Vertex Announces First Quarter 2026 Financial Results

May 7, 2026

KING OF PRUSSIA, Pa., May 07, 2026 (GLOBE NEWSWIRE) -- Vertex, Inc. (NASDAQ: VERX) ("Vertex" or the "Company"), a leading provider of enterprise compliance technology for global commerce, today announced financial results for its first quarter ended March 31, 2026.

"We delivered a strong first quarter, with revenue and adjusted EBITDA above the higher end of our guidance as well as stability across customer demand and retention," said Chris Young, President and Chief Executive Officer of Vertex. "As we exited the quarter, we were encouraged by consistent customer behavior and solid execution across the business, even within a mixed macro environment."

Mr. Young continued, "In addition, in the first quarter we acquired Brinta, an AI-first e-invoicing startup in Latin America. The acquisition of Brinta enables us to expedite our country coverage in Latin America while bringing an AI-native architecture built for one of the most complex real-time compliance environments in the world. That capability includes automation with control and speed with auditability which is where global compliance is heading."

Mr. Young concluded, "In April, we announced our Value Creation Plan, which is expected to further transform Vertex into a more effective, AI-leading organization. The Value Creation Plan is expected to accelerate profitability and free cash flow while providing resources to invest in the opportunities that matter most. This is not a short-term cost exercise—it is a deliberate reset designed to build a stronger, more profitable foundation that gives us greater flexibility to invest in innovation and long-term growth. We remain confident in the strength of our customer relationships, our market position, and the significant opportunity ahead."

First Quarter 2026 Financial Results

- Total revenues of $196.6 million, up 11.1% year-over-year.
- Software subscription revenues of $167.1 million, up 10.9% year-over-year.
- Cloud revenues of $96.8 million, up 20.7% year-over-year.
- Annual Recurring Revenue ("ARR") was $687.6 million, up 11.2% year-over-year.
- Average Annual Revenue per direct customer ("AARPC") was $140,464 at March 31, 2026, compared to $126,534 at March 31, 2025, and $137,867 at December 31, 2025.
- Net Revenue Retention ("NRR") was 105%, compared to 109% at March 31, 2025, and 105% at December 31, 2025.
- Gross Revenue Retention ("GRR") was 95%, compared to 95% at March 31, 2025, and 94% at December 31, 2025.
- Income (loss) from operations of $(10.6) million, compared to $4.5 million for the same period in the prior year.
- Non-GAAP operating income of $37.6 million, compared to $31.3 million for the same period in the prior year.
- Net income (loss) of $(2.5) million, compared to $11.1 million for the same period in the prior year.
- Net loss per basic and diluted Class A and Class B shares of $0.02, compared to net income per basic and diluted Class A and Class B shares of $0.07 for the same period in the prior year.
- Non-GAAP net income of $28.7 million and Non-GAAP diluted earnings per share ("EPS") of $0.17.
- Adjusted EBITDA of $44.1 million, compared to $37.2 million for the same period in the prior year. Adjusted EBITDA margin of 22.4%, compared to 21.0% for the same period in the prior year.

Definitions of certain key business metrics and the non-GAAP financial measures used in this press release and reconciliations of such measures to the most directly comparable GAAP financial measures are included below under the headings "Definitions of Certain Key Business Metrics" and "Use and Reconciliation of Non-GAAP Financial Measures."

Financial Outlook

For the second quarter of 2026, the Company currently expects:

- Revenues of $200.0 million to $204.0 million;
- Adjusted EBITDA of $47.0 million to $50.0 million.

For the full-year 2026, the Company currently expects:

- Revenues of $823.5 million to $831.5 million;
- Cloud revenue growth of 25 percent; and
- Adjusted EBITDA of $202.0 million to $208.0 million.

John Schwab, Chief Financial Officer added, "The cost actions we took in April due to the Value Creation Plan are expected to significantly increase

earnings leverage in 2026 and beyond. Accordingly, we are increasing our Adjusted EBITDA guidance for the full year. On a fully annualized basis we expect the cost actions to save approximately $60 to $70 million dollars of cash spend beginning in 2027."

