

# Accolade Announces Results for Fiscal Fourth Quarter and Full Year 2022

April 28, 2022

- Fiscal fourth quarter 2022 revenue of \$93.8 million, a 58% increase compared to fiscal fourth quarter 2021 revenue of \$59.2 million
- Fiscal year 2022 revenue of \$310.0 million, an 82% increase compared to fiscal year 2021 revenue of \$170.4 million

SEATTLE, April 28, 2022 (GLOBE NEWSWIRE) -- Accolade, Inc. (NASDAQ: ACCD) today announced financial results for the fiscal fourth quarter and full year ended February 28, 2022.

"Fiscal year 2022 represented a transformational time for Accolade. Our strong financial results validate the strategic moves we made to deliver Personalized Healthcare through both internal innovation and bold acquisitions. Today, our customers and prospects look to Accolade to solve a far more comprehensive set of healthcare challenges, as they look to empower their employees by delivering a superior healthcare experience that is personal, data-driven and value-based," said Rajeev Singh, Accolade Chief Executive Officer.

"The pipeline for new business is stronger than it has ever been. While we are seeing early selling season momentum across market segments and various industry verticals, market dynamics continue to evolve rapidly in our space. This month, a large customer notified us that they would be ending their service relationship with us after the end of calendar 2022. Coupling this event with the broader macro-environment, we are moderating our top line growth objectives and improving our path to profitability, while continuing to focus on delivering exceptional personalized healthcare services to our customers and the families of their employees. As the leader in the market for personalized healthcare with an unmatched track record of performance, industry leading customers across sectors, and a strong balance sheet, we are well positioned to maintain our discipline and emerge from this period even stronger than we entered."

## Financial Highlights for Fiscal Fourth Quarter and Fiscal Year ended February 28, 2022

	Thre	e Months E	nded Fe	bruary 28,	%		Twelve Mo Febru	onths E ary 28,		%
		2022		2021	Change <sup>(2)</sup>		2022		2021	Change <sup>(2)</sup>
	(in ı	millions, exc	ept per	centages)		(in	millions, exc	ept pe	centages)	
GAAP Financial Data:										
Revenue	\$	93.8	\$	59.2	58%	\$	310.0	\$	170.4	82%
Net Loss	\$	(34.6)	\$	(4.7)	(631)%	\$	(123.1)	\$	(50.7)	(143)%
Non-GAAP Financial Data <sup>(1)</sup> :										
Adjusted EBITDA	\$	1.8	\$	2.7	(34)%	\$	(42.4)	\$	(26.9)	(57)%
Adjusted Gross Profit	\$	51.0	\$	31.9	60%	\$	144.2	\$	77.6	86%
Adjusted Gross Margin		54.4%		53.8%			46.5%		45.6%	

- (1) A reconciliation of GAAP to non-GAAP results has been provided in this press release in the accompanying Financial Tables. An explanation of these measures is also included below under the heading "Non-GAAP Financial Measures."
- (2) Percentages are calculated from accompanying Financial Tables and may differ from percentage change of numbers in Financial Highlights table due to rounding.

Steve Barnes, Accolade Chief Financial Officer, commented, "The fourth quarter of fiscal year 2022 marked the eighth straight quarter of exceeding our financial targets since our IPO in July 2020. We have delivered that consistency by being highly cognizant of the environment we operate in, and planning our business accordingly. It is in that context that we are adjusting our expectations for top line growth while continuing to reduce our Adjusted EBITDA loss consistently as we drive toward profitability. We significantly outperformed our expectations for Adjusted EBITDA loss in fiscal year 2022 and expect to improve on that result in fiscal years 2023 and 2024, and maintain our expectations for positive Adjusted EBITDA in fiscal year 2025. Our \$366 million cash balance, broader customer and solution footprint, and growing addressable market provide a durable foundation for years of growth."

## **Financial Outlook**

Accolade provides forward-looking guidance on revenue and Adjusted EBITDA, a non-GAAP financial measure.

For the fiscal first quarter ending May 31, 2022, we expect:

- Revenue between \$81 million and \$83 million
- Adjusted EBITDA between \$(20) million and \$(22) million

For the fiscal year ending February 28, 2023, we expect:

- Revenue between \$350 million and \$365 million
- Adjusted EBITDA between \$(35) million and \$(40) million, representing a range of (10)% to (11)% of revenue

Accolade has not reconciled guidance for Adjusted EBITDA to net income (loss), the most directly comparable GAAP measure, and has not provided forward-looking guidance for net income (loss), because there are items that may impact net income (loss), including stock-based compensation, that are not within the company's control or cannot be reasonably predicted.

#### **Quarterly Conference Call Details**

The company will host a conference call today, April 28, 2022 at 4:30 p.m. E.T. to discuss its financial results. The conference call can be accessed by dialing 1-833-519-1281 for U.S. participants, or 1-914-800-3853 for international participants, referencing conference ID # 1442966; or via a live audio webcast that will be available online at http://ir.accolade.com. A presentation to accompany the conference call will be available via the webcast and will be posted to the investor relations site following the completion of the call. A replay of the call will be available via webcast for on-demand listening shortly after the completion of the call, at the same web link, and will remain available for approximately 90 days.

#### **Forward-Looking Statements**

This release 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, and the Private Securities Litigation Reform Act of 1995, as amended. These forward-looking statements include statements regarding our future growth and our financial outlook. Forward-looking statements are subject to risks and uncertainties and are based on potentially inaccurate assumptions that could cause actual results to differ materially from those expected or implied by the forward-looking statements. Actual results may differ materially from the results predicted, and reported results should not be considered as an indication of future performance. In some cases, you can identify forward-looking statements because they contain words such as "anticipate," "believe," "continue," "could," "estimate," "expect," "intend," "may," "maintain," "likely," "plan," "potential," "predict," "project," "seek," "should," "target," "wull," "would," or similar expressions and the negatives of those terms.

