

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 6, 2023

ZoomInfo Technologies Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-39310
(Commission File Number)

87-3037521
(IRS Employer Identification No.)

805 Broadway Street, Suite 900, Vancouver, Washington 98660
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(800) 914-1220**

Not applicable

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol	Name of each exchange on which registered
Common Stock, par value \$0.01 per share	ZI	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 2.02 Results of Operations and Financial Condition.

On February 6, 2023, ZoomInfo Technologies Inc. (the “Company”) issued a press release announcing its financial results as of and for the period ended December 31, 2022. A copy of the press release is furnished as Exhibit 99.1 to this current report and is incorporated herein by reference. The information contained in Item 2.02 of this current report, including the press release furnished as Exhibit 99.1 hereto, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

The following Exhibit 99.1 is furnished pursuant to Item 2.02 of this report.

(d) Exhibits.

Exhibit No.	Description
99.1	Press release dated February 6, 2023 announcing ZoomInfo Technologies Inc.'s fourth quarter and full year 2022 financial results
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ZoomInfo Technologies Inc.

Date: February 6, 2023

By: /s/ P. Cameron Hyzer

Name: P. Cameron Hyzer

Title: Chief Financial Officer



ZoomInfo Announces Fourth Quarter and Full-Year 2022 Financial Results

Fourth Quarter GAAP Revenue of \$301.7 million Grows 36% year-over-year
 Fourth Quarter GAAP Operating Income Margin of 17% and Adjusted Operating Income Margin of 42%
 Fourth Quarter Cash Flow from Operations of \$120.2 million and Unlevered Free Cash Flow of \$122.4 million

Vancouver, WA, February 6, 2023 - ZoomInfo, (NASDAQ: ZI) a global leader in modern go-to-market software, data, and intelligence, today announced its financial results for the fourth quarter and full-year ended December 31, 2022.

“ZoomInfo continues to deliver a leading combination of growth, profitability, and free cash flow generation at scale,” said Henry Schuck, ZoomInfo Founder and CEO. “Our results once again demonstrate our continued value proposition, as we drive an efficient go-to-market motion for our customers, with a quick-time-to-value and tangible long-term ROI. We are well-positioned to be a durable grower while compounding free cash flow over the long-term.”

Fourth Quarter 2022 Financial Highlights:

- Revenue of \$301.7 million, an increase of 36% year-over-year.
- Operating income of \$52.1 million and Adjusted Operating Income of \$127.0 million.
- GAAP operating income margin of 17% and Adjusted Operating Income Margin of 42%.
- Cash flow from operations of \$120.2 million, and Unlevered Free Cash Flow of \$122.4 million.

Full-Year 2022 Financial Highlights:

- Revenue of \$1,098.0 million, an increase of 47% year-over-year.
- Operating income of \$175.8 million and Adjusted Operating Income of \$447.8 million.
- GAAP operating income margin of 16% and Adjusted Operating Income Margin of 41%.
- Cash flow from operations of \$417.0 million, and Unlevered Free Cash Flow of \$456.5 million.

Recent Business and Operating Highlights:

- ZoomInfo customers indicated they were 63% more productive overall because of ZoomInfo — cutting the number of tools they need, reducing the time spent on administrative tasks, and stretching their budgets further as part of a recent survey of 4,300 ZoomInfo users across sales, marketing, operations, and talent roles.
- The company’s annual net revenue retention rate for 2022 was 104%.
- Closed the quarter with 1,926 customers with \$100,000 or greater in annual contract value.

