## **Non-GAAP Financial Measures and Other Key Metrics**

This supplemental financial information contains financial statements that have not been prepared in accordance with generally accepted accounting principles in the United States ("GAAP"). We use these non-GAAP financial measures and key metrics internally in analyzing our financial results and believe that the disclosure of these non-GAAP financial measures and key metrics will be useful to investors as an additional tool to evaluate our ongoing operating results and trends and in comparing our financial results with other companies in our industry, many of which present similar non-GAAP financial measures or key metrics.

Non-GAAP financial measures and key metrics are not meant to be considered in isolation or as a substitute for comparable GAAP financial measures, and should be read only in conjunction with our consolidated financial statements prepared in accordance with GAAP. A reconciliation of our non-GAAP financial measures and key metrics to the most directly comparable GAAP measures has been provided in the financial statement tables included in this supplemental financial information, and investors are encouraged to review these reconciliations. We have not provided a reconciliation of forward-looking non-GAAP measures to the corresponding GAAP measures as they are not available without unreasonable effort.

# Palo Alto Networks, Inc. Condensed Consolidated Statements of Operations - Fiscal Quarters (In millions, except percentages)

	Q419	Q120	Q220	Q320	Q420	Q121	Q221	Q321
Revenue:								
Product	\$ 305.7	\$ 231.2	\$ 246.5	\$ 280.9	\$ 305.6	\$ 237.3	\$ 254.7	\$ 288.9
Subscription and support	500.1	540.7	570.2	588.5	644.8	708.7	762.2	785.0
Total revenue	805.8	771.9	816.7	869.4	950.4	946.0	1,016.9	1,073.9
Cost of revenue:								
Product	82.2	65.1	68.7	73.3	87.3	62.2	75.6	81.9
Subscription and support	135.2	152.6	164.4	185.0	203.1	215.6	232.0	248.7
Total cost of revenue	217.4	217.7	233.1	258.3	290.4	277.8	307.6	330.6
Total gross profit	588.4	554.2	583.6	611.1	660.0	668.2	709.3	743.3
Product gross margin	73.1 %	71.8 %	72.1 %	73.9 %	71.4 %	73.8 %	70.3 %	71.7 %
Subscription and support gross margin	73.0 %	71.8 %	71.2 %	68.6 %	68.5 %	69.6 %	69.6 %	68.3 %
Total gross margin	73.0 %	71.8 %	71.5 %	70.3 %	69.4 %	70.6 %	69.8 %	69.2 %
Operating expenses:								
Research and development	158.7	170.5	185.4	196.3	215.9	237.4	266.7	311.0
Sales and marketing	370.4	365.7	374.9	388.4	391.2	388.6	427.4	448.0
General and administrative	69.2	69.8	76.2	82.9	70.7	86.7	104.0	94.7
Total operating expenses	598.3	606.0	636.5	667.6	677.8	712.7	798.1	853.7
Operating loss	(9.9)	(51.8)	(52.9)	(56.5)	(17.8)	(44.5)	(88.8)	(110.4)
Interest expense	(20.0)	(18.9)	(19.0)	(19.4)	(31.4)	(40.2)	(40.7)	(41.0)
Other income (expense), net	16.2	16.2	10.8	8.1	0.8	2.4	(0.5)	1.0
Loss before income taxes	(13.7)	(54.5)	(61.1)	(67.8)	(48.4)	(82.3)	(130.0)	(150.4)
Provision for (benefit from) income taxes	7.1	5.1	12.6	7.0	10.5	9.9	12.3	(5.3)
Net loss	\$ (20.8)	\$ (59.6)	\$ (73.7)	\$ (74.8)	\$ (58.9)	\$ (92.2)	\$(142.3)	\$(145.1)

# Palo Alto Networks, Inc. Non-GAAP Condensed Consolidated Statements of Operations - Fiscal Quarters (In millions, except percentages)

	Q419	Q120	Q220	Q320	Q420	Q121	Q221	Q321
Revenue:								
Product	\$ 305.7	\$ 231.2	\$ 246.5	\$ 280.9	\$ 305.6	\$ 237.3	\$ 254.7	\$ 288.9
Subscription and support	500.1	540.7	570.2	588.5	644.8	708.7	762.2	785.0
Total revenue	805.8	771.9	816.7	869.4	950.4	946.0	1,016.9	1,073.9
Cost of revenue:								
Product	79.8	63.7	67.2	70.0	83.9	58.9	72.1	78.4
Subscription and support	101.5	117.0	125.8	145.7	160.0	170.3	179.5	194.0
Total cost of revenue	181.3	180.7	193.0	215.7	243.9	229.2	251.6	272.4
Total gross profit	624.5	591.2	623.7	653.7	706.5	716.8	765.3	801.5
Product gross margin	73.9 %	72.4 %	72.7 %	75.1 %	72.5 %	75.2 %	71.7 %	72.9 %
Subscription and support gross margin	79.7 %	78.4 %	77.9 %	75.2 %	75.2 %	76.0 %	76.4 %	75.3 %
Total gross margin	77.5 %	76.6 %	76.4 %	75.2 %	74.3 %	75.8 %	75.3 %	74.6 %
Operating expenses:								
Research and development	100.6	107.5	116.0	127.0	137.4	141.1	159.5	189.0
Sales and marketing	314.7	319.4	314.7	329.0	326.9	318.9	348.3	368.8
General and administrative	35.1	42.3	47.2	54.8	53.8	51.4	55.7	61.4
Total operating expenses	450.4	469.2	477.9	510.8	518.1	511.4	563.5	619.2
Operating income	174.1	122.0	145.8	142.9	188.4	205.4	201.8	182.3
Interest expense	(3.5)	(3.4)	(3.3)	(3.6)	(4.5)	(5.1)	(5.2)	(5.1)
Other income, net	17.7	15.7	11.8	7.5	2.0	2.3	1.2	1.6
Income before income taxes	188.3	134.3	154.3	146.8	185.9	202.6	197.8	178.8
Provision for income taxes	41.4	29.5	34.0	32.2	41.0	44.5	43.6	39.3
Net income	\$ 146.9	\$ 104.8	\$ 120.3	\$ 114.6	\$ 144.9	\$ 158.1	\$ 154.2	\$ 139.5

