

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**Form 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

November 7, 2019  
**Date of Report (date of earliest event reported)**

**DROPBOX, INC.**  
(Exact name of Registrant as specified in its charter)

Delaware  
(State or other jurisdiction of  
incorporation)

001-38434  
(Commission File Number)

26-0138832  
(I. R. S. Employer Identification No.)

1800 Owens St.  
San Francisco, California 94158  
(Address of principal executive offices)  
(415) 857-6800

(Registrant's telephone number, including area code)

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of exchange on which registered</u>
Class A Common Stock, par value \$0.00001 per share	DBX	The NASDAQ Stock Market LLC (Nasdaq Global Select Market)

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

## Item 2.02 – Results of Operations and Financial Condition

On November 7, 2019, Dropbox, Inc. (“Dropbox”) issued a press release and will hold a conference call announcing its financial results for the quarter ended September 30, 2019. A copy of the press release is attached as Exhibit 99.1 to this current report on Form 8-K and is incorporated by reference herein.

## Item 7.01 – Regulation FD Disclosure

On November 7, 2019, Dropbox posted supplemental investor materials on its investors.dropbox.com website. Dropbox intends to use its investors.dropbox.com website as a means of disclosing material non-public information and for complying with its disclosure obligations under Regulation FD.

The information in this current report on Form 8-K and the exhibit attached hereto shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing.

## Item 9.01 – Financial Statements and Exhibits

(d) Exhibits:

<u>Exhibit No.</u>	<u>Exhibit Description</u>
99.1	<a href="#">Press Release entitled “Dropbox Announces Fiscal 2019 Third Quarter Results” dated November 7, 2019</a>

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: November 7, 2019

**Dropbox, Inc.**

/s/ Ajay Vashee

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Ajay Vashee

Chief Financial Officer

## Dropbox Announces Fiscal 2019 Third Quarter Results

Revenue of \$428.2 Million, Up 19% Year-Over-Year  
Net Cash Provided by Operating Activities of \$149.7 Million and Free Cash Flow of \$102.5 Million

**SAN FRANCISCO, Calif.** - November 7, 2019 - Dropbox, Inc. (NASDAQ: DBX), the world's first smart workspace, today announced financial results for its third fiscal quarter ended September 30, 2019.

"We had a strong Q3 highlighted by 19% top line growth and margin expansion." said Dropbox Co-founder and Chief Executive Officer Drew Houston. "We're excited about the early momentum we've seen with our new desktop app — millions are already using it since it was made generally available on September 25. Together with the launch of Dropbox Spaces, we're making great progress towards building the world's first smart workspace where people can focus on the work that matters."

### Third Quarter Fiscal 2019 Results

- Total revenue was \$428.2 million, an increase of 19% from the same period last year.
- Paying users totaled 14.0 million, as compared to 12.3 million for the same period last year. Average revenue per paying user was \$123.15, as compared to \$118.60 for the same period last year.
- GAAP gross margin was 75.5%, as compared to 75.0% in the same period last year. Non-GAAP gross margin was 76.7%, as compared to 75.9% in the same period last year.
- GAAP operating margin was (4.3)%, as compared to (2.5)% in the same period last year. Non-GAAP operating margin, which excludes stock-based compensation, acquisition-related and other expenses, and amortization of acquired intangible assets, was 13.1%, as compared to 12.8% in the same period last year.
- GAAP net loss was (\$17.0) million, as compared to (\$5.8) million in the same period last year. Non-GAAP net income was \$55.9 million, as compared to \$45.0 million in the same period last year.
- Net cash provided by operating activities was \$149.7 million, as compared to \$128.0 million in the same period last year. Free cash flow was \$102.5 million, as compared to \$120.0 million in the same period last year.
- GAAP basic and diluted net loss per share was (\$0.04), as compared to (\$0.01) in the same period last year. Non-GAAP diluted net income per share was \$0.13, as compared to \$0.11 in the same period last year. <sup>(1)</sup>
- Cash, cash equivalents and short-term investments were \$1.031 billion at the end of the third quarter of 2019.

