

Procore Technologies, Inc.
Condensed Consolidated Statements of Operations (unaudited)

	Three Months Ended December 31,		Year Ended December 31,	
	2025	2024	2025	2024
(in thousands, except share and per share amounts)				
Revenue	\$ 349,107	\$ 302,048	\$ 1,322,509	\$ 1,151,708
Cost of revenue ⁽¹⁾⁽²⁾⁽³⁾	69,412	56,834	270,832	205,612
Gross profit	279,695	245,214	1,051,677	946,096
Operating expenses				
Sales and marketing ⁽¹⁾⁽²⁾⁽³⁾⁽⁴⁾	155,809	161,733	580,680	552,019
Research and development ⁽¹⁾⁽²⁾⁽³⁾⁽⁴⁾	97,813	89,289	362,373	312,987
General and administrative ⁽¹⁾⁽³⁾⁽⁴⁾	68,874	60,436	232,967	217,513
Total operating expenses	322,496	311,458	1,176,020	1,082,519
Loss from operations	(42,801)	(66,244)	(124,343)	(136,423)
Interest income	5,103	5,980	20,941	23,694
Interest expense	(294)	(460)	(1,153)	(1,899)
Accretion income, net	1,723	2,918	8,265	13,583
Other income (expense), net	105	(3,110)	2,309	(3,136)
Loss before provision for income taxes	(36,164)	(60,916)	(93,981)	(104,181)
Provision for income taxes	1,440	1,375	6,802	1,775
Net loss	\$ (37,604)	\$ (62,291)	\$ (100,783)	\$ (105,956)
Net loss per share attributable to common stockholders, basic and diluted	\$ (0.25)	\$ (0.42)	\$ (0.67)	\$ (0.72)
Weighted-average shares used in computing net loss per share attributable to common stockholders, basic and diluted	151,043,395	149,202,684	150,247,067	147,444,772

(1) Includes stock-based compensation expense and amortization of capitalized stock-based compensation as follows:

	Three Months Ended December 31,		Year Ended December 31,	
	2025	2024	2025	2024
	(in thousands)			
Cost of revenue	\$ 6,198	\$ 4,422	\$ 23,489	\$ 15,478
Sales and marketing	25,077	15,333	74,274	58,058
Research and development	28,976	18,277	89,606	67,961
General and administrative	21,371	13,734	62,962	53,336
Total stock-based compensation expense*	<u>\$ 81,622</u>	<u>\$ 51,766</u>	<u>\$ 250,331</u>	<u>\$ 194,833</u>

*Includes amortization of capitalized stock-based compensation of \$3.2 million and \$2.5 million, respectively, for the three months ended December 31, 2025 and 2024; and \$11.9 million and \$8.0 million, respectively, for the years ended December 31, 2025 and 2024, which was initially capitalized as capitalized software and cloud-computing arrangement implementation costs, and was primarily amortized in cost of revenue.

(2) Includes amortization of acquired intangible assets as follows:

	Three Months Ended December 31,		Year Ended December 31,	
	2025	2024	2025	2024
	(in thousands)			
Cost of revenue	\$ 6,544	\$ 6,698	\$ 29,820	\$ 25,437
Sales and marketing	1,729	3,224	11,727	12,700
Research and development	652	650	2,603	2,657
Total amortization of acquired intangible assets	<u>\$ 8,925</u>	<u>\$ 10,572</u>	<u>\$ 44,150</u>	<u>\$ 40,794</u>

(3) Includes employer payroll tax on employee stock transactions as follows:

	Three Months Ended December 31,		Year Ended December 31,	
	2025	2024	2025	2024
	(in thousands)			
Cost of revenue	\$ 162	\$ 126	\$ 804	\$ 612
Sales and marketing	660	360	3,099	3,227
Research and development	532	446	3,990	3,535
General and administrative	360	266	1,999	2,086
Total employer payroll tax on employee stock transactions	<u>\$ 1,714</u>	<u>\$ 1,198</u>	<u>\$ 9,892</u>	<u>\$ 9,460</u>

(4) Includes acquisition-related expenses as follows:

	Three Months Ended December 31,		Year Ended December 31,	
	2025	2024	2025	2024
	(in thousands)			
Sales and marketing	\$ 144	\$ —	\$ 1,077	\$ 1,448
Research and development	695	32	3,134	32
General and administrative	1,587	194	2,366	808
Total acquisition-related expenses	<u>\$ 2,426</u>	<u>\$ 226</u>	<u>\$ 6,577</u>	<u>\$ 2,288</u>

