



ZoomInfo Announces Fourth Quarter and Full-Year 2025 Financial Results

February 9, 2026

VANCOUVER, Wash.--(BUSINESS WIRE)--Feb. 9, 2026-- ZoomInfo, (NASDAQ: GTM) the Go-To-Market Intelligence Platform, today announced its financial results for the fourth quarter and full-year ended December 31, 2025.

"In 2025 we delivered record revenue, expanded profitability, and increased free cash flow, while building the all-in-one AI platform for go-to-market teams," said Henry Schuck, ZoomInfo Founder and CEO. "In 2026, our focus is on bringing that platform to our customers at scale – putting our differentiated data, intelligence, workflow automations, and AI-powered insights directly into the hands of go-to-market teams and AI agents so they can more efficiently find, win, and grow customers."

Fourth Quarter 2025 Financial Highlights:

- GAAP Revenue of \$319.1 million, an increase of 3% year-over-year.
- GAAP Operating Income of \$54.2 million and Adjusted Operating Income of \$122.6 million.
- GAAP Operating Income Margin of 17% and Adjusted Operating Income Margin of 38%.
- GAAP Cash Flow from Operations of \$143.5 million and Unlevered Free Cash Flow of \$135.2 million.

Full-Year 2025 Financial Highlights:

- GAAP Revenue of \$1,249.5 million, an increase of 3% year-over-year.
- GAAP Operating Income of \$225.7 million and Adjusted Operating Income of \$445.9 million.
- GAAP Operating Income Margin of 18% and Adjusted Operating Income Margin of 36%.
- GAAP Cash Flow from Operations of \$465.4 million and Unlevered Free Cash Flow of \$454.9 million.

Recent Business and Operating Highlights:

- For the second year-in-a-row, ZoomInfo has been named a Leader in the 2025 Gartner® Magic Quadrant™ for Account-Based Marketing (ABM) Platforms.
- In 2025, the Company strengthened the core data engine that powers ZoomInfo by an additional 10.2 million contacts discoverable through enhanced title classification, expanded international mobile coverage by 1.8 million numbers across the UK, France, Germany, Italy, Spain, and the Netherlands, and verified location data for 160 million contacts, reflecting remote work realities.
- Closed the quarter with 1,921 customers with \$100,000 or greater in Annual Contract Value ("ACV"), an increase of 34 from the prior quarter, and an increase of 54 year-over-year. These customers now make up more than 50% of total Company ACV.¹
- 74% of the Company's ACV was Upmarket, an increase of 6% year-over-year. ¹
- As of December 31, 2025, the Company's net revenue retention rate was 90%.
- During the year ended December 31, 2025, the Company repurchased 40.5 million shares of Common Stock accounting for 12% of total shares outstanding, at an average price of \$10.06, for an aggregate \$407.0 million. As of year-end, there remained \$230.6 million outstanding under existing share repurchase authorizations.
- The Board of Directors of ZoomInfo approved an additional \$1.0 billion share repurchase authorization in February 2026.
- The Board of Directors of ZoomInfo has appointed Owen Wurzbacher as its Lead Independent Director. Mr. Wurzbacher has served on the Board of Directors since August 2024. He chairs the Board's Compensation Committee and is a member of the Nominating and Corporate Governance Committee.

¹ As of, or for the three months ended, December 31, 2025, as applicable

Q4 2025 Financial Highlights (Unaudited)

(\$ in millions, except per share amounts)

	GAAP Quarterly Results	Change YoY	Non-GAAP Quarterly Results	Change YoY
Revenue	\$319.1	3%		

Operating Income	\$54.2	75%	Adjusted Operating Income	\$122.6	6%
Operating Income Margin	17%		Adjusted Operating Income Margin	38%	
Net Income Per Share (Diluted)	\$0.11		Adjusted Net Income Per Share (Diluted)	\$0.32	
Cash Flow from Operating Activities	\$143.5	32%	Unlevered Free Cash Flow	\$135.2	44%

FY 2025 Financial Highlights (Unaudited)

(\$ in millions, except per share amounts)