Important risks and uncertainties that could cause our actual results and financial condition to differ materially from those indicated in the forwardlooking statements include, among others, the risks described under the heading "Risk Factors" in Accolade's most recently filed Annual Report on Form 10-K and subsequent filings, which should be read in conjunction with any forward-looking statements. All forward-looking statements in this press release are based on information available to Accolade as of the date hereof, and it does not assume any obligation to update the forwardlooking statements provided to reflect events that occur or circumstances that exist after the date on which they were made, except as required by law.

## About Accolade, Inc.

Accolade (Nasdaq: ACCD) provides millions of people and their families with an exceptional healthcare experience that is personal, data driven and value based to help every person live their healthiest life. Accolade solutions combine virtual primary care, mental health support and expert medical opinion services with intelligent technology and best-in-class care navigation. Accolade's Personalized Healthcare approach puts humanity back in healthcare by building relationships that connect people and their families to the right care at the right time to improve outcomes, lower costs and deliver consumer satisfaction. Accolade consistently receives consumer satisfaction ratings over 90%. For more information, visit accolade.com.

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Source: Accolade

## **Financial Tables**

# Accolade, Inc. and Subsidiaries Condensed Consolidated Balance Sheets (unaudited)

(In thousands, except share and per share data)

	Febru			,
		2022	_	2021
Assets				
Current assets:				
Cash and cash equivalents	\$	365,853	\$	433,884
Accounts receivable, net		21,116		9,112
Unbilled revenue		9,685		2,725
Current portion of deferred contract acquisition costs		3,015		2,210
Current portion of deferred financing fees		—		93
Prepaid and other current assets		9,468		5,957
Total current assets		409,137		453,981
Property and equipment, net		11,797		9,227
Operating lease right-of-use assets		33,126		—

Goodwill	577,896	4,013
Intangible assets, net	244,690	604
Deferred contract acquisition costs	7,205	6,067
Other assets	1,678	1,618
Total assets	\$ 1,285,529	\$ 475,510
Liabilities and stockholders' equity (deficit)		
Current liabilities:		
Accounts payable	\$ 7,837	\$ 7,390
Accrued expenses and other current liabilities	11,000	5,412
Accrued compensation	39,189	35,379
Due to customers	16,263	5,015
Current portion of deferred revenue	30,875	25,879
Current portion of operating lease liabilities	6,589	_
Total current liabilities	 111,753	79,075
Loans payable, net of unamortized issuance costs	280,666	_
Operating lease liabilities	32,486	_
Deferred rent and other noncurrent liabilities	4,562	5,192
Deferred revenue	 268	 395
Total liabilities	 429,735	 84,662
Commitments and Contingencies		
Stockholders' equity (deficit)		
Common stock par value \$0.0001; 500,000,000 shares authorized; 67,098,477 and 55,699,052 shares		
issued and outstanding at February 28, 2022 and 2021, respectively	7	6
Additional paid-in capital	1,350,431	762,362
Accumulated deficit	 (494,644)	 (371,520)
Total stockholders' equity (deficit)	 855,794	 390,848
Total liabilities and stockholders' equity (deficit)	\$ 1,285,529	\$ 475,510

# Accolade, Inc. and Subsidiaries Condensed Consolidated Statements of Operations (unaudited) (In thousands, except share and per share data)

	Three Months Ended February 28,				Twelve Mo Febru			
		2022		2021		2022		2021
		(in tho	usaı	nds)		(in tho	usai	nds)
Revenue	\$	93,756	\$	59,232	\$	310,021	\$	170,358
Cost of revenue, excluding depreciation and amortization		43,593		27,620		169,019		93,673
Operating expenses:								
Product and technology		22,367		13,331		83,664		49,955
Sales and marketing		23,631		9,871		86,765		33,711
General and administrative		29,470		10,992		99,106		31,584
Depreciation and amortization		11,641		2,121		42,608		8,212
Change in fair value of contingent consideration		(7,134)				(45,416)		
Total operating expenses		79,975		36,315		266,727		123,462
Loss from operations		(29,812)		(4,703)		(125,725)		(46,777)
Interest expense, net		(768)		(60)		(2,905)		(3,724)
Other expense		(114)		(44)		(133)		(147)
Loss before income taxes		(30,694)		(4,807)		(128,763)		(50,648)
Income tax benefit (expense)		(3,862)		81		5,639		(4)
Net loss	\$	(34,556)	\$	(4,726)	\$	(123,124)	\$	(50,652)
Net loss per share, basic and diluted	\$	(0.51)	\$	(0.09)	\$	(1.93)	\$	(1.72)
Weighted-average common shares outstanding, basic and diluted		67,301,856	_	55,390,884	_	63,823,270		29,370,594

The following table summarizes the amount of stock-based compensation included in the condensed consolidated statements of operations:

Three Mon	ths Ended	Twelve Mo	nths Ended
Februa	ary 28,	Febru	ary 28,
2022	2021	2022	2021

	(in thoເ	usands)		(in thou	isands)	
Cost of revenue	\$ 866	\$	269	\$ 3,197	\$	948
Product and technology	5,253		1,175	18,744		3,387
Sales and marketing	3,787		881	12,822		2,376
General and administrative	 17,206		941	 38,176		2,865
Total stock-based compensation	\$ 27,112	\$	3,266	\$ 72,939	\$	9,576

