



# CDW Corporation

Webcast Conference Call

May 4, 2022

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# Today's Agenda

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- First Quarter 2022 Results
- Performance Drivers
- Outlook
- Q&A

# Disclaimers

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## Forward-Looking Statements

Statements in this presentation that are not statements of historical fact are forward-looking statements within the meaning of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995, including, without limitation, statements regarding capital priorities and other strategic plans of CDW. These forward-looking statements are subject to risks and uncertainties that may cause actual results or events to differ materially from those described in such statements. Although CDW believes that its plans, intentions and other expectations reflected in or suggested by such forward-looking statements are reasonable, it can give no assurance that it will achieve those plans, intentions or expectations. Reference is made to a more complete discussion of forward-looking statements and applicable risks contained under the captions "Forward-Looking Statements" and "Risk Factors" in CDW's Annual Report on Form 10-K for the year ended December 31, 2021. CDW undertakes no obligation to update or revise any of its forward-looking statements, whether as a result of new information, future events or otherwise, except as otherwise required by law.

## Non-GAAP Financial Information

This presentation contains certain non-GAAP financial measures, including Non-GAAP operating income, Non-GAAP operating income margin, Non-GAAP SG&A, Non-GAAP income before income taxes, Non-GAAP net income, Non-GAAP effective tax rate, Non-GAAP net income per diluted share, Non-GAAP net income per diluted share on a constant currency basis, Net sales growth on a constant currency basis and Free cash flow. Generally, a non-GAAP financial measure is a numerical measure of a company's performance or financial position that either excludes or includes amounts that are not normally included or excluded in the most directly comparable measure calculated and presented in accordance with US GAAP. For a reconciliation of non-GAAP financial measures to the applicable most comparable US GAAP financial measures, see Exhibit 99.1 to CDW's Current Report on Form 8-K filed with the Securities and Exchange Commission on May 4, 2022 and the reconciliations included in these slides. Non-GAAP financial measures used by CDW may differ from similar measures used by other companies, even when similar terms are used to identify such measures.

## Other

The historic combined financial information of CDW and Sirius presented herein is for illustrative purposes only and is not necessarily indicative of results that would have been achieved had the acquisition occurred at the beginning of the periods presented. The combined financial information is not intended to represent pro forma financial information under Article 11 of Regulation S-X. In addition, in arriving at the combined non-GAAP earnings per diluted share, CDW has applied its best judgment in conforming Sirius' pre-acquisition financial results to CDW's definition of Non-GAAP earnings per diluted share.

# Q1 2022 Financial Performance

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- Net sales increased \$1,112 million from Q1 2021 to \$5.9 billion
  - Up 23.0% on a reported basis and average daily sales ("ADS") basis
  - Up 23.3% on an ADS constant currency basis
- Operating income up 19.6% to \$387 million
- Net income up 7.6% to \$250 million
- Non-GAAP operating income up 25.7% to \$462 million
- Net income per diluted share up 12.6% to \$1.83
- Non-GAAP net income per diluted share up 26.6% to \$2.20

# Balanced Portfolio Drove Record Top-Line Results

(Unaudited)  
(\$ in millions)

	Three Months Ended March 31,		
	2022	2021	% Change
Corporate	\$ 2,627.6	\$ 1,805.6	45.5 %
Small Business	524.0	432.7	21.1
Public			
Government	543.9	516.1	5.4
Education	902.8	943.3	(4.3)
Healthcare	586.3	462.3	26.8
Total Public	2,033.0	1,921.7	5.8
Other	764.5	677.5	12.8
Total Net sales	\$ 5,949.1	\$ 4,837.5	23.0 %

(1) There were 63 selling days for both the three months ended March 31, 2022 and 2021.

# Highlights Combined Power of Business Model and Strategy

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- Balanced portfolio of customer end-markets
- Diverse product and solutions portfolio
- Three-part strategy for growth

# Our Three-Part Growth Strategy

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**1**

**Capture share and acquire new customers**

**2**

**Enhance capabilities in high-growth solutions areas**

**3**

**Expand services capabilities**

# Q1 2022 Financial Results

(Unaudited)

(\$ in millions, except per share amounts)