	GAAP Annual Results	Change YoY		Non-GAAP Annual Results	Change YoY
Revenue	\$1,249.5	3%			
Operating Income	\$225.7	132%	Adjusted Operating Income	\$445.9	4%
Operating Income Margin	18%		Adjusted Operating Income Margin	36%	
Net Income Per Share (Diluted)	\$0.38		Adjusted Net Income Per Share (Diluted)	\$1.09	
Cash Flow from Operating Activities	\$465.4	26%	Unlevered Free Cash Flow	\$454.9	2%

The Company uses a variety of operational and financial metrics, including non-GAAP financial measures, to evaluate its performance and financial condition. The accompanying financial data includes additional information regarding these metrics and a reconciliation of non-GAAP financial information for historical periods to the most directly comparable GAAP financial measure. The presentation of non-GAAP financial information should not be considered in isolation or as a substitute for, or superior to, the financial information prepared and presented in accordance with GAAP.

Business Outlook:

Based on information available as of February 9, 2026, ZoomInfo is providing guidance for the first quarter and full-year 2026 as follows:

	Q1 2026	FY 2026
Revenue	\$306 - \$309 million	\$1.247 - \$1.267 billion
Non-GAAP Adjusted Operating Income	\$105 - \$108 million	\$456 - \$466 million
Non-GAAP Adjusted Net Income Per Share	\$0.25 - \$0.27	\$1.10 - \$1.12
Non-GAAP Unlevered Free Cash Flow	<i>Not guided</i>	\$435 - \$465 million
Weighted Average Shares Outstanding	322 million	325 million

Conference Call and Webcast Information:

ZoomInfo will host a conference call today, February 9, 2026, to review its results at 4:30 p.m. Eastern Time, 1:30 p.m. Pacific Time. To participate in the live conference call via telephone, please register [here](#). Upon registering, a dial-in number and unique PIN will be provided to join the conference call.

The call will also be webcast live on the Company's investor relations website at <https://ir.zoominfo.com/>, where related presentation materials will be posted prior to the conference call. Following the conference call, an archived webcast of the call will be available for one year on the investor relations website.

Upcoming Events:

ZoomInfo executives expect to participate in the following investor events:

- Raymond James 47th Annual Institutional Investors Conference, Mar. 2, 2026
- Morgan Stanley Technology, Media & Telecom Conference, Mar. 3, 2026
- Stifel Technology Conference, Mar. 10, 2026

For more information on specific events, presentation times, and webcast details (if available), visit the "News & Events" section on the Company's investor relations website at <https://ir.zoominfo.com>. Conferences with presentations that are webcast, will be webcast live, and the replay will be available for a limited time.

Non-GAAP Financial Measures and Other Metrics:

To supplement our consolidated financial statements presented in accordance with GAAP, this press release contains non-GAAP financial measures, including Adjusted Operating Income, Adjusted Operating Income Margin, Adjusted Net Income, Adjusted Net Income Per Share, and Unlevered Free Cash Flow. We believe these non-GAAP measures are useful to investors in evaluating our operating performance because they eliminate certain items that affect period-over-period comparability and provide consistency with past financial performance and additional information about our underlying results and trends by excluding certain items that may not be indicative of our business, results of operations, or outlook.

Non-GAAP financial measures are not meant to be considered in isolation or as a substitute for the comparable GAAP measures, but rather as supplemental information to our business results. This information should be read only in conjunction with our consolidated financial statements prepared in accordance with GAAP. There are limitations to these non-GAAP financial measures because they are not prepared in accordance with GAAP and may not be comparable to similarly titled measures of other companies due to potential differences in methods of calculation and items or events being adjusted. In addition, other companies may use different measures to evaluate their performance, all of which could reduce the usefulness of our non-GAAP financial measures as tools for comparison. A reconciliation is provided at the end of this press release for each historical non-GAAP financial measure to the most directly comparable financial measure stated in accordance with GAAP. We do not provide a quantitative reconciliation of the forward-looking non-GAAP financial measures included in this press release to the most directly comparable GAAP measures due to the high variability and difficulty to predict certain items excluded from these non-GAAP financial measures; in particular, the effects of stock-based compensation expense, taxes and amounts under the exchange tax receivable agreement, deferred tax assets and deferred tax liabilities, and restructuring and transaction expenses. We expect the variability of these excluded items may have a significant, and potentially unpredictable, impact on our future GAAP financial results.