# Accolade, Inc. and Subsidiaries Condensed Consolidated Statements of Cash Flows (unaudited) (In thousands)

Zash flows from operating activities:Z022Z021Z020Net loss\$(123,124)\$(50,652)\$(51,365)Adjustments to reconcile net loss to net cash used in operating activities:2,9451,657985Depreciation and amortization expense2,9451,657985Change in fair value of contingent consideration(45,416)Deferred income taxes(6,132)Noncash interest expense1,6732,252834Noncash interest expense1,6732,252834Noncash interest expense72,9399,5766,002Changes in operating assets and liabilities:299Accounts receivable and unbilled revenue(11,829)(10,648)(683)Accounts receivable and uctuad expenses692,9915,838Deferred rent and other liabilities(2,075)(505)220Actured compensation(2,519)16,356(1,671)Deferred rent and other liabilities(2,075)(505)220Other assets(1,327)2,919(8,993)Net cash used in operating activities(13,27)2,919(8,993)Net cash used in operating activities(11,327)2,919(3,315)Cash flows from investing activities(99,998)Purchases of property and equipment(2,521)(1,991)(3,315)Cash lows for investing activities(99,998)Purchase of property and equipme	Fis		Fiscal Year Ended February 28(29),					
Net loss     \$ (123,124)     \$ (50,652)     \$ (51,365)       Adjustments to reconcile net loss to net cash used in operating activities:     42,608     8,212     8,516       Depreciation and amonization expense     42,608     8,212     8,516       Amonization of deferred contract acquisition costs     2,945     1,657     995       Noncash intravels expense     (6,132)     -     -       Noncash intravels expense     1,673     2,222     834       Noncash interest expense     72,939     9,576     6,002       Change in operating assets and liabilities:     -     -     299       Accounts reavivable and numbled revenue     (11,829)     (10,648)     (6,83)       Accounts reavivable and numbled revenue     (11,829)     (10,648)     (2,399)       Deferred revenue and due to customers     13,986     (2,700)     2,280       Accurut compensation     (2,519)     16,365     (2,000)     2,200       Other assets     (10,506)     (374)     -     -     -       Purchase of marketable securities     (99,998)     -     -     -								
Adjustments to reconcile net loss to net cash used in operating activities:     42,608     8,212     8,516       Depreciation and amortization expense     42,608     8,212     8,516       Amontization of defored consideration     (46,416)     -     -       Defered income taxe     (6,132)     -     -       Noncash interest expense     (6,132)     -     -     -       Noncash interest expense     16.73     2.252     834       Noncash horus     -     -     -     2.99       Stock-based compensation expense     72,939     9,576     6.002       Changes in operating assests and liabilities:     -     -     2.999       Accounts receivable and unbilled revenue     (11,829)     16,648     (16,641)       Accounts receivable and unbilled revenue     (12,519)     16,566     (16,71)       Defered contract acquisition costs     (14,148)     (4,660)     (2.398)       Defered contract acquisition costs     (2,519)     16,566     (16,71)       Defered revenue and due to customers     (2,519)     16,566     (16,71)       Defered revenu	Cash flows from operating activities:							
Depreciation and amoritization expanse     42,008     8,212     8,516       Amoritization of deferred contract acquisition costs     2,945     1,657     986       Change in fair value of contingent consideration     (45,416)     —     —       Noncash interest expense     1,6173     2,252     834       Noncash interest expense     1,6173     2,252     834       Loss on disposal of equipment     —     —     2,939     9,576     6,002       Changes in operating assets and liabilities:     —     —     2,939     9,576     6,002       Changes in operating assets and liabilities:     —     —     —     2,939     9,576     6,002       Accounts payable and accured expenses     19,866     (2,700)     2,238     Accured contract acquisition costs     (4,148)     (4,660)     (2,399)       Deferred revene and due to customers     (1,327)     2,919     (8,939)     —     —       Accured compensation     (1,277)     (2,919)     (2,322)     (2,424)     —       Other assets     (1,327)     (2,919)     —     —	Net loss	\$	(123,124)	\$	(50,652)	\$	(51,365)	
Amontzation of deferred contract acquisition costs     2,945     1,657     985       Change in fair value of contingent consideration     (45,416)     —     —       Deferred income taxes     (6,132)     —     —     —       Noncash interest spense     1,673     2,252     834       Noncash bonus     —     —     2,895     6,002       Changes in operating assets and liabilities:     —     —     2,893     9,576     6,002       Changes in operating assets and liabilities:     —     —     —     2,893     9,576     6,002       Accounts receivable and unbilled revenue     (11,829)     (10,648)     (683)     4,614     (4,660)     (2,338)     Deferred contract acquisition costs     (4,144)     (4,660)     (2,238)     Deferred revenue and dute to costomers     13,386     (2,700)     2,286     Accrued compensation     (2,513)     (25,232)     (34,247)       Cash lows from investing activities     (2,6303)     —     —     —     —     —     —     —     —     —     —     —     —     —     —<	Adjustments to reconcile net loss to net cash used in operating activities:							
Change in fair value of contingent consideration     (45,416)     —     —       Deferred income taxes     (6,132)     —     —       Noncash interest expense     1,673     2,252     834       Noncash interest expense     1,673     2,252     834       Noncash interest expense     72,939     9,576     6,002       Changes in operating assets and liabilities:     —     —     —     299       Accounts payable and accrued expenses     69     2,991     5,838     0,291     5,838       Deferred contract acquisition costs     (4,148)     (4,4690)     (2,639)     0,2286       Accounts payable and accrued expenses     (6)     2,291     5,838     0,6230)     (2,5232)     (3,4247)       Deferred revenue and ub to customers     (1,327)     2,919     (6,993)     —     —     —       Other assets     (1,1,227)     2,919     (6,2350)     (2,5232)     (3,4247)       Cash flows from investing activities:     (9,9,98)     —     —     —     —       Purchases of propery and equipment     (2,521) <t< td=""><td>Depreciation and amortization expense</td><td></td><td>42,608</td><td></td><td>8,212</td><td></td><td>8,516</td></t<>	Depreciation and amortization expense		42,608		8,212		8,516	
