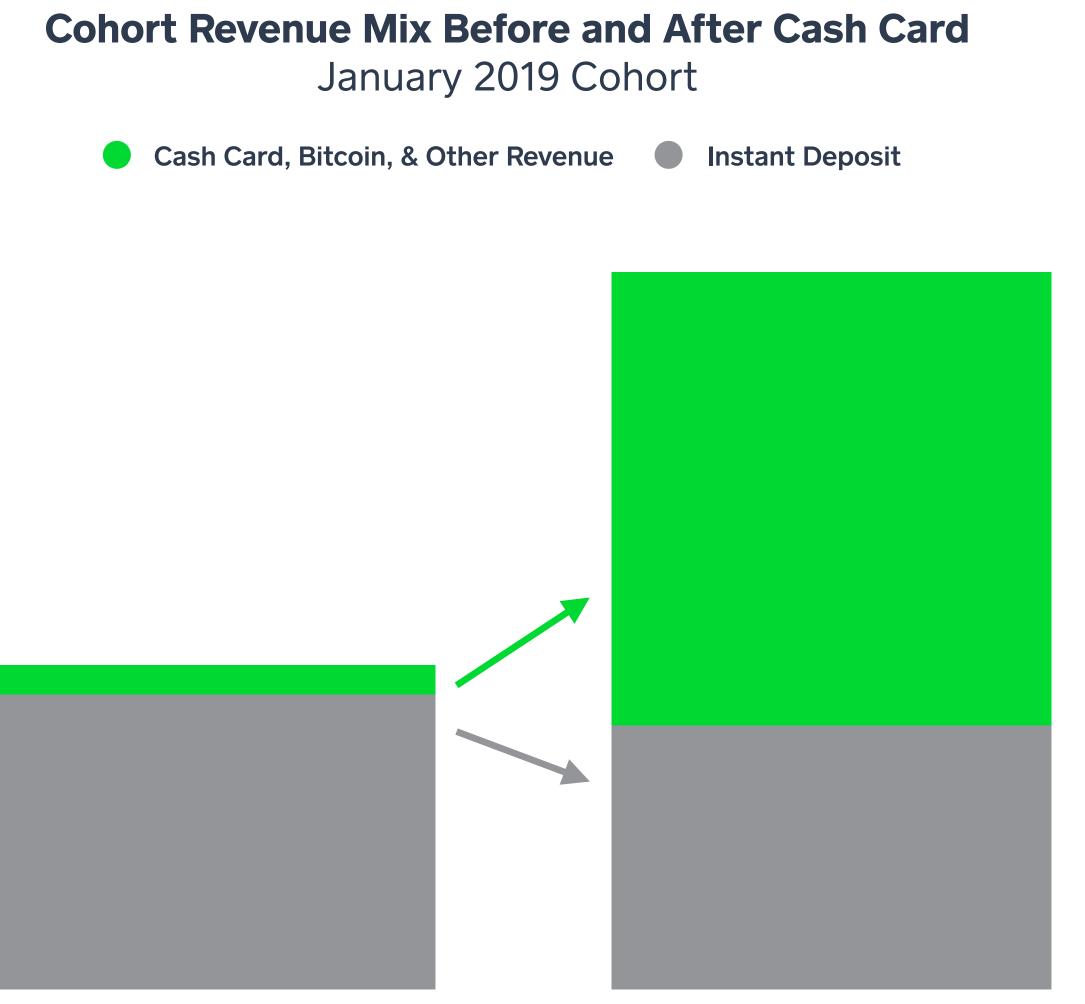






Graduating customers to Cash Card can drive meaningful uplift in revenue

Cohort revenue mix is based on the cohort of customers who adopted Cash Card in January 2019. The periods presented are 6 months prior to adoption of Cash Card (July 2018 through December 2018) and 6 months after adoption (January 2019 through June 2019). Revenue includes transaction-based gross profit, bitcoin gross profit, and subscription and services-based revenue from Cash App.