	Three Months Ended March 31,		
	2022	2021	% Change
Net sales	\$ 5,949.1	\$ 4,837.5	23.0 %
<i>Average daily net sales</i>	\$ 94.4	\$ 76.8	23.0 %
Gross profit	\$ 1,104.1	\$ 795.2	38.8 %
<i>% of Net sales</i>	18.6 %	16.4 %	
SG&A	\$ 717.2	\$ 471.8	52.0 %
Operating income	\$ 386.9	\$ 323.4	19.6 %
Non-GAAP SG&A*	\$ 642.0	\$ 427.5	50.2 %
Non-GAAP operating income*	\$ 462.1	\$ 367.7	25.7 %
<i>% of Net sales</i>	7.8 %	7.6 %	
Interest expense, net	\$ 56.0	\$ 35.6	57.5 %
Other (expense) income, net	\$ (0.5)	\$ 1.1	**nm
Net income	\$ 250.2	\$ 232.6	7.6 %
Diluted EPS	\$ 1.83	\$ 1.63	12.6 %
Non-GAAP net income*	\$ 301.5	\$ 249.4	20.9 %
Non-GAAP diluted EPS*	\$ 2.20	\$ 1.74	26.6 %

\* Non-GAAP SG&A, Non-GAAP operating income, Non-GAAP net income and Non-GAAP diluted EPS 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 May 4, 2022 for a discussion of non-GAAP financial measures.

\*\* Not meaningful



# Q1 2022 Non-GAAP SG&A and Non-GAAP Operating Income

(Unaudited)  
(\$ in millions)

	Three Months Ended March 31,		
	2022	2021	% Change
SG&A, as reported	\$ 717.2	\$ 471.8	52.0 %
Amortization of acquisition-related intangible assets	(40.9)	(21.6)	
Equity-based compensation	(21.1)	(15.8)	
Acquisition and integration expenses	(11.7)	(3.6)	
Other adjustments	(1.5)	(3.3)	
Non-GAAP SG&A	<u>\$ 642.0</u>	<u>\$ 427.5</u>	50.2 %
Non-GAAP operating income*	\$ 462.1	\$ 367.7	25.7 %
<i>% of Net sales</i>	7.8 %	7.6 %	

\* Non-GAAP SG&A and Non-GAAP operating 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 May 4, 2022 for a discussion of non-GAAP financial measures.

# Q1 2022 Non-Operating Expenses

(Unaudited)  
(\$ in millions)

	Three Months Ended March 31,		
	2022	2021	% Change
Interest expense, net	\$ 56.0	\$ 35.6	57.5 %
Other (expense) income, net	\$ (0.5)	\$ 1.1	*nm
Income tax expense	\$ 80.2	\$ 56.3	42.6 %

\* Not meaningful

# Q1 2022 US GAAP Effective Tax Rate

(Unaudited)

	Three Months Ended March 31,	
	2022	2021
Federal statutory rate	21.0 %	21.0 %
State taxes <sup>(1)</sup>	4.2	4.2
Excess benefits from equity-based compensation <sup>(2)</sup>	(1.6)	(6.1)
All other items impacting tax rate	0.7	0.4
US GAAP effective tax rate	<u>24.3 %</u>	<u>19.5 %</u>

(1) Net of Federal benefit and excludes the State benefit associated with excess tax benefits.

(2) Inclusive of Federal and State taxes.

# Q1 2022 Non-GAAP Net Income

(Unaudited)

(\$ in millions)

	Three Months Ended March 31, 2022				Three Months Ended March 31, 2021			
	Income before income taxes	Income tax expense <sup>(1)</sup>	Net income	Effective tax rate	Income before income taxes	Income tax expense <sup>(1)</sup>	Net income	Effective tax rate
US GAAP, as reported	\$ 330.4	\$ (80.2)	\$ 250.2	24.3 %	\$ 288.9	\$ (56.3)	\$ 232.6	19.5 %
Amortization of intangibles <sup>(2)</sup>	40.9	(10.6)	30.3		21.6	(5.4)	16.2	
Equity-based compensation	21.1	(9.8)	11.3		15.8	(20.8)	(5.0)	
Acquisition and integration expenses	11.7	(3.0)	8.7		3.6	(0.9)	2.7	
Other adjustments	1.4	(0.4)	1.0		3.7	(0.8)	2.9	
Non-GAAP*	<u>\$ 405.5</u>	<u>\$ (104.0)</u>	<u>\$ 301.5</u>	<u>25.7 %</u>	<u>\$ 333.6</u>	<u>\$ (84.2)</u>	<u>\$ 249.4</u>	<u>25.2 %</u>

(1) Income tax on non-GAAP adjustments includes excess tax benefits associated with equity-based compensation.