	Q419	Q120	Q220	Q320		Q420	Q121	Q221	Q321
GAAP to Non-GAAP Reconciliations									
GAAP product gross profit	\$ 223.5	\$ 166.1	\$ 177.8	\$ 207.6	\$	218.3 \$	6 175.1	\$ 179.1	\$ 207.0
Share-based compensation-related charges	1.4	1.4	1.5	1.5		1.6	1.5	1.7	1.7
Litigation-related charges <sup>(1)</sup>	1.0	_	_	1.8		1.8	1.8	1.8	1.8
Non-GAAP product gross profit	\$ 225.9	\$ 167.5	\$ 179.3	\$ 210.9	\$	221.7 \$	5 178.4	\$ 182.6	\$ 210.5
Non-GAAP product gross margin	73.9 9	% 72.4 %	6 72.7	% 75.1 9	%	72.5 %	75.2 9	% 71.7 %	6 72.9 %
GAAP subscription and support gross profit	\$ 364.9	\$ 388.1	\$ 405.8	\$ 403.5	\$	441.7 \$	6 493.1	\$ 530.2	\$ 536.3
Share-based compensation-related charges	20.2	20.4	22.5	21.9		23.1	25.1	28.0	28.1
Amortization expense of acquired intangible assets	13.5	15.2	16.1	17.4		20.0	20.2	24.5	26.6
Non-GAAP subscription and support gross profit	\$ 398.6	\$ 423.7	\$ 444.4	\$ 442.8	\$	484.8 \$	538.4	\$ 582.7	\$ 591.0
Non-GAAP subscription and support gross margin	79.7 9	% 78.4 %	6 77.9	% 75.2 9	%	75.2 %	76.0 9	% 76.4 %	6 75.3 %
GAAP total gross profit	\$ 588.4	\$ 554.2	\$ 583.6	\$ 611.1	\$	660.0 \$	668.2	\$ 709.3	\$ 743.3
Share-based compensation-related charges	21.6	21.8	24.0	23.4		24.7	26.6	29.7	29.8
Amortization expense of acquired intangible assets	13.5	15.2	16.1	17.4		20.0	20.2	24.5	26.6
Litigation-related charges <sup>(1)</sup>	1.0		_	1.8		1.8	1.8	1.8	1.8
Non-GAAP total gross profit	\$ 624.5	\$ 591.2	\$ 623.7	\$ 653.7	\$	706.5 \$	5 716.8	\$ 765.3	\$ 801.5
Non-GAAP gross margin	77.5 9	% 76.6 %	6 76.4	% 75.2 9	%	74.3 %	75.8 9	% 75.3 %	6 74.6 %
GAAP research and development expense	\$ 158.7	\$ 170.5	\$ 185.4	\$ 196.3	\$	215.9 \$	6 237.4	\$ 266.7	\$ 311.0
Share-based compensation-related charges	58.1	63.0	69.4	69.3		78.5	96.3	107.2	122.0
Non-GAAP research and development expense	\$ 100.6	\$ 107.5	\$ 116.0	\$ 127.0	\$	137.4 \$	6 141.1	\$ 159.5	\$ 189.0
Non-GAAP research and development expense as a	40 E (	40.00	/ 1101	0/ 1100	۰ <i>۲</i>	4450/	11.0.0	0/ 4570	/ 47.0.0/
percentage of revenue	12.5 9	% 13.9 %	6 14.2	% 14.6 9	/0	14.5 %	14.9 9	% 15.7 %	<u> </u>
GAAP sales and marketing expense	\$ 370.4	\$ 365.7	\$ 374.9	\$ 388.4	\$	391.2 \$	388.6	\$ 427.4	\$ 448.0
Share-based compensation-related charges	54.2	44.8	58.5	57.6		61.6	66.4	74.0	73.8
Amortization expense of acquired intangible assets	1.5	1.5	1.7	1.8		2.7	3.3	5.1	5.4
Non-GAAP sales and marketing expense	\$ 314.7	\$ 319.4	\$ 314.7	\$ 329.0	\$	326.9 \$	318.9	\$ 348.3	\$ 368.8
Non-GAAP sales and marketing expense as a			/ 00 F /	07.01	27	04.0.0/	00.07		<u> </u>
percentage of revenue	39.0 9	% 41.4 %	6 38.5	% 37.9 9	/0	34.3 %	33.8 9	% 34.3 %	<u> </u>
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GAAP general and administrative expense	\$ 69.2	\$ 69.8	\$ 76.2	\$ 82.9	\$	70.7 \$		\$ 104.0	\$ 94.7
Share-based compensation-related charges	21.4	24.1	25.1	23.2		16.5	22.2	27.7	21.6
Acquisition-related costs <sup>(2)</sup>	9.8	3.4	7.0	4.9		0.4	13.1	20.6	11.7
(Gain) loss related to facility exit <sup>(3)</sup>	2.9		(3.1)	<u> </u>					<u> </u>
Non-GAAP general and administrative expense	\$ 35.1	\$ 42.3	\$ 47.2	\$ 54.8	\$	53.8 \$	5 51.4	\$ 55.7	\$ 61.4
Non-GAAP general and administrative expense as a percentage of revenue	4.4 9	% 5.5 %	6 5.8	% 6.3 9	%	5.7 %	5.4 9	% 5.5 %	<u>6 5.7 %</u>

(1) Consists of the amortization of intellectual property licenses and covenant not to sue.

