



CDW Corporation

Non-GAAP Reconciliations
Fourth Quarter 2019

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Non-GAAP Operating Income Reconciliation

(Unaudited)

(\$ in millions)

	Three Months Ended December 31,				Year Ended December 31,			
	2019	% of Net sales	2018	% of Net sales	2019	% of Net sales	2018	% of Net sales
Operating income	\$ 283.8	6.3%	\$ 242.9	6.0%	\$ 1,133.6	6.3%	\$ 987.3	6.1%
Amortization of intangibles ⁽¹⁾	44.8		44.1		178.5		182.7	
Equity-based compensation	10.8		10.8		48.5		40.7	
Scalar acquisition and integration expenses	1.0		1.5		3.0		1.5	
Other adjustments ⁽²⁾	1.9		0.2		4.8		4.4	
Non-GAAP operating income*	<u>\$ 342.3</u>	7.5%	<u>\$ 299.5</u>	7.3%	<u>\$ 1,368.4</u>	7.6%	<u>\$ 1,216.6</u>	7.5%

(1) Includes amortization expense for acquisition-related intangible assets, primarily customer relationships, customer contracts and trade names.

(2) Includes other expenses such as payroll taxes on equity-based compensation.

* Non-GAAP operating income is a non-GAAP financial measure. See Exhibit 99.1 to CDW's Current Report on Form 8-K filed with the Securities and Exchange Commission on February 6, 2020 for a discussion of non-GAAP financial measures.

Q4 2019 Non-GAAP Net Income Reconciliation

(Unaudited)
(\$ in millions)

	Three Months Ended December 31, 2019				Three Months Ended December 31, 2018			
	Income before income taxes	Income tax expense ⁽¹⁾	Net income	Effective tax rate	Income before income taxes	Income tax expense ⁽¹⁾	Net income	Effective tax rate
GAAP, as reported	\$ 236.0	\$ (50.4)	\$ 185.6	21.4%	\$ 206.6	\$ (47.3)	\$ 159.3	22.9%
Amortization of intangibles ⁽²⁾	44.8	(10.8)	34.0		44.1	(9.7)	34.4	
Equity-based compensation	10.8	(7.9)	2.9		10.8	(5.4)	5.4	
Net loss on extinguishment of long-term debt	6.0	(1.5)	4.5		—	—	—	
Scalar acquisition and integration expenses	1.0	(0.3)	0.7		1.5	—	1.5	
Other adjustments ⁽³⁾	1.9	(0.5)	1.4		0.2	(0.1)	0.1	
Non-GAAP*	<u>\$ 300.5</u>	<u>\$ (71.4)</u>	<u>\$ 229.1</u>	<u>23.7%</u>	<u>\$ 263.2</u>	<u>\$ (62.5)</u>	<u>\$ 200.7</u>	<u>23.7%</u>

(1) Income tax on non-GAAP adjustments includes excess tax benefits associated with equity-based compensation and the impact of global intangible low tax income ("GILTI") due to equity-based compensation and amortization of intangibles.

(2) Includes amortization expense for acquisition-related intangible assets, primarily customer relationships, customer contracts and trade names.

(3) Includes other expenses such as payroll taxes on equity-based compensation.

* Non-GAAP income before income taxes and Non-GAAP net income are non-GAAP financial measures. See Exhibit 99.1 to CDW's Current Report on Form 8-K filed with the Securities and Exchange Commission on February 6, 2020 for a discussion of non-GAAP financial measures.

Full Year Non-GAAP Net Income Reconciliation

(Unaudited)
(\$ in millions)