Deferred income taxes     (6,132)         Noncash interest expense     1,673     2,252     834       Noncash interest expense      5,844       5,844       Loss on disposal of equipment       2,999     5,664       2,999       Stock-based compensation expenses     (11,829)     (10,648)     (683)       2,299       Accounts receivable and unbiled revenue     (11,829)     (10,648)     (2,399)      2,296       Deferred revenue and due to customers     13,3866     (2,700)     2,226 <t< td=""><td>Amortization of deferred contract acquisition costs</td><td></td><td>2,945</td><td></td><td>1,657</td><td></td><td>985</td></t<>	Amortization of deferred contract acquisition costs		2,945		1,657		985	
Noncash interest expense     1,673     2,252     834       Noncash bonus     —     —     —     299       Stock-based compensation expense     72,339     9,576     6,002       Changes in operating assets and liabilities:     .	Change in fair value of contingent consideration		(45,416)		_		_	
Noncash bonus     —     —     —     5844       Loss on disposal of equipment     —     —     299       Stock-based compensation expense     72,393     9,576     6,002       Changes in operating assets and liabilities:     —     —     299       Accounts payable and accrued expenses     69     2,991     5,838       Deferred contract acquisition costs     (41,44)     (44,660)     (2,286       Accrued compensation     (2,579)     16,356     (1,671)       Deferred rent and other liabilities     (2,075)     (250)     (24,477)       Cash flows from investing activities     (2,520)     (2,523)     (34,247)       Cash flows from investing activities     (99,998)     —     —       Sale of marketable securities     (99,998)     —     —     (26)       Cash flows from investing activities     (25,521)     (1,991)     (3,315)       Cash flows from policion fornings, net of cash acquired     (263,613)     (2,423)     (3,521)       Cash flows from financing activities     —     —     (49,410)     —       Proceeds from	Deferred income taxes		(6,132)		_		_	
Noncash bonus     —     —     —     5844       Loss on disposal of equipment     —     —     299       Stock-based compensation expense     72,393     9,576     6,002       Changes in operating assets and liabilities:     —     —     299       Accounts payable and accrued expenses     69     2,991     5,838       Deferred contract acquisition costs     (41,44)     (44,660)     (2,286       Accrued compensation     (2,579)     16,356     (1,671)       Deferred rent and other liabilities     (2,075)     (250)     (24,477)       Cash flows from investing activities     (2,520)     (2,523)     (34,247)       Cash flows from investing activities     (99,998)     —     —       Sale of marketable securities     (99,998)     —     —     (26)       Cash flows from investing activities     (25,521)     (1,991)     (3,315)       Cash flows from policion fornings, net of cash acquired     (263,613)     (2,423)     (3,521)       Cash flows from financing activities     —     —     (49,410)     —       Proceeds from	Noncash interest expense		1,673		2,252		834	
Stock-based compensation expense     72,939     9,576     6,002       Changes in operating assets and liabilities:     4counts receivable and accrued expenses     69     2,991     5,838       Deferred contract acquisition costs     (41,148)     (46,600)     (2,286       Accounts payable and accrued expenses     69     2,991     5,838       Deferred contract acquisition costs     (41,148)     (46,600)     (2,286       Accrued compensation     (2,519)     16,356     (1,671)       Deferred rent and other liabilities     (2,075)     (505)     220       Other assets     (1,327)     2,919     (8,993)       Net cash used in operating activities     (26,2350)     (25,232)     (34,247)       Cash flows from investing activities     (99,998)     -     -       Purchases of property and equipment     (2,521)     (1,991)     (3,315)       Cash paid for acquisitions, net of cash acquired     (25,996)     -     (268)       Proceeds from stock purchases under employee stock purchase plan     4,703     (2,521)     (3,941)     -       Proceeds from stock purchases under employee stock purchase plan <td>Noncash bonus</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td>5,884</td>	Noncash bonus						5,884	
Stock-based compensation expense     72,939     9,576     6,002       Changes in operating assets and liabilities:	Loss on disposal of equipment		_		_		299	
Changes in operating assets and liabilities:     (11,829)     (10,648)     (683)       Accounts receivable and unbilled revenue     (11,829)     (10,648)     (683)       Accounts receivable and unbilled revenues     (69)     2,991     5,538       Deferred contract acquisition costs     (4,148)     (4,690)     (2,239)       Deferred revenue and due to customers     (2,075)     (505)     220       Other assets     (1,327)     2,919     (8,993)       Net cash used in operating activities     (62,250)     (25,232)     (24,247)       Cash flows from investing activities     (99,998)     -     -       Purchase of property and equipment     (2,521)     (1,991)     (3,315)       Cash flows from investing activities     (259,996)     -     (206)       Earnout payments to MD insider			72,939		9.576		6.002	
Accounts receivable and unbilled revenue     (11,829)     (10,648)     (683)       Accounts payable and accrued expenses     69     2,991     5,338       Deferred contract acquisition costs     (4,148)     (4,690)     (2,239)       Deferred revenue and due to customers     13,886     (2,700)     2,286       Accrued compensation     (2,519)     16,356     (1,671)       Deferred revenue and due to customers     (1,327)     2,919     (8,993)       Net cash used in operating activities:     (1,327)     2,919     (8,993)       Net cash used in operating activities:     (99,998)     -     -       Purchase of marketable securities     (99,998)     -     -       Capitalized software development costs     (1,096)     (374)     -       Purchases of property and equipment     (2,521)     (1,991)     (3,315)       Cash hows from investing activities:     -     -     (268)       Proceeds from solic of prefered stock, net     -     -     (206)       Cash illows from public offerings, net of underwriters' discounts and commissions and offering costs     -     19,943			,000		0,010		0,001	