(2) Consists of acquisition transaction costs, share-based compensation related to the cash settlement of certain equity awards, and costs to terminate certain employment, operating lease, and other contracts of the acquired companies.

(3) Consists of a cease-use loss of \$2.9 million related to the relocation of our corporate headquarters in Q4'19 and a gain of \$3.1 million related to the early termination of our previous headquarters leases in Q2'20.

GAAP total operating expense\$ 598.3\$ 606.0\$ 636.5\$ 667.6\$ 677.8\$ 712.7\$ 798.1Share-based compensation-related charges133.7131.9153.0150.1156.6184.9208.9Acquisition-related costs <sup>(1)</sup> 9.83.47.04.90.413.1206Amortization expense of acquired intangible assets1.51.51.71.82.73.35.1(Gain) loss related to facility exit <sup>(2)</sup> Non-GAAP total operating expense $2.9$ Share-based compensation-related charges\$ (9.9)\$ (51.8)\$ (52.9)\$ (56.5)\$ (17.8)\$ (44.5)\$ (88.8)Share-based compensation-related charges155.3153.7177.0173.5181.3211.5238.6Acquisition-related charges <sup>(1)</sup> 9.83.47.04.90.413.1206Amortization expense of acquired intangible assets155.3153.7177.0173.5181.3211.5238.6Acquisition-related charges <sup>(2)</sup> 1.01.81.81.81.8(Gain) loss related to facility exit <sup>(2)</sup> 1.01.6.419.820.5.9\$ (0.2)%(0.4)%(0.4)%(0.4)%(0.4)%(0.5)%(0.5)%(0.5)%GAAP interest expense\$ (20.0)\$ (18.9)\$ (19.0)\$ (19.0)\$ (19.4)\$ (31.4)\$ (40.2)\$ (40.7)Non-GAAP interest expense\$ (20.0)\$ (18.9)\$ (19.0) <t< th=""><th>\$ 853.7 217.4 11.7 5.4 <u>\$ 619.2</u> \$ 57.6 % \$ (110.4) 247.2 11.7 32.0</th></t<>	\$ 853.7 217.4 11.7 5.4 <u>\$ 619.2</u> \$ 57.6 % \$ (110.4) 247.2 11.7 32.0
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Non-GAAP total operating expense as a percentage of revenue         GAAP operating loss       \$ (9.9) \$ (51.8) \$ (52.9) \$ (56.5) \$ (17.8) \$ (44.5) \$ (88.8)         Share-based compensation-related charges       155.3 153.7 177.0 173.5 181.3 211.5 238.6         Acquisition-related costs <sup>(1)</sup> 9.8 3.4 7.0 4.9 0.4 13.1 20.6         Amortization expense of acquired intangible assets       15.0 16.7 17.8 19.2 22.7 23.5 29.6         Litigation-related charges <sup>(5)</sup> 10       -         Non-GAAP operating margin       2.9 -       (3.1) -       -         Non-GAAP operating margin       2.17.4 1 \$ 122.0 \$ 145.8 \$ 142.9 \$ 188.4 \$ 205.4 \$ 201.8         RAAP interest expense       \$ (20.0) \$ (18.9) \$ (19.0) \$ (19.4) \$ (31.4) \$ (40.2) \$ (40.7)         Non-GAAP interest expense       \$ (20.0) \$ (18.9) \$ (19.0) \$ (19.4) \$ (31.4) \$ (40.2) \$ (40.7)         Non-GAAP interest expense       \$ (3.5) \$ (3.4) \$ (3.3) \$ (3.6) \$ (4.5) \$ (5.1) \$ (5.2)         Non-GAAP interest expense as a percentage of revenue       \$ 16.2 \$ 16.2 \$ 10.8 \$ 8.1 \$ 0.8 \$ 2.4 \$ (0.5)         GAAP other income, net       \$ 16.2 \$ 16.2 \$ 10.8 \$ 8.1 \$ 0.8 \$ 2.4 \$ (0.5)         Non-GAAP other income, net       \$ 17.7 \$ 15.7 \$ 11.8 \$ 7.5 \$ 2.0 \$ 2.3 \$ 1.2         Non-GAAP other income, net as a percentage of revenue       \$ (13.7) \$ (54.5) \$ (61.1) \$ (67.8) \$ (48.4) \$ (82.3) \$ (13.0)         Share-based compensation-related charges       \$ (13.7) \$ (54.5) \$ (61.1) \$	\$ (110.4) 247.2 11.7
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Acquisition-related costs $(1)$ 9.83.47.04.90.413.120.6Amortization expense of acquired intangible assets Litigation-related charges $(3)$ 101.81.81.81.81.8(Gain) loss related to facility exit $(2)$ 2.9-(3.1)Non-GAAP operating margin $21.6 \ 15.8 \ 17.9 \ 16.4 \ 19.8 \ 205.4 \ 201.8 \ 201$	11.7
