Dropbox Q4 2021 and Fiscal 2021 Guidance
As of November 4, 2021

(In millions, except percentages)

	Q4 2021	Fiscal 2021
Revenue [1]	$556 - $559	$2,148 - $2,151
Non-GAAP operating margin [2]	~ 29%	~ 29.5%
Free cash flow [3][4]		~ $715
Key employee holdback payments related to the acquisition of HelloSign [4]		$16
Payments related to reduction in force [5]		$14
Expected lease buyout [6]		$32

[1] Currency exchange rates assumed in this guidance are based on applying actual exchange rates at the time of booking to current deferred revenue and prior month average exchange rates to future deferred revenue.

[2] A reconciliation of our forward-looking guidance for non-GAAP operating margin with our forward-looking GAAP operating margin is not available without unreasonable efforts as the quantification of stock-based compensation expense, which is excluded from our non-GAAP operating margin and will have a significant impact on our GAAP operating margin, requires additional inputs that are difficult to predict and subject to change. Our forward-looking guidance for non-GAAP operating margin also excludes impairment charges of approximately $17 million and anticipated future impairment charges in the range of $0 - $33 million related to our plans to sublease space in certain European office locations, one-time severance, benefits and other expenses of approximately $14 million related to our reduction in force, transaction expenses related to the acquisition of DocSend of approximately $1 million, expenses related the unpaid portion of the acquisition purchase price for certain executives that is being earned over three years if they remain employed in the total amount of $16 million with respect to HelloSign and $8 million with respect to DocSend; and amortization of acquired intangible assets, which are subject to valuation efforts.

[3] We define free cash flow as GAAP net cash provided by operating activities less capital expenditures.

[4] We have compensation agreements with key HelloSign personnel consisting of approximately $49 million in cash payments subject to on-going employee service. The related expenses are recognized within research and development expenses over the required three year service period that commenced in the first quarter of 2019 and the payments began in the first quarter of 2020 and will be paid evenly in quarterly installments over the remaining required service period. For the 2021 fiscal year, we expect to make such payments in the amount of $16 million.

[5] Includes payments related to severance, benefits, and other related items.

[6] Includes expected lease buyout payment related to a portion of our San Francisco office.

Forward-Looking Statements

These supplemental investor materials contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including statements regarding Dropbox's future financial performance and guidance for Q4 2021 and FY 2021. Dropbox has based these forward-looking statements on current expectations and projections about future events and financial trends that we believe may affect Dropbox's business, financial condition and results of operations. These forward-looking statements speak only as of the date these supplemental investor materials are first posted to Dropbox’s investor relations website and are subject to risks, uncertainties, and assumptions, including, but not limited to, our expectations regarding remote work trends, related market opportunities and our ability to capitalize on those opportunities, our ability to realize anticipated benefits to our business from our shift to a Virtual First work model as well as impacts to our financial results and business operations as a result of this shift, and the impact to our financial results, business operations and the business of our customers, suppliers, partners and the economy as a result of the COVID-19 pandemic and related public health measures. Further information on risks that could affect Dropbox’s results is included in our filings with the Securities and Exchange Commission (SEC), including our quarterly report on Form 10-Q for the quarter ended June 30, 2021 that we filed with the SEC on August 6, 2021. Additional information will be made available in our quarterly report on Form 10-Q for the quarter ended September 30, 2021 and in other reports that we may file with the SEC from time to time, which could cause actual results to vary from expectations. If the risks materialize or assumptions prove incorrect, actual results could differ materially from the results implied by these forward-looking statements. Dropbox assumes no obligation to, and does not currently intend to, update any such forward-looking statements after the date these supplemental investor materials are first posted to Dropbox’s investor relations website, except as required by applicable law.

Additional information on our non-GAAP measures is included in our earnings release, which was furnished with our Form 8-K filed with the SEC on November 4, 2021.