Accounts payable and accrued expenses     69     2,991     5,836       Deferred contract acquisition costs     (4,148)     (4,690)     (2,239)       Deferred revenue and due to customers     13,986     (2,700)     2,286       Accrued compensation     (2,519)     16,356     (1,671)       Deferred rent and other liabilities     (2,075)     (505)     2200       Other assets     (1,327)     2,919     (8,993)       Net cash used in operating activities     (82,320)     (25,232)     (34,247)       Cash flows from investing activities     (99,998)     -     -       Purchase of marketable securities     99,998     -     -       Capitalized software development costs     (1,096)     (374)     -       Purchases of property and equipment     (2,521)     (1,911)     (3,315)       Cash flows from financing activities:     -     (263,613)     (2,423)     (3,521)       Cash flows from financing activities     (263,613)     (2,423)     (3,521)       Cash flows from financing activities     -     439,410     -       Proceeds from sale of prefere			(11 829)		(10.648)		(683)	
Deferred contract acquisition costs     (4,148)     (4,690)     (2,339)       Deferred revenue and due to customers     13,986     (2,700)     2,286       Accrued compensation     (2,519)     16,356     (1,671)       Deferred rent and other liabilities     (2,075)     (505)     220       Other assets     (1,327)     2,919     (8,993)       Net cash used in operating activities     (62,350)     (25,232)     (34,247)       Cash flows from investing activities     (62,350)     (25,232)     (34,247)       Purchase of marketable securities     (99,998)     -     -       Sale of marketable securities     (99,998)     -     -       Cash flow from investing activities     (1,096)     (374)     -       Purchases of propery and equipment     (2,521)     (1,991)     (3,315)       Cash flows from financing activities:     (263,613)     (2,423)     (3,521)       Cash flows from sloc of preferred stock, net     -     439,410     -       Proceeds from slock purchases under employee stock purchase plan     4,703     2,379     -       Proceeds from slock opt			( )				( )	
Deferred revenue and due to customers     13,986     (2,700)     2,286       Accrued compensation     (2,519)     16,356     (1,671)       Deferred rent and other liabilities     (2,075)     (505)     220       Other assets     (1,327)     2,919     (8,993)       Net cash used in operating activities     (62,350)     (25,232)     (34,247)       Cash flows from investing activities     (99,998)     -     -       Purchase of marketable securities     (99,998)     -     -       Capitalized software development costs     (1,096)     (374)     -       Purchases of property and equipment     (2,521)     (1,911)     (3,315)       Cash flows from financing activities     (263,613)     (2,423)     (3,521)       Cash flows from financing activities     (263,613)     (2,423)     (3,521)       Cash flows from sale of preferred stock, net     -     -     19,943       Proceeds from sale of preferred stock, net     -     -     -       Proceeds from sole option and warrant exercises     8,600     9,348     6,619       Payment of equity issuance costs							-	
Accrued compensation   (2,519)   16,366   (1,671)     Deferred rent and other liabilities   (2,075)   (505)   2200     Other assets   (1,327)   2,919   (8,993)     Net cash used in operating activities:   (99,998)   -   -     Purchase of marketable securities   (99,998)   -   -     Capitalized software development costs   (1,096)   (374)   -     Capitalized software development costs   (1,096)   (374)   -     Capitalized software development costs   (259,996)   -   (263)     Cash paid for acquisitions, net of cash acquired   (259,996)   -   (263)     Ret cash used in investing activities:   (263,613)   (2,423)   (3,521)     Cash flows from funcing activities:   (263,613)   (2,423)   (3,521)     Proceeds from sole of preferred stock, net   -   -   439,410   -     Proceeds from sole of preferred stock, net   -   -   -   19,943     Proceeds from sole of preferred stock, net   -   -   -   -   -   -   -   -   -   -   -   -			. ,					
Deferred rent and other liabilities     (2,075)     (505)     220       Other assets     (1,227)     2,919     (8,993)       Net cash used in operating activities     (62,350)     (25,232)     (34,247)       Cash flows from investing activities     (99,998)     -     -       Purchase of marketable securities     99,998     -     -       Capitalized software development costs     (1,096)     (374)     -       Capitalized software development costs     (1,096)     (374)     -       Purchases of property and equipment     (2,521)     (1,991)     (3,315)       Cash paid for acquisitions, net of cash acquired     (263,613)     (2,423)     (3,521)       Cash flows from financing activities     (263,613)     (2,423)     (3,521)       Cash flows from financing activities     -     439,410     -       Proceeds from sale of preferred stock, net     -     -     439,410     -       Proceeds from stock purchases under employee stock purchase plan     4,703     2,379     -       Payments of equity issuance costs     (60)     -     -     -  <					,		-	
Other assets     (1,327)     2,919     (8,993)       Net cash used in operating activities     (62,350)     (25,232)     (34,247)       Cash flows from investing activities:     99,998     -     -       Purchase of marketable securities     99,998     -     -       Sale of marketable securities     99,998     -     -       Purchases of property and equipment     (2,521)     (1,991)     (3,315)       Cash paid for acquisitions, net of cash acquired     (259,996)     -     (206)       Earnout payments to MD Insider     -     -     (58)     -       Net cash used in investing activities     -     -     (58)     -       Proceeds from public offerings, net of underwriters' discounts and commissions and offering costs     -     439,410     -       Proceeds from stock option and warrant exercises     8,600     9,348     6,619       Payment of equity issuance costs     (60)     -     -       Payment for purchase of capped calls     (34,443)     -     -       Payment of debt principal     -     -     (73,166)     -			. ,				. ,	
Net cash used in operating activities     (62,350)     (25,232)     (34,247)       Cash flows from investing activities:     (99,998)     -     -     -       Sale of marketable securities     99,998     -     -     -       Capitalized software development costs     (1,096)     (374)     -     -       Purchases of property and equipment     (2,521)     (1,991)     (3,315)     -     -       Cash paid for acquisitions, net of cash acquired     (25,21)     (1,991)     (3,315)     -     <			. ,					