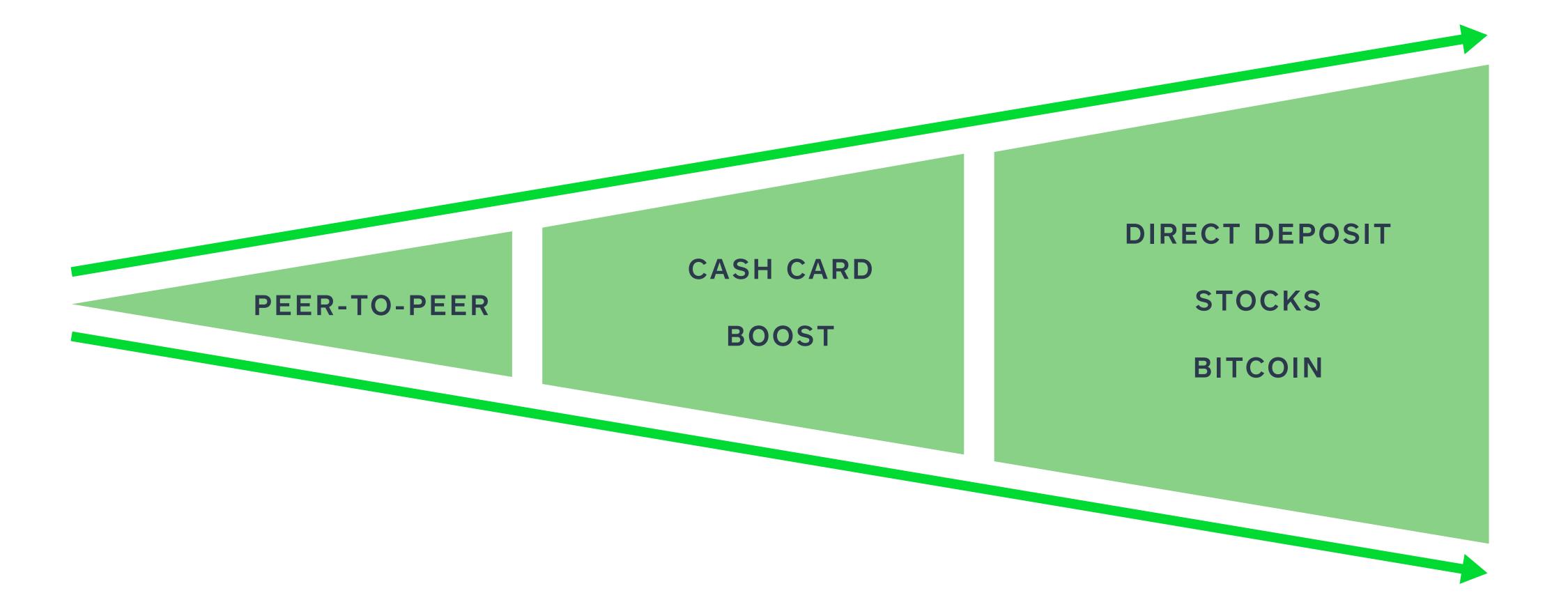


Before adopting Cash Card (6 mos.)

After adopting Cash Card (6 mos.)



