

Forward Looking Statements Disclaimer

This press release contains forward-looking statements as that term is defined in the Private Securities Litigation Reform Act of 1995. In some cases, forward-looking statements may be identified by words such as "believe," "expect," "seek," "may," "will," "intend," "should," "project," "anticipate," "plan," and similar expressions. Forward-looking statements are based on the current beliefs, expectations and assumptions of the Company's management regarding the future of the Company's business, future plans and strategies, projections, anticipated events and trends, the economy and other future conditions. Examples of forwardlooking statements include guidance regarding the Company's revenue and earnings and the growth of our cloud business. Forward looking statements are inherently subject to significant economic, competitive and other uncertainties and contingencies, many of which are beyond the control of management. The Company cautions that these statements are not guarantees of future performance, and investors should not place undue reliance on them. There are or will be important known and unknown factors and uncertainties that could cause actual results to differ materially from those expressed or implied in the forward-looking statements. These factors, include, but are not limited to, risks associated with changes in economic and business conditions, competition, successful execution of the Company's growth strategy, success and growth of the Company's cloud Software -as-a-Service business, difficulties in making additional acquisitions or effectively integrating acquired operations, products, technologies and personnel, the Company's dependency on fourth-party cloud computing platform providers, hosting facilities and service partners, rapidly changing technology, cyber security attacks or other security breaches against the Company, privacy concerns and legislation impacting the Company's business, changes in currency exchange rates and interest rates, the effects of additional tax liabilities resulting from our global operations and various other factors and uncertainties discussed in our filings with the U.S. Securities and Exchange Commission (the "SEC"). In addition, COVID-19 is contributing to a general slowdown in the global economy. At this time, the extent and duration of the continued impact of the pandemic is unknown, and therefore we cannot predict how it may affect the Company's future business, results of operations, financial condition and strategic plans. Furthermore, due to our subscription based business model, the effect of COVID-19 may not be fully reflected in our results of operations until future periods, if at all. You are encouraged to carefully review the section entitled "Risk Factors" in our latest Annual Report on Form 20-F and our other filings with the SEC for additional information regarding these and other factors and uncertainties that could affect our future performance. The forward-looking statements contained in this presentation speak only as of the date hereof, and the Company undertakes no obligation to update or revise them, whether as a result of new information, future developments or otherwise, except as required by law.

Explanation of Non-GAAP measures

Non-GAAP financial measures are included in this press release. Non-GAAP financial measures consist of GAAP financial measures adjusted to exclude share-based compensation, amortization of acquired intangible assets, acquisition related expenses, amortization of discount on debt and the tax effect of the Non-GAAP adjustments. Business combination accounting rules require the recognition of a legal performance obligation related to a revenue arrangement of an acquired entity as a liability. The amount assigned to such liability should be based on its fair value at the date of acquisition. The Non-GAAP adjustment for a revenue arrangement is intended to reflect the full amount of such revenue. The Company believes that these Non-GAAP financial measures, used in conjunction with the corresponding GAAP measures, provide investors with useful supplemental information about the financial performance of our business. We believe Non-GAAP financial measures are useful to investors as a measure of the ongoing performance of our business. Our management regularly uses our supplemental Non-GAAP financial measures internally to understand, manage and evaluate our business and to make financial, strategic and operating decisions. These Non-GAAP measures are among the primary factors management uses in planning for and forecasting future periods. Our Non-GAAP financial measures are not meant to be considered in isolation or as a substitute for comparable GAAP measures and should be read only in conjunction with our consolidated financial statements prepared in accordance with GAAP. These Non-GAAP financial measures may differ materially from the Non-GAAP financial measures used by other companies. Reconciliation between results on a GAAP and Non-GAAP basis is provided in a table immediately following the Consolidated Statements of Income. The Company provides guidance only on a Non-GAAP basis. A reconciliation of guidance from a GAAP to Non-GAAP basis is not available due to the unpredictability and uncertainty associated with future events that would be reported in GAAP results and would require adjustments between GAAP and Non-GAAP financial measures, including the impact of future possible business acquisitions. Accordingly, a reconciliation of the guidance based on Non-GAAP financial measures to corresponding GAAP financial measures for future periods is not available without unreasonable effort.

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Q4 and Full Year 2020 Highlights

Income Statement

Balance Sheet and Cash Flow Analysis

Outlook

Full Year 2020 Highlights*

Record revenue for FY; \$1,657M, an increase of 5%

FY cloud revenue increased 31%; to \$786M compared to \$599M last year

FY cloud gross margin increased 380 bps to 65.6%; compared to 61.8% last year FY recurring revenue increased to 79% of total revenue; compared to 72% last year

FY cloud revenue represented 47% of total revenue; compared to 38% last year

FY operating margin increased to 28.4%; compared to 27.5% last year

FY EPS increased 8%; to \$5.73 compared to \$5.31 last year FY cash flow from operations; increased to a record of \$480M compared to \$374M last year



^{*} All numbers presented are Non-GAAP

agenda

Q4 and Full Year 2020 Highlights

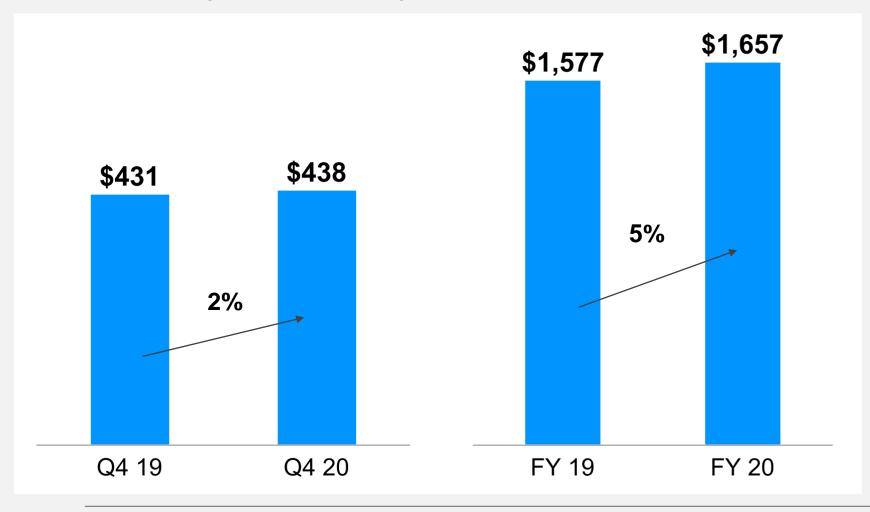
Income Statement

Balance Sheet and Cash Flow Analysis

Outlook

Solid Growth and Execution

REVENUES (Non-GAAP, \$M)



- Record revenue in Q4 and FY 2020
- Cloud revenue increased 33% and 31% in Q4 and FY 2020, respectively
- Cloud revenue represented 51% of total revenue in Q4 and 47% in FY 2020, compared to 39% and 38% in Q4 and FY 2019, respectively
- Recurring revenue accounted for 79% of total revenue for FY 2020, compared to 72% for FY 2019