Cash flows from investing activities:(99,998)Purchase of marketable securities99,998)Capitalized software development costs(1,096)(374)-Purchases of property and equipment(2,521)(1,991)(3,315)Cash paid for acquisitions, net of cash acquired(259,996)-(206)Earnout payments to MD Insider(58)-Net cash used in investing activities(263,613)(2,423)(3,521)Cash flows from financing activities:439,410-Proceeds from public offerings, net of underwriters' discounts and commissions and offering costs-439,410-Proceeds from stock purchases under employee stock purchase plan4,7032,379-Proceeds from stock option and warrant exercises8,6009,3486,619Payment of debt issuance costs(60)Payment of debt principal-(73,166)-Proceeds from stock option and bet287,50051,1661,660Repayments of debt principal-(753)-Proceeds from torwings on debt257,932428,38428,222Net cash provided by financing activities257,932428,38428,222Net cash equivalents, beginning of period433,88433,15542,701Cash and cash equivalents, end of period\$ 365,853\$ 433,884\$ 33,155Supplemental cash flow information:-169,546)433,884\$ 33,155 </td <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>								
Purchase of marketable securities   (99,998)       Sale of marketable securities   99,998       Capitalized software development costs   (1,096)   (374)      Purchases of property and equipment   (2,521)   (1,991)   (3,315)     Cash paid for acquisitions, net of cash acquired   (259,96)    (206)     Earnout payments to MD Insider    (58)      Net cash used in investing activities   (263,613)   (2,423)   (3,521)     Cash flows from financing activities:    (439,410      Proceeds from public offerings, net of underwriters' discounts and commissions and offering costs    439,410      Proceeds from stock purchases under employee stock purchase plan   4,703   2,379      Proceeds from stock option and warrant exercises   8,600   9,348   6,619     Payment of equity issuance costs   (60)       Payment of bet principal        Proceeds from borowings on debt   287,500   51,166   1,660     Repayments of debt principal <td></td> <td></td> <td>(62,350)</td> <td></td> <td>(25,232)</td> <td></td> <td>(34,247)</td>			(62,350)		(25,232)		(34,247)	
Sale of marketable securities99,998Capitalized software development costs(1,096)(374)-Purchases of property and equipment(2,521)(1,991)(3,315)Cash paid for acquisitions, net of cash acquired(259,996)-(206)Earnout payments to MD Insider-(58)-Net cash used in investing activities:(263,613)(2,423)(3,521)Cash flows from financing activities:-439,410-Proceeds from public offerings, net of underwriters' discounts and commissions and offering costs-439,410-Proceeds from sale of preferred stock, net19,943Proceeds from stock purchases under employee stock purchase plan4,7032,379-Proceeds from stock option and warrant exercises8,6009,3486,619Payments of equity issuance costs(60)Proceeds from borowings on debt287,50051,1661,660Repayments of debt principal-(73,166)Proceeds from borowings on debt287,50051,1661,660-Repayments of debt principal-(73,166)Payments of debt principal-(73,166)Payments clated to debt retirement-(753)Net cash provided by financing activities(257,932)428,38428,222Net cash equivalents, beginning of period433,88433,15542,701Cash and cash			<i></i>					
Capitalized software development costs   (1,096)   (374)   —     Purchases of property and equipment   (2,521)   (1,991)   (3,315)     Cash paid for acquisitions, net of cash acquired   (259,996)   —   (206)     Earnout payments to MD Insider			,				—	
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Cash paid for acquisitions, net of cash acquired(259,996)—(206)Earnout payments to MD Insider—(68)—Net cash used in investing activities(263,613)(2,423)(3,521)Cash flows from financing activities:?(263,613)(2,423)(3,521)Proceeds from public offerings, net of underwriters' discounts and commissions and offering costs—439,410—Proceeds from sale of preferred stock, net——439,410—Proceeds from stock purchases under employee stock purchase plan4,7032,379—Payments of equity issuance costs(60)———Payment of debt issuance costs(8,368)———Proceeds from borrowings on debt287,50051,1661,660—Repayments of debt principal——(753)—Payments related to debt retirement——(753)—Net cash provided by financing activities257,932428,38428,222Net increase (decrease) in cash and cash equivalents(68,031)400,729(9,546)Cash and cash equivalents, beginning of period433,88433,15542,701Cash and cash equivalents, end of period\$365,853\$433,884\$Supplemental cash flow information:\$930\$2,296\$2,391					( )		—	
Earnout payments to MD Insider(58)(-Net cash used in investing activities(263,613)(2,423)(3,521)Cash flows from financing activities:-439,410(-Proceeds from public offerings, net of underwriters' discounts and commissions and offering costs-439,410(-Proceeds from sale of preferred stock, net19,943Proceeds from stock purchases under employee stock purchase plan4,7032,379(-Proceeds from stock option and warrant exercises8,6009,3486,619Payments of equity issuance costs(60)Payment of debt issuance costs(8,368)Proceeds from borrowings on debt287,50051,1661,660Repayments of debt principal-(73,166)-Payments related to debt retirement-(753)-Net cash provided by financing activities257,932428,38428,222Net increase (decrease) in cash and cash equivalents(68,031)400,729(9,546)Cash and cash equivalents, beginning of period433,88433,15542,701Cash and cash equivalents, end of period\$365,853\$433,884\$33,155Supplemental cash flow information:-\$930\$2,296\$2,391	Purchases of property and equipment		(2,521)		(1,991)		. ,	
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Cash flows from financing activities: Proceeds from public offerings, net of underwriters' discounts and commissions and offering costs—439,410—Proceeds from sale of preferred stock, net——439,410—Proceeds from stock purchases under employee stock purchase plan4,7032,379—Proceeds from stock option and warrant exercises8,6009,3486,619Payments of equity issuance costs(60)——Payment of debt issuance costs(8,368)——Proceeds from borrowings on debt287,50051,1661,660Repayments of debt principal—(73,166)—Payments related to debt retirement—(753)—Net cash provided by financing activities257,932428,38428,222Net increase (decrease) in cash and cash equivalents(68,031)400,729(9,546)Cash and cash equivalents, beginning of period433,88433,15542,701Cash and cash equivalents, end of period\$365,853\$433,884Supplemental cash flow information:\$930\$2,296\$2,391	Earnout payments to MD Insider				(58)			