Engagement with additional products has driven higher customer lifetime value







square.com/investors





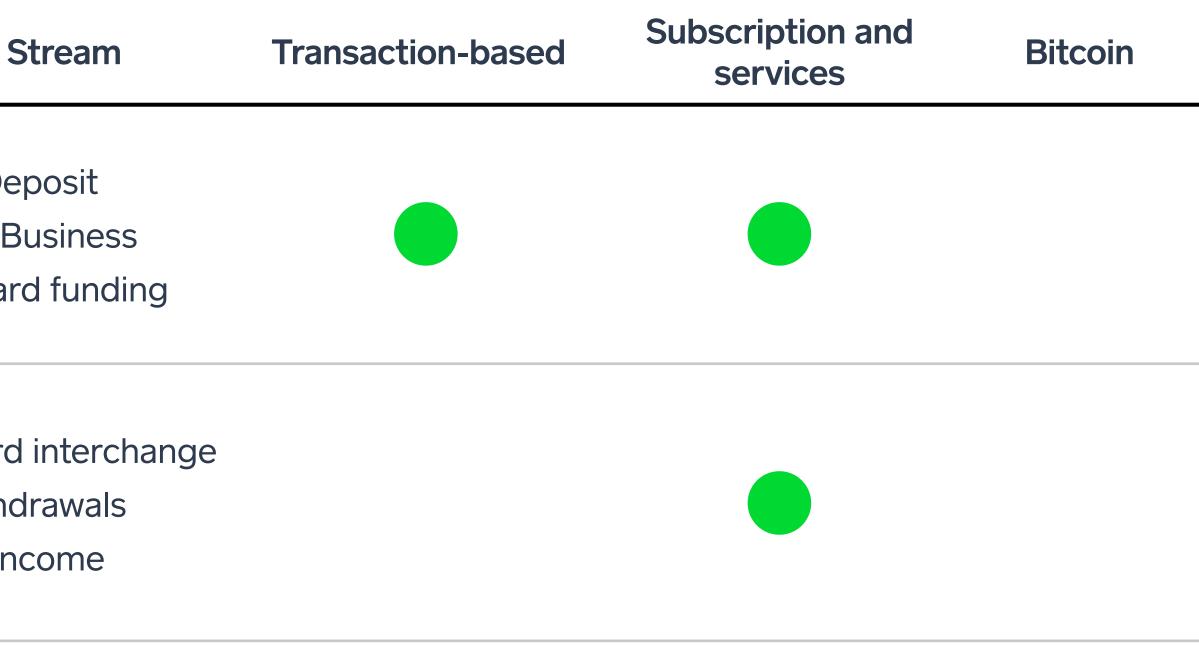
Broad portfolio of products with multiple monetization levers

SIDECAR PAYMENTS	POS App with payments usage only				
	Invoices, Virtual Terminal, Developer, Al Party Apps				
SOFTWARE AND INTEGRATED PAYMENTS	Square for Retail, Restaurants, Appoint Online Store				
	Team Management, Marketing, Loyalty				
FINANCIAL SERVICES	Square Card, Instant Transfer				
CAPITAL	Core Flex Loans, Installments				
HARDWARE	Square Register, Terminal, Stand, and C Chip Reader, Third Party Peripherals				

	Transaction-based	Subscription and services	Hardware		
APIs/SDKs, Third					
ntments, Square					
ЗУ					
Contactless and					

Broad portfolio of products with multiple monetization levers

	Engagement Drivers	Revenue S
SENDING MONEY	Peer-to-Peer	Instant De Cash for B Credit Care
SPENDING MONEY	Boost (rewards) Stored balance Direct Deposit	Cash Card ATM withd Interest Ind
INVESTING MONEY	Bitcoin Equity Investing	Bitcoin







Square Capital has multiple unique attributes

PROPRIETARY DATA	Holistic view of th
CONTINUOUS ASSESSMENT	Eligibility and loar
FIRST POSITION IN PAYMENT	Starting point in p
SHORT LOAN DURATION	18 month term wit
	Contractual comp

DIVERSIFIED FUNDING

Contractual commitments with long-term investors including a range of large asset managers, 40 Act funds, bank subsidiaries, pension plans, and insurance vehicles

the seller through real-time payments and behavioral data

an performance continuously assessed using machine learning

n payment hierarchy, mitigating repayment risk

with less than 8-9 month average duration



Definitions

Slide 7:

"Businesses" in the US is based on employer and non-employer firms with less than \$100 million in annual gross receipts in select industry verticals based on 2012 U.S. Census data. "Businesses" also assumes a 3% share for Square of the estimated number of informal economy businesses, based on estimated U.S. volume from informal businesses based on IMF's estimated 8% share for informal economy from 1991 through 2015 applied to US 2019 GDP, and applying an average assumed business size of \$50,000 based on the average size of non-employer firms in the 2012 U.S. Census. "Gross Receipts" is based on U.S. Census data regarding gross receipts for these "Businesses" as of 2012, adjusted for inflation through 2019 based on CPI from the U.S. Bureau of Labor Statistics. "US TAM Opportunity" is calculated as sum of "Transaction Profit" and "Software", "Square Capital", and "Financial Services" revenue opportunities on subsequent slides.