The Company is unable to reconcile forward-looking Adjusted EBITDA to net income (loss), the most directly comparable GAAP financial measure, without unreasonable efforts because the Company is currently unable to predict with a reasonable degree of certainty the type and extent of certain items that would be expected to impact net income (loss) for these periods but would not impact Adjusted EBITDA. Such items may include stock-based compensation expense, depreciation and amortization of capitalized software costs and acquired intangible assets, severance expense, acquisition contingent consideration, changes in the fair value of acquisition contingent earn-outs, amortization of cloud computing implementation costs, severance expenses, acquisition-related retained employee compensation, transaction costs, and other items. The unavailable information could have a significant impact on the Company's net income (loss). The foregoing forward-looking statements reflect the Company's expectations as of today's date. Given the number of risk factors, uncertainties and assumptions discussed below, actual results may differ materially. The Company does not intend to update its financial outlook until its next quarterly results announcement.

Important disclosures in this earnings release about and reconciliations of non-GAAP financial measures to the most directly comparable GAAP financial measures are provided below under "Use and Reconciliation of Non-GAAP Financial Measures."

Conference Call and Webcast Information

Vertex will host a conference call at 8:30 a.m. Eastern Time today, May 7, 2026, to discuss its first quarter 2026 financial results.

Those wishing to participate should register in advance for the live conference call at https://vertex-earnings-q1-2026.open-exchange.net/registration.

A live webcast of the call will also be available at the Company's investor relations website at https://ir.vertexinc.com. An audio-only replay of the conference call will be available on the investor relations website for one year.

About Vertex

Vertex, Inc. is a leading global provider of indirect tax solutions. The Company's mission is to deliver the most trusted tax technology enabling global businesses to transact, comply and grow with confidence. Vertex provides solutions that can be tailored to specific industries for major lines of indirect tax, including sales and consumer use, value added and payroll. Headquartered in North America, and with offices in South America and Europe, Vertex empowers the world's leading brands to simplify the complexity of continuous compliance.

For more information, visit www.vertexinc.com; follow us on X and LinkedIn; or subscribe on YouTube.

Forward-Looking Statements

Any statements made in this press release that are not statements of historical fact, including statements about our beliefs and expectations, are forward-looking statements and should be evaluated as such. Forward-looking statements include information concerning possible or assumed future results of operations, including descriptions of our business plan and strategies, and our stock repurchase program. Forward-looking statements are based on Vertex management's beliefs, as well as assumptions made by, and information currently available to, them. Because such statements are based on expectations as to future financial and operating results and are not statements of fact, actual results may differ materially from those projected. Factors which may cause actual results to differ materially from current expectations include, but are not limited to: our ability to maintain and grow revenue from existing customers and new customers, and expand their usage of our solutions; our ability to maintain and expand our strategic relationships with third parties; our ability to adapt to technological change and successfully introduce new solutions or provide updates to existing solutions; risks related to failures in information technology or infrastructure; risks related to our reliance on government infrastructure to support our e-invoicing services; challenges in using and managing use of Artificial Intelligence in our business; incorrect or improper implementation, integration or use of our solutions; failure to attract and retain qualified technical and tax-content personnel; competitive pressures from other tax software and service providers and challenges of convincing businesses using native enterprise resource planning functions to switch to our software; our ability to accurately forecast our revenue and other future results of operations based on recent success; our ability to offer specific software deployment methods based on changes to customers' and partners' software systems; our ability to continue making significant investments in software development and equipment; our ability to sustain and expand revenues, maintain profitability, and to effectively manage our anticipated growth; our ability to successfully diversify our solutions by developing or introducing new solutions or acquiring and integrating additional businesses, products, services, or content; our ability to successfully integrate acquired businesses and to realize the anticipated benefits of such acquisitions; risks related to the fluctuations in our results of operations; risks related to our expanding international operations; our exposure to liability from errors, delays, fraud or system failures, which may not be covered by insurance; our ability to adapt to organizational changes and effectively implement strategic initiatives; risks related to our determinations of customers' transaction tax and tax payments; risks related to changes in tax laws and regulations or their interpretation or enforcement; our ability to manage cybersecurity and data privacy risks; our involvement in material legal proceedings and audits; risks related to undetected errors, bugs or defects in our software; risks related to utilization of open-source software, business processes and information systems; our ability to effectively protect, maintain, and enhance our brand; changes in application, scope, interpretation or enforcement of laws and regulations; global economic weakness and uncertainties, including the economic uncertainty created by the changing legal, regulatory, or taxation landscape in the United States, and disruption in the capital and credit markets; business disruptions related to natural disasters, epidemic outbreaks, including a global endemic or pandemic, terrorist acts, political events, or other events outside of our control; our ability to comply with anti-corruption, anti-bribery, and similar laws; our ability to protect our intellectual property; changes in interest rates, security ratings and market perceptions of the industry in which we operate, or our ability to obtain capital on commercially reasonable terms or at all; our ability to maintain an effective system of disclosure controls and internal control over financial reporting, or ability to remediate any material weakness in our internal controls; risks related to our Class A common stock and controlled company status; risks related to our stock repurchase program; risks related to our indebtedness and adherence to the covenants under our debt instruments; our expectations regarding the effects of the Capped Call Transactions (as defined in our Form 10-K) and regarding actions of the Option Counterparties (as defined in our Form 10-K) and/or their respective affiliates; risks associated with our Value Creation Plan; and the other factors described under the heading "Risk Factors" in the Company's Annual Report on Form 10-K for the year ended December 31, 2025 ("Form 10-K"), filed with the Securities and Exchange Commission (the "SEC") on February 24, 2026, as may be subsequently updated by our other SEC filings. Copies of such filings may be obtained from the Company or the SEC.