We define Adjusted Operating Income as income (loss) from operations adjusted for, as applicable, (i) amortization of acquired technology and other acquired intangibles, (ii) equity-based compensation expense, (iii) restructuring and transaction-related expenses, (iv) integration costs and acquisition-related expenses, (v) and litigation settlement. We define Adjusted Operating Income Margin as Adjusted Operating Income divided by revenue.

We define Adjusted Net Income as net income (loss) adjusted for, as applicable, (i) loss on debt modification and extinguishment, (ii) amortization of acquired technology and other acquired intangibles, (iii) equity-based compensation expense, (iv) restructuring and transaction-related expenses, (v) integration costs and acquisition-related expenses, (vi) litigation settlement, (vii) TRA liability remeasurement (benefit) expense, (viii) other (income) loss, net and (ix) tax impacts of adjustments to net income (loss). We define Adjusted Net Income Per Share as Adjusted Net Income divided by diluted weighted average shares outstanding used for Adjusted Net Income Per Share.

We define Unlevered Free Cash Flow as net cash provided by (used in) operating activities less (i) purchases of property and equipment and other assets, plus (ii) cash interest expense, (iii) cash payments related to restructuring and transaction-related expenses, (iv) cash payments related to integration costs and acquisition-related compensation, and (v) litigation settlement payments. Unlevered Free Cash Flow does not represent residual cash flow available for discretionary expenditures since, among other things, we have mandatory debt service requirements.

Net revenue retention is a metric that we calculate based on customers of ZoomInfo at the beginning of the twelve-month period, and is calculated as: (a) the total annual contract value ("ACV") for those customers at the end of the twelve-month period, divided by (b) the total ACV for those customers at the beginning of the twelve-month period.

Share Repurchase Authorization

The shares of Common Stock proposed to be acquired in the share repurchase program may be repurchased from time to time in open market transactions or by other means in accordance with federal securities laws. The Company intends to fund repurchases from available working capital, cash provided by operating activities, and, as appropriate, borrowings under its existing credit facilities or other sources of financing. The timing, as well as the number and value of shares of Common Stock repurchased under the program, will be determined by the Company at its discretion and will depend on a variety of factors, including management's assessment of the intrinsic value of the Company's shares of Common Stock, the market price of the Company's Common Stock, general market and economic conditions, available liquidity, alternative investment opportunities, compliance with the Company's debt and other agreements, and applicable legal requirements. The exact number of shares of Common Stock to be repurchased by the Company is not guaranteed, and the program may be suspended, modified, or discontinued at any time without prior notice.

Cautionary Statement Regarding Forward-Looking Information:

This press release contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Actual results may differ materially from those expressed or implied by these statements. You can generally identify our forward-looking statements by the words "anticipate", "believe", "can", "continue", "could", "estimate", "expect", "forecast", "goal", "intend", "may", "might", "objective", "outlook", "plan", "potential", "predict", "projection", "seek", "should", "target", "trend", "will", "would" or the negative version of these words or other comparable words. Any statements in this press release regarding future revenue, earnings, margins, financial performance, expenses, estimates, cash flow, growth in free cash flow, results of changes in operational procedures, liquidity, or results of operations (including, but not limited to, the guidance provided under "Business Outlook"), and any other statements that are not historical facts are forward-looking statements. We have based our forward-looking statements on beliefs and assumptions based on information available to us at the time the statements are made. We caution you that assumptions, beliefs, expectations, intentions and projections about future events may, and often do, vary materially from actual results. Therefore, we cannot assure you that actual results will not differ materially from those expressed or implied by our forward-looking statements.

Factors that could cause actual results to differ from those expressed or implied by our forward-looking statements include, among other things: future economic, competitive, and regulatory conditions, potential future uses of cash, the successful integration of acquired businesses, and future decisions made by us and our competitors. All of these factors are difficult or impossible to predict accurately and many of them are beyond our control. For a further list and description of these and other important risks and uncertainties that may affect our future operations, see Part I, Item 1A - Risk Factors in our most recent Annual Report on Form 10-K filed with the Securities and Exchange Commission, which we may update in Part II, Item 1A - Risk Factors in Quarterly Reports on Form 10-Q we have filed or will file hereafter. Our forward-looking statements do not reflect the potential impact of any future acquisitions, mergers, dispositions, joint ventures, investments, or other strategic transactions we may make. Each forward-looking statement contained in this presentation speaks only as of the date of this press release, and we undertake no obligation to update or revise any forward-looking statements whether as a result of new information, future developments or otherwise, except as required by law.