	Year Ended December 31, 2019				Year Ended December 31, 2018			
	Income before income taxes	Income tax expense ⁽¹⁾	Net income	Effective tax rate	Income before income taxes	Income tax expense ⁽¹⁾	Net income	Effective tax rate
GAAP, as reported	\$ 949.7	\$ (212.9)	\$ 736.8	22.4%	\$ 840.5	\$ (197.5)	\$ 643.0	23.5%
Amortization of intangibles ⁽²⁾	178.5	(44.6)	133.9		182.7	(45.7)	137.0	
Equity-based compensation	48.5	(36.6)	11.9		40.7	(29.2)	11.5	
Net loss on extinguishments of long-term debt	22.1	(5.5)	16.6		—	—	—	
Scalar acquisition and integration expenses ⁽³⁾	3.0	(3.7)	(0.7)		1.5	—	1.5	
Other adjustments ⁽⁴⁾	4.8	(1.2)	3.6		4.4	(3.1)	1.3	
Non-GAAP*	<u>\$ 1,206.6</u>	<u>\$ (304.5)</u>	<u>\$ 902.1</u>	<u>25.2%</u>	<u>\$ 1,069.8</u>	<u>\$ (275.5)</u>	<u>\$ 794.3</u>	<u>25.7%</u>

- (1) Income tax on non-GAAP adjustments includes excess tax benefits associated with equity-based compensation and the impact of GILTI due to equity-based compensation and amortization of intangibles.
- (2) Includes amortization expense for acquisition-related intangible assets, primarily customer relationships, customer contracts and trade names.
- (3) Includes a \$3 million discrete tax benefit related to CDW Canada's acquisition of Scalar Decisions Inc. ("Scalar").
- (4) Includes other expenses such as payroll taxes on equity-based compensation.

* Non-GAAP income before income taxes and Non-GAAP net income are non-GAAP financial measures. See Exhibit 99.1 to CDW's Current Report on Form 8-K filed with the Securities and Exchange Commission on February 6, 2020 for a discussion of non-GAAP financial measures.

Non-GAAP Net Income Per Share

(Unaudited)

(\$ and shares in millions, except per share amounts)

	Three Months Ended December 31,		Year Ended December 31,	
	2019	2018	2019	2018
Net income	\$ 185.6	\$ 159.3	\$ 736.8	\$ 643.0
Weighted-average common shares outstanding - Diluted	146.4	151.9	147.8	153.6
Net income per diluted share	<u>\$ 1.27</u>	<u>\$ 1.05</u>	<u>\$ 4.99</u>	<u>\$ 4.19</u>
Non-GAAP net income*	\$ 229.1	\$ 200.7	\$ 902.1	\$ 794.3
Weighted-average common shares outstanding - Diluted	146.4	151.9	147.8	153.6
Non-GAAP net income per diluted share*	<u>\$ 1.57</u>	<u>\$ 1.32</u>	<u>\$ 6.10</u>	<u>\$ 5.17</u>

* Non-GAAP net income and Non-GAAP net income per diluted share are non-GAAP financial measures. See Exhibit 99.1 to CDW's Current Report on Form 8-K filed with the Securities and Exchange Commission on February 6, 2020 for a discussion of non-GAAP financial measures.

Non-GAAP Operating Income Reconciliation 2010 - 2014

(Unaudited)
(\$ in millions)

	<u>2010</u>	<u>2011</u>	<u>2012</u>	<u>2013</u>	<u>2014</u>
Operating income	\$ 352.7	\$ 470.7	\$ 510.6	\$ 508.6	\$ 673.0
Amortization of intangibles ⁽¹⁾	166.8	165.7	163.7	161.2	161.2
Equity-based compensation	11.5	19.5	22.1	8.6	16.4
IPO and secondary offering expenses	—	—	—	75.0	1.4
Other adjustments ⁽²⁾	—	—	—	(6.3)	(0.6)
Non-GAAP operating income	<u>\$ 531.0</u>	<u>\$ 655.9</u>	<u>\$ 696.4</u>	<u>\$ 747.1</u>	<u>\$ 851.4</u>
Depreciation and amortization in SG&A ⁽³⁾	\$ 39.5	\$ 36.4	\$ 43.2	\$ 43.6	\$ 43.0

- (1) Includes amortization expense for acquisition-related intangible assets, primarily customer relationships, customer contracts and trade names.
- (2) Primarily includes settlement of litigation matters.
- (3) Excludes amortization expense for acquisition-related intangible assets.