All forward-looking statements reflect our beliefs and assumptions only as of the date of this press release. We undertake no obligation to update forward-looking statements to reflect future events or circumstances.

Definitions of Certain Key Business Metrics

Annual Recurring Revenue ("ARR")

We derive the vast majority of our revenues from recurring software subscriptions. We believe ARR provides us with visibility to our projected software subscription revenues in order to evaluate the health of our business. Because we recognize subscription revenues ratably, we believe investors can use ARR to measure our expansion of existing customer revenues, new customer activity, and as an indicator of future software subscription revenues. ARR is based on monthly recurring revenues ("MRR") from software subscriptions for the most recent month at period end, multiplied by twelve. MRR is calculated by dividing the software subscription price, inclusive of discounts, by the number of subscription covered months. MRR only includes direct customers with MRR at the end of the last month of the measurement period. AARPC represents average annual revenue per direct customer and is calculated by dividing ARR by the number of software subscription direct customers at the end of the respective period.

Net Revenue Retention ("NRR")

We believe that our NRR provides insight into our ability to retain and grow revenues from our direct customers, as well as their potential long-term value to us. We also believe it demonstrates to investors our ability to expand existing customer revenues, which is one of our key growth strategies. Our NRR refers to the ARR expansion during the 12 months of a reporting period for all direct customers who were part of our customer base at the beginning of the reporting period. Our NRR calculation takes into account any revenues lost from departing direct customers or those who have downgraded or reduced usage, as well as any revenue expansion from migrations, new licenses for additional products or contractual and usage-based price changes.

Gross Revenue Retention ("GRR")

We believe our GRR provides insight into and demonstrates to investors our ability to retain revenues from our existing direct customers. Our GRR refers to how much of our MRR we retain each month after reduction for the effects of revenues lost from departing direct customers or those who have downgraded or reduced usage. GRR does not take into account revenue expansion from migrations, new licenses for additional products or contractual and usage-based price changes. GRR does not include revenue reductions resulting from cancellations of customer subscriptions that are replaced by new subscriptions associated with customer migrations to a newer version of the related software solution.

Customer Count

The following table shows Vertex's direct customers, as well as indirect small business customers sold and serviced through the Company's one-to-many channel strategy.

Customers	Q1 2025	Q2 2025	Q3 2025	Q4 2025	Q1 2026
Direct	4,888	4,862	4,856	4,867	4,895
Indirect	481	504	516	515	530
Total	**5,369**	**5,366**	**5,372**	**5,382**	**5,425**

Use and Reconciliation of Non-GAAP Financial Measures

In addition to our results determined in accordance with accounting principles generally accepted in the U.S. ("GAAP") and key business metrics described above, we have calculated non-GAAP cost of revenues, non-GAAP gross profit, non-GAAP gross margin, non-GAAP research and development expense, non-GAAP selling and marketing expense, non-GAAP general and administrative expense, non-GAAP operating income, non-GAAP net income, non-GAAP diluted EPS, Adjusted EBITDA, Adjusted EBITDA margin, free cash flow and free cash flow margin, which are each non-GAAP financial measures. We have provided tabular reconciliations of each of these non-GAAP financial measures to its most directly comparable GAAP financial measure.