EARNINGS PER SHARE (Non-GAAP, \$)



- Record EPS for Q4 and FY 2020
- Solid growth in FY 20 EPS due to expanded operating margins combined with strong expense management



GAAP and Non-GAAP Income Statement (USD in thousands except EPS)

NICE LTD. AND SUBSIDIARIES RECONCILIATION OF GAAP TO NON-GAAP RESULTS

U.S. dollars in thousands (except per share amounts)

		Quarte: Decem		Year ended December 31,				
		2020		2019		2020		2019
GAAP revenues	\$	434,581	\$	430,208	\$	1,648,016	\$	1,573,912
Valuation adjustment on acquired deferred product revenue		-		-		-		15
Valuation adjustment on acquired deferred services revenue		149		-		230		5
Valuation adjustment on acquired deferred cloud revenue		3,679		842		8,866		3,534
Non-GAAP revenues	\$	438,409	\$	431,050	\$	1,657,112	\$	1,577,466
GAAP cost of revenue	\$	146,055	\$	137,282	\$	561,952	\$	531,768
Amortization of acquired intangible assets on cost of product		(1,073)		(1,134)		(4,467)		(4,106)
Amortization of acquired intangible assets on cost of services		(1,225)		(1,522)		(4,566)		(6,126)
Amortization of acquired intangible assets on cost of cloud		(18,012)		(15,323)		(66,434)		(60,441)
Valuation adjustment on acquired deferred cost of cloud		194		532		931		2,425
Cost of product revenue adjustment (1)		(131)		131		(336)		(173)
Cost of services revenue adjustment (1)		(2,593)		(1,941)		(7,550)		(8,192)
Cost of cloud revenue adjustment (1)		(1,457)		(813)		(4,058)		(2,955)
Non-GAAP cost of revenue	\$	121,758	\$	117,212	\$	475,472	\$	452,200
GAAP gross profit	\$	288,526	\$	292,926	\$	1,086,064	\$	1,042,144
Gross profit adjustments		28,125		20,912		95,576		83,122
Non-GAAP gross profit	<u>\$</u>	316,651	\$	313,838		1,181,640	\$	1,125,266
GAAP operating expenses	\$	223,403	\$	215,334	\$	844,017	\$	803,427
Research and development (1,2)		(4,324)		(2,896)		(11,877)		(8,078)
Sales and marketing (1,2)		(10,769)		(7,468)		(30,392)		(26,679)
General and administrative (1,2)		(13,775)		(11,327)		(52,014)		(35,705)
Amortization of acquired intangible assets		(9,719)		(10,107)		(38,670)		(42,383)
Valuation adjustment on acquired deferred commission	<u>_</u>	89		62		195		307
Non-GAAP operating expenses	\$	184,905	\$	183,598	\$	711,259	\$	690,889



GAAP and Non-GAAP Income Statement

(USD in thousands except EPS)

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φ	•	Ψ		φ	·	Ψ	4,444 (9,235)
\$	<u> </u>	\$	<u> </u>	\$		\$	(4,791)
			<u> </u>				
\$	7,549	\$	15,295	\$	40,842	\$	48,369
	20,056		14,142		59,757		47,400
<u>\$</u>	27,605	\$	29,437	<u>\$</u>	100,599	<u>\$</u>	95,769
\$	54,974	\$	61,743	\$	196,346	\$	185,904
	3,828		842		9,096		3,554
	(194)		(532)		(931)		(2,425)
	30,029		28,086		114,137		113,056
	(89)		(62)		(195)		(307)
	33,049		24,314		102,304		80,939
	-		-		3,923		843
	5,353		2,388		13,297		9,235
	(20,056)		(14,142)		(59,757)		(47,400)
<u>\$</u>	106,894	\$	102,637	<u>\$</u>	378,220	<u>\$</u>	343,399
\$	0.83	\$	0.95	\$	2.98	\$	2.88
\$	1.61	\$	1.58		5.73	\$	5.31
	66,600		65,161		65,956		64,661
	66,600		65,161		65,956		64,661
	\$	\$ 7,549 20,056 \$ 27,605 \$ 54,974 3,828 (194) 30,029 (89) 33,049 - 5,353 (20,056) \$ 106,894 \$ 0.83 \$ 1.61	(5,353) \$ (2,753) \$ 7,549 20,056 \$ 27,605 \$ 54,974 3,828 (194) 30,029 (89) 33,049 - 5,353 (20,056) \$ 106,894 \$ 0.83 \$ 1.61 \$ 66,600	(5,353) (2,388) \$ (2,753) \$ (1,834) \$ 7,549 \$ 15,295 20,056 14,142 \$ 27,605 \$ 29,437 \$ 54,974 \$ 61,743 3,828 842 (194) (532) 30,029 28,086 (89) (62) 33,049 24,314 - - 5,353 2,388 (20,056) (14,142) \$ 106,894 \$ 102,637 \$ 0.83 \$ 0.95 \$ 1.61 \$ 1.58 66,600 65,161	(5,353) (2,388) \$ (2,753) \$ (1,834) \$ 7,549 \$ 15,295 20,056 \$ 14,142 \$ 27,605 \$ 29,437 \$ 54,974 \$ 61,743 \$ 3,828 842 (194) (532) 30,029 28,086 (89) (62) 33,049 24,314 - - 5,353 2,388 (20,056) (14,142) \$ 106,894 \$ 102,637 \$ 0.83 \$ 0.95 \$ 1.61 \$ 1.58 \$ 66,600 65,161	(5,353) (2,388) (13,297) \$ (2,753) \$ (1,834) \$ (8,438) \$ 7,549 \$ 15,295 \$ 40,842 20,056 14,142 59,757 \$ 27,605 \$ 29,437 \$ 100,599 \$ 54,974 \$ 61,743 \$ 196,346 3,828 842 9,096 (194) (532) (931) 30,029 28,086 114,137 (89) (62) (195) 33,049 24,314 102,304 - - 3,923 5,353 2,388 13,297 (20,056) (14,142) (59,757) \$ 106,894 \$ 102,637 \$ 378,220 \$ 0.83 \$ 0.95 \$ 2.98 \$ 1.61 \$ 1.58 \$ 5.73 66,600 65,161 65,956	(5,353) (2,388) (13,297) \$ (2,753) \$ (1,834) \$ (8,438) \$ 7,549 \$ 15,295 \$ 40,842 20,056 \$ 14,142 \$ 59,757 \$ 27,605 \$ 29,437 \$ 100,599 \$ 54,974 \$ 61,743 \$ 196,346 3,828 842 9,096 (194) (532) (931) 30,029 28,086 114,137 (89) (62) (195) 33,049 24,314 102,304 - - 3,923 5,353 2,388 13,297 (20,056) (14,142) (59,757) \$ 106,894 \$ 102,637 \$ 378,220 \$ 0.83 \$ 0.95 \$ 2.98 \$ 1.61 \$ 1.58 \$ 5.73 \$ 66,600 65,161 65,956