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offering costs	Cash flows from financing activities:							
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Proceeds from stock purchases under employee stock purchase plan4,7032,379—Proceeds from stock option and warrant exercises8,6009,3486,619Payments of equity issuance costs(60)——Payment of debt issuance costs(8,368)——Payment for purchase of capped calls(34,443)——Proceeds from borrowings on debt287,50051,1661,660Repayments of debt principal—(73,166)—Payments related to debt retirement—(753)—Net cash provided by financing activities257,932428,38428,222Net increase (decrease) in cash and cash equivalents(68,031)400,729(9,546)Cash and cash equivalents, beginning of period433,88433,15542,701Cash and cash equivalents, end of period\$365,853\$433,884\$Supplemental cash flow information:\$930\$2,296\$2,391	offering costs		_		439,410		—	
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Payments of equity issuance costs   (60)       Payment of debt issuance costs   (8,368)       Payment for purchase of capped calls   (34,443)       Proceeds from borrowings on debt   287,500   51,166   1,660     Repayments of debt principal    (73,166)      Payments related to debt retirement    (753)      Net cash provided by financing activities   257,932   428,384   28,222     Net increase (decrease) in cash and cash equivalents   (68,031)   400,729   (9,546)     Cash and cash equivalents, beginning of period   433,884   33,155   42,701     Cash and cash equivalents, end of period   \$ 365,853   \$ 433,884   \$ 33,155     Supplemental cash flow information:        Interest paid   \$ 930   \$ 2,296   \$ 2,391	Proceeds from stock purchases under employee stock purchase plan		4,703		2,379		—	
Payment of debt issuance costs   (8,368)   —   —     Payment for purchase of capped calls   (34,443)   —   —     Proceeds from borrowings on debt   287,500   51,166   1,660     Repayments of debt principal   —   (73,166)   —     Payments related to debt retirement   —   (753)   —     Net cash provided by financing activities   257,932   428,384   28,222     Net increase (decrease) in cash and cash equivalents   (68,031)   400,729   (9,546)     Cash and cash equivalents, beginning of period   433,884   33,155   42,701     Cash and cash equivalents, end of period   \$   365,853   \$ 433,884   \$ 33,155     Supplemental cash flow information:          Interest paid   \$ 930   \$ 2,296   \$ 2,391	Proceeds from stock option and warrant exercises		8,600		9,348		6,619	
Payment for purchase of capped calls   (34,443)   —   —     Proceeds from borrowings on debt   287,500   51,166   1,660     Repayments of debt principal   —   (73,166)   —     Payments related to debt retirement   —   (753)   —     Net cash provided by financing activities   257,932   428,384   28,222     Net increase (decrease) in cash and cash equivalents   (68,031)   400,729   (9,546)     Cash and cash equivalents, beginning of period   433,884   33,155   42,701     Cash and cash equivalents, end of period   \$   365,853   \$   433,884   \$   33,155     Supplemental cash flow information:   —   —   —   —   —   —     Interest paid   \$   930   \$   2,296   \$   2,391	Payments of equity issuance costs		(60)		_		_	
Proceeds from borrowings on debt   287,500   51,166   1,660     Repayments of debt principal    (73,166)      Payments related to debt retirement    (753)      Net cash provided by financing activities   257,932   428,384   28,222     Net increase (decrease) in cash and cash equivalents   (68,031)   400,729   (9,546)     Cash and cash equivalents, beginning of period   433,884   33,155   42,701     Cash and cash equivalents, end of period   \$ 365,853   \$ 433,884   \$ 33,155     Supplemental cash flow information:        Interest paid   \$ 930   \$ 2,296   \$ 2,391	Payment of debt issuance costs		(8,368)				—	
Repayments of debt principal-(73,166)-Payments related to debt retirement-(753)-Net cash provided by financing activities257,932428,38428,222Net increase (decrease) in cash and cash equivalents(68,031)400,729(9,546)Cash and cash equivalents, beginning of period433,88433,15542,701Cash and cash equivalents, end of period\$ 365,853\$ 433,884\$ 33,155Supplemental cash flow information:Interest paid\$ 930\$ 2,296\$ 2,391	Payment for purchase of capped calls		(34,443)		_		_	
Repayments of debt principal—(73,166)—Payments related to debt retirement—(753)—Net cash provided by financing activities257,932428,38428,222Net increase (decrease) in cash and cash equivalents(68,031)400,729(9,546)Cash and cash equivalents, beginning of period433,88433,15542,701Cash and cash equivalents, end of period\$365,853\$433,884\$Supplemental cash flow information:	Proceeds from borrowings on debt		287,500		51,166		1,660	
Payments related to debt retirement(753)Net cash provided by financing activities257,932428,38428,222Net increase (decrease) in cash and cash equivalents(68,031)400,729(9,546)Cash and cash equivalents, beginning of period433,88433,15542,701Cash and cash equivalents, end of period\$ 365,853\$ 433,884\$ 33,155Supplemental cash flow information:12,296\$ 2,391	Repayments of debt principal		_		(73,166)		_	
Net cash provided by financing activities257,932428,38428,222Net increase (decrease) in cash and cash equivalents(68,031)400,729(9,546)Cash and cash equivalents, beginning of period433,88433,15542,701Cash and cash equivalents, end of period\$ 365,853\$ 433,884\$ 33,155Supplemental cash flow information:1\$ 930\$ 2,296\$ 2,391			_				_	
Net increase (decrease) in cash and cash equivalents(68,031)400,729(9,546)Cash and cash equivalents, beginning of period433,88433,15542,701Cash and cash equivalents, end of period\$ 365,853\$ 433,884\$ 33,155Supplemental cash flow information: Interest paid\$ 930\$ 2,296\$ 2,391	•		257.932				28.222	
Cash and cash equivalents, beginning of period   433,884   33,155   42,701     Cash and cash equivalents, end of period   \$ 365,853   \$ 433,884   \$ 33,155     Supplemental cash flow information:   Interest paid   \$ 930   \$ 2,296   \$ 2,391								
Cash and cash equivalents, end of period   \$ 365,853   \$ 433,884   \$ 33,155     Supplemental cash flow information:   Interest paid   \$ 930   \$ 2,296   \$ 2,391								
Supplemental cash flow information:Interest paid\$ 930\$ 930\$ 930		¢		¢		¢		
Interest paid \$ 930 \$ 2,296 \$ 2,391	·	φ	505,655	φ	400,004	φ	JJ, 100	
Issuance of stock options in lieu of cash bonus \$ - \$ 5,735 \$ -	•		930				2,391	
	Issuance of stock options in lieu of cash bonus	\$	_	\$	5,735	\$		

