

Workday, Inc.
Reconciliation of GAAP to Non-GAAP Data
Three Months Ended July 31, 2017
(in thousands, except per share data) (unaudited)

	GAAP	Share-Based Compensation Expenses	Other Operating Expenses ⁽³⁾	Amortization of Debt Discount and Issuance Costs	Non-GAAP
Costs and expenses:					
Costs of subscription services	\$ 65,931	\$ (6,580)	\$ (208)	\$ —	\$ 59,143
Costs of professional services	92,264	(9,301)	(379)	—	82,584
Gross margin	69.9%	3.0%	0.1%	—%	73.0%
Product development	221,103	(56,923)	(6,602)	—	157,578
Sales and marketing	171,952	(25,942)	(1,126)	—	144,884
General and administrative	55,699	(22,777)	(754)	—	32,168
Operating income (loss)	(81,629)	121,523	9,069	—	48,963
Operating margin	(15.5)%	23.1%	1.7%	—%	9.3%
Other income (expense), net	938	—	—	6,785	7,723
Income (loss) before provision for (benefit from) income taxes	(80,691)	121,523	9,069	6,785	56,686
Provision for (benefit from) income taxes ⁽¹⁾	1,841	—	—	—	1,841
Net income (loss)	\$ (82,532)	\$ 121,523	\$ 9,069	\$ 6,785	\$ 54,845
Net income (loss) per share ⁽²⁾	\$ (0.40)	\$ 0.59	\$ 0.04	\$ 0.01	\$ 0.24

⁽¹⁾ The Company's GAAP tax provision is primarily related to state taxes and income tax in profitable foreign jurisdictions. We maintain a full valuation allowance against our deferred tax assets in the US. Accordingly, there is no tax impact associated with the non-GAAP adjustments.

⁽²⁾ GAAP net loss per share calculated based upon 207,028 basic and diluted weighted-average shares of common stock. Non-GAAP net income per share calculated based upon 225,610 diluted weighted-average shares of common stock.

⁽³⁾ Other operating expenses include total employer payroll tax-related items on employee stock transactions of \$4.3 million, and amortization of acquisition-related intangible assets of \$4.8 million.

Workday, Inc.
Reconciliation of GAAP to Non-GAAP Data
Three Months Ended July 31, 2016
(in thousands, except per share data) (unaudited)

	GAAP *As Adjusted	Share-Based Compensation Expenses	Other Operating Expenses ⁽³⁾	Amortization of Debt Discount and Issuance Costs	Non-GAAP *As Adjusted
Costs and expenses:					
Costs of subscription services	\$ 51,379	\$ (4,968)	\$ (133)	\$ —	\$ 46,278
Costs of professional services	66,473	(5,969)	(226)	—	60,278
Gross margin	68.5%	2.9%	0.1%	—%	71.5%
Product development	161,886	(38,314)	(2,566)	—	121,006
Sales and marketing	134,899	(20,844)	(707)	—	113,348
General and administrative	45,705	(18,127)	(924)	—	26,654
Operating income (loss)	(86,685)	88,222	4,556	—	6,093
Operating margin	(23.2)%	23.6%	1.2%	—%	1.6%
Other income (expense), net	(21,193)	—	—	6,690	(14,503)
Income (loss) before provision for (benefit from) income taxes	(107,878)	88,222	4,556	6,690	(8,410)
Provision for (benefit from) income taxes ⁽¹⁾	(65)	—	—	—	(65)
Net income (loss)	\$ (107,813)	\$ 88,222	\$ 4,556	\$ 6,690	\$ (8,345)
Net income (loss) per share ⁽²⁾	\$ (0.55)	\$ 0.45	\$ 0.02	\$ 0.04	\$ (0.04)

⁽¹⁾ The Company's GAAP tax provision is primarily related to state taxes and income tax in profitable foreign jurisdictions. We maintain a full valuation allowance against our deferred tax assets in the US. Accordingly, there is no tax impact associated with the non-GAAP adjustments.

