Fourth Quarter And Full Year 2023 Financial Results

February 15, 2024

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The risks and uncertainties that forward-looking statements are subject to include, but are not limited to: (i) our ability to implement and execute our strategic plans to transform the business; (ii) our ability to develop or sell solutions in a timely manner or maintain client relationships; (iii) competition for our solutions; (iv) harm to our brand and reputation; (v) unfavorable global economic conditions including, but not limited to, volatility in interest rates, foreign currency markets, inflation and supply chain disruptions; (vi) risks associated with operating and expanding internationally; (vii) failure to prevent cybersecurity incidents or the perception that confidential information is not secure; (viii) failure in the integrity of our data or systems; (ix) system failures and personnel disruptions, which could delay the delivery of our solutions to our clients; (x) loss of access to data sources or ability to transfer data across the data sources in markets where we operate; (xi) failure of our software vendors and network and cloud providers to perform as expected or if our relationship is terminated; (xii) loss or diminution of one or more of our key clients, business partners or government contracts; (xiii) dependence on strategic alliances, joint ventures and acquisitions to grow our business; (xiv) our ability to protect our intellectual property adequately or cost-effectively; (xv) claims for intellectual property infringement; (xvi) interruptions, delays or outages to subscription or payment processing platforms; (xvii) risks related to acquiring and integrating businesses and divestitures of existing businesses; (xviii) our ability to retain members of the senior leadership team and attract and retain skilled employees; (xix) compliance with governmental laws and regulations; (xx) risks related to registration and other rights held by certain of our largest shareholders; (xxi) an outbreak of disease, global or localized health pandemic or epidemic, or the fear of such an event, including the global economic uncertainty and measures taken in response; (xxii) increased economic uncertainty related to the ongoing conflict between Russia and Ukraine, the conflict in the Middle East, and associated trends in macroeconomic conditions, and (xxii) the other factors described under the headings "Risk Factors," "Management's Discussion and Analysis of Financial Condition and Results of Operations," and elsewhere in our consolidated financial statements for the year ended December 31, 2022, included in our Annual Report of Form 10-K filed with the Securities and Exchange Commission ("SEC") on February 23, 2023, our other Quarterly Reports and the Company's other reports or documents filed with the SEC.

All information herein speaks only as of (1) the date hereof, in the case of information about the Company, and (2) the date of such information, in the case of information from persons other than the Company. There can be no assurance any forecasts and estimates will prove accurate in whole or in part. The Company does not undertake any duty to update or revise the information contained herein, publicly or otherwise.

The Presentation also includes certain financial information that is not presented in accordance with Generally Accepted Accounting Principles ("GAAP"), including, but not limited to, Organic Revenue, EBITDA, Adjusted EBITDA, Adjusted EBITDA margin, Adjusted Net Income, and certain ratios and other metrics derived therefrom. These non-GAAP financial measures are not measures of financial performance in accordance with GAAP and may exclude items that are significant in understanding and assessing the Company's financial results. Further, it is important to note that non-GAAP financial measures should not be considered in isolation and may be considered in addition to GAAP financial information but should not be used as substitutes for the corresponding GAAP measures. It is also important to note that EBITDA, Adjusted EBITDA for specified fiscal periods have been calculated in accordance with the definitions thereof as set out in our public disclosures and are not projections of anticipated results but rather reflect permitted adjustments. Additionally, this Presentation contains forward-looking financial measures presented on a non-GAAP basis without reconciliation to the most directly comparable GAAP measure due to the inherent difficulty, without unreasonable efforts, in forecasting and quantifying with reasonable accuracy significant items required for this reconciliation. You should be aware that Dun & Bradstreet's presentation of these and other non-GAAP financial measures in this Presentation may not be comparable to similarly-titled measures used by other companies.