Q4 2022 Financial Highlights (Unaudited)
(\$ in millions, except per share amounts)

	GAAP Quarterly Results	Change YoY		Non-GAAP Quarterly Results	Change YoY
Revenue	\$301.7	36%			
Operating Income	\$52.1	115%	Adjusted Operating Income	\$127.0	47%
Operating Income Margin	17%		Adjusted Operating Income Margin	42%	
Net Income Per Share (Diluted)	\$0.06		Adjusted Net Income per share (Diluted)	\$0.26	
Cash Flow from Operating Activities	\$120.2	69%	Unlevered Free Cash Flow	\$122.4	45%

FY 2022 Financial Highlights (Unaudited)
(\$ in millions, except per share amounts)

	GAAP Results	Change YoY		Non-GAAP Results	Change YoY
Revenue	\$1,098.0	47%			
Operating Income	\$175.8	55%	Adjusted Operating Income	\$447.8	46%
Operating Income Margin	16%		Adjusted Operating Income Margin	41%	
Net Income Per Share (Diluted)	\$0.16		Adjusted Net Income per share (Diluted)	\$0.88	
Cash Flow from Operating Activities	\$417.0	39%	Unlevered Free Cash Flow	\$456.5	32%

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 6, 2023, ZoomInfo is providing guidance for the first quarter and full-year 2023 as follows:

	Q1 2023	FY 2023
GAAP Revenue	\$299 - \$301 million	\$1.275 - \$1.285 billion
Non-GAAP Adjusted Operating Income	\$118 - \$120 million	\$523 - \$533 million
Non-GAAP Adjusted Net Income per share	\$0.21 - \$0.22	\$0.98 - \$1.00
Non-GAAP Unlevered Free Cash Flow	<i>Not guided</i>	\$507 - \$517 million
Weighted Average Shares Outstanding	414 million	418 million

Conference Call and Webcast Information:

ZoomInfo will host a conference call today, February 6, 2023, 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 ZoomInfo's Investor Relations website.

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 from operations plus (i) impact of fair value adjustments to acquired unearned revenue, (ii) amortization of acquired technology and other acquired intangibles, (iii) equity-based compensation expense, (iv) restructuring and transaction-related expenses, and (v) integration costs and acquisition-related compensation. We define Adjusted Operating Income Margin as Adjusted Operating Income divided by the sum of revenue and the impact of fair value adjustments to acquired unearned revenue.

We define Adjusted Net Income as Adjusted Operating Income less (i) interest expense, net (ii) other (income) expense, net, excluding TRA liability remeasurement expense (benefit) and (iii) income tax expense (benefit) including incremental tax effects of adjustments to arrive at Adjusted Operating Income and current tax benefits related to the TRA. We define Adjusted Net Income Per Share as Adjusted Net Income divided by diluted weighted average shares outstanding.

We define Unlevered Free Cash Flow as net cash provided from 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, and (iv) cash payments related to integration costs and acquisition-related compensation. 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 an annual metric that we calculate based on customers of ZoomInfo at the beginning of the year, and is calculated as: (a) the total ACV for those customers at the end of the year, divided by (b) the total ACV for those customers at the beginning of the year.

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, cash flow, 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 our management’s beliefs and assumptions based on information available to our management 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, actual results could 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 presentation, 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.

About ZoomInfo:

ZoomInfo (NASDAQ: ZI) is a leader in modern go-to-market software, data, and intelligence for more than 30,000 companies worldwide. ZoomInfo’s revenue operating system, RevOS, empowers business-to-business sales, marketing, operations, and recruiting professionals to hit their number by pairing best-in-class technology with unrivaled data coverage, accuracy, and depth of company and contact information. With integrations embedded into workflows and technology stacks, including the leading CRM, Sales Engagement, Marketing Automation, and Talent Management applications, ZoomInfo drives more predictable, accelerated, and sustainable growth for its customers. ZoomInfo emphasizes GDPR and CCPA compliance. In addition to creating the industry’s first proactive notice program, the company is a registered data broker with the states of California and Vermont. Read about ZoomInfo’s commitment to compliance, privacy, and security. For more information about ZoomInfo’s leading go-to-market software, data, and intelligence, and how they help sales, marketing, operations, and recruiting professionals, 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 at <https://ir.zoominfo.com/>. 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/>.