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Litigation-related charges $^{(3)}$ 1.01.81.81.81.8(Gain) loss related to facility exit $^{(2)}$ Non-GAAP operating income2.9-(3.1)Non-GAAP operating margin $21.6$ % $15.8$ % $17.9$ % $16.4$ % $19.8$ % $21.7$ % $19.8$ %GAAP interest expense\$ (20.0) \$ (18.9) \$ (19.0) \$ (19.4) \$ (31.4) \$ (40.2) \$ (40.7)Non-GAAP interest expense\$ (20.0) \$ (18.9) \$ (19.0) \$ (19.4) \$ (31.4) \$ (40.2) \$ (40.7)Non-GAAP interest expense\$ (3.5) \$ (3.4) \$ (3.3) \$ (3.6) \$ (4.5) \$ (5.1) \$ (5.2)Non-GAAP interest expense as a percentage of revenue\$ (3.5) \$ (3.4) \$ (3.3) \$ (3.6) \$ (4.5) \$ (0.5) \$ (0.5) \$ (0.5) \$ (0.5) \$ (0.4) \$ (0.4) \$ (0.4) \$ (0.4) \$ (0.4) \$ (0.5)	32.0
Litigation-related charges $^{(3)}$ 1.01.81.81.81.8(Gain) loss related to facility exit $^{(2)}$ Non-GAAP operating income2.9-(3.1)Non-GAAP operating margin $21.6$ % $15.8$ % $17.9$ % $16.4$ % $19.8$ % $21.7$ % $19.8$ %GAAP interest expense\$ (20.0) \$ (18.9) \$ (19.0) \$ (19.4) \$ (31.4) \$ (40.2) \$ (40.7)Non-GAAP interest expense\$ (20.0) \$ (18.9) \$ (19.0) \$ (19.4) \$ (31.4) \$ (40.2) \$ (40.7)Non-GAAP interest expense\$ (3.5) \$ (3.4) \$ (3.3) \$ (3.6) \$ (4.5) \$ (5.1) \$ (5.2)Non-GAAP interest expense as a percentage of revenue\$ (3.5) \$ (3.4) \$ (3.3) \$ (3.6) \$ (4.5) \$ (0.5) \$ (0.5) \$ (0.5) \$ (0.5) \$ (0.4) \$ (0.4) \$ (0.4) \$ (0.4) \$ (0.4) \$ (0.5)	
Non-GAAP operating income Non-GAAP operating margin $$$ 174.1 $ 122.0 $ 145.8 $ 142.9 $ 188.4 $ 205.4 $ 201.8 $ 201.8 $ 21.7 % 19.8 % 21.7 % 21.8 % 21.7 % 21.8 % 21.7 % 21.8 % 21.7 % 21.8 % 21.7 % 21.8 % 21.8 % 21.7 % 21.8 % 21.8 % 21.8 % $	1.8
Non-GAAP operating margin $21.6\%$ $17.9\%$ $16.4\%$ $19.8\%$ $21.7\%$ $19.8\%$ GAAP interest expenseNon-GAAP interest expenseNon-GAAP interest expenseNon-GAAP interest expense as a percentage of revenueGAAP other income (expense), net Foreign currency (gain) loss associated with non- GAAP adjustmentsNon-GAAP other income, net 	_
GAAP interest expense       \$ (20.0) \$ (18.9) \$ (19.0) \$ (19.4) \$ (31.4) \$ (40.2) \$ (40.7)         Non-cash charges related to convertible notes <sup>(4)</sup> 16.5       15.5       15.7       15.8       26.9       35.1       35.5         Non-GAAP interest expense       Non-GAAP interest expense as a percentage of revenue       (0.4)%       (0.4)%       (0.4)%       (0.5)%       (0.5)%       (0.5)%       (0.5)%         GAAP other income (expense), net       \$ 16.2 \$ 16.2 \$ 10.8 \$ 8.1 \$ 0.8 \$ 2.4 \$ (0.5)       \$ (0.5)       1.0       (0.6)       1.2       (0.1)       1.7         Non-GAAP other income, net       \$ 17.7 \$ 15.7 \$ 11.8 \$ 7.5 \$ 2.0 \$ 2.3 \$ 1.2         Non-GAAP other income, net       \$ (13.7) \$ (54.5) \$ (61.1) \$ (67.8) \$ (48.4) \$ (82.3) \$ (130.0)         GAAP loss before income taxes       \$ (13.7) \$ (54.5) \$ (61.1) \$ (67.8) \$ (48.4) \$ (82.3) \$ (130.0)         Share-based compensation-related charges       \$ (13.7) \$ (54.5) \$ (61.1) \$ (67.8) \$ (48.4) \$ (82.3) \$ (130.0)	\$ 182.3
Non-cash charges related to convertible notes <sup>(4)</sup> $16.5$ $15.7$ $15.8$ $26.9$ $35.1$ $35.5$ Non-GAAP interest expense       Non-GAAP interest expense as a percentage of revenue $(0.4)\%$ $(0.4)\%$ $(0.4)\%$ $(0.4)\%$ $(0.4)\%$ $(0.4)\%$ $(0.4)\%$ $(0.5)\%$ $(0.5)\%$ $(0.5)\%$ GAAP other income (expense), net       Foreign currency (gain) loss associated with non-GAAP adjustments $16.2$ $16.2$ $16.2$ $10.8$ $8.11$ $0.8$ $$2.4$ $$(0.5)\%$ $(0.5)\%$ Non-GAAP other income, net $15.7$ $15.7$ $$10.8$ $$8.11$ $$0.8$ $$2.4$ $$(0.5)$ Non-GAAP other income, net $$16.2$ $$16.2$ $$10.8$ $$8.11$ $$0.8$ $$2.4$ $$(0.5)$ Non-GAAP other income, net $$16.2$ $$16.2$ $$10.8$ $$8.11$ $$0.8$ $$2.4$ $$(0.5)$ Non-GAAP other income, net $$17.7$ $$15.7$ $$1.8$ $$7.5$ $$2.0$ $$2.3$ $$1.2$ GAAP loss before income taxes $$(13.7)$ $$(54.5)$ $$(61.1)$ $$(67.8)$ $$(48.4)$ $$(82.3)$ $$(130$	17.0 %