⁽²⁾ Calculated based upon 197,223 basic and diluted weighted-average shares of common stock.

⁽³⁾ Other operating expenses include total employer payroll tax-related items on employee stock transactions of \$3.2 million, and amortization of acquisition-related intangible assets of \$1.4 million recorded as part of product development expenses.

*Prior-period information has been restated for the adoption of ASU No. 2014-09, *Revenue from Contracts with Customers (Topic 606)*, which we adopted on February 1, 2017.

Workday, Inc.
Reconciliation of GAAP to Non-GAAP Data
Six Months Ended July 31, 2017
(in thousands, except per share data) (unaudited)

	GAAP	Share-Based Compensation Expenses	Other Operating Expenses ⁽³⁾	Amortization of Debt Discount and Issuance Costs	Non-GAAP
Costs and expenses:					
Costs of subscription services	\$ 125,729	\$ (12,271)	\$ (754)	\$ —	\$ 112,704
Costs of professional services	169,177	(17,322)	(1,285)	—	150,570
Gross margin	70.7%	2.9%	0.2%	—%	73.8%
Product development	417,542	(107,952)	(15,564)	—	294,026
Sales and marketing	327,661	(49,101)	(2,800)	—	275,760
General and administrative	106,901	(42,665)	(2,072)	—	62,164
Operating income (loss)	(141,829)	229,311	22,475	—	109,957
Operating margin	(14.1)%	22.8%	2.2%	—%	10.9%
Other income (expense), net	(725)	—	—	13,735	13,010
Income (loss) before provision for (benefit from) income taxes	(142,554)	229,311	22,475	13,735	122,967
Provision for (benefit from) income taxes ⁽¹⁾	4,022	—	—	—	4,022
Net income (loss)	\$ (146,576)	\$ 229,311	\$ 22,475	\$ 13,735	\$ 118,945
Net income (loss) per share ⁽²⁾	\$ (0.71)	\$ 1.12	\$ 0.11	\$ 0.01	\$ 0.53

⁽¹⁾ The Company's GAAP tax provision is primarily related to state taxes and income tax in profitable foreign jurisdictions. We maintain a full valuation allowance against our deferred tax assets in the US. Accordingly, there is no tax impact associated with the non-GAAP adjustments.

⁽²⁾ GAAP net loss per share calculated based upon 205,453 basic and diluted weighted-average shares of common stock. Non-GAAP net income per share calculated based upon 223,825 diluted weighted-average shares of common stock.

⁽³⁾ Other operating expenses include total employer payroll tax-related items on employee stock transactions of \$12.8 million, and amortization of acquisition-related intangible assets of \$9.7 million.

Workday, Inc.
Reconciliation of GAAP to Non-GAAP Data
Six Months Ended July 31, 2016
(in thousands, except per share data) (unaudited)

	GAAP *As Adjusted	Share-Based Compensation Expenses	Other Operating Expenses ⁽³⁾	Amortization of Debt Discount and Issuance Costs	Non-GAAP *As Adjusted
Costs and expenses:					
Costs of subscription services	\$ 100,579	\$ (9,365)	\$ (452)	\$ —	\$ 90,762
Costs of professional services	125,900	(11,262)	(716)	—	113,922
Gross margin	68.6%	2.9%	0.1%	—%	71.6%
Product development	303,664	(71,282)	(6,360)	—	226,022
Sales and marketing	262,518	(39,846)	(1,797)	—	220,875
General and administrative	86,888	(34,702)	(1,736)	—	50,450
Operating income (loss)	(158,215)	166,457	11,061	—	19,303
Operating margin	(21.9)%	23.1%	1.5%	—%	2.7%
Other income (expense), net	(27,031)	—	—	13,289	(13,742)
Income (loss) before provision for (benefit from) income taxes	(185,246)	166,457	11,061	13,289	5,561
Provision for (benefit from) income taxes ⁽¹⁾	1,070	—	—	—	1,070
Net income (loss)	\$ (186,316)	\$ 166,457	\$ 11,061	\$ 13,289	\$ 4,491
Net income (loss) per share ⁽²⁾	\$ (0.95)	\$ 0.85	\$ 0.06	\$ 0.06	\$ 0.02

⁽¹⁾ The Company's GAAP tax provision is primarily related to state taxes and income tax in profitable foreign jurisdictions. We maintain a full valuation allowance against our deferred tax assets in the US. Accordingly, there is no tax impact associated with the non-GAAP adjustments.