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

	December 31,	
	2022	2021
Assets		
Current assets:		
Cash and cash equivalents	\$ 418.0	\$ 308.3
Short-term investments	127.7	18.4
Accounts receivable	222.9	187.0
Prepaid expenses and other current assets	57.8	27.1
Income tax receivable	5.6	4.9
Total current assets	832.0	545.7
Restricted cash, non-current	6.1	5.8
Property and equipment, net	52.1	41.7
Operating lease right-of-use assets, net	63.0	59.8
Intangible assets, net	395.6	431.0
Goodwill	1,692.7	1,575.1
Deferred tax assets	3,977.9	4,116.0
Deferred costs and other assets, net of current portion	117.0	77.8
Total assets	\$ 7,136.4	\$ 6,852.9
Liabilities and Permanent Equity		
Current liabilities:		
Accounts payable	\$ 35.6	\$ 15.9
Accrued expenses and other current liabilities	104.1	103.3
Unearned revenue, current portion	416.8	361.5
Income taxes payable	5.9	8.4
Current portion of tax receivable agreements liability	—	10.4
Current portion of operating lease liabilities	10.3	8.1
Total current liabilities	572.7	507.6
Unearned revenue, net of current portion	3.1	2.7
Tax receivable agreements liability, net of current portion	2,978.7	3,046.0
Operating lease liabilities, net of current portion	67.9	61.5
Long-term debt, net of current portion	1,235.7	1,232.9
Deferred tax liabilities	1.0	1.5
Other long-term liabilities	5.5	2.8
Total liabilities	4,864.6	4,855.0
Commitments and Contingencies		
Permanent Equity		
Common Stock, par value \$0.01	4.0	4.0
Additional paid-in capital	2,052.1	1,871.6
Accumulated other comprehensive income (loss)	39.7	9.5
Retained Earnings	176.0	112.8
Noncontrolling interests	—	—
Total equity	2,271.8	1,997.9
Total liabilities and permanent equity	\$ 7,136.4	\$ 6,852.9

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

	Three Months Ended December 31,		Year Ended December 31,	
	2022	2021	2022	2021
Revenue	\$ 301.7	\$ 222.3	\$ 1,098.0	\$ 747.2
Cost of service:				
Cost of service ⁽²⁾	36.8	29.3	140.2	101.4
Amortization of acquired technology	12.4	11.1	48.2	35.3
Gross profit	252.5	181.9	909.6	610.5
Operating expenses:				
Sales and marketing ⁽²⁾	103.6	77.1	379.3	241.1
Research and development ⁽²⁾	55.9	40.9	205.2	119.7
General and administrative ⁽²⁾	35.0	28.3	123.2	92.4
Amortization of other acquired intangibles	5.6	5.3	22.0	20.3
Restructuring and transaction-related expenses	0.3	6.1	4.1	23.7
Total operating expenses	200.4	157.7	733.8	497.2
Income (loss) from operations	52.1	24.2	175.8	113.3
Interest expense, net	12.5	13.4	47.6	43.9
Loss on debt modification and extinguishment	—	—	—	7.7
Other (income) expense, net	(59.4)	(39.1)	(66.4)	(39.3)
Income (loss) before income taxes	99.0	49.9	194.6	101.0
Income tax expense (benefit)	75.8	(95.3)	131.4	6.1
Net income (loss)	23.2	145.2	63.2	94.9
Less: Net income (loss) attributable to noncontrolling interests	—	0.3	—	(21.9)
Net income (loss) attributable to ZoomInfo Technologies Inc.	\$ 23.2	\$ 144.9	\$ 63.2	\$ 116.8
Net income (loss) per share of Common Stock ⁽¹⁾ :				
Basic	\$ 0.06	\$ 0.37	\$ 0.16	\$ 0.46
Diluted	\$ 0.06	\$ 0.36	\$ 0.16	\$ 0.43

⁽¹⁾ Basic and diluted net income (loss) per share of Common Stock is applicable only for periods after the initial public offering ("IPO") and related Reorganization Transactions.