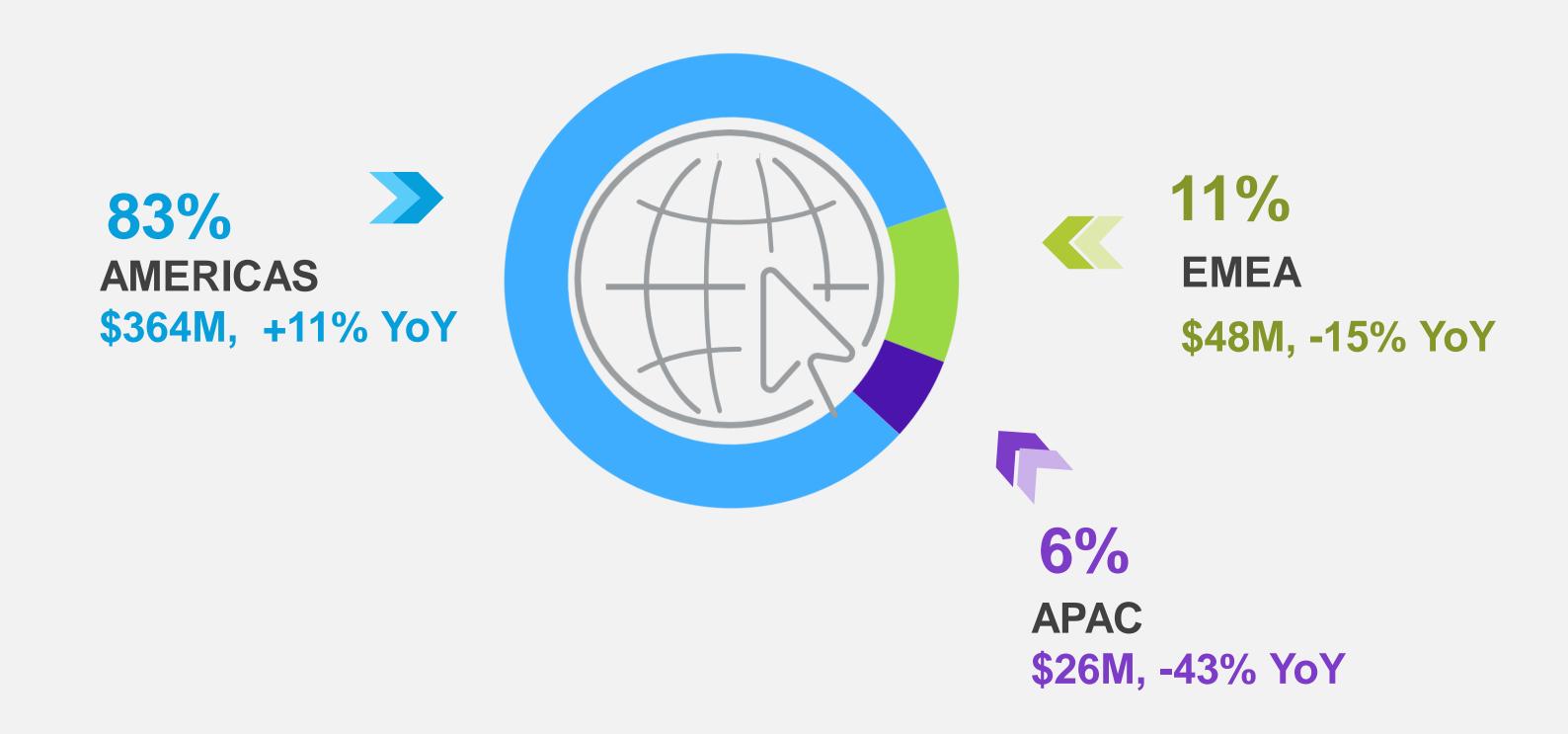
GAAP and Non-GAAP Income Statement (cont.) (USD in thousands)

Share-based Compensation		Quarter endedDecember 31,			Year ended December 31,				
		2020		2019		2020		2019	
Cost of product revenue	\$	131	\$	(131)	\$	336	\$	173	
Cost of services revenue		2,593		1,941		7,550		8,192	
Cost of cloud revenue		1,457		813		4,058		2,955	
Research and development		4,324		2,896		11,877		8,073	
Sales and marketing		10,769		7,468		30,262		26,649	
General and administrative		13,775		11,327		48,221		34,897	
	\$	33,049	\$	24,314	\$	102,304	\$	80,939	
2) Acquisition related expenses		Quarte: Decem				Year (Decem			
		2020		2019		2020		2019	
	\$	-	\$	-	\$	-	\$	5	
Research and development	φ					400			
Research and development Sales and marketing	Φ	-		-		130		30	
•	Ψ	- 		- -		130 3,793		30 808	



