

2022 ICON Analyst Day

March 17th, 2022



Forward looking statements

Statements included in this presentation which are not historical facts are forward-looking statements. Such forward-looking statements are made pursuant to the safe harbor provisions of the U.S. Private Securities Litigation Reform Act of 1995 (the "PSLRA"). Forward-looking statements may be identified by the use of future tense or other forward looking words such as "believe", "expect", "anticipate", "should", "may", "strategy", or other variations or comparable terminology. The forward looking statements involve a number of risks and uncertainties and are subject to change at any time. In the event such risks or uncertainties materialize, our results could be materially adversely affected. The risks and uncertainties include, but are not limited to, dependence on the pharmaceutical industry and certain clients, the need to regularly win projects and then to execute them efficiently and correctly, the challenges presented by rapid growth, our expectations concerning the ongoing impact of the novel coronavirus identified as 'COVID-19' on our operational results, the challenges associated with the integration of PRA, competition and the continuing consolidation of the industry, the dependence on certain key executives, changes in the regulatory environment and other factors identified in the Company's SEC reports, including the Form 20-F filed on March 1, 2022 and any future filings with the SEC. The Company has no obligation under the PSLRA to update any forward looking statements and does not intend to do so.

Use of Non-GAAP Financial Measures

In addition, this presentation includes selected non-GAAP financial measures. For a presentation of the most directly comparable GAAP financial measures, please see the "Reconciliation of Non-GAAP Measures" section of this slide deck accompanying this presentation for reconciliations to GAAP financial measures. While non-GAAP financial measures are not superior to or a substitute for the comparable GAAP financial measures, we believe certain non-GAAP information is more useful to investors for historical comparison purposes.

To assist investors and analysts with year-over-year comparability for the merged business, we have included Combined Company information. These measures include financial information that combines the stand-alone ICON plc and PRA Health Sciences, Inc. information for revenue and Adjusted EBITDA, and other metrics as if the merger had taken place on January 1, 2020, with conforming adjustments to the current year presentation. Specifically, these financials represent the simple addition of the historical adjusted financials of each company. These combined financials are not intended to represent pro forma financial statements prepared in accordance with GAAP or Regulation S-X. Our full-year 2022 guidance measures (other than revenue) are provided on a non-GAAP basis without a reconciliation to the most directly comparable GAAP measure because the company is unable to predict with a reasonable degree of certainty certain items contained in the GAAP measures without unreasonable efforts. Such items include, but are not limited to, transaction-related / integration-related expenses, restructuring and related expenses, and other items not reflective of the company's ongoing operations.

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Agenda

- Welcome to the new ICON
- ICON & its commercial success
- Operational overviews
- Innovation and Technology
- Financial overview
- Q&A Session



Our journey to become the world's leading healthcare intelligence organization

Dr. Steve Cutler, CEO



ICON leadership team



Steve Cutler
Chief Executive Officer



Barry Balfe President

ICON Pharma Solutions



Tami Klerr President

ICON Biotech Solutions



Samir Shah

ICON Strategic Solutions



Nuala Murphy

President

ICON
Development &
Commercialisation
Solutions



George McMillan

Chief Commercial Officer



Greg Licholai

Chief Medical & Innovation Officer



Brendan Brennan

Chief Financial Officer



Diarmaid Cunningham

Chief Administrative Officer & General Counsel



Tom O'Leary

Chief Information Officer



Joe Cronin Chief HR

Officer

EVP Corporate Dev't &



Simon

Key messages



New ICON has the scale, technology and data analytics to become the **healthcare intelligence partner of choice** through differentiated solutions and performance



Market fundamentals continue to be strong with expectation for continued growth in biopharma R&D spend and outsourcing penetration



Commitment to invest in DCT technology, innovative partnerships and tools to improve efficiency and delivery



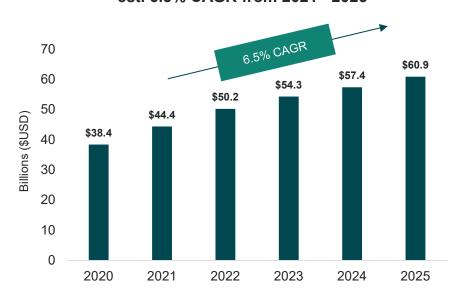
Integration progressing well . . . customer partnerships and synergies



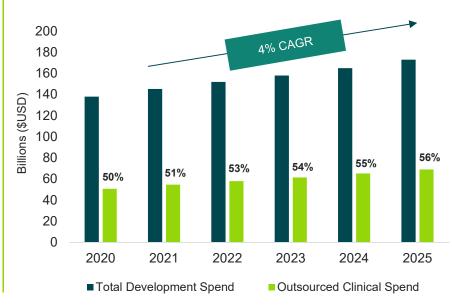
Financial outlook solid with expected revenue growth outpacing market and robust EBITDA and EPS growth

CRO market dynamics

Overall CRO market estimate c\$50B; est. 6.5% CAGR from 2021 - 2025

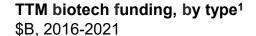


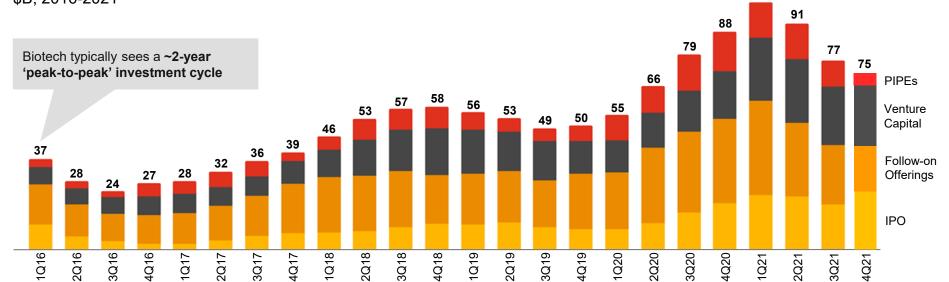
Overall development spend +4% CAGR; outsourcing penetration continuing to increase



Sources: ISR (2021); EvaluatePharma (2020); Wall Street Research (William Blair April 2021; Jeffries September 2020)

Biotech funding environment





Note(s): 1) PIPES: Private Investment in Public Equity, VC: Venture Capital, FO: Follow-On, IPO: Initial Public Offering Source(s): FactSet, Jeffries, PwC Strategy& Analysis

Continued investment in novel therapies (mRNA,etc.)

Historically high cash on balance sheets (avg. 2.5yrs)

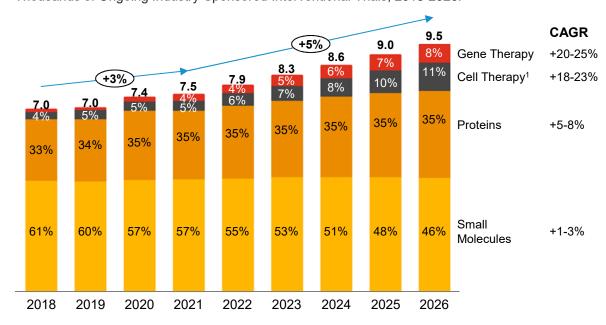
Ownership of molecules later in development

100

Accelerated growth in next generation modalities

Global clinical trial pipeline by modality

Thousands of Ongoing Industry-Sponsored Interventional Trials, 2018-2026F

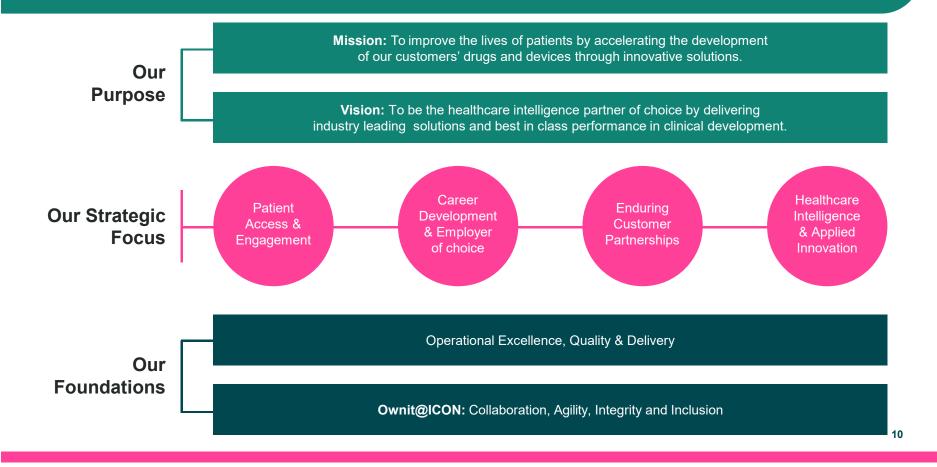


Growth drivers

- Expansion of indications theoretically addressable for CGTs, incl. Alsheimer's
- Increasing prevalence of addressable diseases and the resulting increased R&D spend
- Positive regulatory tailwinds stemming from existing approvals and success of COVID vaccines
- Increasing later-stage trials driven by early-stage successes

Note(s): 1) Cell therapy includes autologous, heterologous, and xenogenic cell therapies, which includes CAR-T. Source(s): Informa, AJMC, PwC Strategy& Analysis

Our Mission and Vision



Our 'Own It' at ICON Culture and Values

Our values reflect our **employee** experience, our **customers**' experience of working with us, and the experience **patients** have when part of ICON's clinical trials.