⁽²⁾ Amounts include equity-based compensation expense, as follows:

	Three Months Ended December 31,		Year Ended December 31,	
	2022	2021	2022	2021
Cost of service	\$ 5.5	\$ 3.7	\$ 20.2	\$ 13.2
Sales and marketing	24.7	13.1	80.4	38.2
Research and development	17.8	11.1	65.7	24.3
General and administrative	6.7	5.4	26.0	17.3
Total equity-based compensation expense	\$ 54.7	\$ 33.3	\$ 192.3	\$ 93.0

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

	Year Ended December 31,	
	2022	2021
Cash flows from operating activities:		
Net income (loss)	\$ 63.2	\$ 94.9
Adjustments to reconcile net income (loss) to net cash provided by (used in) operating activities:		
Depreciation and amortization	87.8	69.3
Amortization of debt discounts and issuance costs	3.0	2.5
Amortization of deferred commissions costs	65.9	41.7
Asset impairments	—	2.7
Loss on debt modification and extinguishment	—	7.7
Deferred consideration valuation adjustments	0.2	0.2
Equity-based compensation expense	192.3	93.0
Deferred income taxes	123.3	(14.5)
Tax receivable agreement remeasurement	(65.6)	(39.5)
Provision for bad debt expense	5.7	4.5
Changes in operating assets and liabilities, net of acquisitions:		
Accounts receivable	(39.3)	(66.1)
Prepaid expenses and other current assets	(8.0)	(9.8)
Deferred costs and other assets	(81.9)	(53.4)
Income tax receivable	(0.7)	(2.3)
Accounts payable	19.5	4.6
Accrued expenses and other liabilities	2.8	32.5
Unearned revenue	48.8	131.4
Net cash provided by (used in) operating activities	<u>417.0</u>	<u>299.4</u>
Cash flows from investing activities:		
Purchases of short-term investments	(139.3)	(119.8)
Maturities of short-term investments	30.8	61.3
Proceeds from sales of short-term investments	—	70.5
Purchases of property and equipment and other assets	(28.9)	(23.6)
Cash paid for acquisitions, net of cash acquired	(143.7)	(684.2)
Net cash provided by (used in) investing activities	<u>(281.1)</u>	<u>(695.8)</u>
Cash flows from financing activities:		
Payments of deferred consideration	(1.1)	(9.4)
Proceeds from debt issuances	—	1,071.8
Repayment of debt	—	(581.4)
Payments of debt issuance and modification costs	(0.4)	(11.6)
Proceeds from exercise of stock options	1.3	2.1
Taxes paid related to net share settlement of equity awards	(17.4)	(10.4)
Proceeds from issuance of common stock under the employee stock purchase plan	4.2	—
Payments of equity issuance costs	(0.3)	(1.7)
Tax receivable agreement payments	(12.2)	—
Tax distributions	—	(19.9)
Net cash provided by (used in) financing activities	<u>(25.9)</u>	<u>439.5</u>
Net increase (decrease) in cash, cash equivalents, and restricted cash	110.0	43.1
Cash, cash equivalents, and restricted cash at beginning of year	314.1	271.0
Cash, cash equivalents, and restricted cash at end of year	<u>\$ 424.1</u>	<u>\$ 314.1</u>
Cash, cash equivalents, and restricted cash at end of period:		
Cash and cash equivalents	\$ 418.0	\$ 308.3
Restricted cash, non-current	6.1	5.8
Total cash, cash equivalents, and restricted cash	<u>\$ 424.1</u>	<u>\$ 314.1</u>

Supplemental disclosures of cash flow information:			
Interest paid in cash:	\$	50.0	\$ 33.3
Cash paid for taxes	\$	11.6	\$ 18.1
Supplemental disclosures of non-cash investing and financing activities:			
Property and equipment included in accounts payable and accrued expenses and other current liabilities	\$	0.9	\$ 1.2
Deferred variable consideration from acquisition of a business	\$	—	\$ 2.2