Non-GAAP Operating Income Reconciliation 2015 - 2019

(Unaudited)
(\$ in millions)

	2015 ⁽¹⁾	2016 ⁽²⁾	2017	2018	2019
Operating income	\$ 742.0	\$ 820.0	\$ 866.5	\$ 987.3	\$ 1,133.6
Amortization of intangibles ⁽³⁾	173.9	187.2	185.1	182.7	178.5
Equity-based compensation	31.2	39.2	43.7	40.7	48.5
Secondary offering expenses	0.8	—	—	—	—
Other adjustments ⁽⁴⁾	13.0	1.9	11.5	5.9	7.8
Non-GAAP operating income	\$ 960.9	\$ 1,048.3	\$ 1,106.8	\$ 1,216.6	\$ 1,368.4
Depreciation and amortization in SG&A ⁽⁵⁾	\$ 48.1	\$ 60.3	\$ 68.8	\$ 77.0	\$ 80.1

- (1) In August 2015 CDW UK was acquired and included in our consolidated financial statements.
- (2) 2016 onwards reflects the full retrospective adoption of Topic 606.
- (3) Includes amortization expense for acquisition-related intangible assets, primarily customer relationships, customer contracts and trade names.
- (4) Primarily includes payroll taxes on equity-based compensation, consolidation of office space, settlement of litigation matters, and acquisition and integration expenses.
- (5) Excludes amortization expense for acquisition-related intangible assets.

Non-GAAP Net Income Reconciliation 2010 - 2014

(Unaudited)

(\$ in millions)

	2010	2011	2012	2013	2014
Net (loss) income	\$ (29.2)	\$ 17.1	\$ 119.0	\$ 132.8	\$ 244.9
Amortization of intangibles ⁽¹⁾	166.8	165.7	163.7	161.2	161.2
Equity-based compensation	11.5	19.5	22.1	8.6	16.4
Net (gain) loss on extinguishments of long-term debt	(2.0)	118.9	17.2	64.0	90.7
Interest expense adjustments related to extinguishments of long-term debt ⁽²⁾	(0.7)	(19.4)	(3.3)	(7.5)	(1.1)
IPO and secondary-offering related expenses	—	—	—	75.0	1.4
Debt-related refinancing costs	5.6	3.8	—	—	—
Other adjustments ⁽³⁾	—	—	—	(6.3)	(0.6)
Aggregate adjustment for income taxes ⁽⁴⁾	(66.3)	(106.8)	(71.6)	(113.5)	(103.0)
Non-GAAP net income	\$ 85.7	\$ 198.8	\$ 247.1	\$ 314.3	\$ 409.9

(1) Includes amortization expense for acquisition-related intangible assets, primarily customer relationships, customer contracts and trade names.

(2) Represents the difference between interest expense previously recognized under the effective interest method and actual interest paid.

(3) Primarily includes settlement of litigation matters.

(4) Aggregate adjustment for income taxes consists of the following:

	2010	2011	2012	2013	2014
Total Non-GAAP adjustments	\$ 181.2	\$ 288.5	\$ 199.7	\$ 295.0	\$ 268.0
Weighted-average statutory rate	39.0%	39.0%	39.0%	39.0%	39.0%
Income tax	(70.7)	(112.5)	(77.9)	(115.1)	(104.5)
Non-deductible adjustments and other	4.4	5.7	6.3	1.6	1.5
Total aggregate adjustment for income taxes	\$ (66.3)	\$ (106.8)	\$ (71.6)	\$ (113.5)	\$ (103.0)

Non-GAAP Net Income Reconciliation 2015 - 2019

(Unaudited)

(\$ in millions)

	2015 ⁽¹⁾	2016 ⁽²⁾	2017	2018	2019
Net income	\$ 403.1	\$ 425.1	\$ 523.1	\$ 643.0	\$ 736.8
Amortization of intangibles ⁽³⁾	173.9	187.2	185.1	182.7	178.5
Equity-based compensation	31.2	39.2	43.7	40.7	48.5
Equity-based compensation related to equity investment ⁽⁴⁾	20.0	—	—	—	—
Net loss on extinguishments of long-term debt	24.3	2.1	57.4	—	22.1
Secondary-offering related expenses	0.8	—	—	—	—
Gain on remeasurement of equity investment ⁽⁵⁾	(98.1)	—	—	—	—
Other adjustments ⁽⁶⁾	13.1	1.9	11.5	5.9	7.8
Aggregate adjustment for income taxes ⁽⁷⁾	(64.8)	(85.8)	(214.9)	(78.0)	(91.6)
Non-GAAP net income	\$ 503.5	\$ 569.7	\$ 605.9	\$ 794.3	\$ 902.1

(1) In August 2015 CDW UK was acquired and included in our consolidated financial statements.