Structured to deliver customer centric, best-in-class performance

Healthcare Intelligence Organization

ICON Pharma Solutions ICON Biotech Solutions ICON
Development and
Commercialisation
Solutions

ICON Strategic Solutions

Global Business Support Services

Commercial, Finance, Information Technology, Legal & Administrative Service, Human Resources

Innovation

Stronger together – enhanced global footprint & leadership in key segments



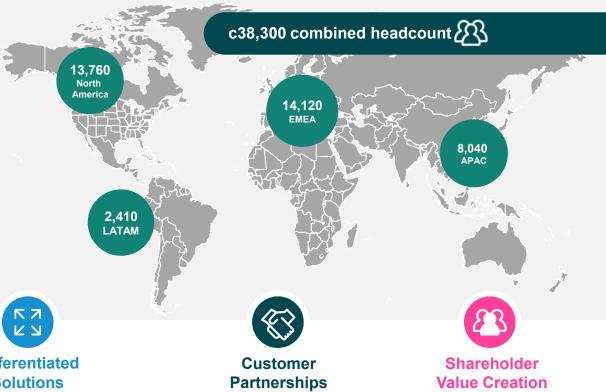
World leader in full-service Phase 2/3 clinical research

Global #2 in Early Phase

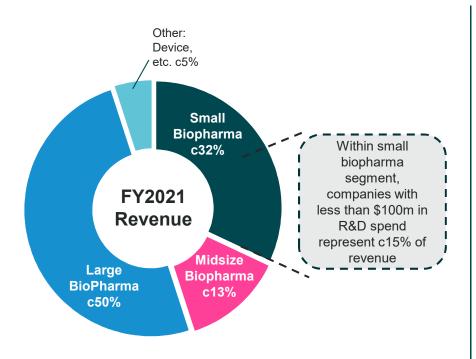
Global #3 in Late Phase/RWE



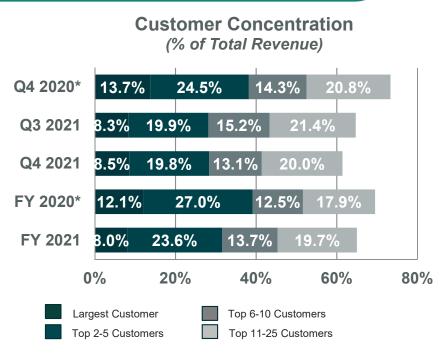




Customer profile is well-balanced, diversified across biopharma segments



Large Biopharma: Top 20 companies by Rx Sales Midsize Biopharma: Top 21-75 companies by Rx Sales Small Biopharma: Companies 76 and greater by Rx Sales



*2020 figures relate to Legacy ICON only
FY 2021 includes acquisition of PRA Health Sciences on July 1 2021

Integration progress: Key achievements



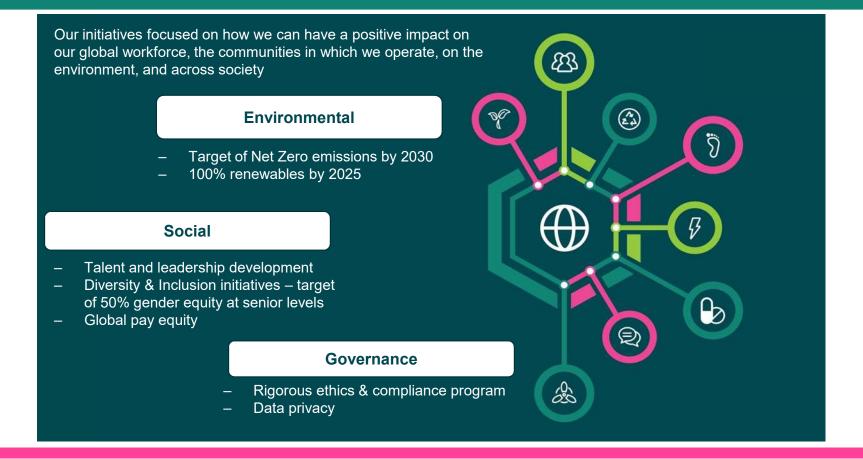
Strong financial performance:

Combined company revenue and Adjusted EBITDA growth of 25% in FY2021

Increased customer partnership opportunities

Enhanced employee experience

Integrated ESG strategy



Update on Ukraine & Russia

- Key focus: employee safety, patient safety and mitigating impacts on our customers' studies
- We are assisting dislocated employees wherever possible . . . fund established
 - Accommodation . . . Early payment of salaries . . . Relocation . . .
- Study-related activities are continuing . . . maintenance mode . . .
 - Business Continuity Plans plans in place . . . ongoing customer discussions
 - No new work being placed in either country for foreseeable future; recruitment halted
- Russia & Ukraine represents c2% of total expected FY2022 Revenue

Looking forward...strategic focus areas and growth aspiration

Increase connection to patients

- Traditionally pharma and site remit
- Partnerships, collaborations to access patients more effectively
- Clinical Research as a Care Option (CRAACO)

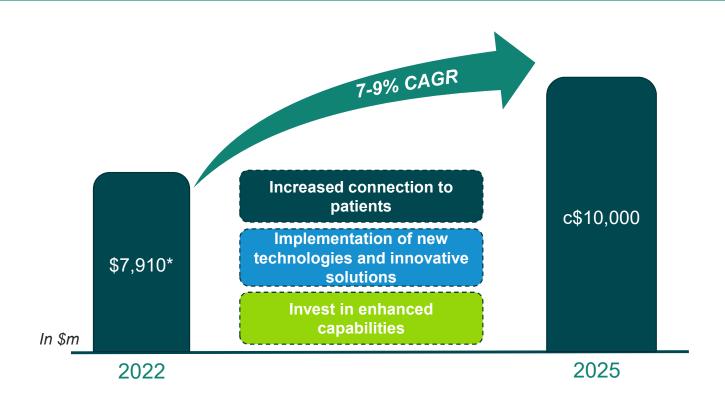
Implement new technologies and approaches

- Lead market in adoption of integrated DCT and hybrid trials
- Augment existing solutions with AI & ML technologies
- New and expanded data sources
- Tokenisation
- Analytics/consulting

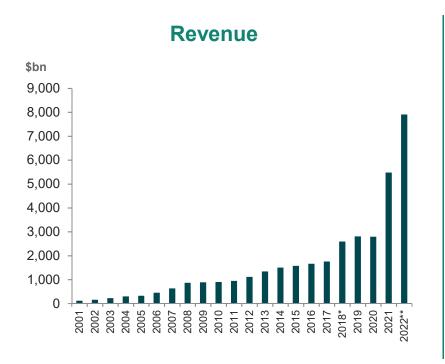
Invest in enhanced capabilities

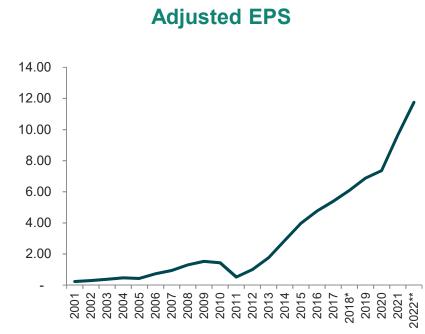
- Expansion of Accellacare site network & Accellacare in-home health services
- Data-driven insights to better inform protocol design, feasibility, site selection & patient identification
- Move toward "mega site" model where more patients are seen at fewer sites

Looking forward...strategic focus areas and growth aspiration



ICON's history of performance





EPS 2020 - 2022 adjusted to exclude amortisation, stock-based compensation, FX, integration and transaction related costs

^{*}Pre 2018 (ASC 605 basis); 2018-2022 (ASC 606 basis)

^{**2022} reflects midpoint of guidance range

²⁰²¹⁺ figures reflect acquisition of PRA Health Sciences from July 1, 2021



ICON & its commercial success

George McMillan
Chief Commercial Officer



Key takeaways

- Focus on **partnerships expansion & new relationships** in distinct markets -- Large Pharma and Biotech: service capabilities that span both
- ICON's positioning as **Health Care Intelligence Organization**. Size & breadth resonating continued innovation is key
- Sponsors **favorable to the New ICON and its capabilities**. Core focus in 2022 on resourcing and flexibility
- **DCT and RWE/Health Intelligence**-sponsor interest high but expected adoption will be gradual and study-specific
 - ICON's unparalleled breadth of service lines produces **cross-selling opportunities across clinical models and service lines**

Large Pharma market environment & opportunity



- Market growth
 Large pharma R&D spend growing low single digits
- Market dynamics → Shifting demand Increasing trial complexity, new modalities and regulatory requirements require new capabilities, global coverage & integrated solutions
- Technological disruption
 Rapid changes to how clinical data is captured, collated and integrated; core infrastructure is key
- Patient access & engagement Rapidly and predictably connecting patients and physicians with clinical trials with patient-centric design and support

Biotech market environment & opportunity



Market growth

Biotech R&D spend growing double digits, driven by strong funding environment, good science

Market dynamics → Complexity

Increasing trial complexity with acceleration of cell and gene therapies, mRNA technologies, checkpoint inhibitors

Consultative model

Scientific, therapeutic and medical expertise is critical to support development programs

Molecule ownership

Biotech companies lengthening cycle of ownership later in development – seeking global support

ICON's brand messaging shift to New ICON as healthcare intelligence organization

Intelligence to Impact

New ICON is the world's largest and most comprehensive clinical research organisation. We're your expert guide to the ever-changing healthcare research landscape. We apply our healthcare intelligence to deliver innovative and flexible solutions that solve your unique challenges.

Intelligence applied. Better outcomes.

We're applying our healthcare intelligence today to deliver a more dynamic tomorrow. ICON singular focus is on making a greater impact for our clients, our patients, and each other.

Clinical research. Evolved.