Management uses these non-GAAP financial measures to understand and compare operating results across accounting periods, for internal budgeting and forecasting purposes, and to evaluate financial performance and liquidity. Our non-GAAP financial measures are presented as supplemental disclosure as we believe they provide useful information to investors and others in understanding and evaluating our results, prospects, and liquidity period-over-period without the impact of certain items that do not directly correlate to our operating performance and that may vary significantly from period to period for reasons unrelated to our operating performance, as well as comparing our financial results to those of other companies. Our definitions of these non-GAAP financial measures may differ from similarly titled measures presented by other companies and therefore comparability may be limited. In addition, other companies may not publish these or similar metrics. Thus, our non-GAAP financial measures should be considered in addition to, not as a substitute for, or in isolation from, the financial information prepared in accordance with GAAP, and should be read in conjunction with the consolidated financial statements included in our Annual Report on Form 10-K for the year ended December 31, 2025, as filed with the SEC on February 24, 2026 and our Quarterly Report on Form 10-Q for the quarter ended March 31, 2026, to be filed with the SEC.

We calculate these non-GAAP financial measures as follows:

- Non-GAAP cost of revenues, software subscriptions is determined by adding back to GAAP cost of revenues, software subscriptions, the stock-based compensation expense, and depreciation and amortization of capitalized software and acquired intangible assets included in cost of subscription revenues for the respective periods.
- Non-GAAP cost of revenues, services is determined by adding back to GAAP cost of revenues, services, the stock-based compensation expense included in cost of revenues, services for the respective periods.
- Non-GAAP gross profit is determined by adding back to GAAP gross profit the stock-based compensation expense, and depreciation and amortization of capitalized software and acquired intangible assets included in cost of subscription revenues for the respective periods.
- Non-GAAP gross margin is determined by dividing non-GAAP gross profit by total revenues for the respective periods.
- Non-GAAP research and development expense is determined by adding back to GAAP research and development

expense the stock-based compensation expense and transaction costs related to acquired technology included in research and development expense for the respective periods.

- Non-GAAP selling and marketing expense is determined by adding back to GAAP selling and marketing expense the stock-based compensation expense and the amortization of acquired intangible assets included in selling and marketing expense for the respective periods.
- Non-GAAP general and administrative expense is determined by adding back to GAAP general and administrative expense the stock-based compensation expense, amortization of cloud computing implementation costs, severance expense, acquisition-related retained employee compensation, and transaction costs included in general and administrative expense for the respective periods.
- Non-GAAP operating income is determined by adding back to GAAP loss or income from operations the stock-based compensation expense, depreciation and amortization of capitalized software and acquired intangible assets, amortization of cloud computing implementation costs, severance expense, acquisition contingent consideration, changes in the fair value of acquisition contingent earn-outs, acquisition-related retained employee compensation, and transaction costs included in GAAP loss or income from operations for the respective periods.
- Non-GAAP net income is determined by adding back to GAAP net income or loss income tax benefit or expense, stock-based compensation expense, depreciation and amortization of capitalized software and acquired intangible assets, amortization of cloud computing implementation costs, severance expense, acquisition contingent consideration, changes in the fair value of acquisition contingent earn-outs, acquisition-related retained employee compensation, and transaction costs included in GAAP loss or income from operations for the respective periods, to determine non-GAAP income or loss before income taxes. Non-GAAP income or loss before income taxes is then adjusted for income taxes calculated using the respective statutory tax rates for applicable jurisdictions, which for purposes of this determination were assumed to be 25.5%.
- Non-GAAP net income per diluted share of Class A and Class B common stock (“Non-GAAP diluted EPS”) is determined by dividing non-GAAP net income by the weighted average shares outstanding of all classes of common stock, inclusive of the impact of dilutive common stock equivalents to purchase such common stock, including stock options, restricted stock awards, restricted stock units and employee stock purchase plan shares. Additionally, the dilutive effect of shares issuable upon conversion of the senior convertible notes is included in the calculation of Non-GAAP diluted EPS by application of the if-converted method.
- Adjusted EBITDA is determined by adding back to GAAP net income or loss the net interest income or expense, income tax expense or benefit, depreciation and amortization of property and equipment, depreciation and amortization of capitalized software and acquired intangible assets, amortization of cloud computing implementation costs, severance expense, acquisition contingent consideration, changes in the fair value of acquisition contingent earn-outs, acquisition-related retained employee compensation, and transaction costs included in GAAP net income or loss for the respective periods.
- Adjusted EBITDA margin is determined by dividing Adjusted EBITDA by total revenues for the respective periods.
- Free cash flow is determined by adjusting net cash provided by (used in) operating activities by purchases of property and equipment and capitalized software additions for the respective periods.
- Free cash flow margin is determined by dividing free cash flow by total revenues for the respective periods.