<sup>(1)</sup>Non-GAAP diluted net income per share is calculated based upon 418.7 million and 420.0 million diluted weighted-average shares of common stock for the three months ended September 30, 2019 and 2018, respectively.

## Financial Outlook

Dropbox will provide forward-looking guidance in connection with this quarterly earnings announcement on its conference call, webcast, and on its investor relations website at [investors.dropbox.com](http://investors.dropbox.com).

## Conference Call Information

Dropbox plans to host a conference call today to review its third quarter financial results and to discuss its financial outlook. This call is scheduled to begin at 2:00 p.m. PT / 5:00 p.m. ET and can be accessed by dialing (877) 300-7844 from the United States or (786) 815-8440 internationally with reference to the company name and conference title, and a live webcast and replay of the conference call can be accessed from the Dropbox investor relations website at [investors.dropbox.com](http://investors.dropbox.com). Following the completion of the call, a telephonic replay will be available through 11:59 PM ET on November 14, 2019 at (855) 859-2056 from the United States or (404) 537-3406 internationally with recording access code 1636338.

## Other Upcoming Events

- Lev Finkelstein, Vice President of Corporate Finance & Strategy, will be presenting at the RBC Capital Markets Technology, Internet, Media and Telecommunications Conference in New York, NY on Tuesday, November 19, 2019 at 4:05 p.m. ET.

At the time of this event, a live webcast will be accessible from the Dropbox investor relations website at [investors.dropbox.com](http://investors.dropbox.com). Following the event, a replay will be made available at the same location.

## About Dropbox

Dropbox is the world's first smart workspace that helps people and teams focus on the work that matters. With more than 600 million registered users across 180 countries, we're on a mission to design a more enlightened way of working. Dropbox is headquartered in San Francisco, CA, and has 12 offices around the world. For more information on our mission and products, visit [dropbox.com](http://dropbox.com).

## Use of Non-GAAP Financial Measures

Reconciliations of non-GAAP financial measures to the most directly comparable financial results as determined in accordance with GAAP are included at the end of this press release following the accompanying financial data. For a description of these non-GAAP financial measures, including the reasons management uses each measure, please see the section of the tables titled "About Non-GAAP Financial Measures."

## Forward-Looking Statements

This press release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 including, among other things, statements regarding Dropbox's strategies and new products and features, future financial and operational performance, the demand for and engagement with our platform and product features, and the benefits from new product experiences and acquisitions. Words such as "believe," "may," "will," "estimate," "continue," "anticipate," "intend," "expect," "plans," and similar expressions are intended to identify forward-looking statements. Dropbox has based these forward-looking statements largely on its current expectations and projections about future events and financial trends that the Company believes may affect its business, financial condition, and results of operations. These forward-looking statements speak only as of the date of this press release and are subject to risks, uncertainties, and assumptions including, but not limited to: (i) our ability to retain and upgrade paying users; (ii) our ability to attract new users or convert registered users to paying users; (iii) our revenue growth rate; (iv) our history of net losses; (v) our liability for any unauthorized access to our data or our users' content, including through privacy and data security breaches; (vi) significant disruption of service on our platform or loss of content; (vii) any decline in demand for our platform or for content collaboration solutions in general; (viii) changes in the interoperability of our platform across devices, operating systems, and third-party applications that we do not control; (ix) competition in our markets; (x) our ability to respond to rapid technological changes, extend our platform, or develop new features; (xi) our ability to manage our growth or plan for future growth; (xii) our acquisition of other businesses and the potential of such acquisitions to require significant management attention, disrupt our business, or dilute stockholder value; and (xiii) the dual class structure of our common stock and its effect of concentrating voting control with certain stockholders who held our capital stock prior to the completion of our initial public offering. Further information on risks that could affect Dropbox's results is included in our filings with the Securities and Exchange Commission ("SEC"), including our

Form 10-Q for the quarter ended June 30, 2019. Additional information will be made available in our quarterly report on Form 10-Q and other future 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 of this release, except as required by applicable law.