Tomorrow's treatments call for a better version of today's CROs. Let's evolve clinical research with better data, science, and technology, powered by healthcare intelligence.

Leading the industry in today's best practices. Redefining tomorrow's expectations.



An organization that collects and analyzes
healthcare data from various key sources that allows
people to make intelligent, informed decisions and
drive actions that accelerate the development of
drugs and devices

ICON Commercial...structured to serve our customers



Customer reactions to ICON in the marketplace



Favorable customer response to organization alignment, integrated offering and flexible delivery models



Scale and breadth of capabilities opens new customer opportunities



Success in retaining existing customers across segments, renewing partnerships



Customer-first focus of integration supporting study delivery continuity



Innovation offering resonating well with current customer needs

Customer clinical interests are in applied innovation

ICON's Innovation focus





















Increase recruitment speed

Geolocate prescribers and tokenise patients using claims, pharmacy and lab data

Increase Diversity, Equity & Inclusion in research

Access to 40M ambulatory patients and 25M physicians for patient to trial matching

Introduce new models:

Community oncology trial enhanced recruiting using artificial intelligence and machine learning

Create more access to data to drive decisions

Identify sites, physicians using APOE genotyping, risk, lab data with real world claims data

Generate & use Digital Endpoints

Connected devices collected sensor generated data track disease and treatment progression

Partnership growth spans all divisions and market segments



Partnership

- Retain and expand all current full service LP partnerships
- 2. Increase share of biopharma
- 3. Win new functional Top 50 partnerships

	ICON Pharma Solutions	ICON Biotech Solutions	ICON Strategic Solutions	ICON Dev. & Comm. Solutions
Retain / Expand	Renewing existing multi-year full service relationships	Targeted expansion of multi-study multi- year larger biotech clients	Both extend multi-year FSP relationships and increase FTE size and scope of contracted work	Broaden the number and size of service line activities, esp. Labs, BioA, Imaging and Site & Patient
Win	Compete successfully for new multi-year FSO partnerships in top 50	Penetrate newly targeted biotech devcos with large pipelines of studies	Win large scale new FSP programs in large and mid-size pharma	Cross sell for Labs, Imaging, and Site & Patient into top 50 sponsors with FSO and FSP partnerships

Cross-Sell opportunities strong across portfolio of services

Over **\$30M** in new awards in Q4 2021 from cross-sell activity





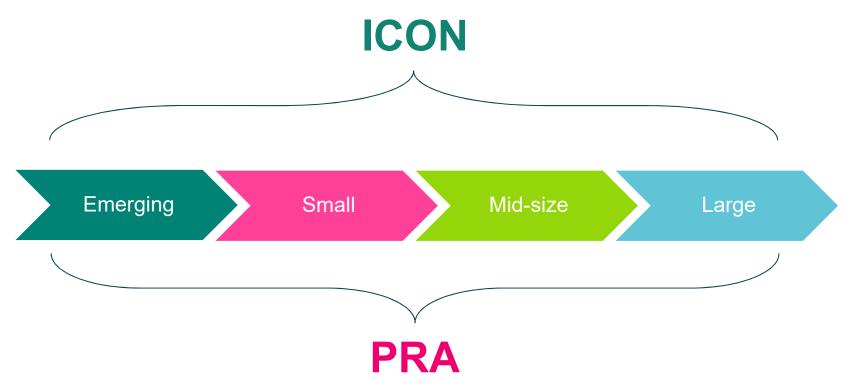
ICON Pharma Solutions

Barry Balfe

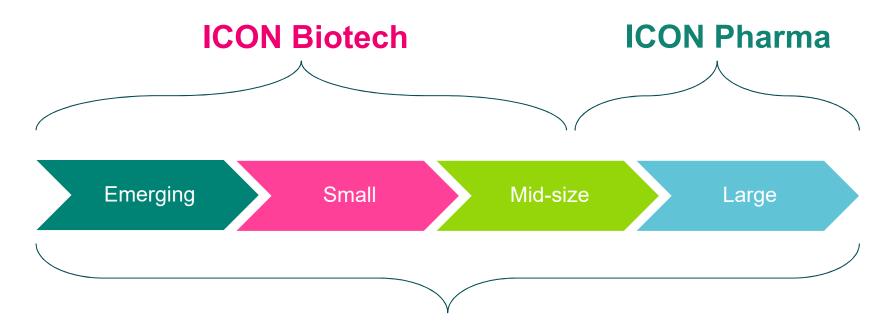
President, ICON Pharma Solutions



Competitive, pan-market approach (Legacy View)



Collaborative, targeted approach (New ICON)



ICON Commercialisation & Development; ICON Strategic Solutions; Global Business Services

ICON Pharma Solutions: Rationale for dedicated BU

- Focus: ICON Pharma Solutions is focused on the Top ~50 Pharma customers
- Continuity: Achieved through the maintenance of existing org structure & teams
- Results: Application of best-of-breed systems & tools, customized for Large Pharma sector

Focus

Corporate alignment

Dedicated teams

Cultural fit

Employee proposition

Greater win rate

Specialisation

Complex, global portfolios

Evolved sourcing strategies

Integrated solutions

Dedicated centres of excellence

Alliance Management

Long-term strategic alliances

Portfolio, TA & asset-based

Executive relationships

Shared investments

YoY efficiencies

Global Business Services / Tech Infrastructure / Commercialisation & Development / FSP

Broad spectrum of therapeutic area leadership



^a Excludes Global Strategic Solutions experience. ^b Other is defined by Otolaryngology 0.03%, Ophthalmology 0.93%, and Other Therapeutic Areas 1.87. ^c Includes additional healthy volunteer studies in which the drug specifics are not yet determined by the sponsor to be allocated to the level of therapeutic area/indication as well as indications that fall under a different therapeutic area not in the table.

- Immuno-inflammation | 6.71%
- Healthy Volunteers | 5.51%
- Pulmonary/Respiratory Diseases | 4.13%
- Genitourinary/Urology | 3.58%
- Gastroenterology | 3.51%
- Psychiatry | 3.26%
- Endocrinology | 3.06%
- Hepatology | 2.84%
- Musculoskeletal 2.19%
- Oncology | 15.38%
- Infectious Diseases and Vaccines | 13.93%
- Neurology | 12.57%
- Hematology | 10.83%
- Cardio-Metabolic Diseases | 7.99%

Industry challenges: Increasing time & costs to recruit patients

48% Clinical trials fail to meet planned enrollment

Impact: Extended time to market and loss of revenue

Non-enrolling or under enrolling sites

Impact: Lower enrollment rate per site

\$50K per site Spent to initiate non-performing sites

Impact: Increased costs due to nonperforming sites

90% of sites Performed < 10 trials

Impact: Poor trial experience for patients, Poor data quality and variability

Leveraging OneSearch to drive industry leading results



- Reduced % of non-enrolling sites on ICON studies to 12% vs. industry average of 33%
- Shortened median time for Site <u>Identification</u> by 53%
- Improved customer satisfaction in engagement surveys
- Improved onboarding experience for our investigator partners

Customer Success Story | Top 10 pharma strategic partnership

Functional Services & Solutions

Regional monitoring & trial management FSP

Firecrest

Accellacare – inhome services

Data Management

~2 year relationship

Leverage scale, infrastructure and integration to drive synergies and value



Proprietary platform utilizing Al & Machine learning



Remote and data-centered global monitoring model



Regional Centers of Excellence



Data Reporting & Analytics Capability

ICON Managed Model

Sole-source Global Strategic Alliance

Study Start-up

Global Clinical Monitoring focused on efficiency

Project Management

Data Management

Central Hub Support (eTMF/Reporting/Analytics)



ICON Biotech Solutions

Tami Klerr, President – Global Operations



Why is Biotech unique?



Biotech (& Small-Mid Pharma)

Top 3 needs:

- 1. Access to consultative expertise
- 2. Access to external/pharma partnerships
- 3. Access to funding



Large Pharma

Top 3 needs:

- 1. Directive approach to resources
- 2. High quality processes & oversight
- 3. Predictable budget spend

ICON Biotech: Rationale for Dedicated BU

Focus | ICON Biotech is focused on emerging, small and mid-size biopharma customers

Continuity | Achieved through the maintenance of existing org structure & teams

Results | Purpose-built teams to meet the specialized needs of Biotech segment

Delivery

Global Reach

Biotech Experienced Staff

Streamlined Process

Consultative Team Approach

Specialisation

Therapeutic Expertise

Centers of Excellence

Innovation via Technology

General Partner & Customer Mgt

Sr. Executive Assigned

Clear Escalation Path

Flexible Governance Structures

~8,000 employees across ICON Biotech Solutions, focused on full-service delivery

Built For Biotech: Consultative Engagement And Delivery

Medical, Scientific & Therapeutic Expertise

Understanding the patient journey
Breadth of TE coverage
Medical Informatics

BIOTECH

Early Customer Engagement

Customised operational and commercial solutions GP Model in order to engage customers at C-suite level

DPD Model provides accountable senior leadership

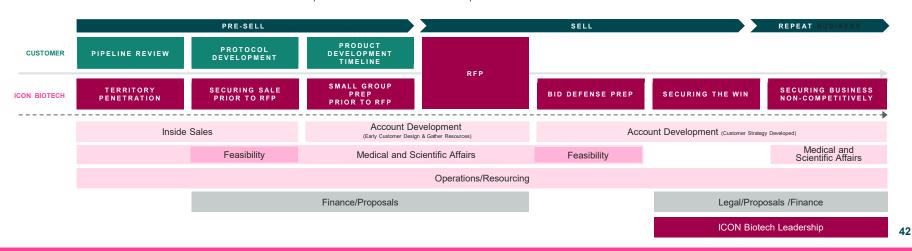
Innovative Delivery

Delivering bespoke solutions to customers in decentralised clinical trials and full-service models