We encourage investors and others to review our financial information in its entirety, not to rely on any single financial measure and to view these non-GAAP financial measures in conjunction with the related GAAP financial measures.

Vertex, Inc. and Subsidiaries
Consolidated Balance Sheets
(Unaudited)

(In thousands, except per share data)	As of March 31, 2026 (unaudited)	As of December 31, 2025
Assets		
Current assets:		
Cash and cash equivalents	$ 252,455	$ 314,009
Funds held for customers	17,698	24,286
Accounts receivable, net of allowance of $13,225 and $11,466, respectively	158,998	183,446
Prepaid expenses and other current assets	59,358	38,966
Total current assets	488,509	560,707
Property and equipment, net of accumulated depreciation	220,407	209,727
Capitalized software, net of accumulated amortization	35,253	35,480

Goodwill and other intangible assets	405,355	396,006
Deferred commissions	30,879	31,907
Deferred income tax asset	129	85
Operating lease right-of-use assets	8,830	9,678
Long-term investment	15,000	15,000
Other assets	10,006	12,245
Total assets	$ 1,214,368	$ 1,270,835
Liabilities and Stockholders' Equity		
Current liabilities:		
Accounts payable	$ 35,630	$ 37,557
Accrued expenses	36,607	43,642
Customer funds obligations	15,180	21,802
Accrued salaries and benefits	32,199	23,992
Accrued variable compensation	16,682	34,593
Deferred revenue, current	393,107	382,839
Current portion of operating lease liabilities	4,327	4,283
Current portion of finance lease liabilities	44	55
Purchase commitment and contingent consideration liabilities, current	32,800	25,900
Total current liabilities	566,576	574,663
Deferred revenue, net of current portion	5,290	5,209
Debt, net of current portion	338,041	337,477
Operating lease liabilities, net of current portion	7,686	8,903
Finance lease liabilities, net of current portion	46	54
Purchase commitment and contingent consideration liabilities, net of current portion	41,300	79,600
Deferred income tax liabilities	8,925	5,664
Deferred other liabilities	—	345
Total liabilities	967,864	1,011,915
Stockholders' equity:		
Preferred shares, $0.001 par value, 30,000 shares authorized; no shares issued and outstanding	—	—
Class A voting common stock, $0.001 par value, 300,000 shares authorized; 78,882 and 77,580 shares issued and outstanding, respectively	79	77
Class B voting common stock, $0.001 par value, 150,000 shares authorized; 82,156 and 82,156 shares issued and outstanding, respectively	82	82
Treasury stock, at cost, 1,875 and 504 shares, respectively	(30,135)	(10,094)
Additional paid in capital	332,910	316,327
Accumulated deficit	(48,614)	(46,104)
Accumulated other comprehensive loss	(7,818)	(1,368)
Total stockholders' equity	246,504	258,920
Total liabilities and stockholders' equity	$ 1,214,368	$ 1,270,835

Vertex, Inc. and Subsidiaries
Consolidated Statements of Comprehensive Income (Loss)
(Unaudited)

(In thousands, except per share data)	**Three months ended March 31,**	
	2026	**2025**
	(unaudited)	
Revenues:		
Software subscriptions	$ 167,146	$ 150,761
Services	29,500	26,301
Total revenues	196,646	177,062
Cost of revenues:		
Software subscriptions	51,176	44,245
Services	20,601	19,823
Total cost of revenues	71,777	64,068
Gross profit	124,869	112,994