Fixed assets included in accounts payable	\$ 161	\$ 232	\$ 45
Other receivable related to stock option exercises	\$ 4	\$ 97	\$ 173
Income taxes paid	\$ 122	\$ 149	\$ 55
Common stock issued in connection with acquisitions	\$ 455,586	\$ 156	\$ 6,164
Replacement awards issued in connection with acquisitions	\$ 6,729	\$ —	\$ _
Offering costs included in prepaid assets and accounts payable and accrued			
expenses	\$ _	\$ —	\$ 3,042
Common stock issued in connection with joint development agreement	\$ _	\$ —	\$ 3,869
Common stock warrants issued in connection with debt	\$ 	\$ —	\$ 779

## **Non-GAAP Financial Measures**

In addition to our financial results determined in accordance with GAAP, we use the following non-GAAP financial measures to help us evaluate trends, establish budgets, measure the effectiveness and efficiency of our operations, and determine employee incentives. We believe that non-GAAP financial information, when taken collectively, may be helpful to investors because it provides consistency and comparability with past financial performance. However, non-GAAP financial information is presented for supplemental informational purposes only, has limitations as an analytical tool and should not be considered in isolation or as a substitute for financial information presented in accordance with GAAP. In addition, other companies, including companies in our industry, may calculate similarly-titled non-GAAP measures differently or may use other measures to evaluate their performance. A reconciliation is provided below for each non-GAAP financial measure to the most directly comparable financial measure stated in accordance with GAAP. Investors are encouraged to review the related GAAP financial measures and the reconciliation of these non-GAAP financial measures to their most directly comparable GAAP financial measures, and not to rely on any single financial measure to evaluate our business. In evaluating these non-GAAP financial measures should not be construed as an inference that our future results will be unaffected by these expenses or any unusual or nonrecurring items.

## Adjusted Gross Profit and Adjusted Gross Margin

Adjusted Gross Profit is a non-GAAP financial measure that we define as revenue less cost of revenue, excluding depreciation and amortization, and excluding stock-based compensation. We define Adjusted Gross Margin as our Adjusted Gross Profit divided by our revenue. We believe Adjusted Gross Profit and Adjusted Gross Margin are useful to investors, as they eliminate the impact of certain noncash expenses and allow a direct comparison of these measures between periods without the impact of noncash expenses and certain other nonrecurring operating expenses.

#### Adjusted EBITDA

Adjusted EBITDA is a non-GAAP financial measure that we define as net loss adjusted to exclude interest expense (net), income tax expense (benefit), depreciation and amortization, stock-based compensation, acquisition and integration-related costs, and change in fair value of contingent consideration. We believe Adjusted EBITDA provides investors with useful information on period-to-period performance as evaluated by management and comparison with our past financial performance. We believe Adjusted EBITDA is useful in evaluating our operating performance compared to that of other companies in our industry, as this measure generally eliminates the effects of certain items that may vary from company to company for reasons unrelated to overall operating performance.

Adjusted Gross Profit, Adjusted Gross Margin and Adjusted EBITDA have certain limitations, including that they exclude the impact of certain non-cash charges, such as depreciation and amortization, whereas underlying assets may need to be replaced and result in cash capital expenditures, and stock-based compensation expense, which is a recurring charge.

The following table presents, for the periods indicated, a reconciliation of our revenue to Adjusted Gross Profit:

	Three Months Ended February 28,					Twelve Mo Febru		
		2022		2021		2022		2021
	(in	thousands, e	except	t percentages)	(ir	thousands, e	xcep	t percentages)
Revenue	\$	93,756	\$	59,232	\$	310,021	\$	170,358
Less:								
Cost of revenue, excluding depreciation and amortization		(43,593)		(27,620)		(169,019)		(93,673)
Gross profit, excluding depreciation and amortization		50,163		31,612		141,002		76,685
Add:								
Stock-based compensation, cost of revenue		866		269		3,197		948
Adjusted Gross Profit	\$	51,029	\$	31,881	\$	144,199	\$	77,633
Gross margin, excluding depreciation and amortization		53.5%		53.4%		45.5%		45.0%
Adjusted Gross Margin		54.4%		53.8%		46.5%		45.6%

The following table presents, for the periods indicated, a reconciliation of our Adjusted EBITDA to our net income (loss):

Three Mor	Three Months Ended Twelve Months Ende				
Febru	ary 28,	February 28,			
2022	2021	2022	2021		

	(in thousands)				(in thousands)			
Net Loss	\$ (34,556)	\$	(4,726)	\$	(123,124)	\$	(50,652)	
Adjusted for:								
Interest expense, net	768		60		2,905		3,724	
Income tax expense (benefit)	3,862		(81)		(5,639)		4	
Depreciation and amortization	11,641		2,121		42,608		8,212	
Stock-based compensation	27,112		3,266		72,939		9,576	
Acquisition and integration-related costs	11		2,050		13,219		2,050	
Change in fair value of contingent consideration	(7,134)		_		(45,416)		_	
Other expense	114		44		133		147	
Adjusted EBITDA	\$ 1,818	\$	2,734	\$	(42,375)	\$	(26,939)	