Algorithm-based risk methodology for predictive project management tools and Clinical Delivery 2.0 Optimise protocol design and patient selection

Leveraging the Best of ICON

Accellacare
Firecrest
Symphony Home Health
Clinical Labs
Imaging





Voice of the client & how we will be successful





of all biotech clients surveyed ranked experience working at or with biotech as a top 3 decision factor

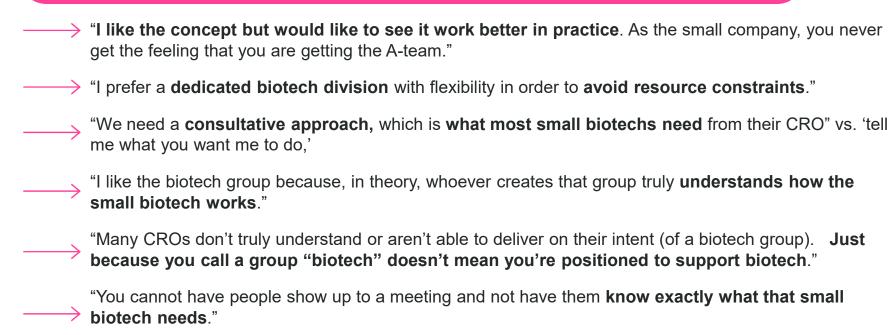


said therapeutic expertise and knowledge was the most important trait for resources assigned to their projects The most important employee characteristics for our biotech clients



"Biotech" client quotes – validating our approach

Many CROs claim to have a dedicated biotech group. How do you feel about that model?



Customer Success Story | Small Biotechnology Partnership Flexibility and Collaboration Foster a Strategic Partnership

Abstract / Patient Population

3 Assets | 16 Studies

Full Service Oncology **Chemical Entity Phases I-IV** Global Ops & GSS

Partnership began with a single Phase II study. As the result of our innovative approach. operational excellence, and quality outcomes on initial trial, this growing partnership has evolved into a sole provider arrangement in the challenging space of precision medicine for cancer treatment.

Patient Population 2003



Adult oncology patients with specific, and sometimes rare, mutations in tumor DNA Regions: Global

Journey



Innovative partnership model

Multidisciplinary team involving numerous roles working jointly with their client counterpart



Utilized ICONs end-to-end service offerings



Patient-centric vision embrace challenges

Global Infrastructure of technologies and vendors

COVID-19 Mitigation focus on engagement and morale

Grown to significant account NBA and Revenue

Strategic partner recent story 4 clean site audits; no findings from FDA inspection of ICON in Raleigh

"Endpoints" of Interest



"Needle-in-a-haystack" Patients

Strategic Advising

Team built relationship; motivated to work smarter and collaborate on creative solutions

Proven value lead to increased study awards and scope of service

Support full-service and portfolio-level initiatives and support from every functional group from start-up to stats



Custom Solution

Mutually beneficial culture

Predictability among project teams lead to efficiency and cost-savings

Develop employees to match relationship

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ICON Strategic Solutions

Samir Shah, President



Industry traditional sourcing models



FSO - EXTERNAL PROGRAMMATIC MODEL

- Outsourced on project /program basis
- Leverages CRO systems/processes & access
 Therapeutic expertise
- Drive efficiency & quality by allowing CRO to operate in its own environment
- Higher gross margin to capture infrastructure costs, utilisation & transfer of obligation risk

FSP - INTERNAL PRODUCT DEVELOPMENT

- Embedded into customer infrastructure
- Leverage client systems/processes driving efficiency and reduced cost
- Attractive to customers- allows them to retain portfolio control & more direct relationship to investigator/sites
- Lower gross margin, lower risk- minimal infrastructure costs, full utilised FTEs, no regulatory risks

ICON Strategic Solutions – market leader







25+ years expertise in providing FSP solutions

Market leader in FSP / Embedded Solutions™

Partnerships with 11 of 15 Top Pharma

Innovative Blended Solutions in Mid-Size Pharma

~14,000 employees

LARGE PHARMA

MODELS

- FSP and EMBEDDED™
- Workforce Transformation

DELIVERY SOLUTION

Leverage pharma infrastructure -supplement with ICON Platforms for productivity & efficiency, creating "stickiness"



Bespoke Models for Diverse Market Segments



MID-SIZE PHARMA

MODELS

- Core vs. Non-Core Consulting
- Blended Solutions

DELIVERY SOLUTION

Customised, EMBEDDED™, integrated solutions leveraging ICON people, process & technology

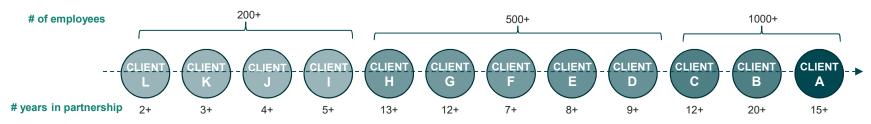


TECHNOLOGY

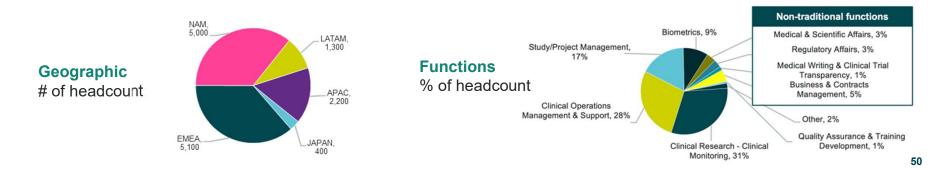
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Depth & breath of partnerships

Key program headcount & partnership tenure



- Mature, long-term Large Pharma customer relationships; developing market solutions for Mid-Size Pharma
- Multi-year contracts
- Stable, predictable revenue with strong backlog
- Strong foundation to accelerate partnership development



FSP model adapts to meet evolving customer needs

Original FSP Value Proposition

Developed for Large Pharma in anticipation of patent cliff

Transactional resourcing staffing model

Rationalise country footprint

Economic savings (lower rates, benefits)

Using customer systems wholly

New FSP Value Proposition

Productivity based, knowledge process outsourcing (KPO)

Focus on value-based output and deliverables-based contract models

Strategic long term partnership delivery model

One ICON data assets, tools and systems to optimise productivity and efficiency

Cost efficiencies for customers through continued elimination of redundant costs

Expansion and innovation



Base





- Mid-Size Pharma develop blended infrastructure
- Introduce One ICON data assets to optimise decisions/performance
- Existing Accounts value-based deliverables
- New Accounts optimisation and transformational strategies

- One ICON assets (data analytics) and apply to customer portfolio
- New functions (Regulatory, Med Affairs)
- Strategic collaborations -non traditional healthcare providers

Leveraging the "OnelCON" solution

Continuing to pioneer of transformational models



"One size fits all" no longer meets every customer objective

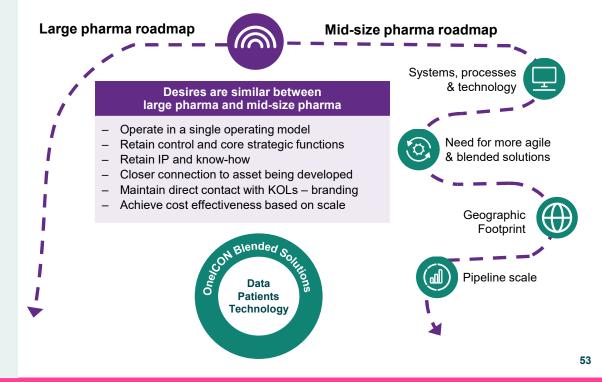


Customers want tailored solutions that utilise services, functions & technology



Validated model

Large pharma roadmap is straight forward; mid-size pharma's road is less traveled



Customer Success Story | Mid-size Biopharma partnership

Transformational Model Developed to Meet the Unique Requirements of Global Mid-Size Pharma

UNDERSTANDING

Customized solution driven by current and desired operational model review including in-depth systems, process, gap analysis and infrastructure requirements.

DEFINE & SCOPE THE MODEL READING READ

CLIENT ROI

- •Moved sourcing model from fully outsourced to 85% delivery through a Blended FSP Model
- Start-up timelines were 30%
 faster in the US and 10% faster
 in the EU vs. prior model
- ■25-34% cost savings vs. prior model

EVOLVE THE BLENDED MODEL

Continuous model evolution, adapting to the dynamic customer ecosystem, aligning with long term strategy, while leveraging broader ICON capabilities and technologies

EXCELLENCE IN OPERATIONS

Initial Blended Model (FTE, Unit based and T&M) included a pilot phase which evolved to full scale implementation throughout Year 1

Market leadership – being the authority in the FSP & Embedded space

Whitepapers



Talks & publications





https://www.contractpharma.com/contents/view_expertsopinion/2020-09-22/how-to-balance-internal-and-externalstaff-within-outsourcing-models/



https://www.iconplc.com/news-events/thought-leadership/embedded-blended-solutions/

Partner of choice roundtable



- Hosted by GSS Strategic Consulting, this forum brings key client Ops and Procurement leadership together for comparison of anonymized data leading to confidential discussion of common issues and trends across sourcing models
- Offers an opportunity to impact GSS productivity, introduce ICON capabilities, and support market awareness of ICON GSS as a strategic leader in the embedded solutions field.



Development & Commercialisation Solutions

Nuala Murphy, President



Development & Commercialisation Solutions

A broad portfolio of capabilities...