Operating expenses:		
Research and development	24,550	20,886
Selling and marketing	52,635	48,155
General and administrative	54,339	45,028
Depreciation and amortization	6,442	5,880
Change in fair value of acquisition contingent earn-outs	(5,738)	(14,700)
Other operating expense, net	3,247	3,259
Total operating expenses	135,475	108,508
Income (loss) from operations	(10,606)	4,486
Interest income, net	(957)	(1,539)
Income (loss) before income taxes	(9,649)	6,025
Income tax benefit	(7,139)	(5,105)
Net income (loss)	(2,510)	11,130
Other comprehensive (income) loss:		
Foreign currency translation adjustments, net of tax	6,450	(15,105)
Unrealized loss on investments, net of tax	—	9
Total other comprehensive income (loss), net of tax	6,450	(15,096)
Total comprehensive income (loss)	$ (8,960)	$ 26,226
Net income (loss) per share of Class A and Class B, basic	$ (0.02)	$ 0.07
Net income (loss) per share of Class A and Class B, diluted	$ (0.02)	$ 0.07

Vertex, Inc. and Subsidiaries
Consolidated Statements of Cash Flows
(Unaudited)

(In thousands)	**Three months ended March 31,**	
	2026	**2025**
	(unaudited)	
Cash flows from operating activities:		
Net income (loss)	$ (2,510)	$ 11,130
Adjustments to reconcile net income (loss) to net cash provided by operating activities:		
Depreciation and amortization	27,053	22,266
Amortization of cloud computing implementation costs	1,037	1,006
Provision for subscription cancellations and non-renewals	936	192
Amortization of deferred financing costs	680	680
Change in fair value of contingent consideration liabilities	(5,738)	(14,700)
Stock-based compensation expense	18,508	21,044
Deferred income taxes	1,810	(929)
Non-cash operating lease costs	1,773	779
Other	1	(7)
Changes in operating assets and liabilities, net of the effects of business acquisition(s):		
Accounts receivable	23,396	11,772
Prepaid expenses and other current assets	(21,449)	(13,169)
Deferred commissions	1,028	(56)
Accounts payable	(1,968)	(11,279)
Accrued expenses	(7,341)	2,956
Accrued and deferred compensation	(10,562)	(26,785)
Deferred revenue	11,247	11,156
Operating lease liabilities	(2,083)	(1,068)
Other	2,157	(183)
Net cash provided by operating activities	37,975	14,805
Cash flows from investing activities:		
Acquisition of businesses and assets, net of cash acquired	(21,968)	—
Property and equipment additions	(24,660)	(21,394)
Capitalized software additions	(5,656)	(5,661)
Purchase of investment securities, available-for-sale	—	(2,398)
Proceeds from sales and maturities of investment securities, available-for-sale	—	11,607

Net cash used in investing activities	(52,284)	(17,846)
Cash flows from financing activities:		
Net increase (decrease) in customer funds obligations	(6,621)	3,227
Repurchases of shares	(20,041)	—
Payments for taxes related to net share settlement of stock-based awards	(7,143)	(25,034)
Proceeds from exercise of stock options	97	1,166
Payments for acquisition contingent cash earn-out	(19,600)	—
Payments of finance lease liabilities	(20)	(12)
Net cash used in financing activities	(53,328)	(20,653)
Effect of exchange rate changes on cash, cash equivalents and restricted cash	(505)	1,310
Net decrease in cash, cash equivalents and restricted cash	(68,142)	(22,384)
Cash, cash equivalents and restricted cash, beginning of period	338,295	326,066
Cash, cash equivalents and restricted cash, end of period	$ 270,153	$ 303,682
Reconciliation of cash, cash equivalents and restricted cash to the Condensed Consolidated Balance Sheets, end of period:		
Cash and cash equivalents	$ 252,455	$ 270,395
Restricted cash—funds held for customers	17,698	33,287
Total cash, cash equivalents and restricted cash, end of period	$ 270,153	$ 303,682

Summary of Non-GAAP Financial Measures
(Unaudited)