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Financial Highlights (GAAP)

Metrics	Fourth Quarter 2023	Full Year 2023
Revenue	$630.4 million, +6.0% (+5.1% constant currency)	$2,314 million, +4.0% (+4.2% constant currency)
Net income (loss)	$1.7 million vs. $22.8 million Q4'22	$(47.0) million vs. $(2.3) million FY'22
Diluted earnings (loss) per share	Less than $0.01	$(0.11)

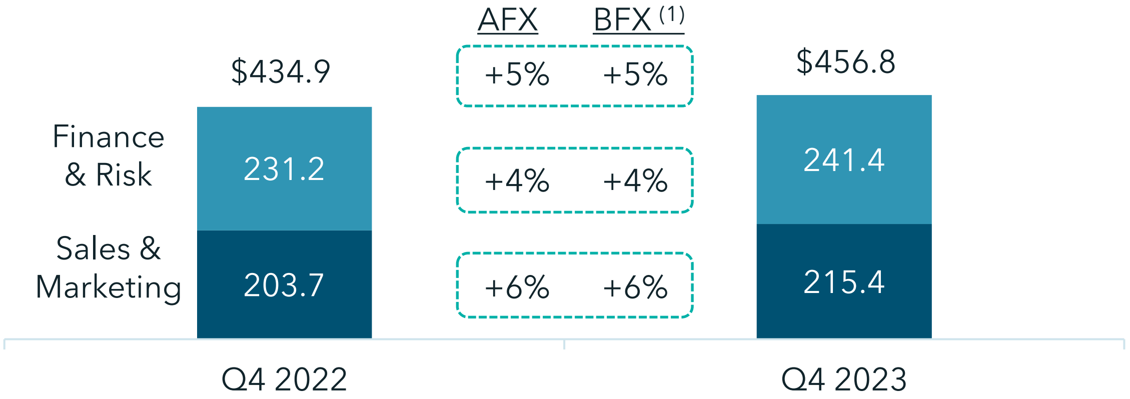
Financial Highlights (Non-GAAP)

Metrics	Fourth Quarter 2023	Full Year 2023
Revenue	$630.4 million, +6.0% (+5.1% constant currency)	$2,314 million, +4.0% (+4.2% constant currency)
Organic revenue growth	+5.1%	+4.3%
Adjusted EBITDA	$260.6 million, +4.0%	$892.2 million, +3.3%
Adjusted EBITDA Margin	41.3%	38.6%
Adjusted net income	$139.8 million	$431.6 million
Adjusted diluted earnings per share	$0.32	$1.00