...driving industry change across 4 key levers



Site & Patient Recruitment Solutions



Accellacare Site Network

- 112 Sites across 8 Countries in US and EMEA
- Strong delivery across multiple TAs including Vaccines & Devices, GenMed, Cardiovascular, Dermatology, Respiratory and Pain



Accellacare In Home Services

- Delivered over 400 studies with in –home services, currently over 100 active studies
- Capabilities in 59 countries



End to End Patient Recruitment Services

 Patient & Social Intelligence, Digital Patient Recruitment through Social Media, Patient Advocacy Support, Site Engagement Liaisons and Site Support Services (site resource provision)



Firecrest Digital Engagement Platform

- Over 500,000 site users globally have access to our site portal
- Site Communication, Training & Content Creation and Document Management

Making it easier for the Site & Patient to participate in research

Early Clinical & Bioanalytical Solutions

Clinical Research Units | 6

Lenexa, Kansas | US

- · 114 bed Phase I/II unit
- · In-house pharmacy services
- · Data support and PM services

Salt Lake City, Utah | US

- · 136 bed Phase I/II unit
- · In-house pharmacy services

San Antonio, Texas | US

- · 120 bed Phase I/II unit
- · In-house pharmacy services
- · In-house clinical safety lab

Groningen | Netherlands

- 150 bed Phase I/II unit
- · In-house pharmacy services
- · Clinical chemistry laboratory
- Data support and PM services

Prague | Czech Republic

• 10 bed Phase I/II patient unit

Budapest | Hungary

• 15 bed Phase I/II patient unit

GMP - CMC Services | 2

Lenexa, Kansas | US Groningen | Netherlands

- · Integrated GMP Manufacturing
- GMP QC laboratory



Bioanalytical Laboratories | 4

Whitesboro, New York | US Lenexa, Kansas | US Assen | Netherlands Regional | China*

- PK/PD small/large molecules
- Immunogenicity
- Biomarkers/PD
- Flow cytometry
- ADME
- * Support services via Strategic Partnerships with UP Pharma & Xihua

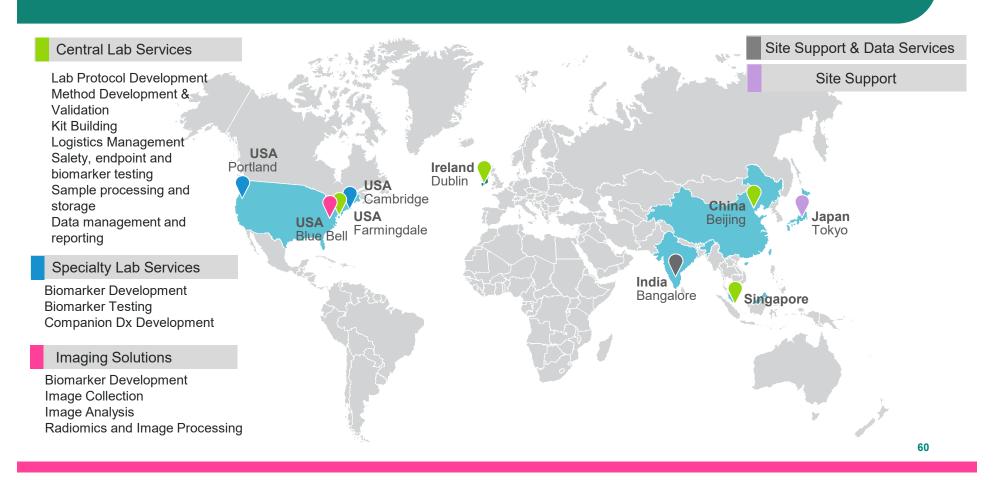
Early Patient Solutions | 2

Berlin | Germany Lenexa, Kansas | US

- · Full-service hubs for early patient studies worldwide
- · Central management services (PM, data support, medical, clinical operations)
- · Management of patient/specialty Phase I sites

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Laboratory & Imaging Solutions



Commercialisation & Outcomes



Real World Solutions

- Phase IIIB/Phase IV -peri and post approval trials
- Long Term Follow Up/Extension Trials
- PASS Studies
- Early Access Programs
- Registries
- Tokenising patients for long term follow up



Patient Centered Services

- Selection, translation, linguistic validation of Clinical Outcome Assessments
- Mapi Trust- publisher of survey tools
- Clinical Outcome Technology



Decentralised Clinical Trials

- Hybrid and fully decentralised trials
- Project Operations Team
- Patient Concierge Services
- Provisioning and Deployment of Wearables /Connected Devices
- Digital Endpoint Selection
- Digital Platform for collecting curating and consuming data



Medical Device and Diagnostics

- Medical device and diagnostic trials
- Project Management
- Regulatory and Study Startup
- Clinical Operations & Biometrics

ICON's Symphony Health experts, data & technology powers end-to-end asset development & commercialisation



Supported by Consulting & Technology Solutions

CLINICAL DEVELOPMENT

- Clinical Trial Tokenisation (Synoma[®])
- Candidate and MarketSelection
- Protocol Optimisation
- Site Selection & Enrolment Predictability
- Disease Burden / Prevalence / Incidence
- SCA
- Patient Finding

PERI-APPROVAL

- Real-World Evidence
- Market Access and Reimbursement
- Health Economics
- Segmentation & Targeting Marketing
 Triggers
- Sales & Marketing Effectiveness
- Forecasting

COMMERCIALISATION

- Signal Detection
- Aggregated Data Solutions
- Brand Analytics
- Managed Care Strategy
- Media Measurement
- Patient Journey
- Incentive Compensation

A route to DCT

Laboratory & Imaging Solutions

Accellacare Site Network

Accellacare In-Home Services

Digital Platform

- Central Lab: North America, Ireland, APAC
- 2. Specialty Lab:
 Biomarker
 development,
 Companion
 diganostics
- 3. Medical Imaging: image collection, analysis, oncology

- 1. 112 sites North America & Europe
- Site selected to site initiation visit is on average
 30% faster
- 3. Deliver up to 70% more patients per site then non Accellacare Sites
- Highest Quality -16 inspections over 5 years - no critical findings

- 1. Global team delivers nearly 1,000 Home health visits per month
- Sites offering home health can enroll up to 3x more patients than sites that only offered traditional visits
- 3. > 80% of patients rate home visits as important to their decision to stay in the study

- 1. Firecrest
- 2. E-consent
- 3. Telemedicine
- 4. Data integration
- 5. DCT Operations



Innovation & Technology

Tom O'Leary

Chief Information Officer



Technology focus on leveraging data to deliver more services



Delivering enterprise scalable products and services built on modern software, advanced analytics, and infrastructure

platforms

Suppliers:

Acquisition from

- Tokenisation Data receipt
- Data cleansing
- Standardisation & normalisation

Curation & Integration:

- Statistical process control
- Exception mgt
- Insight-driven QC Patient matching
- Master data
- management

Production Analytics &

Projection

Modeling:

- Imputation
- Data mining
- Insight-driven services

Patient Data Marts (PDM)

Patient Transactional Datasets (PTD)

Symphony Health Cloud

BI / Applications

Analytics Specific Segmentation

ML / Data Mining

Customer Specific **Data Extracts**

Other Products

Data Governance, Security, and Privacy



Social Media

Genomic

























IT Integration focus areas

Collaboration tools & Employee connectivity on Day 1





Infrastructure & Security

Tier 1 Enterprise Level Systems & Applications

Data, analytics and information access plan

Tier 2 Operational Level Systems & Applications

Tier 3 Task-Specific Applications











BUSINESS INTELLIGENCE





Innovation and informatics: OneSearch machine learning



Proprietary platform delivering speed, insight and accuracy in site identification





Key success factors

- Shortened median time for Site Identification by 53%
- Opportunity specific
- Human in the loop to provide insight
- Unsupervised ML on a set of features to rank investigators

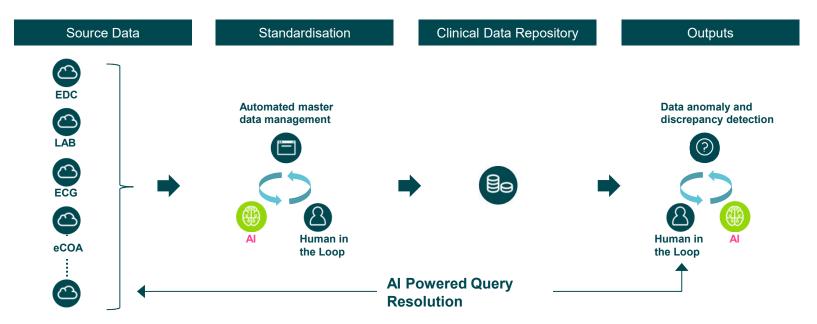
Future enhancements

- Country algorithm for feasibility
- Make ML more adaptable to work with available data
- Leverage more healthcare intelligence data
- Incorporate social intelligence data

Innovation and informatics: smart query

Smart Query

Detect/resolve discrepant data quicker and more intelligently within a risk-based framework



Deploying Machine Learning to drive automation, reduce manual processes

ICON Digital Platform

Mobile App:

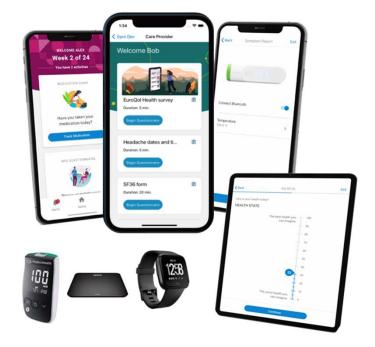
Patient-Centric
 Mobile Application

Clinician Dashboard:

 Web platform to support patient review

eConsent:

Remote and onsiteeSignature/eConsent



eDiary:

 Clinician-Patient Health Session

Connected Devices:

Bluetooth enabled data capture

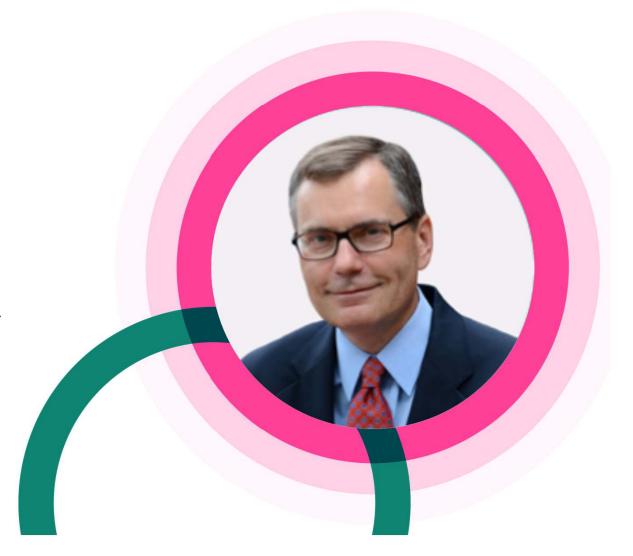
Telehealth:

- Video Conferencing
- Clinician to patient messaging
- Image upload



Innovation

Greg Licholai, MDChief Medical and Innovation Officer



ICON: Healthcare intelligence organization with culture of innovation



ICON Innovation mission

All ICON teams embrace culture of innovation

- Leverage our extensive resources, industry experience and product development expertise
- Expand the funnel and work earlier in pipeline
- Provide outstanding medical intelligence
- Create innovative partnerships that are aligned with business needs
- Focus on <u>patients</u>

Innovation at ICON

Increase: breadth of involvement • participation • access



Health equity & diversity

Access

CRAACO



Networks

Redefine clinical setting

Health information & data



Decentralisation

Increase enrollment

Decrease site burden

First published successful decentralised clinical trial (DCT)



ARTICLES

https://doi.org/10.1038/s41591-022-01703-8

OPEN

The SGLT2 inhibitor canagliflozin in heart failure: the CHIEF-HF remote, patient-centered randomized trial

John A. Spertus ^{⊙1™}, Mary C. Birmingham ^{⊙2}, Michael Nassif¹, C. V. Javed Butler⁵, David E. Lanfear ^{⊙6}, Ildiko Lingvay ^{⊙7}, Mikhail N. Kosi

Large traditional clinical trials suggest that sodium-glucose co-transporter 2 inhibito failure and reduced ejection fraction (HFrEF) and in patients with heart failure and midst of the Coronavirus Disease 2019 pandemic, we sought to confirm these benefit tered and conducted in a completely remote fashion. In the CHIEF-HF trial (NCT0425 of EF or diabetes status, were randomized to 100 mg of canagifilozin or placebo. En sponsor priorities, without unblinding. The primary outcome was change in the Kanss Symptom Score (KCCQ TSS) at 12 weeks. The 12-week change in KCCQ TSS was 4. PE 0.016) higher with canagififozin than with placebo, meeting the primary endpoil pants with HFpEF and in those with HFrEF and in participants with and without dial nificantly improves symptom burden in HF, regardless of EF or diabetes status. This without in-person interactions between doctor and patient, can serve as a model for without in-person interactions between doctor and patient, can serve as a model for

Heart Failure Novel Trial Design: CHIEF-HF

Circulation:

John A. Sperico D. Mary C. Dereington, Annel State, Paris Linguey, David E. Lamber, Articulo Millary, Williad S. Kardinton, Chroning Parents, And Mathew C.V. Demany, Journal J. Annel A. Adv. Whong Chapterin, additional of the 2011.

Chiqueste se administrativo actorili. Esperadore principio di Schristiano del Care d

Abstract

Background:

The experies of cheed in the mandator reve strategies to effect the percent cycle red and test moved the opera. In this context, we designed a description of advances contain made moved of most hard leveraging motive becomes under their increase deviation to be other efficiently in 12 weeks of coming Booth for the treatment of heart before, regardies and quarter hard one or these executions on the moderation of heart \$80 to compliance.

4X Improvement in Diversity



Innovative partnerships to expand networks

Deep Lens: Al to accelerate oncology trial recruitment



- Community oncology focus
- Reduces burden for site
- Negotiated rates through ICON
- Real time feasibility



33 Oncology practices

>340k

192 Locations

>450

Oncology patients



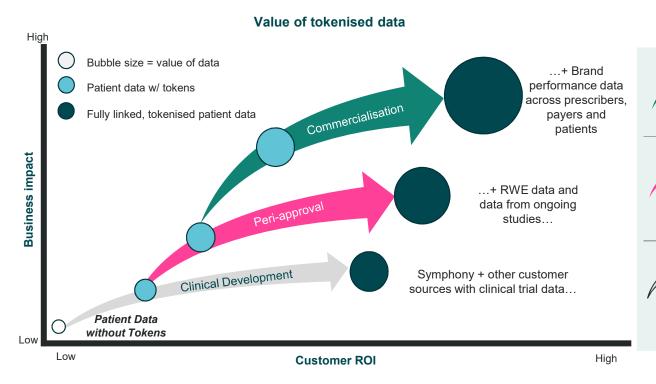


Veradigm: Extensive ambulatory network



Single integration will enable eSource across 25K physicians and 40M patients

Tokenisation: enabling long-term follow-up of patients



Customer value

Continue to maximise and expand brand performance with continuous integrated data for next-best actions

Seamless launch enhancing the product value & impact that aligns with payers', providers' and patients' requirements

Achieve timely regulatory approval with well-designed and executed clinical trials AND utilise the patient data beyond initial investment

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Financial update

Brendan Brennan, CFO



Financial objectives remain consistent

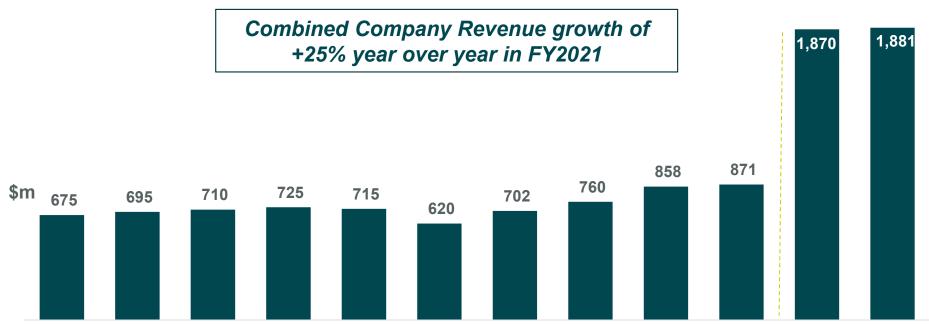
- Long-term sustainable revenue growth
- Margin optimisation
- Maximising EPS growth
- Disciplined capital deployment
- High level of cash generation
- Return for shareholders

Financial Performance - Backlog and book to bill metrics



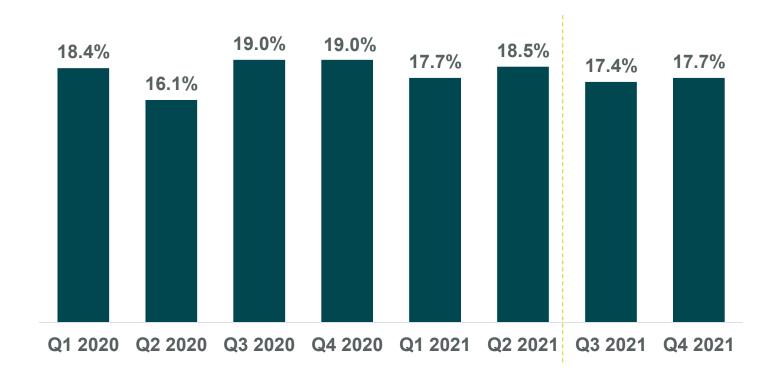
Note: Pre July 1 2021 comparisons are for Legacy ICON only

Financial Performance – Revenue Growth



Q1 2019 Q2 2019 Q3 2019 Q4 2019 Q1 2020 Q2 2020 Q3 2020 Q4 2020 Q1 2021 Q2 2021 Q3 2021 Q4 2021

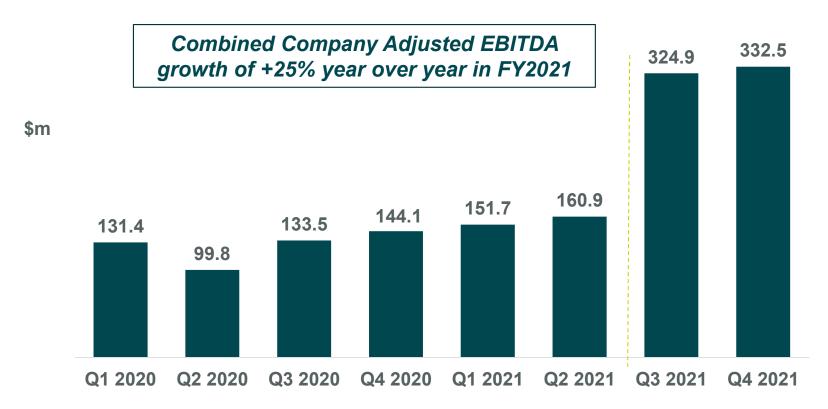
Financial Performance - EBITDA margin



(a) Pre July 1 2021 EPS relates to Legacy ICON only

(b) All values exclude amortisation, stock compensation, restructuring, FX and transaction-related / integration-related costs