**Dropbox, Inc.**  
**Condensed Consolidated Statements of Operations**

*(In millions, except per share data)*

*(Unaudited)*

	Three months ended September 30,		Nine months ended September 30,	
	2019	2018	2019	2018
Revenue	\$ 428.2	\$ 360.3	\$ 1,215.3	\$ 1,015.8
Cost of revenue <sup>(1)</sup>	104.8	90.2	306.1	300.3
Gross profit	323.4	270.1	909.2	715.5
Operating expenses <sup>(1)</sup> :				
Research and development	172.8	133.2	485.2	631.4
Sales and marketing	108.2	95.0	317.0	339.4
General and administrative	61.0	50.8	180.9	226.7
Total operating expenses	342.0	279.0	983.1	1,197.5
Loss from operations	(18.6)	(8.9)	(73.9)	(482.0)
Interest income, net	3.0	2.4	9.9	3.2
Other income, net	0.2	0.5	14.4	6.1
Loss before income taxes	(15.4)	(6.0)	(49.6)	(472.7)
Benefit from (provision for) income taxes	(1.6)	0.2	3.5	(2.7)
Net loss	\$ (17.0)	\$ (5.8)	\$ (46.1)	\$ (475.4)
Net loss per share attributable to common stockholders, basic and diluted	\$ (0.04)	\$ (0.01)	\$ (0.11)	\$ (1.39)
Weighted-average shares used in computing net loss per share attributable to common stockholders, basic and diluted	414.4	403.9	412.4	342.0

<sup>(1)</sup> Includes stock-based compensation expense as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2019	2018	2019	2018
Cost of revenue	\$ 4.1	\$ 3.2	\$ 11.8	\$ 43.9
Research and development	38.9	28.2	107.1	339.0
Sales and marketing	7.7	8.1	23.6	88.4
General and administrative	17.5	15.5	49.4	125.3

**Dropbox, Inc.**  
**Condensed Consolidated Balance Sheets**

(In millions)

(Unaudited)

	As of	
	September 30, 2019	December 31, 2018
<b>Assets</b>		
Current assets:		
Cash and cash equivalents	\$ 443.2	\$ 519.3
Short-term investments	587.7	570.0
Trade and other receivables, net	38.4	28.6
Prepaid expenses and other current assets	64.3	92.3
<b>Total current assets</b>	<b>1,133.6</b>	<b>1,210.2</b>
Property and equipment, net	416.6	310.6
Operating lease right-of-use asset	581.7	—
Intangible assets, net	50.1	14.7
Goodwill	231.8	96.5
Other assets	72.8	62.1
<b>Total assets</b>	<b>\$ 2,486.6</b>	<b>\$ 1,694.1</b>
<b>Liabilities and stockholders' equity</b>		
Current liabilities:		
Accounts payable	\$ 31.3	\$ 33.3
Accrued and other current liabilities	149.9	164.5
Accrued compensation and benefits	79.1	80.9
Operating lease liability	76.0	—
Finance lease obligation	70.9	73.8
Deferred revenue	541.1	485.0
<b>Total current liabilities</b>	<b>948.3</b>	<b>837.5</b>
Operating lease liability, non-current	626.2	—
Finance lease obligation, non-current	128.0	89.9
Other non-current liabilities <sup>(1)</sup>	21.5	89.9
<b>Total liabilities</b>	<b>1,724.0</b>	<b>1,017.3</b>
Stockholders' equity:		
Additional paid-in-capital	2,478.6	2,337.5
Accumulated deficit	(1,718.1)	(1,659.5)
Accumulated other comprehensive income (loss)	2.1	(1.2)
<b>Total stockholders' equity</b>	<b>762.6</b>	<b>676.8</b>
<b>Total liabilities and stockholders' equity</b>	<b>\$ 2,486.6</b>	<b>\$ 1,694.1</b>

<sup>(1)</sup> As of December 31, 2018 the Company had non-current deferred rent of \$81.0 million. As of September 30, 2019, deferred rent is now included in the determination of the Company's operating lease right-of-use asset due to the adoption of ASC 842.