Gartner Disclaimers

Gartner, Magic Quadrant for Account-Based Marketing Platforms, Jenifer Silverstein, Ray Pun, Upasna Chandna, Chris Chandler, 6 November 2025.

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About ZoomInfo:

ZoomInfo (NASDAQ: GTM) is the Go-To-Market Intelligence Platform that empowers businesses to grow faster with AI-ready insights, trusted data, and advanced automation. Its solutions provide more than 35,000 companies worldwide with a complete view of their customers, making every seller their best seller. ZoomInfo is a recognized leader in data privacy, with industry-leading GDPR and CCPA compliance and numerous data security and [privacy certifications](#). For more information about how ZoomInfo can help businesses with go-to-market intelligence that accelerates revenue growth, please visit www.zoominfo.com.

Website Disclosure:

ZoomInfo intends to use its website as a distribution channel of material company information. Financial and other important information regarding the Company is routinely posted on and accessible through the Company's website. Accordingly, you should monitor the investor relations portion of our website at <https://ir.zoominfo.com/> in addition to following our press releases, SEC filings, and public conference calls and webcasts. In addition, you may automatically receive email alerts and other information about ZoomInfo when you enroll your email address by visiting the "Email Alerts" section of our investor relations page at <https://ir.zoominfo.com/>.

ZoomInfo Technologies Inc. Condensed Consolidated Balance Sheets (in millions, except share data; unaudited)

	December 31,	
	2025	2024
Assets		
Current assets:		
Cash and cash equivalents	\$ 175.9	\$ 139.9
Short-term investments	4.0	—
Accounts receivable, net	225.6	246.1
Prepaid expenses and other current assets	48.5	65.0
Total current assets	<u>\$ 454.0</u>	<u>\$ 451.0</u>
Restricted cash, non-current	9.8	9.1
Property and equipment, net	162.6	112.6
Operating lease right-of-use assets, net	113.3	90.9
Intangible assets, net	217.3	275.8
Goodwill	1,692.7	1,692.7
Deferred tax assets	3,662.3	3,717.6
Deferred costs and other assets, net of current portion	127.5	117.9
Total assets	<u>\$ 6,439.5</u>	<u>\$ 6,467.6</u>
Liabilities and Stockholders' Equity		
Current liabilities:		
Accounts payable	\$ 31.3	\$ 16.6
Accrued expenses and other current liabilities	115.1	123.6
Unearned revenue, current portion	474.6	473.8
Current portion of tax receivable agreements liability	—	22.3
Current portion of operating lease liabilities	6.0	9.9
Current portion of long-term debt	5.9	5.9
Total current liabilities	<u>\$ 632.9</u>	<u>\$ 652.1</u>
Unearned revenue, net of current portion	3.2	4.1
Tax receivable agreements liability, net of current portion	2,731.9	2,740.2
Operating lease liabilities, net of current portion	239.2	151.2
Long-term debt, net of current portion	1,318.1	1,221.8
Deferred tax liabilities	3.8	2.4
Other long-term liabilities	1.7	2.3
Total liabilities	<u>\$ 4,930.8</u>	<u>\$ 4,774.1</u>
Stockholders' Equity:		

Common stock, par value \$0.01	\$	3.0	\$	3.4
Additional paid-in capital		1,068.1		1,362.9
Accumulated other comprehensive income		1.0		14.8
Retained earnings		436.6		312.4
Total stockholders' equity	\$	1,508.7	\$	1,693.5
Total liabilities and stockholders' equity	\$	6,439.5	\$	6,467.6

ZoomInfo Technologies Inc.
Consolidated Statements of Operations
(in millions, except per share amounts; unaudited)