ZoomInfo Technologies Inc.
Reconciliation of GAAP Cash Flow From Operations to Unlevered Free Cash Flow
(\$ in millions; unaudited)

	Three Months Ended December 31,		Year Ended December 31,	
	2022	2021	2022	2021
Cash flow from operations	\$ 120.2	\$ 71.3	\$ 417.0	\$ 299.4
Purchases of property and equipment and other assets	(6.5)	(7.8)	(28.9)	(23.6)
Interest paid in cash	6.0	7.0	50.0	33.3
Restructuring and transaction-related expenses paid in cash	2.1	4.9	14.6	24.2
Integration costs and acquisition-related compensation paid in cash	0.6	9.0	3.7	13.7
Unlevered Free Cash Flow	\$ 122.4	\$ 84.4	\$ 456.5	\$ 347.0

ZoomInfo Technologies Inc.

Reconciliation of GAAP Net Income (Loss) to Adjusted Net Income and Income (Loss) From Operations to Adjusted Operating Income
(in millions, except per share amounts; unaudited)

	Three Months Ended December 31,		Year Ended December 31,	
	2022	2021	2022	2021
Net income (loss)	\$ 23.2	\$ 145.2	\$ 63.2	\$ 94.9
Add (less): Expense (benefit) from income taxes	75.8	(95.3)	131.4	6.1
Add: Interest expense, net	12.5	13.4	47.6	43.9
Add: Loss on debt modification and extinguishment	—	—	—	7.7
Add (less): Other expense (income), net	(59.4)	(39.1)	(66.4)	(39.3)
Income (loss) from operations	52.1	24.2	175.8	113.3
Add: Impact of fair value adjustments to acquired unearned revenue	0.1	1.9	2.1	4.6
Add: Amortization of acquired technology	12.4	11.1	48.2	35.3
Add: Amortization of other acquired intangibles	5.6	5.3	22.0	20.3
Add: Equity-based compensation	54.7	33.3	192.3	93.0
Add: Restructuring and transaction-related expenses	0.3	6.1	4.1	23.7
Add: Integration costs and acquisition-related expenses	1.8	4.4	3.3	16.4
Adjusted Operating Income	127.0	86.4	447.8	306.6
Less: Interest expense, net	(12.5)	(13.4)	(47.6)	(43.9)
Less (add): Other expense (income), net, excluding TRA liability remeasurement (benefit) expense	3.3	(0.2)	0.8	(0.3)
Add (less): Benefit (expense) from income taxes	(75.8)	95.3	(131.4)	(6.1)
Add (less): Tax impacts of adjustments to net income (loss)	66.8	(94.8)	93.8	(25.3)
Adjusted Net Income	\$ 108.7	\$ 73.2	\$ 363.5	\$ 231.1
Shares for Adjusted Net Income Per Share ⁽¹⁾	413	407	411	405
Adjusted Net Income Per Share	\$ 0.26	\$ 0.18	\$ 0.88	\$ 0.57

⁽¹⁾ 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. Shares and grants issued in conjunction with the IPO were assumed to be issued at the beginning of the period.

(\$ in millions)	Three Months Ended December 31,		Year Ended December 31,	
	2022	2021	2022	2021
Adjusted Operating Income	\$ 127.0	\$ 86.4	\$ 447.8	\$ 306.6
Revenue	301.7	222.3	1,098.0	747.2
Impact of fair value adjustments to acquired unearned revenue	0.1	1.9	2.1	4.6
Revenue for adjusted operating margin calculation	\$ 301.8	\$ 224.3	\$ 1,100.1	\$ 751.8
<i>Adjusted Operating Income Margin</i>	<u>42 %</u>	<u>39 %</u>	<u>41 %</u>	<u>41 %</u>