(2) 2016 onwards reflects the full retrospective adoption of Topic 606.

(3) Includes amortization expense for acquisition-related intangible assets, primarily customer relationships, customer contracts and trade names.

(4) Represents CDW's 35% share of an expense related to certain equity awards granted by one of the sellers to CDW UK coworkers in July 2015 prior to the acquisition.

(5) Represents the gain resulting from the remeasurement of CDW's previously held 35% equity investment to fair value upon the completion of the acquisition of CDW UK.

(6) Primarily includes other expenses related to the consolidation of office space, settlement of litigation matters, the favorable resolution of a local sales tax matter, and acquisition and integration expenses.

(7) Aggregate adjustment for income taxes consists of the following:

	2015	2016	2017	2018	2019
Total Non-GAAP adjustments	\$ 165.2	\$ 230.4	\$ 297.7	\$ 229.3	\$ 256.9
Weighted-average statutory rate	38.0%	36.0%	36.0%	25.0%	25.0%
Income tax	(62.8)	(82.9)	(107.2)	(57.3)	(64.2)
Deferred tax adjustment due to law changes	(4.0)	(1.5)	1.3	0.5	0.3
Excess tax benefits from equity-based compensation	—	(1.8)	(36.2)	(19.1)	(24.5)
Discrete tax benefit related to CDW Canada's acquisition of Scalar	—	—	—	—	(3.0)
Impact from Tax Cuts and Jobs Act	—	—	(75.5)	(1.9)	—
Non-deductible adjustments and other	2.0	0.4	2.7	(0.2)	(0.2)
Total aggregate adjustment for income taxes	\$ (64.8)	\$ (85.8)	\$ (214.9)	\$ (78.0)	\$ (91.6)

Return on Working Capital Calculation 2010 - 2019

(Unaudited)

(\$ in millions)

	2010	2011	2012	2013	2014	2015	2016 ⁽¹⁾	2017	2018	2019
<i>Numerator</i>										
Non-GAAP Operating Income	\$ 531.0	\$ 655.9	\$ 696.4	\$ 747.1	\$ 851.4	\$ 960.9	\$ 1,048.3	\$ 1,106.8	\$ 1,216.6	\$ 1,368.4
Taxes ⁽²⁾	(207.1)	(255.8)	(271.6)	(291.4)	(332.0)	(374.8)	(387.9)	(409.5)	(316.3)	(355.8)
Non-GAAP Operating Income After-Tax	\$ 323.9	\$ 400.1	\$ 424.8	\$ 455.7	\$ 519.4	\$ 586.1	\$ 660.4	\$ 697.3	\$ 900.3	\$ 1,012.6
<i>Denominator</i>										
Trailing 5-point avg. AR ⁽³⁾	\$ 1,210.7	\$ 1,352.5	\$ 1,400.1	\$ 1,502.0	\$ 1,629.6	\$ 1,909.4	\$ 2,251.7	\$ 2,535.5	\$ 2,850.2	\$ 3,233.7
Trailing 5-point avg. Inventory	286.9	317.4	330.3	357.5	396.2	387.1	422.0	457.5	481.9	582.4
Trailing 5-point avg. AP ⁽⁴⁾	(500.4)	(712.0)	(831.2)	(906.7)	(1,017.8)	(1,184.4)	(1,470.8)	(1,726.4)	(1,946.8)	(2,270.0)
Working Capital	\$ 997.2	\$ 957.9	\$ 899.2	\$ 952.8	\$ 1,008.0	\$ 1,112.1	\$ 1,202.9	\$ 1,266.6	\$ 1,385.3	\$ 1,546.1
Return on Working Capital	32.5%	41.8%	47.2%	47.8%	51.5%	52.7%	54.9%	55.1%	65.0%	65.5%

(1) 2016 onwards reflects the full retrospective adoption of Topic 606.