	Three Months Ended December 31,		Twelve Months Ended December 31,	
	2025	2024	2025	2024
Revenue	\$ 319.1	\$ 309.1	\$ 1,249.5	\$ 1,214.3
Cost of revenue:				
Cost of service ⁽¹⁾	\$ 41.8	\$ 43.7	\$ 162.0	\$ 151.6
Amortization of acquired technology	9.3	9.5	37.6	38.2
Gross profit	\$ 268.0	\$ 255.9	\$ 1,049.9	\$ 1,024.5
Operating expenses:				
Sales and marketing ⁽¹⁾	\$ 100.7	\$ 114.9	\$ 414.6	\$ 414.1
Research and development ⁽¹⁾	42.2	56.4	182.0	196.1
General and administrative ⁽¹⁾	65.7	48.3	206.7	295.3
Amortization of other acquired intangibles	5.2	5.4	20.9	21.6
Total operating expenses	\$ 213.8	\$ 225.0	\$ 824.2	\$ 927.1
Income from operations	\$ 54.2	\$ 30.9	\$ 225.7	\$ 97.4
Interest expense, net	10.6	9.8	42.6	39.3
Loss on debt modification and extinguishment	—	—	—	0.7
Other loss (income), net	2.3	29.6	(11.2)	26.1
Income (Loss) before income taxes	\$ 41.3	\$ (8.5)	\$ 194.3	\$ 31.3
Provision (Benefit) for income taxes	6.6	(23.1)	70.1	2.2
Net income	\$ 34.7	\$ 14.6	\$ 124.2	\$ 29.1
Net income per share of common stock:				
Basic	\$ 0.11	\$ 0.04	\$ 0.38	\$ 0.08
Diluted	0.11	0.04	0.38	0.08

(1) Amounts include equity-based compensation expense, as follows:

	Three Months Ended December 31,		Twelve Months Ended December 31,	
	2025	2024	2025	2024
Cost of service	\$ 2.6	\$ 2.6	\$ 11.1	\$ 10.5
Sales and marketing	8.8	12.2	42.0	50.3
Research and development	7.7	11.0	33.2	40.5
General and administrative	7.9	8.0	29.9	36.7
Total equity-based compensation expense	\$ 27.0	\$ 33.8	\$ 116.2	\$ 138.0

ZoomInfo Technologies Inc.
Consolidated Statements of Cash Flows
(in millions; unaudited)

Twelve Months Ended December 31,	
2025	2024

Operating activities:

Net income	\$	124.2	\$	29.1
Adjustments to reconcile net income to net cash provided by operating activities:				
Depreciation and amortization		88.8		85.7
Amortization of debt discounts and issuance costs		2.5		2.2
Amortization of deferred commissions costs		90.2		67.6
Asset impairments and lease abandonment charges		23.7		57.4
Gain on lease modification		—		(1.7)
Loss on debt modification and extinguishment		—		0.7
Equity-based compensation expense		116.2		138.0
Deferred income taxes		61.4		(5.9)
Tax receivable agreement remeasurement		(6.9)		38.5
Provision for bad debt expense		23.0		42.8
Changes in operating assets and liabilities, net of acquisitions:				
Accounts receivable, net		(0.4)		(16.9)
Prepaid expenses and other current assets		(2.0)		(7.6)
Deferred costs and other assets, net of current portion		(86.5)		(35.5)
Accounts payable		10.3		(17.7)
Accrued expenses and other liabilities		21.1		(43.4)
Unearned revenue		(0.2)		36.1
Net cash provided by operating activities	\$	465.4	\$	369.4

Investing activities:

Purchases of investments	\$	(15.2)	\$	—
Maturities of investments		11.0		82.2
Purchases of property and equipment and other assets		(76.1)		(64.9)
Right of use asset initial direct costs		(0.5)		(3.4)
Cash paid for acquisitions, net of cash acquired		—		(0.5)
Net cash (used in) provided by investing activities	\$	(80.8)	\$	13.4

Financing activities:

Payments of deferred consideration	\$	—	\$	(0.7)
Payments of debt issuance and modification costs		(0.1)		(2.1)
Repayment of debt		(5.9)		(5.9)
Proceeds from revolving credit loans		100.0		—
Taxes paid related to net share settlement of equity awards		(7.2)		(22.8)
Proceeds from issuance of common stock under the ESPP		—		4.2
Tax receivable agreement payments		(23.6)		(94.0)
Repurchase of common stock		(411.1)		(565.6)
Tax distributions		—		(3.1)
Net cash used in financing activities	\$	(347.9)	\$	(690.0)

Net increase (decrease) in cash, cash equivalents, and restricted cash	\$	36.7	\$	(307.2)
Cash, cash equivalents, and restricted cash at beginning of period		149.0		456.2
Cash, cash equivalents, and restricted cash at end of period	\$	185.7	\$	149.0