Procore Technologies, Inc.
Condensed Consolidated Balance Sheets (unaudited)

	December 31,	
	2025	2024
	(in thousands)	
Assets		
Current assets		
Cash and cash equivalents	\$ 480,684	\$ 437,722
Marketable securities, current	287,802	337,673
Accounts receivable, net	287,805	246,472
Contract cost asset, current	55,384	33,922
Prepaid expenses and other current assets	55,157	44,090
Total current assets	<u>1,166,832</u>	<u>1,099,879</u>
Marketable securities, non-current	42,529	46,042
Capitalized software development costs, net	142,228	112,321
Property and equipment, net	48,624	43,592
Right of use assets - finance leases	19,619	31,727
Right of use assets - operating leases	36,024	28,790
Contract cost asset, non-current	79,004	47,505
Intangible assets, net	105,364	120,946
Goodwill	574,083	549,651
Other assets	24,758	20,918
Total assets	<u><u>\$ 2,239,065</u></u>	<u><u>\$ 2,101,371</u></u>
Liabilities and Stockholders' Equity		
Current liabilities		
Accounts payable	\$ 25,168	\$ 33,146
Accrued expenses	130,280	88,740
Deferred revenue, current	687,062	584,719
Other current liabilities	42,047	21,427
Total current liabilities	<u>884,557</u>	<u>728,032</u>
Deferred revenue, non-current	6,041	5,815
Finance lease liabilities, non-current	26,557	41,352
Operating lease liabilities, non-current	45,855	32,697
Other liabilities, non-current	13,793	5,122
Total liabilities	<u>976,803</u>	<u>813,018</u>
Stockholders' equity		
Common stock	15	15
Additional paid-in capital	2,609,093	2,535,868
Accumulated other comprehensive loss	(1,270)	(2,737)
Accumulated deficit	(1,345,576)	(1,244,793)
Total stockholders' equity	<u>1,262,262</u>	<u>1,288,353</u>
Total liabilities and stockholders' equity	<u><u>\$ 2,239,065</u></u>	<u><u>\$ 2,101,371</u></u>

Remaining performance obligation:

The following table presents our current and non-current RPO at the end of each period:

	December 31,		Change	
	2025	2024	Dollar	Percent
	(dollars in thousands)			
Remaining performance obligations				
Current	\$ 1,009,293	\$ 829,666	\$ 179,627	22 %
Non-current	581,570	456,801	124,769	27 %
Total remaining performance obligations	<u>\$ 1,590,863</u>	<u>\$ 1,286,467</u>	<u>\$ 304,396</u>	<u>24 %</u>

Procore Technologies, Inc.
Condensed Consolidated Statements of Cash Flows (unaudited)

	Three Months Ended December 31,		Year Ended December 31,	
	2025	2024	2025	2024
	(in thousands)			
Operating activities				
Net loss	\$ (37,604)	\$ (62,291)	\$ (100,783)	\$ (105,956)
Adjustments to reconcile net loss to net cash provided by operating activities				
Stock-based compensation	78,402	49,348	238,425	186,880
Depreciation and amortization	27,288	24,626	110,576	89,753
Accretion of discounts on marketable debt securities, net	(1,719)	(2,699)	(7,882)	(12,830)
Abandonment of long-lived assets	672	610	3,540	1,428
Noncash operating lease expense	1,528	3,196	5,839	11,102
Unrealized foreign currency (gain) loss, net	(340)	2,009	(1,862)	2,304
Deferred income taxes	(9,011)	(885)	(6,820)	(881)
Provision for (benefit from) credit losses	570	(57)	(514)	591
(AIncrease) decrease in fair value of strategic investments	(361)	3	(124)	(454)
Changes in operating assets and liabilities, net of effect of asset acquisitions and business combinations				
Accounts receivable	(82,428)	(73,797)	(39,817)	(39,501)
Deferred contract cost assets	(20,198)	(5,776)	(51,965)	(8,993)
Prepaid expenses and other assets	10,801	8,803	(5,698)	(3,318)
Accounts payable	(3,982)	8,700	(8,173)	19,729
Accrued expenses and other liabilities	32,812	(7,026)	62,980	(15,501)
Deferred revenue	115,412	85,359	100,099	79,091
Operating lease liabilities	1,700	(1,067)	1,049	(7,272)
Net cash provided by operating activities	<u>113,542</u>	<u>29,056</u>	<u>298,870</u>	<u>196,172</u>
Investing activities				
Purchases of property and equipment	(5,700)	(11,633)	(18,100)	(19,143)
Capitalized software development costs	(17,763)	(17,076)	(65,663)	(49,529)
Purchases of strategic investments	(510)	(450)	(2,151)	(2,367)
Purchases of marketable securities	(73,652)	(80,856)	(351,465)	(491,475)
Maturities of marketable securities	122,206	68,819	409,230	440,537
Sales of marketable securities	—	—	2,698	—
Customer repayments of materials financing	—	34	—	1,605
Acquisition of businesses, net of cash acquired	—	—	(41,515)	(25,945)
Asset acquisitions, net of cash acquired	—	—	(3,533)	(3,792)
Net cash provided by (used in) investing activities	<u>\$ 24,581</u>	<u>\$ (41,162)</u>	<u>\$ (70,499)</u>	<u>\$ (150,109)</u>