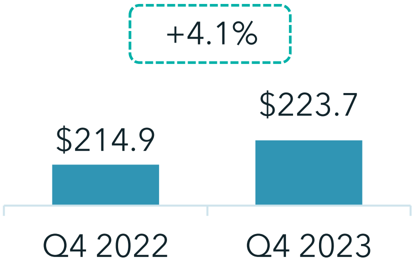
North America – Q4

$ in millions

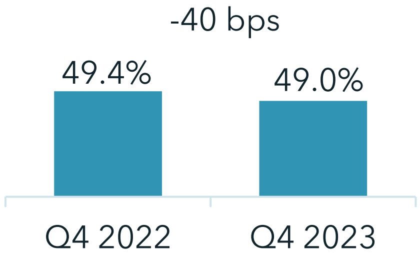
REVENUE



ADJUSTED EBITDA



ADJUSTED EBITDA MARGIN %



(1) BFX represents the growth rate before the impact of foreign exchange

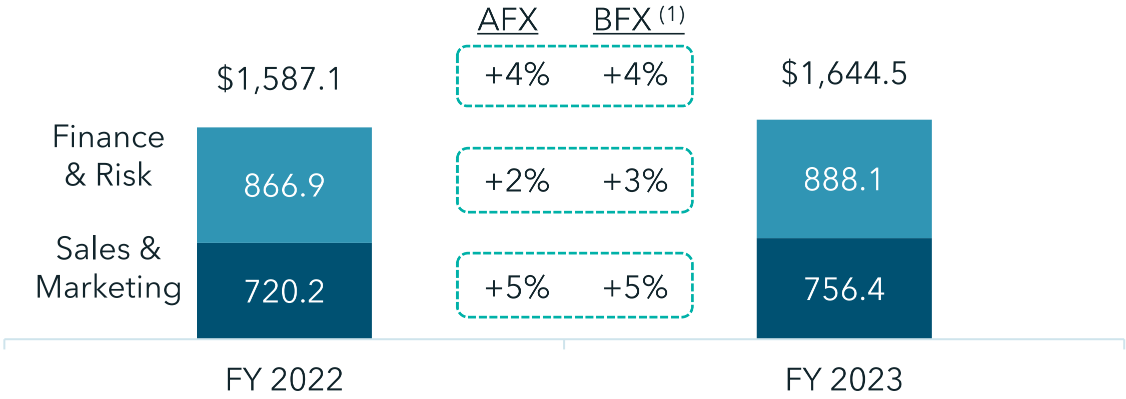
Fourth Quarter Highlights

- Organic revenue grew 5.0 percent
- Finance & Risk revenues increased 4 percent primarily due to a net increase in revenue across our Third Party and Supply Chain Risk Management and Finance Solutions
- Sales and Marketing revenues increased 6 percent primarily driven by higher revenue from our Master Data Management Solutions
- Adjusted EBITDA increase was primarily due to revenue growth, partially offset by associated data acquisition and data processing costs

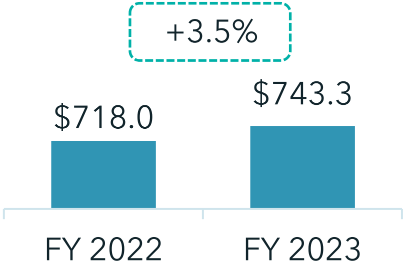
North America – Full Year

$ in millions

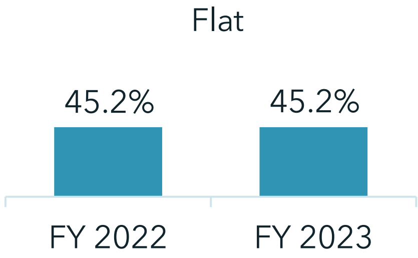
REVENUE



ADJUSTED EBITDA



ADJUSTED EBITDA MARGIN %



(1) BFX represents the growth rate before the impact of foreign exchange

Full Year Highlights

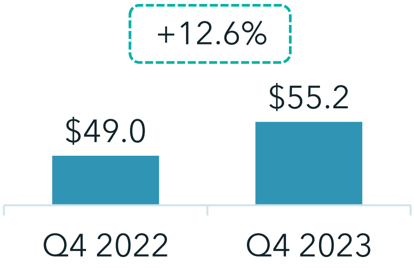
- Organic revenue grew 3.7 percent
- Finance & Risk revenues increased 2 percent due to a net increase in revenue across our Third Party and Supply Chain Risk Management and Finance Solutions, partially offset by decreased revenue from our Credibility Solutions and from Public Sector
- Sales and Marketing revenues increased 5 percent driven by growth from our Master Data Management Solutions
- Adjusted EBITDA increase was primarily due to revenue growth, lower net personnel costs and lower costs related to professional fees, partially offset by associated data acquisition and data processing costs and the negative impact of foreign exchange associated with our offshore technology facility