**Dropbox, Inc.**  
**Condensed Consolidated Statements of Cash Flows**

(In millions)

(Unaudited)

	Three months ended September 30,		Nine months ended September 30,	
	2019	2018	2019	2018
<b>Cash flow from operating activities</b>				
Net loss	\$ (17.0)	\$ (5.8)	\$ (46.1)	\$ (475.4)
Adjustments to reconcile net loss to net cash provided by operating activities:				
Depreciation and amortization	40.6	45.7	132.5	121.6
Stock-based compensation	68.2	55.0	191.9	596.6
Net losses (gains) on equity investments	1.7	—	(5.7)	—
Amortization of deferred commissions	4.6	3.2	12.7	8.5
Other	(0.7)	0.2	(8.3)	(0.9)
Changes in operating assets and liabilities:				
Trade and other receivables, net	(1.0)	2.3	(9.5)	0.4
Prepaid expenses and other current assets	(7.6)	(13.4)	(26.1)	(47.3)
Other assets	15.6	7.1	41.8	(10.4)
Accounts payable	(0.6)	4.6	(2.4)	(3.9)
Accrued and other current liabilities	(1.0)	(3.9)	9.5	40.6
Accrued compensation and benefits	21.7	18.1	(3.1)	7.2
Deferred revenue	26.7	14.4	54.7	60.8
Other non-current liabilities	(18.4)	0.5	(45.6)	3.9
Tenant improvement allowance reimbursement	16.9	—	45.4	—
<b>Net cash provided by operating activities</b>	<b>149.7</b>	<b>128.0</b>	<b>341.7</b>	<b>301.7</b>
<b>Cash flow from investing activities</b>				
Capital expenditures	(47.2)	(8.0)	(110.6)	(27.6)
Business combinations, net of cash acquired	—	—	(171.6)	—
Purchases of short-term investments	(193.0)	(168.4)	(582.7)	(664.3)
Proceeds from sales of short-term investments	160.0	58.5	341.0	61.6
Proceeds from maturities of short-term investments	75.1	85.5	236.7	101.9
Other	(3.2)	1.0	8.4	(0.6)
<b>Net cash used in investing activities</b>	<b>(8.3)</b>	<b>(31.4)</b>	<b>(278.8)</b>	<b>(529.0)</b>
<b>Cash flow from financing activities</b>				
Proceeds from initial public offering and private placement, net of underwriters' discounts and commissions	—	—	—	746.6
Payments of deferred offering costs	—	(1.1)	—	(4.5)
Shares repurchased for tax withholdings on release of restricted stock	(19.0)	(44.3)	(67.1)	(326.7)
Proceeds from issuance of common stock, net of repurchases	—	8.8	2.0	9.8
Principal payments on finance lease obligations	(21.2)	(25.8)	(71.8)	(84.1)
Other	0.3	(2.0)	(0.4)	(6.1)
<b>Net cash provided by (used in) financing activities</b>	<b>(39.9)</b>	<b>(64.4)</b>	<b>(137.3)</b>	<b>335.0</b>
Effect of exchange rate changes on cash and cash equivalents	(1.9)	(0.1)	(1.7)	(1.5)
Change in cash and cash equivalents	99.6	32.1	(76.1)	106.2
<b>Cash and cash equivalents - beginning of period</b>	<b>343.6</b>	<b>504.1</b>	<b>519.3</b>	<b>430.0</b>
<b>Cash and cash equivalents - end of period</b>	<b>\$ 443.2</b>	<b>\$ 536.2</b>	<b>\$ 443.2</b>	<b>\$ 536.2</b>
<b>Supplemental cash flow data:</b>				
Property and equipment acquired under finance leases	\$ 31.6	\$ 28.5	\$ 107.0	\$ 72.7