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

\* 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 May 4, 2022 for a discussion of non-GAAP financial measures.

# Q1 2022 Earnings Per Share

*(Unaudited)*

*(\$ in millions, except per share amounts)*

	Three Months Ended March 31,		
	2022	2021	% Change
Diluted EPS	\$ 1.83	\$ 1.63	12.6 %
Non-GAAP net income*	\$ 301.5	\$ 249.4	20.9 %
Non-GAAP diluted EPS*	\$ 2.20	\$ 1.74	26.6 %

\* Non-GAAP net income and Non-GAAP diluted EPS 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 May 4, 2022 for a discussion of non-GAAP financial measures.

# Debt and Revolver Availability

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(\$ in millions)

	<u>March 31, 2022</u>	<u>December 31, 2021</u>	<u>March 31, 2021</u>
	<i>(unaudited)</i>		<i>(unaudited)</i>
Cash and cash equivalents	\$ 386.9	\$ 258.1	\$ 878.6
Total debt	\$ 6,598.7	\$ 6,858.5	\$ 3,930.7
Net debt (total debt net of cash and cash equivalents)	\$ 6,211.8	\$ 6,600.4	\$ 3,052.1
Revolver availability	\$ 1,042.9	\$ 987.3	\$ 1,260.0
Cash plus revolver availability	\$ 1,429.8	\$ 1,245.4	\$ 2,138.6

# Cash Conversion Cycle

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*(Unaudited)*

*(Based on a rolling three-month average)*

	<u>March 31, 2022</u>	<u>December 31, 2021</u>	<u>March 31, 2021</u>
Days of sales outstanding	67	65	57
Days of supply in inventory	17	17	16
Days purchases outstanding	(64)	(58)	(51)
Cash conversion cycle	<u>20</u>	<u>24</u>	<u>22</u>

# Free Cash Flow

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*(Unaudited)*  
*(\$ in millions)*

	Three Months Ended March 31,		
	2022	2021	% Change
Net cash provided by operating activities	\$ 380.8	\$ 344.6	10.5 %
Capital expenditures	(41.3)	(20.7)	
Net change in accounts payable - inventory financing	126.7	(180.3)	
Financing payments for revenue generating assets	—	(42.9)	
Free cash flow	<u>\$ 466.2</u>	<u>\$ 100.7</u>	363.0 %



# 2022 Capital Allocation Priorities

Priorities	Objectives	2022 Actions
Increase Dividends Annually	Target ~25% payout of Non-GAAP net income; grow in-line with earnings	25% increase in November 2021 to \$2.00/share annually
Maintain Net Leverage Ratio <sup>(1)</sup>	Use FCF after dividends to pay down debt until leverage ratio within range of 2.5-3.0 times	Currently at 3.1x <sup>(2),(3)</sup> . Down 0.3x from 2021 and expect to be within target range by the end of 2022
Supplement Organic Growth with M&A	Lower priority on M&A until net leverage ratio is in target range.	Acquired Sirius Computer Solutions, Inc. on December 1, 2021, for \$2.5 billion <sup>(4)</sup>
Return Excess FCF after Dividends & M&A Through Share Repurchases	Lower priority on share repurchases until net leverage ratio is in target range	\$1.5 billion of share repurchases in 2021 will more than offset multiple years of incentive plan dilution

(1) Defined as the ratio of total debt at period-end excluding any unamortized discount and/or premium and deferred financing costs, less cash and cash equivalents, to trailing twelve-month Non-GAAP operating income plus depreciation and amortization in SG&A (excluding amortization expenses for acquisition-related intangible assets).

(2) As of March 31, 2022.

(3) The Net Leverage Ratio of 3.1 times is above the targeted range of 2.5 to 3.0 times as a result of CDW issuing \$2.5 billion of senior notes on December 1, 2021, to fund the acquisition of Sirius Computer Solutions, Inc. CDW expects to be within its net leverage target range by the end of 2022.

(4) Subject to customary adjustments.