Slide 8:

"Transaction Profit" opportunity is calculated by multiplying "Gross Receipts" opportunity by The Nilson Report's estimate of card payments at 65% of 2018 U.S. consumer payment volume (as of December 2019), and multiplying by Square's average transaction margin as a percentage of GPV of approximately 1%.

"Software" revenue opportunity is calculated by multiplying select employer and non-employer firms producing less than \$100 million in annual gross receipts in select relevant industry verticals based on 2012 U.S. Census data by Square's annualized software revenue per existing seller by product based on three months ending January 2020, or forecasted revenue per seller for products with recent price changes. Software products include: Restaurants, Appointments, Retail, Marketing, Loyalty, Payroll, Team Management, Square Online Store. "Square Capital" revenue opportunity is calculated by multiplying the sum of FDIC's \$232B of U.S. small business loans under \$250,000 outstanding as of December 31, 2019 by the average of Goldman Sachs' estimated revenue rate on small business loans of 4% to 6% as of 2015.

"Financial Services" revenue opportunity is the sum of estimated Instant Transfers and Square Card opportunities. Instant Transfers opportunity is calculated by multiplying Square's estimated average Instant Transfer volume per seller in 2H 2019 and pricing of 1.5% on volume by Square's estimated blended attach rate on the "Businesses" opportunity with less than \$250K in gross receipts. Square Card opportunity is calculated based on The Nilson Report's estimates for 2019 US debit and prepaid spend, as of February 2020, applied to Forbes' estimated share of business card spend to calculate overall business spend. Forbes' estimate for businesses with credit cards was applied to 65M total businesses from "Businesses" opportunity plus informal economy businesses, with informal economy businesses based on IMF's estimated 8% share for informal economy from 1991 through 2015 applied to US 2019 GDP and divided by an assumed average business size of \$50,000 based on the median non-employer seller size based on US Census data. These were used to calculate average spend per business, which was then applied to the "Businesses" opportunity for less than \$20M in gross receipts and a blended interchange rate assumption based on Mastercard's public interchange rates.

Slide 9:

"Transaction Profit in Current International Markets" opportunity is calculated using the \$2.9T of total estimated 2019 card payment volume across Australia, Canada, Japan, and United Kingdom based on Euromonitor's 2018 estimates and forecasted based on Euromonitors 2018 growth in these markets, multiplied by Square's estimated 55% addressable share of card volume in the U.S. (based on the \$3.9T of addressable) card volume relative to \$7T in overall card spend) and applying Square's average transaction profit margin of approximately 1%. Square's share of card volume in the U.S. is based on "Gross Receipts" opportunity relative to The Nilson Report's estimate of total 2018 U.S. estimated card volume (as of December 2019).

Definitions

Slide 11:

"Sending" volume opportunity is the sum of estimated P2P and micro-merchants volume opportunities. "P2P volume opportunity" is calculated based on U.S. Census data on adult population as of 2018 multiplied by estimated monthly P2P volumes per individual, which is the sum of Cash App internal average volume per monthly active, added to estimates for Zelle and Venmo monthly volume per customer based on respective public disclosures as of Q4 2019. "Micro-merchants volume opportunity" is the sum of gross receipts for employer and non-employer firms with less than \$250,000 in annual gross receipts in select industry verticals based on 2012 U.S. Census data, as well as estimated U.S. volume from informal businesses based on IMF's estimated 8% share for informal economy from 1991 through 2015 applied to US 2019 GDP. **"Spending" volume opportunity** is calculated using The Nilson Report's estimates for 2018 US debit and prepaid spend (as of December 2019). **"Investing" volume opportunity** is calculated based on \$3.6T in balance sheet assets for registered broker-dealers serving retail customers according to the S.E.C. Chairman as of May 2018, adjusted for an assumed 16-month average holding period of individual investors.