Procore Technologies, Inc.
Condensed Consolidated Statements of Cash Flows (unaudited)

	Three Months Ended December 31,		Year Ended December 31,	
	2025	2024	2025	2024
	(in thousands)			
Financing activities				
Proceeds from stock option exercises	\$ 3,030	\$ 3,366	\$ 11,809	\$ 15,737
Proceeds from employee stock purchase plan	11,928	10,882	26,332	24,069
Repurchases of common stock	(23)	—	(128,838)	—
Payment of tax withholding for net share settlement	(22,947)	—	(94,120)	—
Payment of deferred business combination consideration	—	—	—	(1,470)
Payment of deferred asset acquisition consideration	—	—	—	(81)
Principal payments under finance lease agreements, net of proceeds from lease incentives	(420)	(450)	(1,636)	(2,019)
Net increase in funds held for customers	2,700	—	8,951	—
Net cash (used in) provided by financing activities	(5,732)	13,798	(177,502)	36,236
Net increase in cash, cash equivalents and restricted cash	132,391	1,692	50,869	82,299
Effect of exchange rate changes on cash	495	(3,268)	1,655	(2,367)
Cash, cash equivalents and restricted cash, beginning of period	357,360	439,298	437,722	357,790
Cash, cash equivalents and restricted cash, end of period	<u>\$ 490,246</u>	<u>\$ 437,722</u>	<u>\$ 490,246</u>	<u>\$ 437,722</u>

Procore Technologies, Inc.
Reconciliation of GAAP to Non-GAAP Financial Measures (unaudited)

Reconciliation of gross profit and gross margin to non-GAAP gross profit and non-GAAP gross margin:

	Three Months Ended December 31,		Year Ended December 31,	
	2025	2024	2025	2024
(dollars in thousands)				
Revenue	\$ 349,107	\$ 302,048	\$ 1,322,509	\$ 1,151,708
Gross profit	279,695	245,214	1,051,677	946,096
Stock-based compensation expense	6,198	4,422	23,489	15,478
Amortization of acquired technology intangible assets	6,544	6,698	29,820	25,437
Employer payroll tax on employee stock transactions	162	126	804	612
Non-GAAP gross profit	<u>\$ 292,599</u>	<u>\$ 256,460</u>	<u>\$ 1,105,790</u>	<u>\$ 987,623</u>
Gross margin	80%	81%	80%	82%
Non-GAAP gross margin	84%	85%	84%	86%

Reconciliation of operating expenses to non-GAAP operating expenses:

	Three Months Ended December 31,		Year Ended December 31,	
	2025	2024	2025	2024
(dollars in thousands)				
Revenue	\$ 349,107	\$ 302,048	\$ 1,322,509	\$ 1,151,708
GAAP sales and marketing	155,809	161,733	580,680	552,019
Stock-based compensation expense	(25,077)	(15,333)	(74,274)	(58,058)
Amortization of acquired intangible assets	(1,729)	(3,224)	(11,727)	(12,700)
Employer payroll tax on employee stock transactions	(660)	(360)	(3,099)	(3,227)
Acquisition-related expenses	(144)	—	(1,077)	(1,448)
Non-GAAP sales and marketing	\$ 128,199	\$ 142,816	\$ 490,503	\$ 476,586
GAAP sales and marketing as a percentage of revenue	45%	54%	44%	48%
Non-GAAP sales and marketing as a percentage of revenue	37%	47%	37%	41%
GAAP research and development	\$ 97,813	\$ 89,289	\$ 362,373	\$ 312,987
Stock-based compensation expense	(28,976)	(18,277)	(89,606)	(67,961)
Amortization of acquired intangible assets	(652)	(650)	(2,603)	(2,657)
Employer payroll tax on employee stock transactions	(532)	(446)	(3,990)	(3,535)
Acquisition-related expenses	(695)	(32)	(3,134)	(32)
Non-GAAP research and development	\$ 66,958	\$ 69,884	\$ 263,040	\$ 238,802
GAAP research and development as a percentage of revenue	28%	30%	27%	27%
Non-GAAP research and development as a percentage of revenue	19%	23%	20%	21%
GAAP general and administrative	\$ 68,874	\$ 60,436	\$ 232,967	\$ 217,513
Stock-based compensation expense	(21,371)	(13,734)	(62,962)	(53,336)
Employer payroll tax on employee stock transactions	(360)	(266)	(1,999)	(2,086)
Acquisition-related expenses	(1,587)	(194)	(2,366)	(808)
Non-GAAP general and administrative	\$ 45,556	\$ 46,242	\$ 165,640	\$ 161,283
GAAP general and administrative as a percentage of revenue	20%	20%	18%	19%
Non-GAAP general and administrative as a percentage of revenue	13%	15%	13%	14%