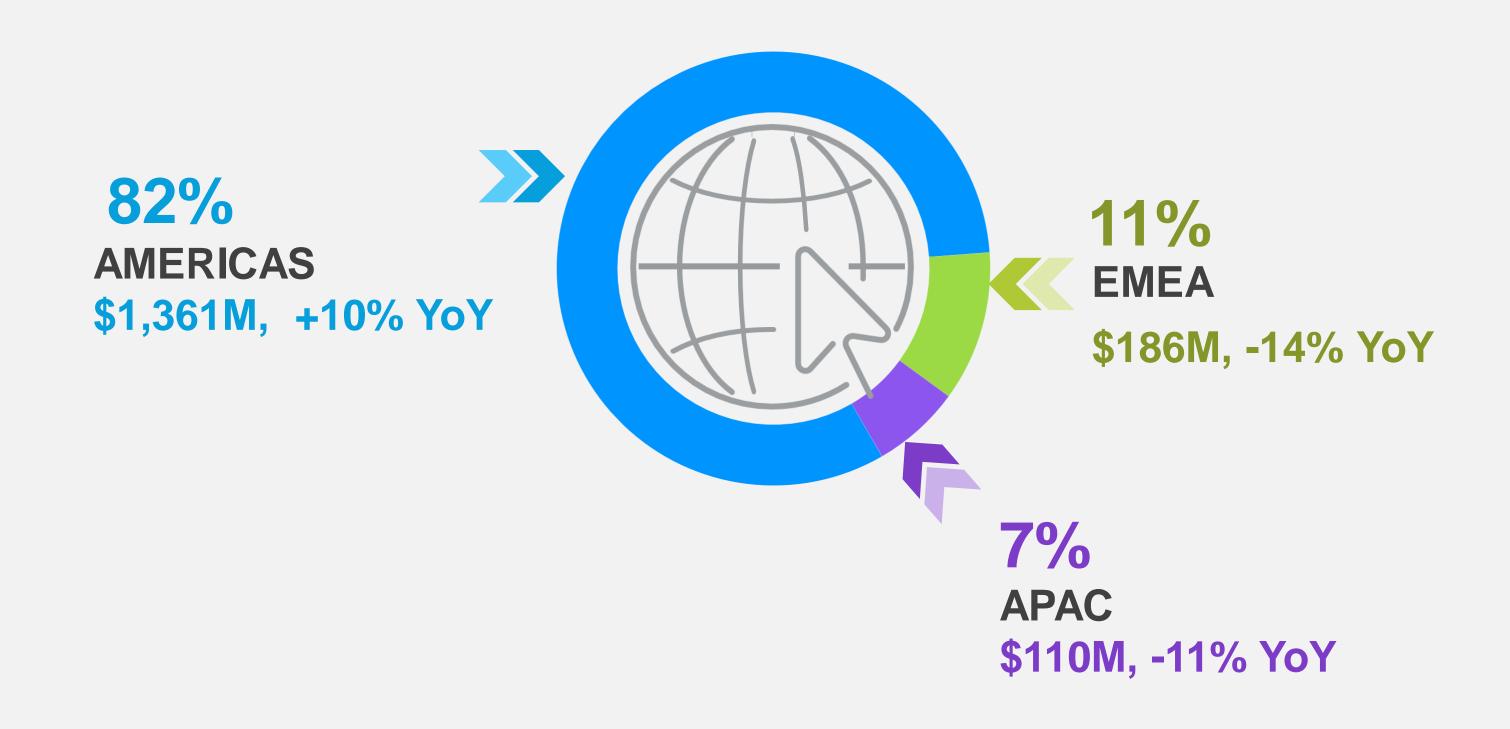
Q4 2020

Revenue Breakdown by Region (Non-GAAP)



Full Year 2020

Revenue Breakdown by Region (Non-GAAP)



Q4 2020

Revenue Breakdown by Business Unit (Non-GAAP)

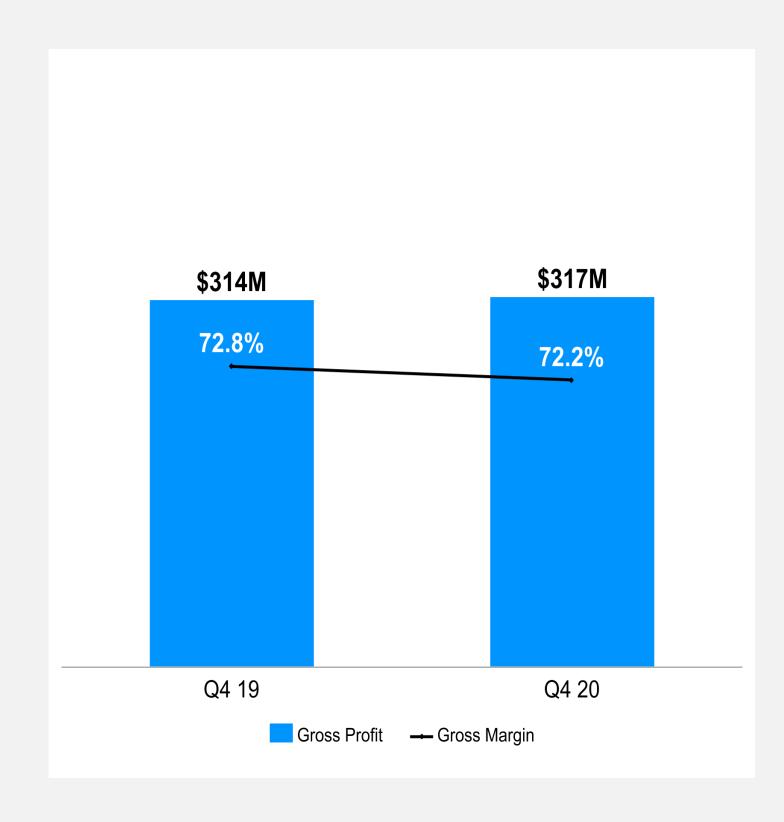


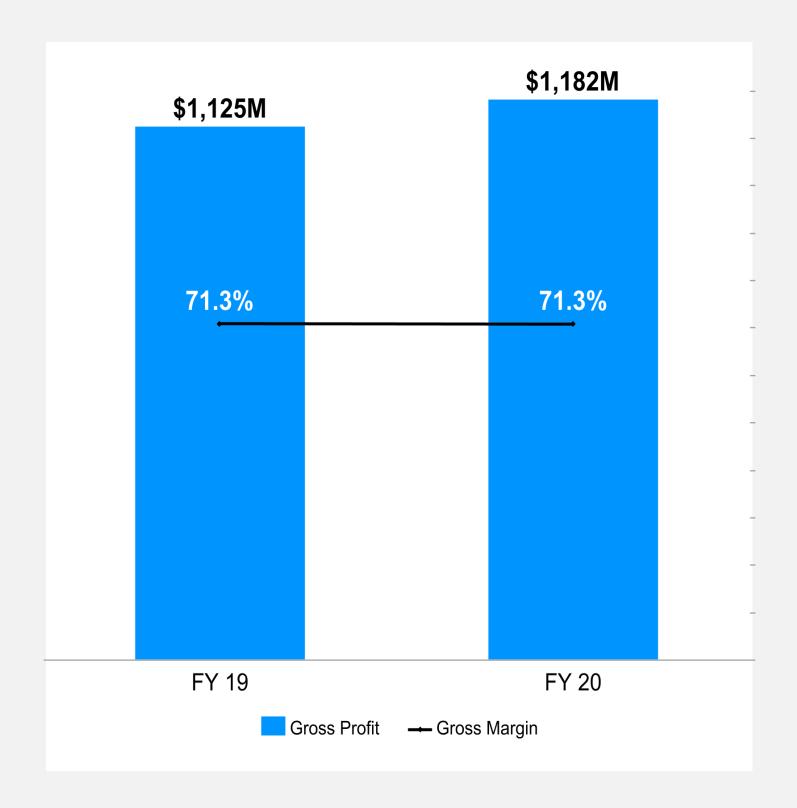
Full Year 2020

Revenue Breakdown by Business Unit (Non-GAAP)



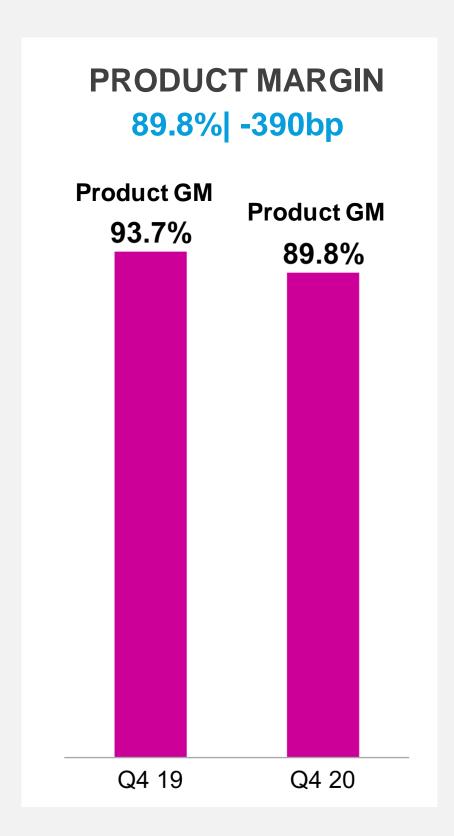
Gross Profit and Gross Margin Q4 and FY 2020 (Non-GAAP)