International – Q4

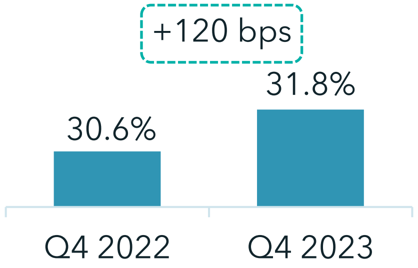
$ in millions

REVENUE

ADJUSTED EBITDA



ADJUSTED EBITDA MARGIN %



(1) BFX represents the growth rate before the impact of foreign exchange

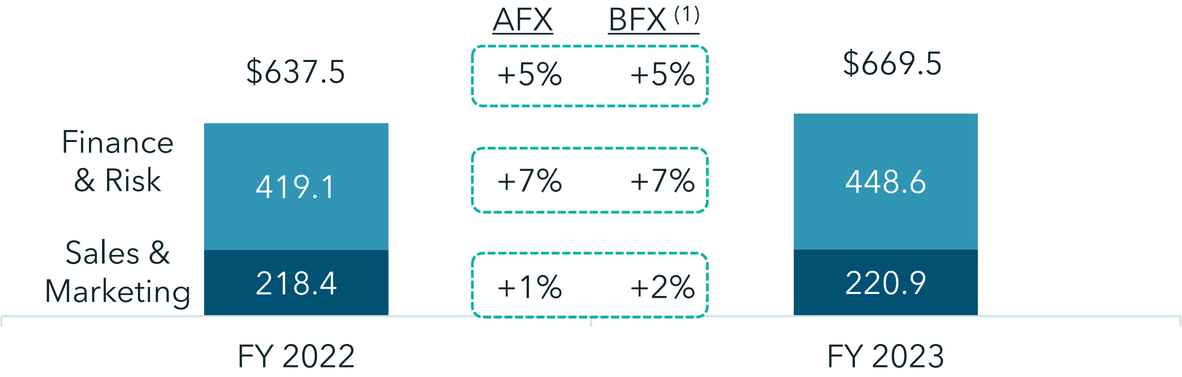
Fourth Quarter Highlights

- Organic revenue grew 5.3 percent with growth across all markets
- Finance & Risk solutions remain in high demand with 7 percent BFX growth across all markets
- Sales & Marketing grew 3 percent BFX primarily due to higher revenues from U.K. and Europe driven by strong demand for our latest API solutions
- Adjusted EBITDA increased 13 percent driven primarily by revenue growth from the underlying business, partially offset by higher costs related to personnel and data processing

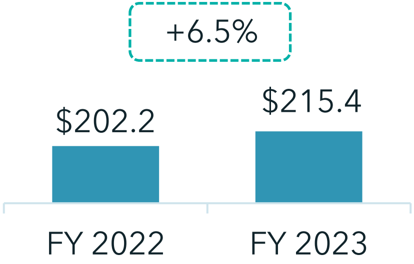
International – Full Year

$ in millions

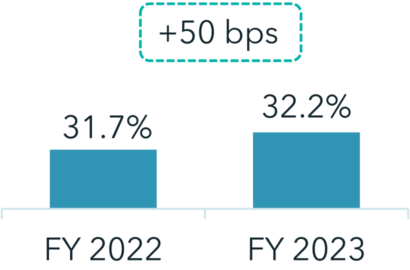
REVENUE



ADJUSTED EBITDA



ADJUSTED EBITDA MARGIN %



(1) BFX represents the growth rate before the impact of foreign exchange

Full Year Highlights

- Organic revenue grew 5.8 percent with growth across all markets
- Finance & Risk solutions increased 7 percent BFX with growth across all markets
- Sales & Marketing organically grew 3 percent primarily due to higher revenue from U.K. and Europe driven by strong demand for our latest API solutions
- Adjusted EBITDA increased 7 percent driven primarily by revenue growth from the underlying business, partially offset by higher costs related to personnel and data processing, and higher foreign exchange losses resulting from a stronger U.S. dollar

Debt Summary

($ in millions)	December 31, 2023	Maturity	Interest Rate
Cash	**$188**		
Revolving Facility ($850.0) [1][2][3]	$25	2025	SOFR + CSA + 300 bps [2][3]
Term Loan Facility (SOFR) [1][4]	$2,652	2026	SOFR + CSA + 275 bps [3][4][5]
Term Loan Facility (SOFR) [1][4]	$452	2029	SOFR + 300 bps [5]
Unsecured Notes [1]	$460	2029	5.00%
Total Debt [1]	**$3,589**		
Net Debt [1]	**$3,401**		
Net Debt / EBITDA	**3.8x**		

- 89 percent debt either fixed, or hedged
- The $2.7 billion term loan has the following hedges:
  - $1 billion floating to fixed swap **effective to March 2025** at 3.214 percent
  - $1.5 billion floating to fixed swap **effective to February 2026** at 3.695 percent.
- The $453 million term loan has $250 million swapped from floating to fixed which expires February 2025 at 1.629 percent
- We also have 3 cross currency swaps at $125M each which settle in July 2024, 2025 and 2026