Slide 12:

"Sending" revenue opportunity is based on the approximate percentage of Cash App's sending revenue as a percentage of peer-to-peer volumes, applied to the peer-to-peer portion of the "Sending" volume opportunity. **"Spending" revenue opportunity** is calculated based on "Spending" volume opportunity multiplied by Visa's public unregulated prepaid interchange rates as of April 2019 applied to Cash Card's card-present vs. card-notpresent transaction mix by volume and The Nilson Report's 2018 average debit transaction size (as of December 2019). **"Investing" gross profit opportunity** is calculated based on bitcoin USD-denominated volume for 2019 from CoinMetrics multiplied by Square's bitcoin gross profit as a percentage of bitcoin revenue for full-year 2019.

Slide 31:

Cash App payback period is calculated as the length of time for a cohort's cumulative variable profit to exceed acquisition marketing spend during the period when the cohort was onboarded. **Acquisition marketing spend** (or "acquisition spend") includes acquisition marketing, referral expenses and referral contra-revenue for a given period, and excludes costs for P2P processing and risk loss. **Cohort variable profit** is calculated as gross profit across Cash App transaction-based profit, Cash Card gross profit including interchange and ATM withdrawals, Instant Deposit gross profit for Cash App, bitcoin gross profit and less certain variable sales and marketing expenses, including P2P processing and risk loss. A **Cash App cohort** represents the new customers onboarded to Cash App during a given period. **Cumulative cohort variable profit** is cohort variable profit over a given period.

Adjusted EBITDA—Reconciliation to GAAP

NET INCOME (LOSS) STARBUCKS TRANSACTION-BASED REVENUE STARBUCKS TRANSACTION-BASED COSTS SHARE-BASED COMPENSATION EXPENSE DEPRECIATION AND AMORTIZATION LITIGATION SETTLEMENT EXPENSE INTEREST EXPENSE (INCOME), NET OTHER (INCOME) EXPENSE, NET PROVISION FOR INCOME TAXES LOSS (GAIN) ON DISPOSAL OF PROPERTY AND EQUIPMENT GAIN ON SALE OF ASSET GROUP ACQUISITION RELATED AND OTHER COSTS ACQUIRED DEFERRED REVENUE ADJUSTMENT ACQUIRED DEFERRED COSTS ADJUSTMENT

ADJUSTED EBITDA

	Twe	elve Months Ended		
Dec 31, 2015	Dec 31, 2016	Dec 31, 2017	Dec 31, 2018	Dec 31, 2019
	(in th	ousands) (unaudited)		
(\$179,817)	(\$171,590)	(\$62,813)	(\$38,453)	\$375,44
(142,283)	(78,903)	_	_	-
165,438	69,761	_	_	-
82,292	138,786	155,836	216,881	297,86
27,626	37,745	37,279	60,961	75,59
_	48,000	_	_	-
1,163	(533)	10,053	17,982	21,51
450	(247)	(1,595)	(18,469)	27
3,746	1,917	149	2,326	2,76
270	(49)	100	(224)	1,00
_	_	_	_	(373,445
_	_	_	4,708	9,73
_	_	_	12,853	7,45
_	_	_	(2,042)	(1,369
(\$41,115)	\$44,887	\$139,009	\$256,523	\$416,85