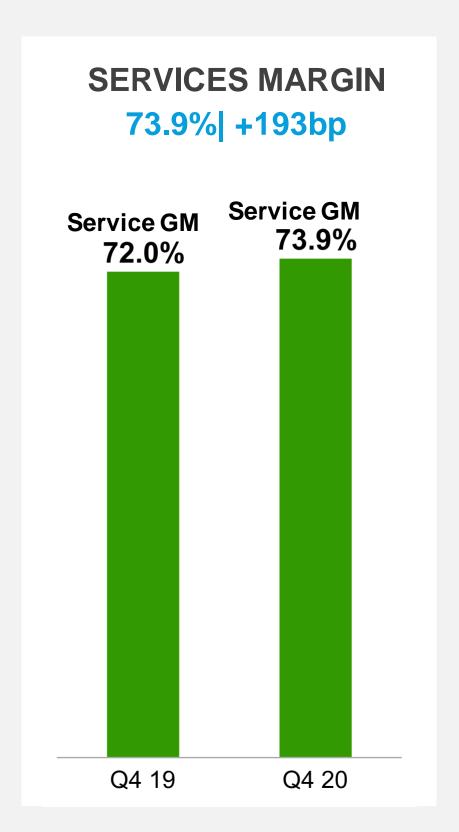


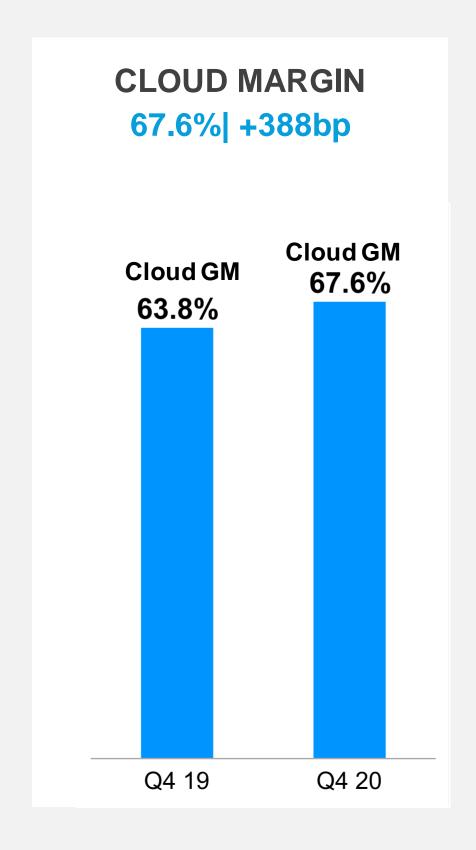




Gross Margin Q4 2020 (Non-GAAP)



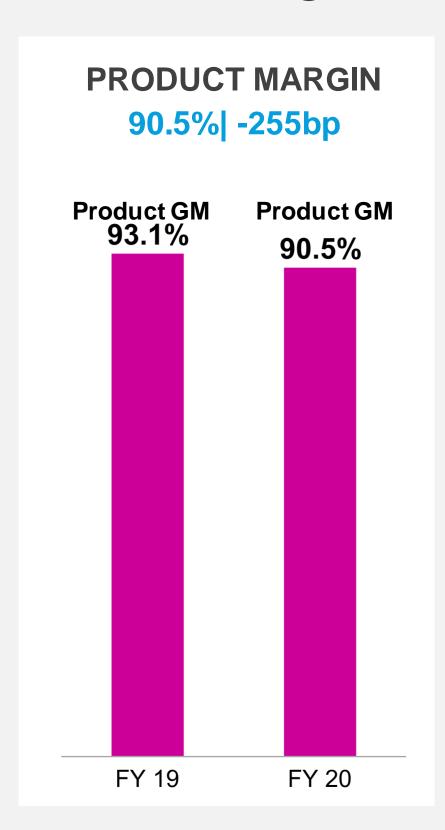


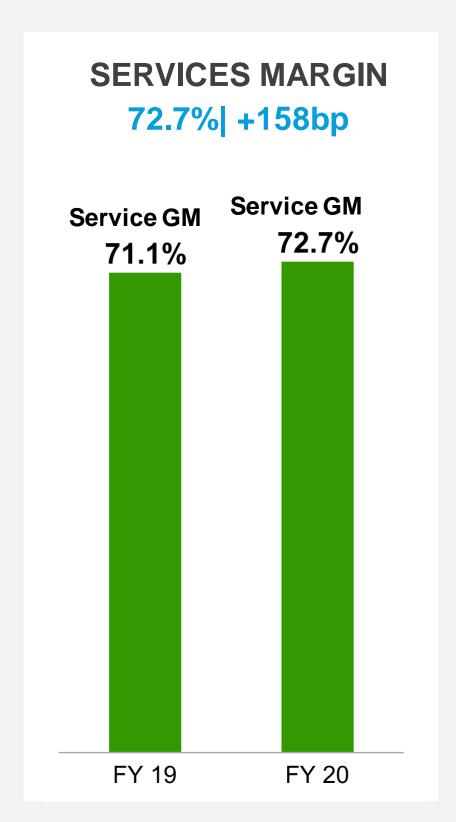


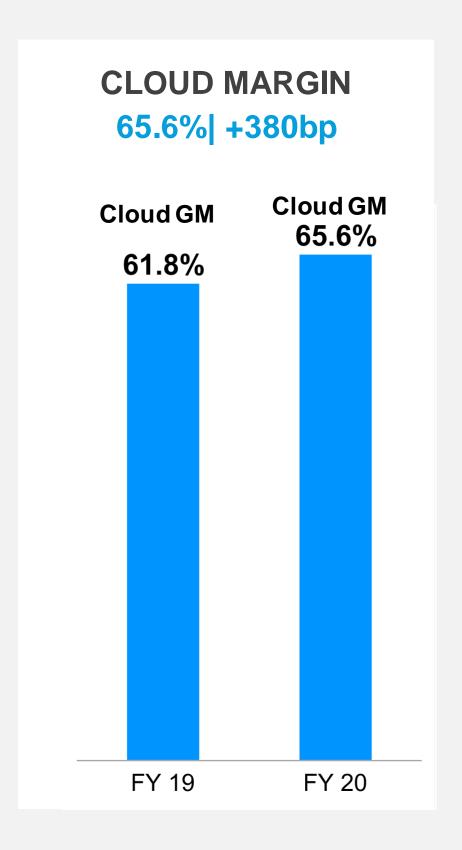
- Product gross margin declined due to different product mix
- Services gross margin increased as a result of continued efficiencies in the services organization
- Cloud gross margin increased as a result of increased scale in the cloud business



Gross Margin Full Year 2020 (Non-GAAP)