Non-GAAP interest expense       \$ (3.5) \$ (3.4) \$ (3.3) \$ (3.6) \$ (4.5) \$ (5.1) \$ (5.2)         Non-GAAP interest expense as a percentage of revenue       \$ (3.5) \$ (3.4) \$ (3.3) \$ (3.6) \$ (4.5) \$ (5.1) \$ (5.2)         GAAP other income (expense), net       \$ (0.4)%       (0.4)%       (0.4)%       (0.4)%       (0.5)%       (0.5)%       (0.5)%         Share-based compensation-related charges       \$ (13.7) \$ (54.5) \$ (61.1) \$ (67.8) \$ (48.4) \$ (82.3) \$ (130.0)	\$ (41.0)
Non-GAAP interest expense as a percentage of revenue       Image: constraint of the second seco	35.9
revenue $(0.4)\%$ (0.4)\%(0.4)\%(0.4)\%(0.4)\%(0.4)\%(0.4)\%(0.4)\%(0.4)\%(0.4)\%(0.4)\%(0.4)\%(0.4)\%(0.4)\%(0.4)\%(0.4)\%(0.4)\%(0.4)\%(0.4)\%(0.4)\%	\$ (5.1)
Foreign currency (gain) loss associated with non-GAAP adjustments       1.5       (0.5)       1.0       (0.6)       1.2       (0.1)       1.7         Non-GAAP other income, net       \$ 17.7       \$ 15.7       \$ 11.8       \$ 7.5       \$ 2.0       \$ 2.3       \$ 1.2         Non-GAAP other income, net as a percentage of revenue       \$ 2.2 %       2.0 %       1.4 %       0.9 %       0.2 %       0.2 %       0.1 %         GAAP loss before income taxes       \$ (13.7)       \$ (54.5)       \$ (61.1)       \$ (67.8)       \$ (48.4)       \$ (82.3)       \$ (130.0)         Share-based compensation-related charges       155.3       153.7       177.0       173.5       181.3       211.5       238.6	(0.5)%
GAAP adjustments       1.5       (0.5)       1.0       (0.6)       1.2       (0.1)       1.7         Non-GAAP other income, net       \$ 17.7       \$ 15.7       \$ 11.8       \$ 7.5       \$ 2.0       \$ 2.3       \$ 1.2         Non-GAAP other income, net as a percentage of revenue       2.2 %       2.0 %       1.4 %       0.9 %       0.2 %       0.2 %       0.1 %         GAAP loss before income taxes       \$ (13.7)       \$ (54.5)       \$ (61.1)       \$ (67.8)       \$ (48.4)       \$ (82.3)       \$ (130.0)         Share-based compensation-related charges       155.3       153.7       177.0       173.5       181.3       211.5       238.6	\$ 1.0
Non-GAAP other income, net as a percentage of revenue       2.2 %       2.0 %       1.4 %       0.9 %       0.2 %       0.1 %         GAAP loss before income taxes       \$ (13.7) \$ (54.5) \$ (61.1) \$ (67.8) \$ (48.4) \$ (82.3) \$ (130.0)         Share-based compensation-related charges       155.3 153.7 177.0 173.5 181.3 211.5 238.6	0.6
revenue       2.2 %       2.0 %       1.4 %       0.9 %       0.2 %       0.2 %       0.1 %         GAAP loss before income taxes       \$ (13.7) \$ (54.5) \$ (61.1) \$ (67.8) \$ (48.4) \$ (82.3) \$ (130.0)         Share-based compensation-related charges       155.3 153.7 177.0 173.5 181.3 211.5 238.6	\$ 1.6
Share-based compensation-related charges 155.3 153.7 177.0 173.5 181.3 211.5 238.6	0.1 %
	\$ (150.4)
	247.2
Acquisition-related costs <sup>(1)</sup> 9.8 3.4 7.0 4.9 0.4 13.1 20.6	11.7
Amortization expense of acquired intangible assets 15.0 16.7 17.8 19.2 22.7 23.5 29.6	32.0
Litigation-related charges <sup>(3)</sup> 1.0 — — 1.8 1.8 1.8 1.8	1.8
(Gain) loss related to facility exit <sup>(2)</sup> 2.9 — (3.1) — — — —	_
Non-cash charges related to convertible notes <sup>(4)</sup> 16.5 15.5 15.7 15.8 26.9 35.1 35.5	
Foreign currency (gain) loss associated with non-GAAP adjustments       1.5       (0.5)       1.0       (0.6)       1.2       (0.1)       1.7	35.9
Non-GAAP income before income taxes         \$ 188.3         \$ 134.3         \$ 154.3         \$ 146.8         \$ 185.9         \$ 202.6         \$ 197.8	35.9 0.6