(2) For 2018 and beyond, the normalized effective rate is 26%. The prior rate for 2016 and 2017 was 37%, and for all prior periods before was 39%

(3) Includes Accounts receivable and Miscellaneous receivables.

(4) Includes Accounts payable-trade, Accounts payable-inventory financing and cash overdrafts.

Net Sales Growth on a Constant Currency Basis

(Unaudited)
(\$ in millions)

	Three Months Ended December 31,			Year Ended December 31,		
	2019	2018	% Change ⁽¹⁾	2019	2018	% Change ⁽¹⁾
Net sales, as reported	\$ 4,536.9	\$ 4,074.8	11.3%	\$ 18,032.4	\$ 16,240.5	11.0%
Foreign currency translation ⁽²⁾	—	0.8		—	(67.8)	
Net sales, on a constant currency basis [*]	<u>\$ 4,536.9</u>	<u>\$ 4,075.6</u>	11.3%	<u>\$ 18,032.4</u>	<u>\$ 16,172.7</u>	11.5%

(1) There were 63 selling days for both the three months ended December 31, 2019 and 2018. There were 254 selling days for both the years ended December 31, 2019 and 2018.

(2) Represents the effect of translating the prior period results of CDW UK and CDW Canada at the average exchange rates applicable in the current period.

* Net sales growth on a constant currency basis is a non-GAAP financial measure. See Exhibit 99.1 to CDW's Current Report on Form 8-K filed with the Securities and Exchange Commission on February 6, 2020 for a discussion of non-GAAP financial measures.

Non-GAAP Net Income Per Diluted Share, on a Constant Currency Basis

(Unaudited)

(\$ and shares in millions, except per share amounts)

	Three Months Ended December 31,			Year Ended December 31,		
	2019	2018	% Change	2019	2018	% Change
Net income	\$ 185.6	\$ 159.3	16.5 %	\$ 736.8	\$ 643.0	14.6%
Amortization of intangibles	44.8	44.1		178.5	182.7	
Equity-based compensation	10.8	10.8		48.5	40.7	
Net loss on extinguishments of long-term debt	6.0	—		22.1	—	
Scalar acquisition and integration expenses	1.0	1.5		3.0	1.5	
Other adjustments	1.9	0.2		4.8	4.4	
Aggregate adjustment for income taxes	(21.0)	(15.2)		(91.6)	(78.0)	
Non-GAAP net income ⁽¹⁾	\$ 229.1	\$ 200.7	14.2 %	\$ 902.1	\$ 794.3	13.6%
Foreign currency translation ⁽²⁾	—	—		—	(3.4)	
Non-GAAP net income, on a constant currency basis*	\$ 229.1	\$ 200.7	14.2 %	\$ 902.1	\$ 790.9	14.1%
Shares used in computing Non-GAAP net income per diluted share and Non-GAAP net income per diluted share, on a constant currency	146.4	151.9		147.8	153.6	
Non-GAAP net income per diluted share*	\$ 1.57	\$ 1.32	18.4 %	\$ 6.10	\$ 5.17	18.0%
Non-GAAP net income per diluted share, on a constant currency basis*	\$ 1.57	\$ 1.32	18.4 %	\$ 6.10	\$ 5.15	18.5%

(1) See Slide 12 in the Webcast Slides for details on the adjustments to Non-GAAP net income for the fourth quarter. See Slide 18 in the Webcast Slides for details on the adjustments to Non-GAAP net income for the full year.

(2) Represents the effect of translating the prior period results of CDW UK and CDW Canada at the average exchange rates applicable in the current period.

* Non-GAAP net income, Non-GAAP net income per diluted share, Non-GAAP net income on a constant currency basis and Non-GAAP net income per diluted share on a constant currency basis are non-GAAP financial measures. See Exhibit 99.1 to CDW's Current Report on Form 8-K filed with the Securities and Exchange Commission on February 6, 2020 for a discussion of non-GAAP financial measures.