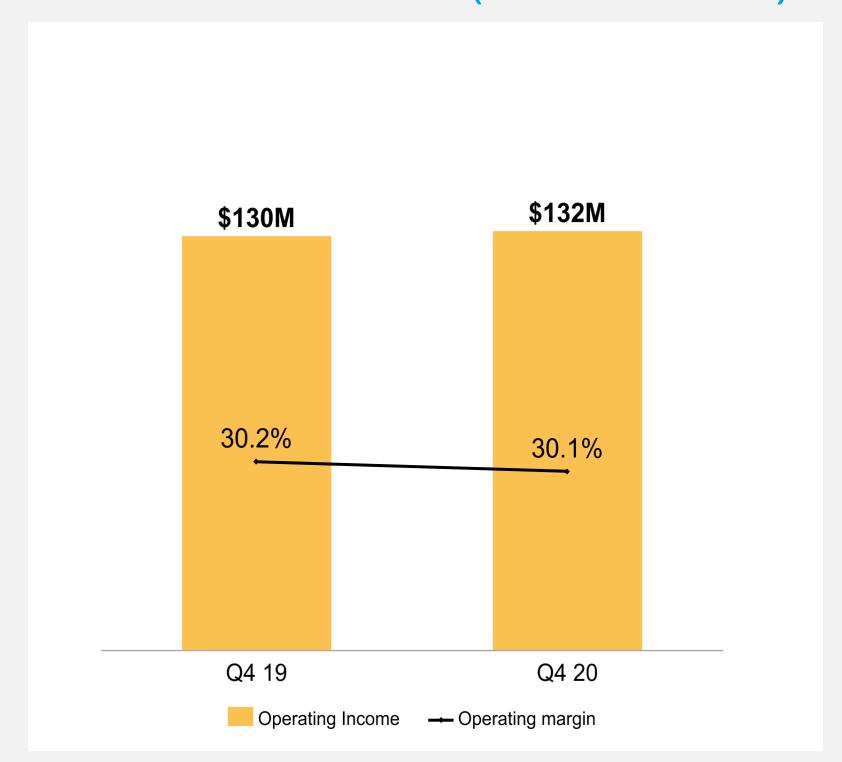


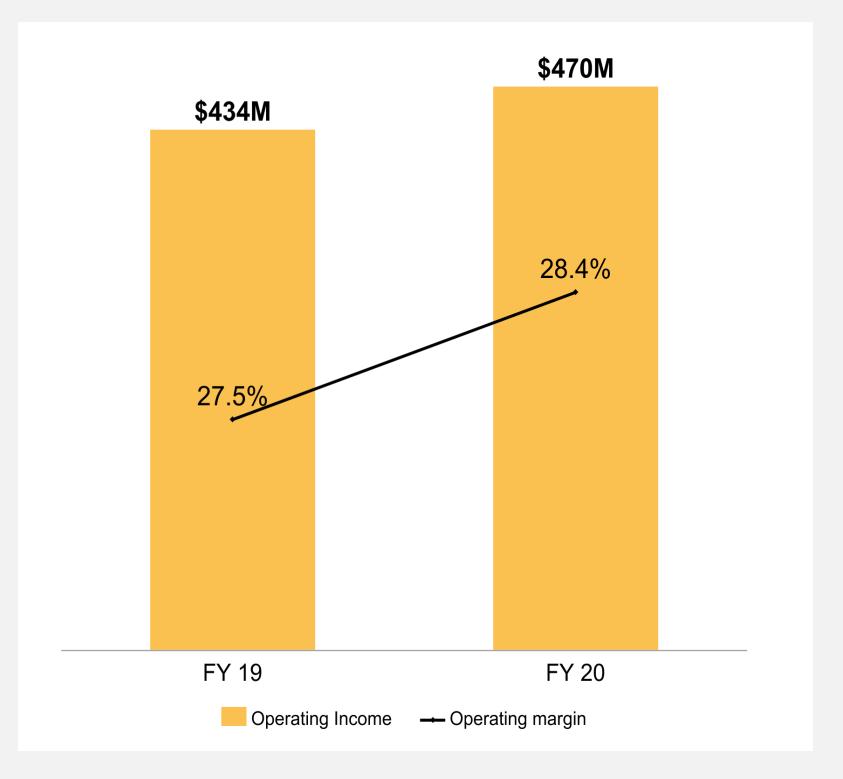


- Product gross margin declined due to different product mix
- Services gross margin increased as a result of continued efficiencies in the services organization
- Cloud gross margin increased as a result of increased scale in the cloud business



Operating Income and Operating Margin Q4 and FY 2020 (Non-GAAP)

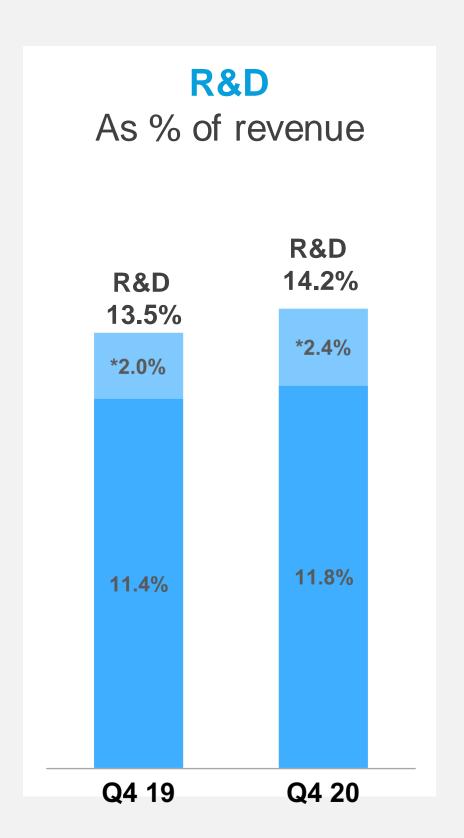


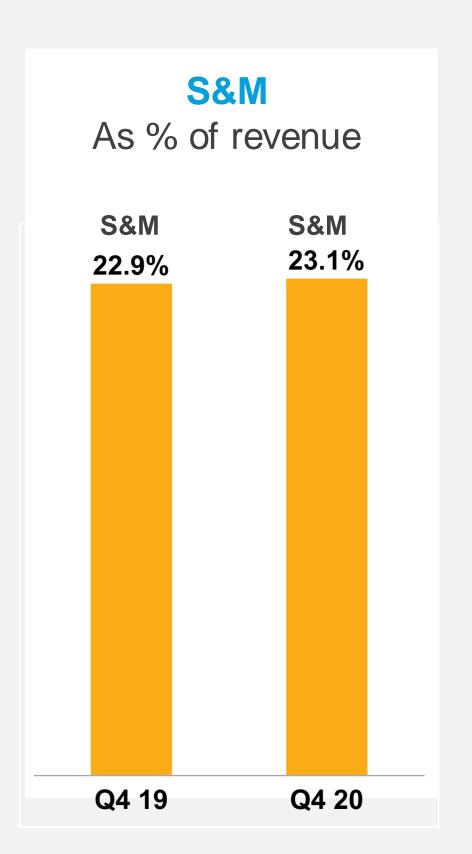


• Operating margin improved mainly as a result of cloud gross margin expansion and focus on expenses