(1) Consists of acquisition transaction costs, share-based compensation related to the cash settlement of certain equity awards, and costs to terminate certain employment, operating lease, and other contracts of the acquired companies.

(2) Consists of a cease-use loss of \$2.9 million related to the relocation of our corporate headquarters in Q4'19 and a gain of \$3.1 million related to the early termination of our previous headquarters leases in Q2'20.

(3) Consists of the amortization of intellectual property licenses and covenant not to sue.

(4) Consists primarily of non-cash interest expense related to our convertible senior notes.

		Q419		Q120		Q220		Q320		Q420	Q121		Q221		Q321
GAAP provision for (benefit from) income taxes	\$	7.1	\$	5.1	\$	12.6	\$	7.0	\$	10.5 \$	9.9	\$	12.3	\$	(5.3)
Income tax and other tax adjustments related to the above		34.3		24.4		21.4		25.2		30.5	34.6		31.3		44.6
Non-GAAP provision for income taxes	\$	41.4	\$	29.5	\$	34.0	\$	32.2	\$	41.0 \$	44.5	\$	43.6	\$	39.3
Non-GAAP effective tax rate	_	22.0 %	/ 0	22.0 %	, )	22.0 %	/ 0	22.0 %	/ 0	22.0 %	22.0 %	/ 0	22.0 %	ò	22.0 %
GAAP net loss	\$	(20.8)	\$	(59.6)	\$	(73.7)	\$	(74.8)	\$	(58.9) \$	(92.2)	\$ (	(142.3)	\$ (	145.1)
Share-based compensation-related charges		155.3		153.7		177.0		173.5		181.3	211.5		238.6		247.2
Acquisition-related costs <sup>(1)</sup>		9.8		3.4		7.0		4.9		0.4	13.1		20.6		11.7
Amortization expense of acquired intangible assets		15.0		16.7		17.8		19.2		22.7	23.5		29.6		32.0
Litigation-related charges <sup>(2)</sup>		1.0		_		_		1.8		1.8	1.8		1.8		1.8
(Gain) loss related to facility exit <sup>(3)</sup>		2.9		_		(3.1)		_		_	_		_		_
Non-cash charges related to convertible notes <sup>(4)</sup>		16.5		15.5		15.7		15.8		26.9	35.1		35.5		35.9
Foreign currency (gain) loss associated with non- GAAP adjustments		1.5		(0.5)		1.0		(0.6)		1.2	(0.1)		1.7		0.6
Income tax and other tax adjustments related to the above		(34.3)		(24.4)		(21.4)		(25.2)		(30.5)	(34.6)		(31.3)		(44.6)
Non-GAAP net income	\$	146.9	\$	104.8	\$	120.3	\$	114.6	\$	144.9 \$	158.1	\$	154.2	\$	139.5
GAAP net loss per share, diluted	\$	(0.22)	\$	(0.62)	\$	(0.75)	\$	(0.77)	\$	(0.61) \$	(0.97)	\$	(1.48)	\$	(1.50)
Share-based compensation-related charges		1.56		1.56		1.77		1.78		1.86	2.17		2.43		2.49
Acquisition-related costs <sup>(1)</sup>		0.10		0.04		0.07		0.05		0.00	0.14		0.21		0.12
Amortization expense of acquired intangible assets		0.16		0.17		0.18		0.20		0.24	0.25		0.31		0.33
Litigation-related charges <sup>(2)</sup>		0.01		0.00		0.00		0.02		0.02	0.02		0.02		0.02
(Gain) loss related to facility exit <sup>(3)</sup>		0.03		0.00		(0.03)		0.00		0.00	0.00		0.00		0.00
Non-cash charges related to convertible notes <sup>(4)</sup>		0.17		0.16		0.16		0.16		0.28	0.37		0.37		0.37
Foreign currency (gain) loss associated with non- GAAP adjustments		0.02		(0.01)		0.01		(0.01)		0.01	0.00		0.02		0.01
Income tax and other tax adjustments related to the above		(0.36)		(0.25)		(0.22)		(0.26)		(0.32)	(0.36)		(0.33)		(0.46)
Non-GAAP net income per share, diluted	\$	1.47	\$	1.05	\$	1.19	\$	1.17	\$	1.48 \$	1.62	\$	1.55	\$	1.38
GAAP weighted-average shares used to compute net loss per share, diluted		95.8		96.6		98.3		96.7		96.0	95.5		95.9		96.9
Weighted-average effect of potentially dilutive securities <sup>(5)</sup>		4.2		3.5		2.8		1.1		2.2	2.2		3.7		4.1
Non-GAAP weighted-average shares used to compute net income per share, diluted	_	100.0		100.1		101.1		97.8		98.2	97.7		99.6		101.0

(1) Consists of acquisition transaction costs, share-based compensation related to the cash settlement of certain equity awards, and costs to terminate certain employment, operating lease, and other contracts of the acquired companies.

(2) Consists of the amortization of intellectual property licenses and covenant not to sue.

(3) Consists of a cease-use loss of \$2.9 million related to the relocation of our corporate headquarters in Q4'19 and a gain of \$3.1 million related to the early termination of our previous headquarters leases in Q2'20.

(4) Consists primarily of non-cash interest expense related to our convertible senior notes.

(5) Our potentially dilutive securities include the potentially dilutive effect of employee equity incentive plan awards and our convertible senior notes outstanding and related warrant agreements, partially offset by the anti-dilutive impact of our note hedge agreements.

	Q419	Q120	Q220	Q320	Q420	Q121	Q221	Q321
Net cash provided by operating activities Less: purchases of property, equipment, and other	\$ 231.5	\$ 225.2	\$ 306.9	\$ 169.9		\$ 534.9	\$ 364.5	\$ 277.8
assets	53.1	47.2	49.1	86.3	31.8	29.6	32.1	26.9
Free cash flow (non-GAAP)	\$ 178.4	\$ 178.0	\$ 257.8	\$ 83.6	\$ 301.9	\$ 505.3	\$ 332.4	\$ 250.9
Add: capital expenditures for new headquarters <sup>(1)</sup>	26.8	22.7	17.8	53.8	_	_	_	_
Add: repayments of convertible senior notes attributable to debt discount	30.5	_	_	_	_	_	_	_
Add: litigation-related payment <sup>(2)</sup>	_	_	_	50.0	_	_	_	_
Less: cash payment related to landlord lease amendment ${}^{\rm (3)}$	(2.9)	(2.0)	_	_	_	_	_	
Adjusted free cash flow (non-GAAP)	\$ 238.6	\$ 202.7	\$ 275.6	\$ 187.4	\$ 301.9	\$ 505.3	\$ 332.4	\$ 250.9
Net cash provided by (used in) investing activities	\$ (448.7)	\$ 244.5	\$ 436.4	\$ 274.7	\$ (667.6)	) \$ (886.2)	\$ (384.4)	\$ (207.6)
Net cash provided by (used in) financing activities	\$ (136.1)	\$ (167.1)	\$ (6.1)	\$ (959.3)	\$ 1,805.5	\$ (464.5)	\$ (5.4)	\$ (298.5)
Free cash flow margin (non-GAAP)	22.1 %	6 23.1 %	6 31.6 %	6 9.6 %	6 31.8 %	53.4 %	6 32.7 %	6 23.4 %
Adjusted free cash flow margin (non-GAAP)	29.6 %	6 26.3 %	6 33.7 %	6 21.6 %	6 31.8 %	53.4 %	6 32.7 %	% 23.4 %
Other Key Metrics - Calculation of Billings								
Total revenue	\$ 805.8	\$ 771.9	\$ 816.7	\$ 869.4	\$ 950.4	\$ 946.0	\$1,016.9	\$1,073.9
Add: change in total deferred revenue, net of acquired deferred revenue	251.1	125.5	182.2	146.0	439.6	136.8	197.8	212.5
Total billings	\$1,056.9	\$ 897.4	\$ 998.9	\$1,015.4	\$ 1,390.0	\$1,082.8	\$1,214.7	\$1,286.4