[1]Represents principal amount
[2]Subject to a ratio-based pricing grid
[3]As of 1/29/24, repriced to SOFR + 250 bps (subject to pricing grid) and extended to February 2029
[4]As of 1/29/24, repriced and consolidated into a single tranche of $3.1 billion at SOFR + 275 bps

Debt Summary (Proforma with January 2024 Debt Transactions)

($ in millions)	December 31, 2023	Maturity	Interest Rate
Cash	**$188**		
Revolving Facility ($850.0) [(1)(2)(3)]	$25	2029	SOFR + 250 bps
Term Loan Facility [(1)(4)]	$3,104	2029	SOFR + 275 bps
Unsecured Notes [(1)]	$460	2029	5.00%
Total Debt [(1)]	**$3,589**		
Net Debt [(1)]	**$3,401**		
Net Debt / EBITDA	**3.8x**		

- 89 percent debt either fixed, or hedged
- The $3.1 billion term loan has the following hedges:
  - $250 million floating to fixed swap **effective to February 2025** at 1.629 percent
  - $1 billion floating to fixed swap **effective to March 2025** at 3.214 percent
  - $1.5 billion floating to fixed swap **effective to February 2026** at 3.695 percent.
- We also have 3 cross currency swaps at $125M each which settle in July 2024, 2025 and 2026

(1)Represents principal amount
(2)Subject to a ratio-based pricing grid
(3)As of 1/29/24, repriced from SOFR+CSA+300bps to SOFR+250bps (subject to pricing grid) and extended from September 2025 to February 2029
(4)As of 1/29/24, previous $2,652 million (SOFR+CSA+275bps) and $452 million (SOFR+300bps) tranches repriced and consolidated into a single tranche of $3,104 million at SOFR+275 bps

Full Year 2024 Financial Guidance

Financial Metrics	2024 Guidance
Total Revenue	$2,400 million to $2,440 million
Organic revenue growth	4.1% to 5.1%
Adjusted EBITDA	$930 million to $950 million
Adjusted diluted earnings per share	$1.00 to $1.04

Full year 2024 guidance is based upon the following estimates and assumptions:

- Adjusted interest expense of approximately $220 million
- Depreciation and amortization expense of approximately $125 million to $135 million (excluding incremental depreciation and amortization expense resulting from purchase accounting)
- Adjusted effective tax rate approximately 22% to 23%
- Weighted average diluted shares outstanding of approximately 433 million
- Capex of $150-$160 million of internally developed software and $45 million of Property, Plant and Equipment and Purchased Software

Appendix

Non-GAAP Financial Measures

In addition to reporting GAAP results, we evaluate performance and report our results on the non-GAAP financial measures discussed below. We believe that the presentation of these non-GAAP measures provides useful information to investors and rating agencies regarding our results, operating trends and performance between periods. These non-GAAP financial measures include organic revenue, adjusted earnings before interest, taxes, depreciation and amortization ("adjusted EBITDA"), adjusted EBITDA margin, adjusted net income and adjusted net earnings per diluted share. Adjusted results are non-GAAP measures that adjust for the impact due to certain acquisition and divestiture related revenue and expenses, such as costs for banker fees, legal fees, due diligence, retention payments and contingent consideration adjustments, restructuring charges, equity-based compensation, and other non-core gains and charges that are not in the normal course of our business, such as costs associated with early debt redemptions, gains and losses on sales of businesses, impairment charges, the effect of significant changes in tax laws and material tax and legal settlements. We exclude amortization of recognized intangible assets resulting from the application of purchase accounting because it is non-cash and not indicative of our ongoing and underlying operating performance. Intangible assets are recognized as a result of historical merger and acquisition transactions. We believe that recognized intangible assets by their nature are fundamentally different from other depreciating assets that are replaced on a predictable operating cycle. Unlike other depreciating assets, such as developed and purchased software licenses or property and equipment, there is no replacement cost once these recognized intangible assets expire and the assets are not replaced. Additionally, our costs to operate, maintain and extend the life of acquired intangible assets and purchased intellectual property are reflected in our operating costs as personnel, data fees, facilities, overhead and similar items. Management believes it is important for investors to understand that such intangible assets were recorded as part of purchase accounting and contribute to revenue generation. Amortization of recognized intangible assets will recur in future periods until such assets have been fully amortized. In addition, we isolate the effects of changes in foreign exchange rates on our revenue growth because we believe it is useful for investors to be able to compare revenue from one period to another, both after and before the effects of foreign exchange rate changes. The change in revenue performance attributable to foreign currency rates is determined by converting both our prior and current periods' foreign currency revenue by a constant rate. As a result, we monitor our adjusted revenue growth both after and before the effects of foreign exchange rate changes. We believe that these supplemental non-GAAP financial measures provide management and other users with additional meaningful financial information that should be considered when assessing our ongoing performance and comparability of our operating results from period to period. Our management regularly uses our supplemental non-GAAP financial measures internally to understand, manage and evaluate our business and make operating decisions. These non-GAAP measures are among the factors management uses in planning for and forecasting future periods. Non-GAAP financial measures should be viewed in addition to, and not as an alternative to our reported results prepared in accordance with GAAP.