Cost Ratios Q4 2020 (Non-GAAP)



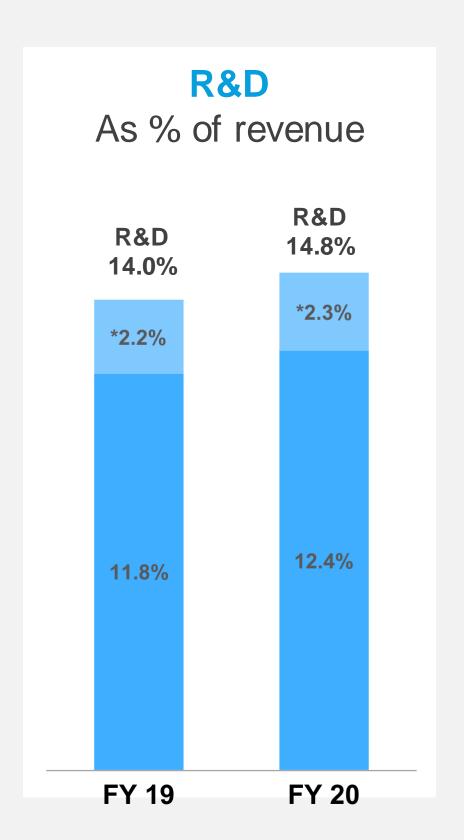


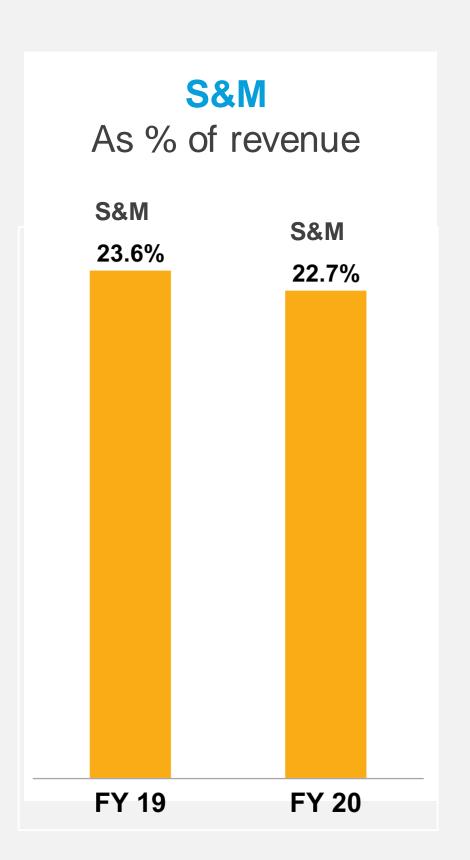




[•] G&A decreased primarily due to reduced travel

Cost Ratios Full Year 2020 (Non-GAAP)









G&A decreased primarily due to reduced travel

Q4 and Full Year 2020 Highlights

Income Statement

Balance Sheet and Cash Flow Analysis

Outlook

Balance Sheet (USD in thousands)

	December 31, 2020		December 31 2019		
		Audited		Audited	
ASSETS					
CURRENT ASSETS:					
Cash and cash equivalents	\$	442,267	\$	228,323	
Short-term investments		1,021,613		210,772	
Trade receivables		303,100		319,622	
Prepaid expenses and other current assets		175,340		116,972	
Total current assets		1,942,320		875,689	
LONG-TERM ASSETS:					
Long-term investments		_		542,389	
Property and equipment, net		137,785		141,647	
Deferred tax assets		32,735		30,513	
Other intangible assets, net		366,003		411,019	
Operating lease right-of-use assets		97,162		106,196	
Goodwill		1,503,252		1,378,418	
Other long-term assets		153,660		124,034	
Total long-term assets		2,290,597		2,734,216	
TOTAL ASSETS	\$	4,232,917	\$	3,609,905	
LIABILITIES AND SHAREHOLDERS' EQUITY					
CURRENT LIABILITIES:	Φ.	00.400	Φ.	30,376	
Trade payables	\$	33,132	\$	3() 3/r	
		044 054		•	
Deferred revenues and advances from customers		311,851		245,792	
Current maturities of operating leases		22,412		245,792 21,519	
		•		245,792 21,519 251,583	
Current maturities of operating leases Exchangeable senior notes		22,412 259,881 417,174		245,792 21,519 251,583 391,685	
Current maturities of operating leases Exchangeable senior notes Accrued expenses and other liabilities Total current liabilities		22,412 259,881		245,792 21,519 251,583 391,685	
Current maturities of operating leases Exchangeable senior notes Accrued expenses and other liabilities Total current liabilities LONG-TERM LIABILITIES:		22,412 259,881 417,174 1,044,450		245,792 21,519 251,583 391,685 940,955	
Current maturities of operating leases Exchangeable senior notes Accrued expenses and other liabilities Total current liabilities LONG-TERM LIABILITIES: Deferred revenues and advances from customers		22,412 259,881 417,174 1,044,450 36,295		245,792 21,519 251,583 391,685 940,955	
Current maturities of operating leases Exchangeable senior notes Accrued expenses and other liabilities Total current liabilities LONG-TERM LIABILITIES: Deferred revenues and advances from customers Operating leases		22,412 259,881 417,174 1,044,450 36,295 92,262		245,792 21,519 251,583 391,685 940,955 26,045 103,490	
Current maturities of operating leases Exchangeable senior notes Accrued expenses and other liabilities Total current liabilities LONG-TERM LIABILITIES: Deferred revenues and advances from customers Operating leases Deferred tax liabilities		22,412 259,881 417,174 1,044,450 36,295 92,262 32,109		245,792 21,519 251,583 391,685 940,955 26,045 103,490 52,509	
Current maturities of operating leases Exchangeable senior notes Accrued expenses and other liabilities Total current liabilities LONG-TERM LIABILITIES: Deferred revenues and advances from customers Operating leases Deferred tax liabilities Long-term debt		22,412 259,881 417,174 1,044,450 36,295 92,262 32,109 421,337		245,792 21,519 251,583 391,685 940,955 26,045 103,490 52,509 213,313	
Current maturities of operating leases Exchangeable senior notes Accrued expenses and other liabilities Total current liabilities LONG-TERM LIABILITIES: Deferred revenues and advances from customers Operating leases Deferred tax liabilities		22,412 259,881 417,174 1,044,450 36,295 92,262 32,109		245,792 21,519 251,583 391,685 940,955 26,045 103,490 52,509 213,313	
Current maturities of operating leases Exchangeable senior notes Accrued expenses and other liabilities Total current liabilities LONG-TERM LIABILITIES: Deferred revenues and advances from customers Operating leases Deferred tax liabilities Long-term debt		22,412 259,881 417,174 1,044,450 36,295 92,262 32,109 421,337		245,792 21,519 251,583 391,685 940,955 26,045 103,490 52,509 213,313 16,327	
Current maturities of operating leases Exchangeable senior notes Accrued expenses and other liabilities Total current liabilities LONG-TERM LIABILITIES: Deferred revenues and advances from customers Operating leases Deferred tax liabilities Long-term debt Other long-term liabilities Total long-term liabilities SHAREHOLDERS' EQUITY		22,412 259,881 417,174 1,044,450 36,295 92,262 32,109 421,337 17,980 599,983		245,792 21,519 251,583 391,685 940,955 26,045 103,490 52,509 213,313 16,327 411,684	
Current maturities of operating leases Exchangeable senior notes Accrued expenses and other liabilities Total current liabilities LONG-TERM LIABILITIES: Deferred revenues and advances from customers Operating leases Deferred tax liabilities Long-term debt Other long-term liabilities Total long-term liabilities SHAREHOLDERS' EQUITY Nice Ltd's equity		22,412 259,881 417,174 1,044,450 36,295 92,262 32,109 421,337 17,980 599,983		245,792 21,519 251,583 391,685 940,955 26,045 103,490 52,509 213,313 16,327 411,684	
Current maturities of operating leases Exchangeable senior notes Accrued expenses and other liabilities Total current liabilities LONG-TERM LIABILITIES: Deferred revenues and advances from customers Operating leases Deferred tax liabilities Long-term debt Other long-term liabilities Total long-term liabilities SHAREHOLDERS' EQUITY		22,412 259,881 417,174 1,044,450 36,295 92,262 32,109 421,337 17,980 599,983		245,792 21,519 251,583 391,685 940,955 26,045 103,490 52,509 213,313 16,327 411,684	
Current maturities of operating leases Exchangeable senior notes Accrued expenses and other liabilities Total current liabilities LONG-TERM LIABILITIES: Deferred revenues and advances from customers Operating leases Deferred tax liabilities Long-term debt Other long-term liabilities Total long-term liabilities SHAREHOLDERS' EQUITY Nice Ltd's equity		22,412 259,881 417,174 1,044,450 36,295 92,262 32,109 421,337 17,980 599,983		245,792 21,519 251,583 391,685 940,955 26,045 103,490 52,509 213,313 16,327 411,684	