Cash, cash equivalents, and restricted cash at end of period:

Cash and cash equivalents	\$	175.9	\$	139.9
Restricted cash, non-current		9.8		9.1
Total cash, cash equivalents, and restricted cash	\$	185.7	\$	149.0

Supplemental disclosures of cash flow information:

Interest paid in cash	\$	45.8	\$	44.0
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Supplemental disclosures of non-cash investing and financing activities:

Equity-based compensation included in capitalized software	\$	6.2	\$	5.6
Property and equipment included in accounts payable and accrued expenses and other current liabilities		14.2		5.0

Reconciliation of GAAP Cash Flow from Operations to Non-GAAP Unlevered Free Cash Flow
(in millions; unaudited)

	Three Months Ended December 31,		Twelve Months Ended December 31,	
	2025	2024	2025	2024
Net cash provided by operating activities (GAAP)	\$ 143.5	\$ 109.0	\$ 465.4	\$ 369.4
Purchases of property and equipment and other assets	(16.4)	(23.4)	(76.1)	(64.9)
Interest paid in cash	5.6	4.4	45.8	44.0
Restructuring and transaction-related expenses paid in cash	1.4	3.5	15.5	67.0
Integration costs and acquisition-related compensation paid in cash	—	—	—	1.3
Litigation settlement payments ⁽¹⁾	1.1	0.1	4.3	30.1
Unlevered Free Cash Flow (Non-GAAP)	<u>\$ 135.2</u>	<u>\$ 93.6</u>	<u>\$ 454.9</u>	<u>\$ 446.9</u>

(1) Represents cash payments for legal settlements and associated legal fees. For the twelve months ended December 31, 2024, these payments are primarily related to costs incurred due to the Class Actions.

ZoomInfo Technologies Inc.
Reconciliation of GAAP Income from Operations to Non-GAAP Adjusted Operating Income
(in millions; unaudited)

	Three Months Ended December 31,		Twelve Months Ended December 31,	
	2025	2024	2025	2024
Income from operations (GAAP)	\$ 54.2	\$ 30.9	\$ 225.7	\$ 97.4
Amortization of acquired technology	9.3	9.5	37.6	38.2
Amortization of other acquired intangibles	5.2	5.4	20.9	21.6
Equity-based compensation expense	27.0	33.8	116.2	138.0
Restructuring and transaction-related expenses ⁽¹⁾	25.1	34.6	40.3	101.6
Litigation settlement ⁽²⁾	1.8	1.7	5.2	31.7
Adjusted Operating Income (Non-GAAP)	<u>\$ 122.6</u>	<u>\$ 115.9</u>	<u>\$ 445.9</u>	<u>\$ 428.5</u>
Revenue (GAAP)	\$ 319.1	\$ 309.1	\$ 1,249.5	\$ 1,214.3
Operating Income Margin (GAAP)	17%	10%	18%	8%
Adjusted Operating Income Margin (Non-GAAP)	38%	37%	36%	35%

(1) Represents costs directly associated with acquisition or disposal activities, including employee severance and termination benefits, contract termination fees and penalties, and other exit or disposal costs. For the twelve months ended December 31, 2025, this expense is primarily related to impairment charges related to Vancouver and Ra'anana and employee severance and termination benefits. For the twelve months ended December 31, 2024, this expense is primarily related to lease impairment and abandonment charges as well as lease restructuring activities.

(2) Represents charges associated with legal settlements and legal fees. For the twelve months ended December 31, 2024, these charges are primarily related to costs incurred due to the Class Actions.

ZoomInfo Technologies Inc.
Reconciliation of GAAP Net Income to Non-GAAP Adjusted Net Income
(in millions, except per share amounts; unaudited)

	Three Months Ended December 31,		Twelve Months Ended December 31,	
	2025	2024	2025	2024
Net income (GAAP)	\$ 34.7	\$ 14.6	\$ 124.2	\$ 29.1
Loss on debt modification and extinguishment	—	—	—	0.7
Amortization of acquired technology	9.3	9.5	37.6	38.2
Amortization of other acquired intangibles	5.2	5.4	20.9	21.6
Equity-based compensation expense	27.0	33.8	116.2	138.0
Restructuring and transaction-related expenses ⁽¹⁾	25.1	34.6	40.3	101.6
Litigation settlement ⁽²⁾	1.8	1.7	5.2	31.7