Adjusted EBITDA—Reconciliation to GAAP

Adjusted EBITDA is a non-GAAP financial measure that represents our net income (loss), adjusted to eliminate the effect of Starbucks transaction-based revenue and Starbucks transaction-based costs, before interest income and expense, provision or benefit for income taxes, depreciation, amortization, share-based compensation expense, other income and expense, the litigation settlement with Robert E. Morley in 2016, the gain or loss on disposal of property and equipment, and impairment of intangible assets. We also exclude certain costs associated with acquisitions that are not normal recurring operating expenses, including amounts paid to redeem acquirees' unvested stock-based compensation awards, and legal, accounting, and due diligence costs, and we add back the impact of the acquired deferred revenue and deferred cost adjustment, which was written down to fair value in purchase accounting. We have included Adjusted EBITDA in this document because it is a key measure used by our management to evaluate our operating performance, generate future operating plans, and make strategic decisions, including those relating to operating expenses and the allocation of internal resources. Accordingly, we believe that Adjusted EBITDA provides useful information to investors and others in understanding and evaluating our operating results in the same manner as our management and board of directors. In addition, it provides a useful measure for period-to-period comparisons of our business, as it removes the effect of certain non-cash items and certain variable charges. We also make these adjustments for non-GAAP operating expenses, as applicable. Adjusted EBITDA has limitations as a financial measure, and should be considered as supplemental in nature to, and is not meant as a substitute for, the related financial information prepared in accordance with GAAP. The following presents a reconciliation of net income (loss) to Adjusted EBITDA for each of the periods indicated.



Net income excluding Caviar gain on sale and revaluation of equity investment in Eventbrite—Reconciliation to GAAP

NET INCOME

GAIN ON SALE OF ASSET GROUP

LOSS ON REVALUATION OF EQUITY INVESTMENT

NET INCOME EXCLUDING CAVIAR GAIN ON SALE AND REVALUATION OF EQUITY IN

We have included net income excluding Caviar gain on sale and revaluation of equity investment in Eventbrite because it is a key measure used by our management to evaluate our operating performance, generate future operating plans, and make strategic decisions, including those relating to operating expenses and the allocation of internal resources. Accordingly, we believe that net income excluding Caviar gain on sale and revaluation of equity investment in Eventbrite provides useful information to investors and others in understanding our operating results in the same manner as our management and board of directors. In addition, it provides a useful measure for period-to-period comparisons of our business, as it removes the effect of certain one-time items.

Twelve Months Ended
Dec 31, 2019
(in thousands) (unaudited)
\$375,446
(373,445)
12,326
\$14,327

Discussion of financial results excluding Caviar

	Three Months Ended							
	Mar 31, 2018	Jun 30, 2018	Sep 30, 2018	Dec 31, 2018	Mar 31, 2019	Jun 30, 2019	Sep 30, 2019	Dec 31, 2019
TOTAL NET REVENUE	\$668,603	\$814,938	\$882,108	\$932,528	\$959,359	\$1,174,238	\$1,266,474	\$1,313,429
LESS: CAVIAR CONTRIBUTION TO TOTAL NET REVENUE	27,469	36,928	39,584	44,628	46,530	43,389	40,948	15,045
TOTAL NET REVENUE EXCLUDING CAVIAR	\$641,134	\$778,010	\$842,524	\$887,900	\$912,829	\$1,130,849	\$1,225,526	\$1,298,384
GROSS PROFIT, IN ACCORDANCE WITH GAAP	\$255,170	\$315,816	\$352,660	\$380,054	\$396,754	\$465,845	\$500,037	\$527,049
LESS: CAVIAR CONTRIBUTION TO GROSS PROFIT	6,248	9,337	9,736	11,049	11,440	13,296	12,663	4,190
GROSS PROFIT EXCLUDING CAVIAR	\$248,922	\$306,479	\$342,924	\$369,005	\$385,314	\$452,549	\$487,374	\$522,859

We have included total net revenue excluding Caviar and gross profit excluding Caviar because they are key measure used by our management to evaluate our operating performance, generate future operating plans, and make strategic decisions, including those relating to operating expenses and the allocation of internal resources. Accordingly, we believe that total net revenue excluding Caviar and gross profit excluding Caviar provide useful information to investors and others in understanding and evaluating our operating results in the same manner as our management and board of directors. In addition, it provides a useful measure for period-to-period comparisons of our business, as it removes the impact of a business that was disposed of during the fourth quarter of 2019.



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