(1) Consists of capital expenditures for new headquarters including a land purchase of \$51.7 million in Q3'20.

(2) Consists of a one-time payment in Q3'20 related to covenant not to sue.

(3) During Q1'18, we received an upfront cash reimbursement of \$38.2 million from our landlords in connection with the exercise of their option to amend the lease payment schedules and eliminate the rent holiday periods under certain of our lease agreements. The upfront cash reimbursement was applied against increased rental payments totaling \$38.2 million due in FY'18 through Q1'20 under the amended lease agreements. Adjusted free cash flow for the periods presented reflects adjustments for these increased rental payments made during the respective periods.

# Palo Alto Networks, Inc. Condensed Consolidated Balance Sheets - Fiscal Quarters (In millions)

	Q	419	 Q120	 Q220	 Q320	Q420	 Q121	 Q221	 Q321
Assets									
Current assets:									
Cash and cash equivalents	\$	961.4	\$ 1,263.7	\$ 2,000.0	\$ 1,484.7	\$ 2,958.0	\$ 2,142.0	\$ 2,113.2	\$ 1,886.1
Short-term investments	1	,841.7	1,597.5	1,133.9	554.1	789.8	1,075.6	1,058.0	1,059.3
Accounts receivable, net		582.4	499.2	540.3	668.8	1,037.1	675.5	669.2	766.8
Prepaid expenses and other current assets		279.3	289.4	304.0	306.4	344.3	407.8	435.4	428.7
Total current assets	3	,664.8	3,649.8	3,978.2	3,014.0	5,129.2	4,300.9	4,275.8	4,140.9
Property and equipment, net		296.0	316.4	311.4	357.2	348.1	337.9	330.7	322.7
Operating lease right-of-use assets		—	282.6	270.0	263.8	258.7	251.2	252.1	258.7
Long-term investments		575.4	467.6	317.9	151.2	554.4	873.2	857.1	885.4
Goodwill	1	,352.3	1,400.4	1,511.7	1,812.9	1,812.9	1,968.6	2,583.5	2,713.1
Intangible assets, net		280.6	284.1	290.0	380.6	358.2	388.8	541.1	530.3
Other assets		423.1	423.9	504.9	522.1	603.9	605.9	648.1	711.0
Total assets	\$6	,592.2	\$ 6,824.8	\$ 7,184.1	\$ 6,501.8	\$ 9,065.4	\$ 8,726.5	\$ 9,488.4	\$ 9,562.1
Liabilities, temporary equity, and stockholders' equity									
Current liabilities:									
Accounts payable	\$	73.3	\$ 74.7	\$ 55.4	\$ 52.3	\$ 63.6	\$ 48.5	\$ 44.7	\$ 71.8
Accrued compensation		235.5	125.7	175.2	174.9	322.2	188.4	261.0	252.8
Accrued and other liabilities		162.4	192.3	251.2	253.9	256.8	260.7	255.3	261.5
Deferred revenue	1	,582.1	1,658.9	1,757.7	1,854.6	2,049.1	2,137.5	2,289.7	2,421.2
Convertible senior notes, net		_	_	_	_	_	_	1,525.6	
Total current liabilities	2	,053.3	2,051.6	2,239.5	2,335.7	2,691.7	2,635.1	4,376.3	3,007.3
Convertible senior notes, net	1	,430.0	1,445.5	1,461.2	1,477.0	3,084.1	3,119.2	1,629.1	3,190.6
Long-term deferred revenue	1	,306.6	1,357.1	1,440.8	1,516.0	1,761.1	1,809.3	1,872.7	1,953.8
Long-term operating lease liabilities		_	371.6	353.5	344.6	336.6	323.9	317.9	317.7
Other long-term liabilities		216.0	82.6	80.6	83.8	90.1	92.0	93.9	95.5
Temporary equity		_	_	_	_	_	_	161.2	_
Stockholders' equity:									
Preferred stock		—	_		—	_	_	—	—
Common stock and additional paid-in capital	2	,490.9	2,477.5	2,644.5	1,855.7	2,259.2	2,003.9	2,429.8	2,541.1
Accumulated other comprehensive income (loss)		(3.7)	(0.6)	(1.8)	(2.0)	10.5	3.2	9.9	3.6
Accumulated deficit		(900.9)	 (960.5)	(1,034.2)	(1,109.0)	 (1,167.9)	 (1,260.1)	 (1,402.4)	 (1,547.5)
Total stockholders' equity	1	,586.3	 1,516.4	 1,608.5	 744.7	1,101.8	 747.0	 1,037.3	997.2
Total liabilities, temporary equity, and stockholders' equity	\$6	,592.2	\$ 6,824.8	\$ 7,184.1	\$ 6,501.8	\$ 9,065.4	\$ 8,726.5	\$ 9,488.4	\$ 9,562.1