**Dropbox, Inc.**  
**Three months ended September 30, 2019**  
**Reconciliation of GAAP to Non-GAAP results**  
*(In millions, except for percentages, which may not foot due to rounding)*  
*(Unaudited)*

	GAAP	Stock-based compensation	Acquisition-related and other expenses	Intangibles amortization	Non-GAAP
Cost of revenue	\$ 104.8	\$ (4.1)	\$ —	\$ (1.0)	\$ 99.7
<i>Cost of revenue margin</i>	24.5 %	(1.0)%	— %	(0.2)%	23.3%
Gross profit	323.4	4.1	—	1.0	328.5
<i>Gross margin</i>	75.5 %	1.0 %	— %	0.2 %	76.7%
Research and development	172.8	(38.9)	(4.0)	—	129.9
<i>Research and development margin</i>	40.4 %	(9.2)%	(0.9)%	— %	30.3%
Sales and marketing	108.2	(7.7)	—	(1.4)	99.1
<i>Sales and marketing margin</i>	25.3 %	(1.9)%	— %	(0.3)%	23.1%
General and administrative	61.0	(17.5)	—	—	43.5
<i>General and administrative margin</i>	14.2 %	(4.0)%	— %	— %	10.2%
Income (loss) from operations	\$ (18.6)	\$ 68.2	\$ 4.0	\$ 2.4	\$ 56.0
<i>Operating margin</i>	(4.3)%	16.0 %	0.9 %	0.5 %	13.1%

**Dropbox, Inc.**  
**Three months ended September 30, 2018**  
**Reconciliation of GAAP to Non-GAAP results**  
*(In millions, except for percentages, which may not foot due to rounding)*  
*(Unaudited)*

	GAAP	Stock-based compensation	Non-GAAP
Cost of revenue	\$ 90.2	\$ (3.2)	\$ 87.0
<i>Cost of revenue margin</i>	25.0 %	(0.9)%	24.1%
Gross profit	270.1	3.2	273.3
<i>Gross margin</i>	75.0 %	0.9 %	75.9%
Research and development	133.2	(28.2)	105.0
<i>Research and development margin</i>	37.0 %	(7.9)%	29.1%
Sales and marketing	95.0	(8.1)	86.9
<i>Sales and marketing margin</i>	26.4 %	(2.3)%	24.1%
General and administrative	50.8	(15.5)	35.3
<i>General and administrative margin</i>	14.1 %	(4.3)%	9.8%
Income (loss) from operations	\$ (8.9)	\$ 55.0	\$ 46.1
<i>Operating margin</i>	(2.5)%	15.3 %	12.8%

**Dropbox, Inc.**  
**Nine months ended September 30, 2019**  
**Reconciliation of GAAP to Non-GAAP results**  
*(In millions, except for percentages, which may not foot due to rounding)*  
*(Unaudited)*

	<u>GAAP</u>	<u>Stock-based compensation</u>	<u>Acquisition-related and other expenses</u>	<u>Intangibles amortization</u>	<u>Non-GAAP</u>
Cost of revenue	\$ 306.1	\$ (11.8)	\$ —	\$ (2.5)	\$ 291.8
<i>Cost of revenue margin</i>	25.2 %	(1.0)%	— %	(0.2)%	24.0%
Gross profit	909.2	11.8	—	2.5	923.5
<i>Gross margin</i>	74.8 %	1.0 %	— %	0.2 %	76.0%
Research and development	485.2	(107.1)	(10.4)	—	367.7
<i>Research and development margin</i>	39.9 %	(8.7)%	(0.9)%	— %	30.3%
Sales and marketing	317.0	(23.6)	—	(3.6)	289.8
<i>Sales and marketing margin</i>	26.1 %	(2.0)%	— %	(0.3)%	23.8%
General and administrative	180.9	(49.4)	(1.0)	—	130.5
<i>General and administrative margin</i>	14.9 %	(4.1)%	(0.1)%	— %	10.7%
Income (loss) from operations	\$ (73.9)	\$ 191.9	\$ 11.4	\$ 6.1	\$ 135.5
<i>Operating margin</i>	(6.1)%	15.9 %	0.9 %	0.4 %	11.1%