Reconciliation of loss from operations and operating margin to non-GAAP income (loss) from operations and non-GAAP operating margin:

	Three Months Ended December 31,		Year Ended December 31,	
	2025	2024	2025	2024
	(dollars in thousands)			
Revenue	\$ 349,107	\$ 302,048	\$ 1,322,509	\$ 1,151,708
Loss from operations	(42,801)	(66,244)	(124,343)	(136,423)
Stock-based compensation expense	81,622	51,766	250,331	194,833
Amortization of acquired intangible assets	8,925	10,572	44,150	40,794
Employer payroll tax on employee stock transactions	1,714	1,198	9,892	9,460
Acquisition-related expenses	2,426	226	6,577	2,288
Non-GAAP income (loss) from operations	\$ 51,886	\$ (2,482)	\$ 186,607	\$ 110,952
Operating margin	(12%)	(22%)	(9%)	(12%)
Non-GAAP operating margin	15%	(1%)	14%	10%

Reconciliation of net loss and net loss per share to non-GAAP net income and non-GAAP net income per share:

	Three Months Ended December 31,		Year Ended December 31,	
	2025	2024	2025	2024
	(in thousands, except share and per share amounts)			
Revenue	\$ 349,107	\$ 302,048	\$ 1,322,509	\$ 1,151,708
Net loss	(37,604)	(62,291)	(100,783)	(105,956)
Stock-based compensation expense	81,622	51,766	250,331	194,833
Amortization of acquired intangible assets	8,925	10,572	44,150	40,794
Employer payroll tax on employee stock transactions	1,714	1,198	9,892	9,460
Acquisition-related expenses	2,426	226	6,577	2,288
Non-GAAP net income	\$ 57,083	\$ 1,471	\$ 210,167	\$ 141,419

Numerator:

Non-GAAP net income	\$ 57,083	\$ 1,471	\$ 210,167	\$ 141,419
---------------------	-----------	----------	------------	------------

Denominator:

Weighted-average shares used in computing net loss per share attributable to common stockholders, basic	151,043,395	149,202,684	150,247,067	147,444,772
Effect of dilutive securities: Employee stock awards	3,265,524	4,192,863	4,503,351	5,004,643
Weighted-average shares used in computing net income per share attributable to common stockholders, diluted	154,308,919	153,395,547	154,750,418	152,449,415
GAAP net loss per share, basic	\$ (0.25)	\$ (0.42)	\$ (0.67)	\$ (0.72)
GAAP net loss per share, diluted	\$ (0.25)	\$ (0.42)	\$ (0.67)	\$ (0.72)
Non-GAAP net income per share, basic	\$ 0.38	\$ 0.01	\$ 1.40	\$ 0.96
Non-GAAP net income per share, diluted	\$ 0.37	\$ 0.01	\$ 1.36	\$ 0.93

Computation of free cash flow:

	Three Months Ended December 31,		Year Ended December 31,	
	2025	2024	2025	2024
(in thousands)				
Net cash provided by operating activities	\$ 113,542	\$ 29,056	\$ 298,870	\$ 196,172
Purchases of property, plant, and equipment	(5,700)	(11,633)	(18,100)	(19,143)
Capitalized software development costs	(17,763)	(17,076)	(65,663)	(49,529)
Non-GAAP free cash flow	<u>\$ 90,079</u>	<u>\$ 347</u>	<u>\$ 215,107</u>	<u>\$ 127,500</u>
Operating cash flow margin	33 %	10 %	23 %	17 %
Non-GAAP free cash flow margin	26 %	0 %	16 %	11 %