⁽²⁾ GAAP net loss per share calculated based upon 195,887 basic and diluted weighted-average shares of common stock. Non-GAAP net income per share calculated based upon 206,531 diluted weighted-average shares of common stock.

⁽³⁾ Other operating expenses include total employer payroll tax-related items on employee stock transactions of \$8.3 million, and amortization of acquisition-related intangible assets of \$2.7 million recorded as part of product development expenses.

*Prior-period information has been restated for the adoption of ASU No. 2014-09, *Revenue from Contracts with Customers (Topic 606)*, which we adopted on February 1, 2017.

Workday, Inc.
Reconciliation of GAAP Cash Flows from Operations to Free Cash Flows
(A Non-GAAP Financial Measure)

(in thousands)

(unaudited)

	Three Months Ended July 31,		Six Months Ended July 31,	
	2017	2016 *As Adjusted	2017	2016 *As Adjusted
Net cash provided by (used in) operating activities	\$ 15,126	\$ 6,522	\$ 195,148	\$ 169,339
Capital expenditures, excluding owned real estate projects ⁽¹⁾	(38,528)	(26,539)	(69,121)	(61,017)
Free cash flows	\$ (23,402)	\$ (20,017)	\$ 126,027	\$ 108,322
	Trailing Twelve Months Ended July 31,			
	2017	2016 *As Adjusted	% change	
Net cash provided by (used in) operating activities	\$ 376,435	\$ 320,589	17%	
Capital expenditures, excluding owned real estate projects ⁽¹⁾	(128,917)	(140,895)		
Free cash flows	\$ 247,518	\$ 179,694	38%	

⁽¹⁾ Owned real estate projects totaled \$23 million and \$7 million for the three months ended July 31, 2017 and 2016, respectively, \$53 million and \$26 million for the six months ended July 31, 2017 and 2016, respectively, and \$134 million and \$26 million for the trailing twelve months ended July 31, 2017 and 2016, respectively.

*Prior-period information has been restated for the adoption of ASU No. 2014-09, *Revenue from Contracts with Customers (Topic 606)*, and ASU No. 2016-18, *Statement of Cash Flows, Restricted Cash (Topic 230)*, both of which we adopted on February 1, 2017.

About Non-GAAP Financial Measures

To provide investors and others with additional information regarding Workday's results, we have disclosed the following non-GAAP financial measures: non-GAAP operating income (loss), non-GAAP net income (loss) per share and free cash flows. Workday has provided a reconciliation of each non-GAAP financial measure used in this earnings release to the most directly comparable GAAP financial measure. The non-GAAP financial measures of non-GAAP operating income (loss) and non-GAAP net income (loss) per share differ from GAAP in that they exclude share-based compensation expenses, employer payroll tax-related items on employee stock transactions, amortization of acquisition-related intangible assets, and non-cash interest expense related to our convertible senior notes. Free cash flows differ from GAAP cash flows from operating activities in that it treats capital expenditures (excluding owned real estate projects) as a reduction to cash flows.