Cash Flow From Operations

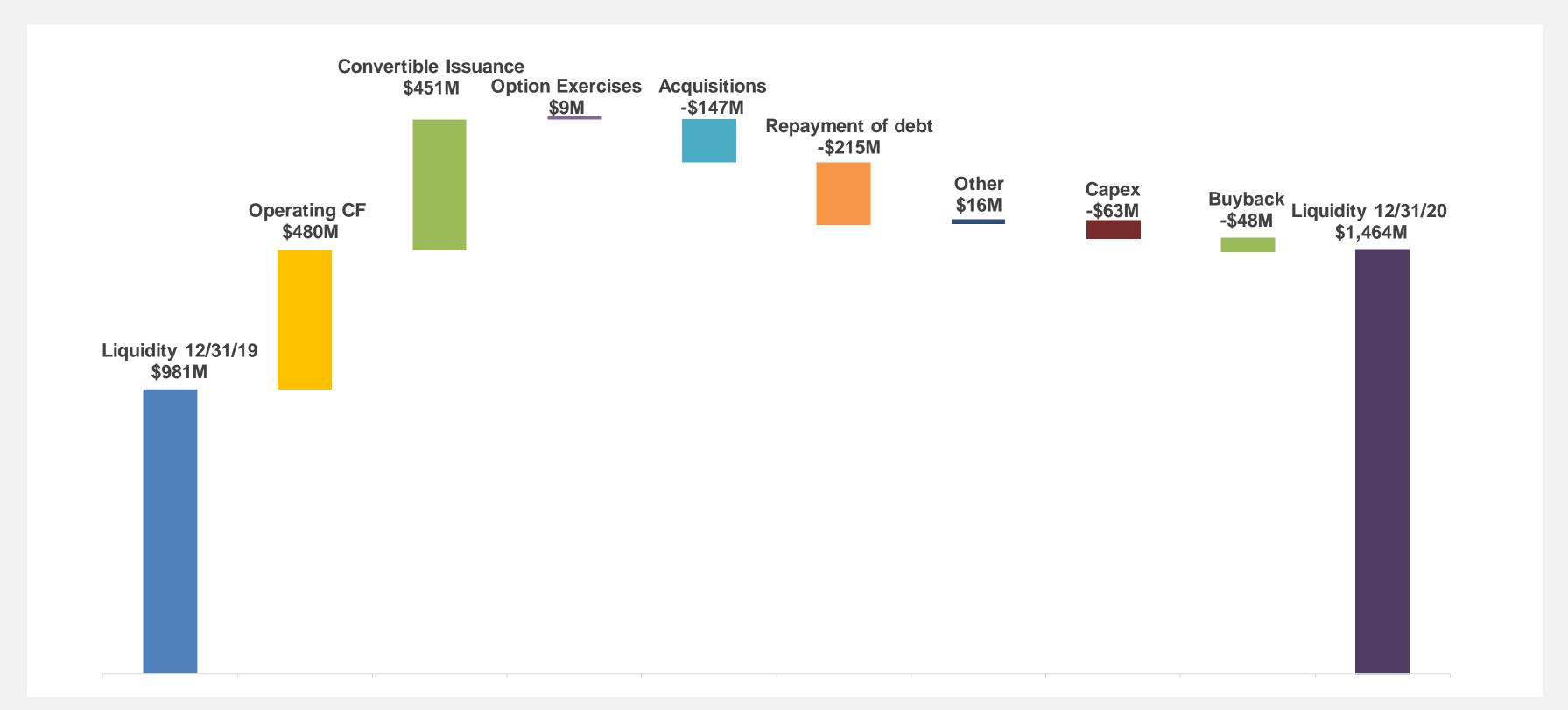
\$M	Q4 19	Q4 20	% ∆	FY 19	FY20	% ∆
Cash flow from operations	91	167	84%	374	480	28%
- Capital expenditure	6	3	(50%)	27	24	(11%)
- Capitalization of software development	9	10	11%	35	39	11%
Cash flow from operations after capex & software capitalization	76	154	102%	312	417	33%
Cash flow from operation after capex and software capitalization as % of non-GAAP revenue	18%	35%	7рр	20%	25%	5рр
Cash conversion rate *	0.74	1.44	94%	0.91	1.10	21%
Days sales outstanding (DSO)	73	66	(10%)	73	66	(10%)



^{*} Cash Conversion Rate = (Cash Flow from Operations after CAPEX and software capitalization / Non-GAAP Net Income)

Liquidity and Cash Movement

December 31, 2020



^{*} CAPEX movement includes R&D capitalization

Q4 and Full Year 2020 Highlights

Income Statement

Balance Sheet and Cash Flow Analysis

Outlook

Outlook* (Non-GAAP)

	Q1 2021	FY 2021	
Revenue (\$M)	445-455	1,790-1,810	
EPS (\$)	1.42-1.52	6.12-6.32	

The outlook is provided as of February 18, 2021. There is no guarantee that the Company will change or update these figures in this presentation should a need arise in the future to update the outlook. This is in addition to the forward-looking statements disclaimer at the beginning of the presentation.