**Dropbox, Inc.**  
**Nine months ended September 30, 2018**  
**Reconciliation of GAAP to Non-GAAP results**  
*(In millions, except for percentages, which may not foot due to rounding)*  
*(Unaudited)*

	<u>GAAP</u>	<u>Stock-based compensation</u>	<u>Employer payroll taxes related to the release of two-tier RSUs</u>	<u>Non-GAAP</u>
Cost of revenue	\$ 300.3	\$ (43.9)	\$ (1.1)	\$ 255.3
<i>Cost of revenue margin</i>	29.6 %	(4.4)%	(0.1)%	25.1%
Gross profit	715.5	43.9	1.1	760.5
<i>Gross margin</i>	70.4 %	4.4 %	0.1 %	74.9%
Research and development	631.4	(339.0)	(8.3)	284.1
<i>Research and development margin</i>	62.2 %	(33.4)%	(0.8)%	28.0%
Sales and marketing	339.4	(88.4)	(2.2)	248.8
<i>Sales and marketing margin</i>	33.4 %	(8.7)%	(0.2)%	24.5%
General and administrative	226.7	(125.3)	(2.3)	99.1
<i>General and administrative margin</i>	22.3 %	(12.3)%	(0.2)%	9.8%
Income (loss) from operations	\$ (482.0)	\$ 596.6	\$ 13.9	\$ 128.5
<i>Operating margin</i>	(47.5)%	58.8 %	1.4 %	12.7%

**Dropbox, Inc.**  
**Three and nine months ended September 30, 2019 and 2018**  
**Reconciliation of GAAP net loss to Non-GAAP net income and Non-GAAP diluted net income per share**  
*(In millions, except per share data)*  
*(Unaudited)*

	Three months ended September 30,		Nine months ended September 30,	
	2019	2018	2019	2018
GAAP net loss	\$ (17.0)	\$ (5.8)	\$ (46.1)	\$ (475.4)
Stock-based compensation	68.2	55.0	191.9	596.6
Acquisition-related and other expenses	4.0	—	11.4	—
Amortization of acquired intangible assets	2.4	—	6.1	—
Net losses (gains) on equity investments	1.7	—	(5.7)	—
Employer payroll taxes related to the release of two-tier RSUs	—	—	—	13.9
Income tax effects of non-GAAP adjustments	(3.4)	(4.2)	(18.0)	(11.2)
Non-GAAP net income	<u>\$ 55.9</u>	<u>\$ 45.0</u>	<u>\$ 139.6</u>	<u>\$ 123.9</u>
Non-GAAP diluted net income per share	<u>\$ 0.13</u>	<u>\$ 0.11</u>	<u>\$ 0.33</u>	<u>\$ 0.30</u>
Weighted-average shares used to compute Non-GAAP diluted net income per share	<u>418.7</u>	<u>420.0</u>	<u>418.3</u>	<u>408.0</u>

**Dropbox, Inc.**  
**Three and nine months ended September 30, 2019 and 2018**  
**Reconciliation of free cash flow and supplemental cash flow disclosure**  
*(In millions, except for percentages)*  
*(Unaudited)*

	Three months ended September 30,		Nine months ended September 30,	
	2019	2018	2019	2018
<b>Free cash flow reconciliation:</b>				
Net cash provided by operating activities	\$ 149.7	\$ 128.0	\$ 341.7	\$ 301.7
Less:				
Capital expenditures	(47.2)	(8.0)	(110.6)	(27.6)
Free cash flow	<u>\$ 102.5</u>	<u>\$ 120.0</u>	<u>\$ 231.1</u>	<u>\$ 274.1</u>
<i>Free cash flow margin</i>	23.9%	33.3%	19.0%	27.0%
<b>Supplemental disclosures:</b>				
Capital expenditures related to our new corporate headquarters, net of tenant improvement allowances <sup>(1)</sup>	<u>\$ 29.2</u>	<u>\$ 2.5</u>	<u>\$ 51.1</u>	<u>\$ 4.7</u>

<sup>(1)</sup> Capital expenditures include cash outflows related to the build-out of our new corporate headquarters in San Francisco, CA. Net cash provided by operating activities include tenant improvement allowances related to our new corporate headquarters, and represents cash received from our landlord to partially offset this build-out. These amounts are presented net in the table above.