Workday's management uses these non-GAAP financial measures to understand and compare operating results across accounting periods, for internal budgeting and forecasting purposes, for short- and long-term operating plans, and to evaluate Workday's financial performance and the ability of operations to generate cash. Management believes these non-GAAP financial measures reflect Workday's ongoing business in a manner that allows for meaningful period-to-period comparisons and analysis of trends in Workday's business, as they exclude expenses that are not reflective of ongoing operating results. Management also believes that these non-GAAP financial measures provide useful information to investors and others in understanding and evaluating Workday's operating results and future prospects in the same manner as management and in comparing financial results across accounting periods and to those of peer companies. Additionally, management believes information regarding free cash flows provides investors and others with an important perspective on the cash flows generated by normal recurring activities to make strategic acquisitions and investments, to fund ongoing operations and to fund other capital expenditures, after our owned real estate projects.

Management believes excluding the following items from the GAAP Condensed Consolidated Statement of Operations is useful to investors and others in assessing Workday's operating performance due to the following factors:

- *Share-based compensation expenses.* Although share-based compensation is an important aspect of the compensation of our employees and executives, management believes it is useful to exclude share-based compensation expenses in order to better understand the long-term performance of our core business and to facilitate comparison of our results to those of peer companies. For restricted stock unit awards, the amount of share-based compensation expenses is not reflective of the value ultimately received by the grant recipients. Moreover, determining the fair value of certain of the share-based instruments we utilize involves a high degree of judgment and estimation and the expense recorded may bear little resemblance to the actual value realized upon the vesting or future exercise of the related share-based awards. Unlike cash compensation, the value of stock options and shares offered under our Employee Stock Purchase Plan, which are elements of our ongoing share-based compensation expenses, is determined using a complex formula that incorporates factors, such as market volatility and forfeiture rates, that are beyond our control.
- *Other Operating Expenses.* Other operating expenses includes employer payroll tax-related items on employee stock transactions and amortization of acquisition-related intangible assets. The amount of employer payroll tax-related items on employee stock transactions is dependent on our stock price and other factors that are beyond our control and do not correlate to the operation of the business. For business combinations, we generally allocate a portion of the purchase price to intangible assets. The amount of the allocation is based on estimates and assumptions made by management and is subject to amortization. The amount of purchase price allocated to intangible assets and the term of its related amortization can vary significantly and are unique to each acquisition and thus we do not believe it is reflective of ongoing operations.
- *Amortization of debt discount and issuance costs.* Under GAAP, we are required to separately account for liability (debt) and equity (conversion option) components of the convertible senior notes that were issued in private placements in June 2013. Accordingly, for GAAP purposes we are required to recognize the effective interest expense on our convertible senior notes and amortize the issuance costs over the term of the notes. The difference between the effective interest expense and the contractual interest expense, and the amortization expense of issuance costs are excluded from management's assessment of our operating performance because management believes that these non-cash expenses are not indicative of ongoing operating performance. Management believes that the exclusion of the non-cash interest expense provides investors an enhanced view of the Company's operational performance.

Additionally, we believe that the non-GAAP financial measure, free cash flows, is meaningful to investors because we review cash flows generated from or used in operations after deducting certain capital expenditures that are considered to be an ongoing operational component of our business. Capital expenditures deducted from cash flows from operations do not include purchases of land and buildings, and construction costs of our new development center and of other owned buildings. We exclude these owned real estate projects as they are infrequent in nature. For the current fiscal year, these costs primarily represent the construction of our new development center which is anticipated to be completed in fiscal 2020. This provides an enhanced view of cash available to make strategic acquisitions and investments, to fund ongoing operations and to fund other capital expenditures, after our owned real estate projects.

The use of non-GAAP operating income (loss) and non-GAAP net income (loss) per share measures has certain limitations as they do not reflect all items of income and expense that affect Workday's operations. Workday compensates for these limitations by reconciling the non-GAAP financial measures to the most comparable GAAP financial measures. These non-GAAP financial measures should be considered in addition to, not as a substitute for or in isolation from, measures prepared in accordance with GAAP. Further, these non-GAAP measures may differ from the non-GAAP information used by other companies, including peer companies, and therefore comparability may be limited. Management encourages investors and others to review Workday's financial information in its entirety and not rely on a single financial measure.