Our non-GAAP or adjusted financial measures reflect adjustments based on the following items, as well as the related income tax.

Organic Revenue

We define organic revenue as reported revenue before the effect of foreign exchange excluding revenue from acquired businesses, if applicable, for the first twelve months. In addition, organic revenue excludes current and prior year revenue associated with divested businesses, if applicable. We believe the organic measure provides investors and analysts with useful supplemental information regarding the Company's underlying revenue trends by excluding the impact of acquisitions and divestitures. Revenue from divested businesses is related to the business-to-consumer business in Germany that was sold during the second quarter of 2022.

Adjusted EBITDA and Adjusted EBITDA Margin

We define adjusted EBITDA as net income (loss) attributable to Dun & Bradstreet Holdings, Inc. excluding the following items:

- depreciation and amortization;
- interest expense and income;
- income tax benefit or provision;
- other non-operating expenses or income;
- equity in net income of affiliates;
- net income attributable to non-controlling interests;
- equity-based compensation;
- restructuring charges;
- merger, acquisition and divestiture-related operating costs;
- transition costs primarily consisting of non-recurring expenses associated with transformational and integration activities, as well as incentive expenses associated with our synergy program; and
- other adjustments primarily related to non-cash charges and gains, including impairment charges and adjustments as the result of the application of purchase accounting mainly related to the deferred commission cost In addition, other adjustments also include non-recurring charges such as legal expense associated with significant legal and regulatory matters.

We calculate adjusted EBITDA margin by dividing adjusted EBITDA by revenue.

Non-GAAP Financial Measures (Continued)

Adjusted Net Income

We define adjusted net income as net income (loss) attributable to Dun & Bradstreet Holdings, Inc. adjusted for the following items:

- incremental amortization resulting from the application of purchase accounting. We exclude amortization of recognized intangible assets resulting from the application of purchase accounting because it is non-cash and is not indicative of our ongoing and underlying operating performance. The Company believes that recognized intangible assets by their nature are fundamentally different from other depreciating assets that are replaced on a predictable operating cycle. Unlike other depreciating assets, such as developed and purchased software licenses or property and equipment, there is no replacement cost once these recognized intangible assets expire and the assets are not replaced. Additionally, the Company's costs to operate, maintain and extend the life of acquired intangible assets and purchased intellectual property are reflected in the Company's operating costs as personnel, data fee, facilities, overhead and similar items;
- equity-based compensation;
- restructuring charges;
- merger, acquisition and divestiture-related operating costs;
- transition costs primarily consisting of non-recurring expenses associated with transformational and integration activities, as well as incentive expenses associated with our synergy program;
- merger, acquisition and divestiture-related non-operating costs;
- debt refinancing and extinguishment costs;
- non-operating pension-related income (expenses) includes certain costs and income associated with our pension and postretirement plans, consisting of interest cost, expected return on plan assets and amortized actuarial gains or losses and prior service credits. These adjustments are non-cash and market-driven, primarily due to the changes in the value of pension plan assets and liabilities which are tied to financial market performance and conditions.
- Non-cash gain and loss resulting from the modification of our interest rate swaps;
- other adjustments primarily related to non-cash charges and gains, including impairment charges and adjustments as the result of the application of purchase accounting mainly in 2022 related to the deferred commission cost. In addition, other adjustments also include non-recurring charges such as legal expense associated with significant legal and regulatory matters.
- tax effect of the non-GAAP adjustments; and
- other tax effect adjustments related to the tax impact of statutory tax rate changes on deferred taxes and other discrete items.