# 2022 Outlook

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## 2022 Outlook On a Combined Basis<sup>(1),(2),(3)</sup>

Net Sales Growth

U.S. IT growth of ~4% plus ~325 to 425 bps premium in constant currency

Non-GAAP Operating Income Margin<sup>(4)</sup>

Low-8%<sup>s</sup>

Non-GAAP Earnings Per Diluted Share Growth

- Low-teen growth in constant currency on a combined basis
- Low-twenties growth in constant currency on a reported basis

(1) CDW acquired Sirius Computer Solutions, Inc. on December 1, 2021. On a combined basis, CDW's full-year 2021 Net sales would have been \$22.8 billion, including \$2.17 billion from Sirius, and full-year non-GAAP earnings per diluted share would have been \$8.49.

(2) As of May 4, 2022.

(3) Certain annual outlooks are provided on a non-GAAP basis because certain reconciling items are dependent on future events that either cannot be controlled, such as currency impacts or interest rates, or reliably predicted because they are not part of CDW's routine activities, such as refinancing activities or acquisition and integration expenses.

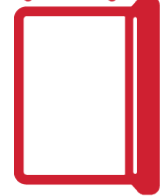
(4) Non-GAAP operating income as a percentage of Net sales.

# Modeling Thoughts for 2022

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- Net sales
  - 1H/2H sales split of ~49.25%/50.75%. Equates to a second quarter sequential growth of low single-digit on an average daily sales basis from the first quarter
  - Currency expected to be neutral for the full year
- Annual depreciation and amortization expenses expected to be between \$280 million and \$285 million, including ~\$165 million of amortization expense for acquisition-related intangible assets
  - Depreciation and amortization in SG&A, excluding acquisition-related intangible assets, expected to be ~\$110 million
- Annual interest expense expected to be between \$225 million and \$230 million
- Non-GAAP effective tax rate expected to be between 25.5% to 26.5%
- Annual Free Cash Flow within 'rule of thumb' of 3 3/4% to 4 1/4% of Net sales
- Capital expenditure 0.70% to 0.75% of Net sales
- Achieve Cash Conversion Cycle within target range of high teens to low 20s

# Questions and Answers



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WHO  
GET IT™**

# Non-GAAP Operating Income Reconciliation

(Unaudited)

(\$ in millions)

	Three Months Ended March 31,			
	2022	% of Net sales	2021	% of Net sales
Operating income, as reported	\$ 386.9	6.5 %	\$ 323.4	6.7 %
Amortization of intangibles <sup>(1)</sup>	40.9		21.6	
Equity-based compensation	21.1		15.8	
Acquisition and integration expenses	11.7		3.6	
Other adjustments	1.5		3.3	
Non-GAAP operating income*	<u>\$ 462.1</u>	7.8 %	<u>\$ 367.7</u>	7.6 %

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

\* 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 May 4, 2022 for a discussion of non-GAAP financial measures.

# Net Sales Growth on a Constant Currency Basis

(Unaudited)

(\$ in millions)

	Three Months Ended March 31,		
	2022	2021	% Change
Net sales, as reported	\$ 5,949.1	\$ 4,837.5	23.0 %
Foreign currency translation <sup>(2)</sup>	—	(12.6)	
Net sales, on a constant currency basis*	<u>\$ 5,949.1</u>	<u>\$ 4,824.9</u>	23.3 %

(1) There were 63 selling days for both the three months ended March 31, 2022 and 2021.

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

\* 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 May 4, 2022 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 March 31,		
	2022	2021	% Change
Net income, as reported	\$ 250.2	\$ 232.6	7.6 %
Amortization of intangibles	40.9	21.6	
Equity-based compensation	21.1	15.8	
Acquisition and integration expenses	11.7	3.6	
Other adjustments	1.4	3.7	
Aggregate adjustment for income taxes	(23.8)	(27.9)	
Non-GAAP net income <sup>(1)*</sup>	\$ 301.5	\$ 249.4	20.9 %
Foreign currency translation <sup>(2)</sup>	—	(0.6)	
Non-GAAP net income, on a constant currency basis*	\$ 301.5	\$ 248.8	21.2 %
Shares used in computing Non-GAAP net income per diluted share and Non-GAAP net income per diluted share, on a constant currency basis	136.7	143.1	
Non-GAAP net income per diluted share*	\$ 2.20	\$ 1.74	26.6 %
Non-GAAP net income per diluted share, on a constant currency basis*	\$ 2.20	\$ 1.74	26.8 %

(1) See Slide 12 for details on the adjustments to Non-GAAP net income for the first quarter.

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

\* 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 May 4, 2022 for a discussion of non-GAAP financial measures.