## About Non-GAAP Financial Measures

To provide investors and others with additional information regarding Dropbox's results, we have disclosed the following non-GAAP financial measures: non-GAAP cost of revenue, non-GAAP gross profit, non-GAAP operating expenses (including research and development, sales and marketing and general and administrative), non-GAAP income from operations, non-GAAP net income, free cash flow ("FCF") and non-GAAP diluted net income per share. Dropbox has provided a reconciliation of each non-GAAP financial measure used in this earnings release to the most directly comparable GAAP financial measure. Non-GAAP cost of revenue, gross profit, operating expenses, income from operations, and net income differs from GAAP in that it excludes stock-based compensation expense, amortization of acquired intangible assets, other acquisition-related expenses, which include third-party diligence costs and compensation expense for key acquired personnel, and employer payroll tax expense relating to the release of two-tier RSUs in connection with our initial public offering during the six months ended June 30, 2018. Non-GAAP net income also excludes net gains and losses on equity investments, and includes the income tax effect of the aforementioned adjustments, including the tax effects of acquired intangible assets. FCF differs from GAAP net cash provided by operating activities in that it treats capital expenditures as a reduction to net cash provided by operating activities. Free cash flow margin is calculated as FCF divided by revenue. Non-GAAP diluted net income per share differs from GAAP diluted net loss per share in that the numerator utilizes the non-GAAP net income as described above, and the weighted-average shares used in the computation include certain shares that are excluded from the GAAP diluted net loss per share calculation because their effect would have been anti-dilutive.

Dropbox'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 Dropbox's financial performance and the ability to generate cash from operations. Management believes these non-GAAP financial measures reflect Dropbox's ongoing business in a manner that allows for meaningful period-to-period comparisons and analysis of trends in Dropbox'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 supplemental information to investors and others in understanding and evaluating Dropbox'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.

We believe that the non-GAAP financial measures, non-GAAP cost of revenue, gross profit, operating expenses, income from operations, net income, and diluted net income per share are meaningful to investors because they help identify underlying trends in our business that could otherwise be masked by the effect of the expenses that we exclude.

We believe that FCF is an indicator of our liquidity over the long term, and provides useful information regarding cash provided by operating activities and cash used for investments in property and equipment required to maintain and grow our business. FCF is presented for supplemental informational purposes only and should not be considered a substitute for financial information presented in accordance with GAAP. FCF has limitations as an analytical tool, and it should not be considered in isolation or as a substitute for analysis of other GAAP financial measures, such as net cash provided by operating activities. Some of the limitations of FCF are that FCF does not reflect our future contractual commitments, excludes investments made to acquire assets under capital leases, includes capital expenditures related to our new corporate headquarters, and may be calculated differently by other companies in our industry, limiting its usefulness as a comparative measure.

The use of non-GAAP cost of revenue, gross profit, operating expenses, income from operations, net income, free cash flow, and diluted net income per share measures has certain limitations as they do not reflect all items of income, expense, and cash expenditures, as applicable, that affect Dropbox's operations. Dropbox compensates for these limitations by reconciling the non-GAAP financial measures to the most comparable GAAP financial measures. Additionally, we have provided supplemental disclosures in our reconciliation of net cash provided by operating activities to free cash flow to include capital expenditures related to our new corporate headquarters, net of tenant improvement allowances. 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 Dropbox's financial information in its entirety and not rely on a single financial measure.

**Contacts**

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