	Three months ended March 31,	
(Dollars in thousands, except per share data)	**2026**	**2025**
Non-GAAP cost of revenues, software subscriptions	$ 29,345	$ 26,163
Non-GAAP cost of revenues, services	$ 18,930	$ 18,127
Non-GAAP gross profit	$ 148,371	$ 132,772
Non-GAAP gross margin	75.5 %	75.0 %
Non-GAAP research and development expense	$ 20,684	$ 16,534
Non-GAAP selling and marketing expense	$ 46,767	$ 41,818
Non-GAAP general and administrative expense	$ 37,044	$ 36,602
Non-GAAP operating income	$ 37,621	$ 31,339
Non-GAAP net income	$ 28,741	$ 24,494
Non-GAAP diluted EPS	$ 0.17	$ 0.15
Adjusted EBITDA	$ 44,063	$ 37,219
Adjusted EBITDA margin	22.4 %	21.0 %
Free cash flow	$ 7,659	$ (12,250)
Free cash flow margin	3.9 %	(6.9) %

Vertex, Inc. and Subsidiaries
Reconciliation of GAAP to Non-GAAP Financial Measures
(Unaudited)

	Three months ended March 31,	
(Dollars in thousands)	**2026**	**2025**
Non-GAAP Cost of Revenues, Software Subscriptions:		
Cost of revenues, software subscriptions	$ 51,176	$ 44,245
Stock-based compensation expense	(1,745)	(2,227)
Depreciation and amortization of capitalized software and acquired intangible assets – cost of subscription revenues	(20,086)	(15,855)
Non-GAAP cost of revenues, software subscriptions	$ 29,345	$ 26,163

Non-GAAP Cost of Revenues, Services:				
Cost of revenues, services	$	20,601	$	19,823
Stock-based compensation expense		(1,671)		(1,696)
Non-GAAP cost of revenues, services	$	18,930	$	18,127
Non-GAAP Gross Profit:				
Gross profit	$	124,869	$	112,994
Stock-based compensation expense		3,416		3,923
Depreciation and amortization of capitalized software and acquired intangible assets – cost of subscription revenues		20,086		15,855
Non-GAAP gross profit	$	148,371	$	132,772
Non-GAAP Gross Margin:				
Total Revenues	$	196,646	$	177,062
Non-GAAP gross margin		75.5 %		75.0 %
Non-GAAP Research and Development Expense:				
Research and development expense	$	24,550	$	20,886
Stock-based compensation expense		(3,866)		(4,352)
Non-GAAP research and development expense	$	20,684	$	16,534
Non-GAAP Selling and Marketing Expense:				
Selling and marketing expense	$	52,635	$	48,155
Stock-based compensation expense		(5,343)		(5,806)
Amortization of acquired intangible assets – selling and marketing expense		(525)		(531)
Non-GAAP selling and marketing expense	$	46,767	$	41,818
Non-GAAP General and Administrative Expense:				
General and administrative expense	$	54,339	$	45,028
Amortization of cloud computing implementation costs – general and administrative expense		(1,037)		(1,006)
Stock-based compensation expense		(5,883)		(6,963)
Severance expense[(1)]		(7,408)		(457)
Acquisition-related retained employee compensation[(2)]		(417)		—
Transaction costs[(3)]		(2,550)		—
Non-GAAP general and administrative expense	$	37,044	$	36,602

Vertex, Inc. and Subsidiaries
Reconciliation of GAAP to Non-GAAP Financial Measures (continued)
(Unaudited)

	Three months ended March 31,			
(In thousands, except per share data)	**2026**		**2025**	
Non-GAAP Operating Income:				
Income (loss) from operations	$	(10,606)	$	4,486
Stock-based compensation expense		18,508		21,044
Depreciation and amortization of capitalized software and acquired intangible assets – cost of subscription revenues		20,086		15,855
Amortization of acquired intangible assets – selling and marketing expense		525		531
Amortization of cloud computing implementation costs – general and administrative expense		1,037		1,006
Severance expense[(1)]		7,408		457
Change in fair value of acquisition contingent earn-outs		(5,738)		(14,700)
Acquisition-related retained employee compensation[(2)]		417		—
Transaction costs[(3)]		5,984		2,660
Non-GAAP operating income	$	37,621	$	31,339