## Palo Alto Networks, Inc. Condensed Consolidated Statements of Cash Flows - Fiscal Quarters (In millions)

	Q419	Q120	Q220	Q320	Q420	Q121	Q221	Q321
Cash flows from operating activities								
Net loss	\$ (20.8)	\$ (59.6)	\$ (73.7)	\$ (74.8)	\$ (58.9)	\$ (92.2)	\$ (142.3)	\$ (145.1
Adjustments to reconcile net loss to net cash provided by operating activities:								
Share-based compensation for equity-based awards	150.2	149.9	168.5	165.8	174.2	205.8	225.6	233.1
Depreciation and amortization	42.2	44.0	48.4	53.2	60.5	58.0	64.9	68.7
(Gain) loss related to facility exit	2.9	—	(3.1)	—	_	—	—	
Amortization of deferred contract costs	76.2	55.6	55.3	60.5	83.0	65.8	68.6	73.9
Amortization of debt discount and debt issuance costs	16.6	15.5	15.7	15.8	26.9	35.1	35.5	35.9
Amortization of operating lease right-of-use assets	_	10.4	10.7	13.1	13.2	10.0	10.7	11.9
Amortization of investment premiums, net of accretion of purchase discounts	(4.5)	(3.2)	(1.4)	(1.6)	_	2.7	3.2	3.3
Repayments of convertible senior notes attributable to debt discount	(30.5)	_	_	_	_	_	_	_
Changes in operating assets and liabilities, net of effects of acquisitions:								
Accounts receivable, net	(172.5)	83.9	(40.8)	(110.3)	(368.4)	382.3	16.4	(97.4
Prepaid expenses and other assets	(168.1)	(59.2)	(82.3)	(66.5)	(201.0)	(96.9)	(143.5)	(130.2
Accounts payable	9.1	(2.5)	(14.8)	(5.5)	10.0	(17.7)	(5.9)	27.0
Accrued compensation	89.5	(109.9)	48.8	(10.5)	147.3	(134.8)	70.6	(8.5
Accrued and other liabilities	(9.9)	(25.2)	(6.6)	(15.3)	7.3	(20.0)	(37.1)	(7.3
Deferred revenue	251.1	125.5	182.2	146.0	439.6	136.8	197.8	212.5
Net cash provided by operating activities	231.5	225.2	306.9	169.9	333.7	534.9	364.5	277.8
Cash flows from investing activities								
Purchases of investments	(558.0)	(274.3)	(9.0)	(12.2)	(885.3)	(829.7)	(282.8)	(381.6
Proceeds from sales of investments	3.0	_	1.1	309.7	3.2	_	_	36.
Proceeds from maturities of investments	550.3	632.4	622.7	451.3	246.3	198.2	335.9	311.0
Business acquisitions, net of cash acquired	(390.9)	(66.4)	(129.3)	(387.8)	_	(225.1)	(405.4)	(146.8
Purchases of property, equipment, and other assets	(53.1)	(47.2)	(49.1)	(86.3)	(31.8)	(29.6)	(32.1)	(26.9
Net cash provided by (used in) investing activities	(448.7)	244.5	436.4	274.7	(667.6)	(886.2)	(384.4)	(207.6
Cash flows from financing activities	· · · ·				,	,	,	,
Repayments of convertible senior notes attributable to principal and equity component	(128.9)	_	_	_	_	_	_	_
Payments for debt issuance costs	_	_	_	_	_	(0.2)		_
Proceeds from borrowings on convertible senior notes, net	_	_	_	_	1,979.1	_	_	_
Proceeds from issuance of warrants	_	_	_	_	202.8	_	_	_
Purchase of note hedges	_	_	_	_	(370.8)	_	_	_
Repurchases of common stock	_	(198.1)	_	(1,000.0)	_	(500.0)		(350.0
Proceeds from sales of shares through employee equity incentive plans	1.4	36.3	0.6	46.8	0.3	45.4	0.3	58.0
Payments for taxes related to net share settlement of equity awards	(8.6)	(5.3)	(6.7)	(4.8)	(5.9)	(9.7)	(5.7)	(6.5
Payment of deferred consideration related to prior year business acquisition	_	_	_	(1.3)	_	_	_	
Net cash provided by (used in) financing activities	(136.1)	(167.1)	(6.1)	(959.3)	1,805.5	(464.5)	(5.4)	(298.5
Net increase (decrease) in cash, cash equivalents, and restricted cash	(353.3)	302.6	737.2	(514.7)	1,471.6	(815.8)	(25.3)	(228.3
Cash, cash equivalents, and restricted cash - beginning of period	1,318.3	965.0	1,267.6	2,004.8	1,490.1	2,961.7	2,145.9	2,120.6
Cash, cash equivalents, and restricted cash - end of period	\$ 965.0	\$1,267.6	\$2,004.8	\$1,490.1	\$2,961.7	\$2,145.9	\$2,120.6	\$1,892.3
Reconciliation of cash, cash equivalents, and restricted cash to the condensed consolidated balance sheets								
Cash and cash equivalents	\$ 961.4	\$1,263.7	\$2,000.0	\$1,484.7	\$2,958.0	\$2,142.0	\$2,113.2	\$1,886.1
Restricted cash included in prepaid expenses and other current assets	1.9	1.9	2.5	2.7	2.8	2.9	3.8	5.2
Restricted cash included in other assets	1.7	2.0	2.3	2.7	0.9	1.0	3.6	1.0
Total cash, cash equivalents, and restricted cash	\$ 965.0	\$1,267.6	\$2,004.8	\$1,490.1	\$2,961.7	\$2,145.9	\$2,120.6	\$1,892.3