Adjusted Net Earnings Per Diluted Share

We calculate adjusted net earnings per diluted share by dividing adjusted net income (loss) by the weighted average number of common shares outstanding for the period plus the dilutive effect of common shares potentially issuable in connection with awards outstanding under our stock incentive plan.

Non-GAAP Reconciliation: Adjusted EBITDA

(Amounts in millions)	Three Months Ended December 31		Year Ended December 31	
	2023	2022	2023	2022
Net income (loss) attributable to Dun & Bradstreet Holdings, Inc.	1.7	22.8	(47.0)	(2.3)
Depreciation and amortization	149.7	145.7	586.8	587.2
Interest expense - net	51.9	53.9	216.1	191.0
(Benefit) provision for income tax - net	6.3	(15.2)	(34.2)	(28.8)
EBITDA	**$209.6**	**$207.2**	**$721.7**	**$747.1**
Other income (expense) - net	4.1	(3.2)	5.3	(13.9)
Equity in net income of affiliates	(1.1)	(0.7)	(3.2)	(2.5)
Net income (loss) attributable to the non-controlling interest	0.9	0.7	3.3	6.4
Equity-based compensation	17.3	22.1	83.4	66.0
Restructuring charges	2.8	6.2	13.2	20.5
Merger, acquisition and divestiture-related operating costs	1.7	6.1	7.1	23.4
Transition costs	21.8	10.7	52.9	24.4
Other adjustments	3.5	1.3	8.5	(7.9)
Adjusted EBITDA	**$260.6**	**$250.4**	**$892.2**	**$863.5**
Adjusted EBITDA Margin (%)	*41.3%*	*42.1%*	*38.6%*	*38.8%*

Non-GAAP Reconciliation: Adjusted Net Income

(Amounts in millions, except per share data)	Three Months Ended December 31		Year Ended December 31	
	2023	2022	2023	2022
Net income (loss) attributable to Dun & Bradstreet Holdings, Inc.	**1.7**	**22.8**	**(47.0)**	**(2.3)**
Incremental amortization of intangible assets resulting from the application of purchase accounting	115.7	122.0	465.8	494.0
Equity-based compensation	17.3	22.1	83.4	66.0
Restructuring charges	2.8	6.2	13.2	20.5
Merger, acquisition and divestiture-related operating costs	1.7	6.1	7.1	23.4
Transition costs	21.8	10.7	52.9	24.4
Merger, acquisition and divestiture-related non-operating costs	1.8	1.7	1.8	3.7
Debt refinancing and extinguishment costs	-	-	2.5	24.3
Non-operating pension-related income	(4.5)	(8.9)	(18.3)	(42.2)
Non-cash gain from interest rate swap amendment	(8.0)	-	(10.6)	-
Other adjustments	3.6	1.3	9.7	(7.9)
Tax effect of the non-GAAP adjustments	(26.1)	(37.7)	(142.6)	(144.6)
Other tax effect adjustments	12.0	(15.3)	13.7	(19.7)
Adjusted net income (loss) attributable to Dun & Bradstreet Holdings, Inc.	**$139.8**	**$131.0**	**$431.6**	**$439.6**
Adjusted diluted earnings (loss) per share of common stock	**$0.32**	**$0.30**	**$1.00**	**$1.02**
Weighted average number of shares outstanding – diluted	434.2	432.5	432.8	430.0