Non-GAAP Net Income:		
Net income (loss)	$ (2,510)	$ 11,130
Income tax benefit	(7,139)	(5,105)
Stock-based compensation expense	18,508	21,044
Depreciation and amortization of capitalized software and acquired intangible assets – cost of subscription revenues	20,086	15,855
Amortization of acquired intangible assets – selling and marketing expense	525	531
Amortization of cloud computing implementation costs – general and administrative expense	1,037	1,006
Severance expense[1]	7,408	457
Change in fair value of acquisition contingent earn-outs	(5,738)	(14,700)
Acquisition-related retained employee compensation[2]	417	—
Transaction costs[3]	5,984	2,660
Non-GAAP income before income taxes	38,578	32,878
Income tax adjustment at statutory rate[4]	(9,837)	(8,384)
Non-GAAP net income	$ 28,741	$ 24,494
Non-GAAP Diluted EPS:		
Non-GAAP net income	$ 28,741	$ 24,494
Interest expense (net of tax), convertible senior notes[5]	903	903
Non-GAAP net income used in dilutive per share computation	$ 29,644	$ 25,397
Weighted average Class A and B common stock, diluted	161,283	162,724
Dilutive effect of convertible senior notes[5]	9,498	9,498
Total average Class A and B shares used in dilutive per share computation	170,781	172,222
Non-GAAP diluted EPS	$ 0.17	$ 0.15

[1] The three months ended March 31, 2026 includes $6,170 in severance costs related to the Value Creation Plan.

[2] The three months ended March 31, 2026 includes compensation expense recognized related to the additional cash consideration payments of $10,000 to the sellers in connection with the acquisition of Brinta (the “Additional Cash Consideration”).

[3] The three months ended March 31, 2026 and 2025 include legal expenses associated with pending litigation related to claims the Company has made against a competitor. The three months ended March 31, 2026 also includes $2,550 in costs incurred to support the execution of our Value Creation Plan.

[4] Non-GAAP income before income taxes is adjusted for income taxes using the respective statutory tax rates for applicable jurisdictions, which for purposes of this determination were assumed to be 25.5%.

[5] We use the if-converted method to compute diluted earnings per share with respect to our convertible senior notes. Interest expense and additional dilutive shares related to the notes are added back to the calculation when their impact is dilutive. In periods when the impact is anti-dilutive, there is no add-back of interest expense or additional dilutive shares related to the notes.

Vertex, Inc. and Subsidiaries
Reconciliation of GAAP to Non-GAAP Financial Measures (continued)
(Unaudited)

	Three months ended March 31,	
(Dollars in thousands)	**2026**	**2025**
Adjusted EBITDA:		
Net income (loss)	$ (2,510)	$ 11,130
Interest income, net	(957)	(1,539)
Income tax benefit	(7,139)	(5,105)
Depreciation and amortization – property and equipment	6,442	5,880
Depreciation and amortization of capitalized software and acquired intangible assets – cost of subscription revenues	20,086	15,855
Amortization of acquired intangible assets – selling and marketing expense	525	531
Amortization of cloud computing implementation costs – general and administrative expense	1,037	1,006
Stock-based compensation expense	18,508	21,044
Severance expense[1]	7,408	457
Change in fair value of acquisition contingent earn-outs	(5,738)	(14,700)
Acquisition-related retained employee compensation[2]	417	—

Transaction costs[3]	5,984	2,660
Adjusted EBITDA	$ 44,063	$ 37,219
Adjusted EBITDA Margin:		
Total revenues	$ 196,646	$ 177,062
Adjusted EBITDA margin	22.4 %	21.0 %

[1] The three months ended March 31, 2026 includes $6,170 in severance costs related to the Value Creation Plan.

[2] The three months ended March 31, 2026 includes compensation expense recognized related to the Additional Cash Consideration obligation associated with the acquisition of Brinta.

[3] The three months ended March 31, 2026 and 2025 include legal expenses associated with pending litigation related to claims the Company has made against a competitor. The three months ended March 31, 2026 also includes $2,550 in costs incurred to support the execution of our Value Creation Plan.

	Three months ended March 31,	
(Dollars in thousands)	**2026**	**2025**
Free Cash Flow:		
Cash provided by operating activities	$ 37,975	$ 14,805
Property and equipment additions	(24,660)	(21,394)
Capitalized software additions	(5,656)	(5,661)
Free cash flow	$ 7,659	$ (12,250)
Free Cash Flow Margin:		
Total revenues	$ 196,646	$ 177,062
Free cash flow margin	3.9 %	(6.9) %

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