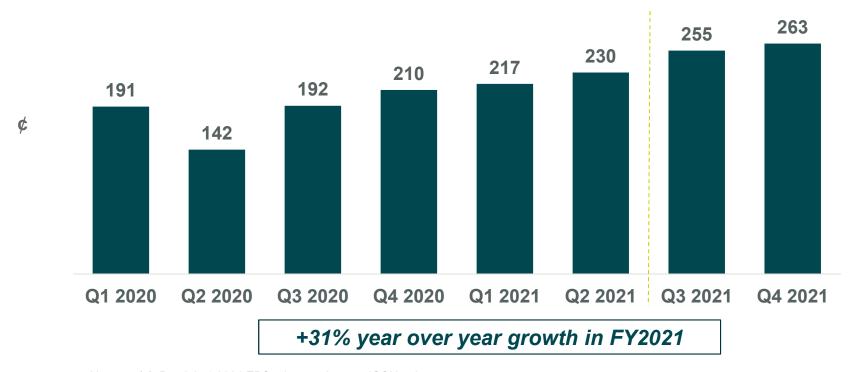
Financial Performance – Adjusted EBITDA



Notes: (a) Pre July 1 2021 EPS relates to Legacy ICON only

(b) All values exclude amortisation, stock compensation, restructuring, FX and transaction-related / integration-related costs

Financial Performance - Earnings per share attributable to the group

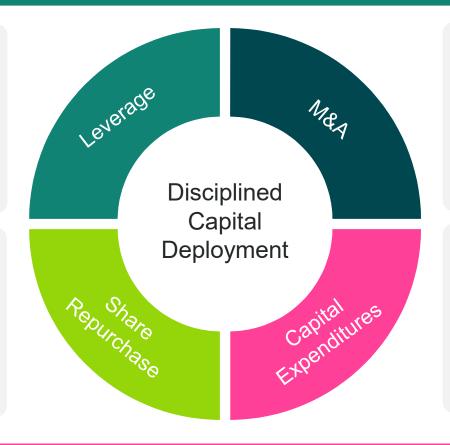


Notes: (a) Pre July 1 2021 EPS relates to Legacy ICON only

(b) All values exclude amortisation, stock compensation, restructuring, FX and transaction-related / integration-related costs

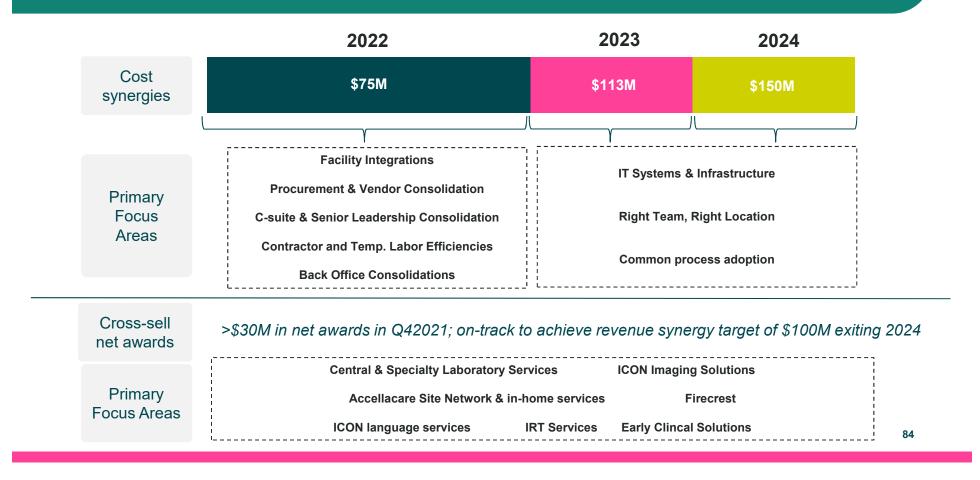
Capital deployment strategy

- · Priority on debt paydown
- Target: exit FY2022 <3x
 Net Debt/Adj EBITDA
- Return to investment grade
- Expectation to stay at 2.5x Net Debt/Adj EBITDA in 2023-2025
- Deploy \$100M share repurchase authorisation approved by Board Of Directors



- Key areas of focus:
 - Site & patient solutions
 - DCT
 - Laboratory Services
 - Data & analytics
- \$150m in Capex expected in 2022
- Focus on IT
 infrastructure, laboratory
 and early phase
 businesses

Integration synergies update



Global Business Services model



Approach

- Consistent procedures, processes & systems company-wide
- Strong governance and understanding of cost base
- Utilisation of KPIs to drive best in class performance mgt

Centralisation of Functions

Harmonisation of IT
 platforms and processes
 across all departments
 globally, ensuring long term
 agile and efficient team
 structures

Technology

- Augment processes with Robotic Process
 Automation (RPA)
- Deployment of technology to enable remote processes
- Group wide implementation of best in class EPM

Financial

- Zero-based budgeting process
- Strong working capital management leading to high quality cash flow generation

2022 Financial guidance & outlook

(in \$millions)	FY2021	FY2022 Guidance	% increase
Revenue	\$5,481	\$7,770 - \$8,050	42% - 47%
Adjusted EPS*	\$9.65	\$11.55 - \$11.95	20% - 24%

Key Assumptions for FY2022 Guidance

- Share repurchase (\$100M authorization)
- Excludes M&A
- USD:EUR FX rate of 1.15
- Effective tax rate of 16.5%
- DSO: c25 30 days
- Free Cash Flow of c\$1bn
- Total capital expenditure spend of \$150m
- Updated transaction-related targets:
 - Less than 3x Debt-Adjusted EBITDA (inc. synergies) exiting 2022
 - c50% of \$150m cost synergies realised in 2022

^{*}Adjusted EPS excludes amortisation, stock-based compensation, FX and transaction & integration-related costs

2023 – 2025 outlook

	2022 Guidance	2025 Target	3-year CAGR**
Revenue	\$7,770 - \$8,050m	c\$10,000m	7 - 9%
Adjusted EBITDA Margin*	c18%	c21%	14 - 15%
Adjusted EPS*	\$11.55 - \$11.95		Mid-teens+

^{*}Adjusted EBITDA & EPS excludes amortisation, stock-based compensation, FX and transaction & integration-related costs **Based on midpoint of 2022 guidance

2023 – 2025 outlook

Revenue

\$10B target in 2025

Core Assumptions:

- CRO Market growth of c6.5%
- Market share gains of 1-3%
- Achievement of \$100M in revenue synergies
- Net book to bill in 1.2-1.3x range
- Excludes any M&A

Margin Opportunity

EBITDA margin target of 21% in 2025

Core Assumptions:

- Gross margin expansion from increasing staff efficiency
- Pricing reflects inflationary environment
- Continued SG&A leverage (less than 9% SG&A costs as a % of revenue)



Key messages



New ICON has the scale, technology and data analytics to become the **healthcare intelligence partner of choice** through differentiated solutions and performance



Market fundamentals continue to be strong with expectation for continued growth in biopharma R&D spend and outsourcing penetration



Commitment to invest in DCT technology, innovative partnerships and tools to improve efficiency and delivery



Integration progressing well . . . customer partnerships and synergies



Financial outlook solid with expected revenue growth outpacing market and robust EBITDA and EPS growth





Reconciliation of Non-GAAP Measures (Revenue & EBITDA)

		2020						2021					
\$m except share and per share data	Q1 2020	Q2 2020	Q3 2020	Q4 2020	FY 2020	Q1 2021	Q2 2021	Q3 2021	Q4 2021	FY 2021			
Adjusted revenue													
Revenue, as reported	715.1	620.2	701.7	760.2	2,797.3	858.2	871.2	1,866.4	1,885.1	5,480.8			
Acquisition related deferred revenue adjustment (a)								4.0	(4.0)	(0.0)			
Adjusted revenue	715.1	620.2	701.7	760.2	2,797.3	858.2	871.2	1,870.4	1,881.1	5,480.8			
Adjusted EBITDA													
Net income/(loss) attributable to the Group	91.7	47.8	91.6	101.2	332.3	97.1	73.9	(94.3)	76.5	153.2			
Net income/(loss) attributable to non-controlling interest	0.6	-	-	- [0.6	-	-	-	-	-			
Share of equity method investments	-	-	0.1	0.3	0.4	0.3	0.5	0.7	0.7	2.2			
Provision for income taxes	12.6	6.4	13.7	15.2	47.9	16.1	14.1	(3.6)	14.6	41.3			
Net interest expense (b)	1.4	2.8	3.0	3.2	10.3	2.5	24.4	102.3	52.8	181.8			
Depreciation and amortization	16.3	15.9	16.8	17.1	66.1	17.4	17.3	140.6	139.7	315.0			
Stock-based compensation expense (c)	6.6	7.5	7.3	6.4	27.8	6.8	8.8	26.4	19.4	61.4			
Foreign currency losses (gains), net (d)	3.0	1.3	0.6	1.0	6.0	(1.1)	1.9	(7.2)	(8.0)	(14.3)			
Restructuring (e)	-	18.1	-	-	18.1	-	-	6.2	24.9	31.1			
Acquisition related deferred revenue adjustment (a)	-	-	-	-	-	-	-	4.0	(4.0)	(0.0)			
Transaction-related / integration-related costs (f)	(0.9)	0.0	0.4	(0.3)	(8.0)	12.5	20.0	149.8	16.0	198.3			
Adjusted EBITDA	131.4	99.8	133.5	144.1	508.8	151.7	160.9	324.9	332.5	970.0			
Adjusted EBITDA Margin %	18.4%	16.1%	19.0%	19.0%	18.2%	17.7%	18.5%	17.4%	17.7%	17.7%			