TRA liability remeasurement (benefit) expense	7.3	28.6	(6.9)	38.5
Other loss (income), net	0.1	—	0.1	(2.4)
Tax impacts of adjustments to net income ⁽³⁾	(4.2)	(34.6)	31.7	(33.2)
Adjusted Net Income (Non-GAAP)	\$ 106.2	\$ 93.6	\$ 369.2	\$ 363.8
Diluted Net Income Per Share (GAAP)	\$ 0.11	\$ 0.04	\$ 0.38	\$ 0.08
Loss on debt modification and extinguishment per diluted share	—	—	—	—
Amortization of acquired technology per diluted share	0.03	0.03	0.11	0.10
Amortization of other acquired intangibles per diluted share	0.01	0.02	0.06	0.06
Equity-based compensation expense per diluted share	0.08	0.09	0.34	0.37
Restructuring and transaction-related expenses per diluted share	0.08	0.10	0.11	0.27
Litigation settlement per diluted share	—	—	0.02	0.08
TRA liability remeasurement (benefit) expense per diluted share	0.02	0.08	(0.02)	0.10
Other loss (income), net per diluted share	—	—	—	(0.01)
Tax impacts of adjustments to net income per diluted share	(0.01)	(0.10)	0.09	(0.09)
Adjusted Net Income Per Share (Non-GAAP)	\$ 0.32	\$ 0.26	\$ 1.09	\$ 0.96
Shares for Adjusted Net Income Per Share ⁽⁴⁾	327	358	340	377

- (1) Represents costs directly associated with acquisition or disposal activities, including employee severance and termination benefits, contract termination fees and penalties, and other exit or disposal costs. For the twelve months ended December 31, 2025, this expense is primarily related to impairment charges related to Vancouver and Ra'anana and employee severance and termination benefits. For the twelve months ended December 31, 2024, this expense is primarily related to lease impairment and abandonment charges as well as lease restructuring activities.
- (2) Represents charges associated with legal settlements and legal fees. For the twelve months ended December 31, 2024, these charges are primarily related to costs incurred due to the Class Actions.
- (3) Represents tax expense associated with Net income (GAAP) excluded from Adjusted Net Income (Non-GAAP). The Company calculates the tax impacts of adjustments to net income (loss) by taking the total gross value of the adjustments and multiplying it by the Company's U.S. federal and state statutory tax rate. We then recalculate the tax impact of book-tax differences related to equity compensation, the tax receivable agreements, restructuring and transaction-related expenses, and items that are deemed to be unrelated to current year operating income or are one-time in nature, such as provision to return true-ups. For the three and twelve months ended December 31, 2025, the tax impacts of adjustments to net income between GAAP and Non-GAAP are presented based on the specific rate reconciliation categories established under ASU 2023-09. For the three and twelve months ended December 31, 2025, these primarily relate to adjusting out \$8.3 million and \$0.8 million of tax benefit from state and local income taxes, net of federal income tax effect, recognizing \$16.5 million and \$61.1 million of tax benefit related to the amortization of tax goodwill associated with historical corporate structure simplification, and adjusting out \$0.5 million and \$10.3 million of tax expense from non-deductible stock-based compensation, respectively. For the three and twelve months ended December 31, 2024, these primarily relate to adjusting out \$31.9 million and \$30.1 million of tax benefit from the effects of changes in state tax law and apportionment, recognizing \$18.5 million and \$63.6 million of tax benefit related to the amortization of tax goodwill associated with historical corporate structure simplification, and adjusting out \$4.5 million and \$17.5 million of tax expense from non-deductible stock-based compensation, respectively. We believe the exclusion of these adjustments provides investors with useful information about the Company's underlying results and trends, allowing them to better understand and compare net income (loss) related to ongoing operations and the related current and deferred income tax expense.
- (4) Diluted earnings per share is computed by giving effect to all potential weighted average Common Stock, and any securities that are convertible into Common Stock, including options and restricted stock units. The dilutive effect of outstanding awards and convertible securities is reflected in diluted earnings per share by application of the treasury stock method, excluding deemed repurchases assuming proceeds from unrecognized compensation as required by GAAP.

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