Reconciliation of Non-GAAP Measures (Net Income & EPS)

			2020		,			2021		
\$m except share and per share data	Q1 2020	Q2 2020	Q3 2020	Q4 2020	FY 2020	Q1 2021	Q2 2021	Q3 2021	Q4 2021	FY 2021
Adjusted net income attributable to the Group and adjusted diluted net						1				
income per Ordinary Share attributable to the Group										
Net income attributable to the Group	91.7	47.8	91.6	101.2	332.3	97.1	73.9	(94.3)	76.5	153.2
Provision for income taxes	12.6	6.4	13.7	15.2	47.9	16.1	14.1	(3.6)	14.6	41.3
Amortisation	4.9	4.6	4.9	4.8	19.2	4.7	4.1	115.9	114.9	239.5
Stock-based compensation expense (c)	6.6	7.5	7.3	6.4	27.8	6.8	8.8	26.4	19.4	61.4
Foreign currency losses (gains), net (d)	3.0	1.3	0.6	1.0	6.0	(1.1)	1.9	(7.2)	(8.0)	(14.3)
Restructuring (e)	-	18.1	-	-	18.1	-	-	6.2	24.9	31.1
Acquisition related deferred revenue adjustment (a)	-	-	-	-	-	-	-	4.0	(4.0)	(0.0)
Transaction-related / integration-related costs (f)	(0.9)	0.0	0.4	(0.3)	(0.8)	12.5	20.0	149.8	16.0	198.3
Transaction-related financing costs (g)						0.4	22.1	55.8	8.5	86.7
Adjusted tax expense (h)	(15.0)	(10.7)	(16.1)	(16.7)	(58.5)	(20.9)	(22.0)	(43.1)	(44.8)	(130.8)
Adjusted net income attributable to the Group	103.0	75.0	102.4	111.7	392.1	115.7	122.9	209.8	218.0	666.4
Diluted weighted average number of Ordinary Shares outstanding	53,905,022	53,028,567	53,194,327	53,291,849	53,283,585	53,310,453	53,381,501	82,293,287	82,827,674	
Adjusted diluted net income per Ordinary Share attributable to the Group	1.91	1.42	1.92	2.10	7.36	2.17	2.30	2.55	2.63	9.65

Note: Earnings per share for FY 2021 reflects sum of earnings per share for the four quarters of 2021. FY 2021 EPS calculated using the diluted weighted average number of Ordinary Shares in 2021 would be higher at \$9.79

Reconciliation of Non-GAAP Measures (Combined Company)

	2020					2021				
\$m except share and per share data	Q1 2020	Q2 2020	Q3 2020	Q4 2020	FY 2020	Q1 2021	Q2 2021	Q3 2021	Q4 2021	FY 2021
Combined Company adjusted revenue	_									
Revenue, as reported	715.1	620.2	701.7	760.2	2,797.3	858.2	871.2	1,866.4	1,885.1	5,480.8
Pre-merger PRA Health Sciences Revenue	783.7	729.9	796.3	873.5	3,183.4	933.8	1,047.4	-	-	1,981.2
Combined Company Revenue, before adjustments	1,498.8	1,350.1	1,498.0	1,633.7	5,980.7	1,792.0	1,918.6	1,866.4	1,885.1	7,462.0
Acquisition related deferred revenue adjustment (a)								4.0	(4.0)	(0.0)
Combined Company adjusted revenue	1,498.8	1,350.1	1,498.0	1,633.7	5,980.7	1,792.0	1,918.6	1,870.4	1,881.1	7,462.0
Combined adjusted EBITDA										
Net income/(loss) attributable to the Group, as reported	91.7	47.8	91.6	101.2	332.3	97.1	73.9	(94.3)	76.5	153.2
Pre-merger PRA Health Sciences Net income attributable to the Group	40.7	13.9	91.3	51.3	197.0	56.9	71.1	-	-	128.0
Combined Company Net income/(loss) attributable to the Group	132.4	61.6	182.9	152.5	529.4	154.1	144.9	(94.3)	76.5	281.2
Net income/(loss) attributable to non-controlling interest	0.6	-	-	-	0.6	-	-	-	-	-
Share of equity method investments	-	-	0.1	0.3	0.4	0.3	0.5	0.7	0.7	2.2
Provision for income taxes	29.5	13.5	26.8	40.1	109.8	35.8	1.1	(3.6)	14.6	48.0
Net interest expense (b)	14.9	14.7	13.7	10.7	53.9	7.7	29.0	102.3	52.8	191.7
Depreciation and amortization	48.6	48.3	50.1	50.7	197.8	50.0	50.5	140.6	139.7	380.7
Stock-based compensation expense (c)	22.1	23.4	26.6	25.2	97.2	25.6	27.5	26.4	19.4	98.9
Foreign currency losses (gains), net (d)	(4.8)	12.1	9.7	14.5	31.5	(13.4)	8.0	(7.2)	(8.0)	(20.6)
Restructuring (e)	-	18.1	-	-	18.1	-	-	6.2	24.9	31.1
Acquisition related deferred revenue adjustment (a)	-	-	-	-	-	-	-	4.0	(4.0)	(0.0)
Transaction-related / integration-related costs ^(f)	0.5	0.4	(44.3)	1.2	(42.2)	25.9	43.4	149.8	16.0	235.1
Combined Company adjusted EBITDA	243.7	192.2	265.5	295.0	996.4	285.9	305.1	324.9	332.5	1,248.4
Combined Company adjusted EBITDA Margin %	16.3%	14.2%	17.7%	18.1%	16.7%	16.0%	15.9%	17.4%	17.7%	16.7%

Q4 and FY 2021 Adjusted Net Income Reconciliation

		Q4 2021		FY 2021				
\$m except share and per share data	GAAP	Adjustments	Non-GAAP	GAAP	Adjustments	Non-GAAP		
Revenue (a)	1,885.1	(4.0)	1,881.1	5,480.8	(0.0)	5,480.8		
Costs and expenses:								
Direct costs (excluding depreciation and amotization) (c)	1,357.3	(5.7)	1,351.6	3,972.6	(20.0)	3,952.6		
Selling, general and administrative expense (c),(d)	202.7	(5.7)	197.0	585.4	(27.1)	558.3		
Depreciation and amortization	139.7	(114.9)	24.8	315.0	(239.5)	75.5		
Transaction and integration-related expenses ^(f)	16.0	(16.0)	-	198.3	(198.3)	-		
Restructuring ^(e)	24.9	(24.9)	-	31.1	(31.1)	-		
Total costs and expenses	1,740.6	(167.2)	1,573.4	5,102.3	(516.0)	4,586.3		
Income from operations	144.5	163.2	307.8	378.5	516.0	894.5		
Net interest expense (b),(g)	(52.8)	8.5	(44.3)	(181.8)	86.7	(95.1)		
(Loss) income before provision for income taxes	91.8	171.7	263.5	196.7	602.7	799.4		
Benefits arising/(provision) for income taxes (h)	(14.6)	(30.2)	(44.8)	(41.3)	(89.5)	(130.8)		
(Loss) income before share of earnings from equity method investments	77.2	141.5	218.7	155.3	513.2	668.6		
Share of equity method investments	(0.7)	-	(0.7)	(2.2)	-	(2.2)		
Net (loss) income attributable to the Group	76.5	141.5	218.0	153.2	513.2	666.4		
Diluted weighted average number of Ordinary Shares outstanding (i)	82,827,674		82,827,674	68,068,311				
Net income per Ordinary Share attributable to the Group	0.92		2.63	2.25		9.65		

Note: Earnings per share for FY 2021 reflects sum of earnings per share for the four quarters of 2021. FY 2021 EPS calculated using the diluted weighted average number of Ordinary Shares in 2021 would be higher at \$9.79

Reconciliation of Non-GAAP Measures Notes

- a) In Q3 2021, an acquisition related deferred revenue adjustment was reflected representing non-cash adjustments resulting from the revaluation of deferred revenue and the subsequent charge to revenue in connection with business combinations. In Q4 2021, the charge to revenue was reversed as the company has taken the option to early adopt amendments to the relevant accounting standard.
- b) Net Interest expense includes losses on modification or extinguishment of debt.
- c) Stock-based compensation expense represents the amount of recurring non-cash expense related to the Company's equity compensation programs (inclusive of employer related taxes).
- d) Foreign currency losses (gains), net relates to gains or losses that arise in connection with the revaluation of non-US dollar denominated assets and liabilities. We exclude these gains and losses from adjusted EBITDA and adjusted net income because fluctuations from period- to- period do not necessarily correspond to changes in our operating results.
- e) Restructuring charges incurred relate to charges incurred in connection with the termination of leases at locations that are no longer being used and amounts incurred in connection with the elimination of redundant positions within the organization.
- f) Transaction-related / integration-related costs include expenses associated with our acquisitions, share-based compensation expense related to the acceleration of share-based compensation awards and replacement share-based awards, contingent consideration valuation adjustments, and any other costs incurred directly related to the integration of these acquisitions.
- g) Transaction-related financing costs includes costs incurred in connection with changes to our long-term debt and amortization of financing fees. We exclude these costs from Adjusted EBITDA and Adjusted Net Income because they result from financing decisions rather than from decisions made related to our ongoing operations.
- h) Represents the tax effect of adjusted pre-tax income at our estimated effective tax rate.
- i) Earnings per share for FY 2021 reflects sum of earnings per share for the four quarters of 2021. FY 2021 EPS calculated using the diluted weighted average number of Ordinary Shares in 2021 would be higher at \$9.79.





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