

# Investor Presentation

February 2024

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THE LEADER AND INNOVATOR IN TOTAL TALENT SOLUTIONS

# Non-GAAP Measures

This presentation contains certain financial measures that are not in accordance with generally accepted accounting principles in the United States (“GAAP”) or with rules adopted by the SEC that apply to registration statements under the Securities Act of 1933, as amended, and periodic reports under the Exchange Act. These “non-GAAP financial measures,” as defined under the rules of the SEC, are intended as supplemental measures of our operating performance that are not required by, or presented in accordance with GAAP, and are not intended to be an alternative to the Company's condensed consolidated financial statements presented in accordance with GAAP. The non-GAAP financial measures included in this presentation consist of (1) Adjusted EBITDA, (2) Adjusted Net Income, (3) Adjusted EBITDA Margin, and (4) Free Cash Flow (which means cash flow from operations less capital expenditures) referenced throughout the presentation. Management believes that the items excluded from Adjusted EBITDA, Adjusted Net Income, Adjusted EBITDA Margin, and Free Cash Flow are significant components in understanding and assessing operating performance. Therefore, Adjusted EBITDA, Adjusted Net Income, Adjusted EBITDA Margin, and Free Cash Flow should not be considered a substitute for net income, cash flows from operating, investing or financing activities, operating margin, or cash flow from operations, as the case may be. Because Adjusted EBITDA, Adjusted Net Income, Adjusted EBITDA Margin, and Free Cash Flow are not measurements determined in accordance with GAAP and are thus susceptible to varying calculations, the Adjusted EBITDA, Adjusted Net Income, Adjusted EBITDA Margin, and Free Cash Flow numbers contained herein may not be comparable to other similarly titled measures of other companies. In addition, our management believes that Adjusted EBITDA and Adjusted EBITDA Margin serve as industry-wide financial measures. The non-GAAP measures contained in this presentation should not be used in isolation to evaluate the Company's performance. A quantitative reconciliation of the Adjusted EBITDA, Adjusted Net Income, Adjusted EBITDA Margin and Free Cash Flow non-GAAP measures identified in this presentation, along with further detail about the use and limitations of certain of these non-GAAP measures, to the most directly comparable GAAP financial measures may be found in the appendix slides to this presentation and on the Company's website at <http://ir.amnhealthcare.com>.

# Forward-Looking Statements

This investor presentation contains “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended (the “Exchange Act”). Forward-looking statements include, among others, statements concerning the trajectory of the healthcare industry and economic recovery, future demand for our services and demand within the healthcare industry, duration and severity of labor shortages, our debt and leverage strategies, our capabilities related to our digital customer experience and technology-enabled solutions and analytics, our ability to attract and retain talent and continue to serve the needs of large and growing clients, our ability to deliver long-term profitable growth, our working capital needs and our capabilities to address challenges and trends in the healthcare industry. AMN Healthcare Services, Inc. (the “Company”) bases these forward-looking statements on its current beliefs, expectations, estimates, forecasts and projections about future events and the industry in which it operates. Forward-looking statements are identified by words such as “believe,” “anticipate,” “expect,” “intend,” “plan,” “will,” “should,” “would,” “project,” “may,” variations of such words and other similar expressions. In addition, statements that refer to performance; plans, objectives and strategies for future operations; and other characterizations of future events or circumstances, are forward-looking statements.

The Company’s actual results could differ materially from those discussed in, or implied by, these forward-looking statements. Factors and other cautionary statements that could cause actual results to differ from those discussed in or implied by the forward-looking statements contained in this presentation are set forth in (i) the Company’s Annual Report on Form 10-K for the year ended December 31, 2023, (ii) its subsequent periodic reports, current reports, and other SEC filings, and (iii) the cautionary statements included in the Company’s most recent earnings release issued on February 15, 2024, including our financial condition and our results of operations, the intensity, impact and duration of and reasons behind the workforce shortages, future demand for staffing and other services, our ability to attract new clients and the opportunities ahead for AMN, our ability to anticipate and quickly respond to changing marketplace conditions, such as alternative modes of healthcare delivery, reimbursement, or client needs, our ability to implement our strategic plan and advancement in our technology platform and processes, our ability to effectively incorporate acquisitions into our business operations, and our ability to manage the pricing impact that the labor market and consolidation of healthcare delivery organizations may have on our business.

Be advised that developments subsequent to this presentation are likely to cause these statements to become outdated and the Company is under no obligation (and expressly disclaims any such obligation) to update or revise any forward-looking statements whether as a result of new information, future events, or otherwise.

# Investment Highlights



## **We Innovate to Solve Problems in the Healthcare Labor Force**

Technology-Driven Solutions Enable Flexibility for Professionals and Their Employers

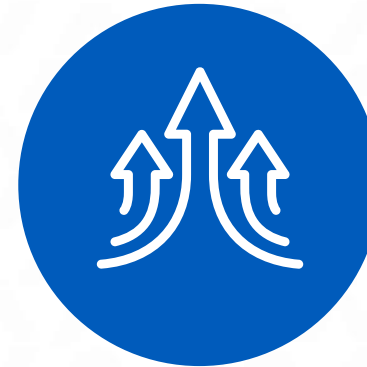


## **Unparalleled Breadth and Depth in Expertise**

39 Years, Broad Solutions, High-Quality Leadership with Diverse Experience and Industry Knowledge



Well-Positioned to Generate Long-Term Profitable Growth with **Strong Balance Sheet and Cash Flow Generation**



**Continued Opportunity for Disciplined and Strategic M&A** to Deliver Higher Margins and More Resilient Revenues



## **Purpose-Driven, Values-Based Organization**

Committed to the Long-term Benefit of All Our Stakeholders

# AMN Overview

#1

Leader in Healthcare Total Talent Solutions



3.6K

Corporate Employees



~200K

Healthcare Professional Placements in 2023



\$3.8B

Annual Revenue



\$2.1B

Market Cap

## Nurse & Allied Solutions

### WORKFORCE STAFFING

Travel Nursing  
Local Staffing  
International Staffing  
Labor Disruption  
Allied Healthcare  
School Staffing  
Revenue Cycle Solutions

## Physician & Leadership Solutions

### WORKFORCE STAFFING

Locum Tenens  
Interim Leadership

### LEADERSHIP SEARCH

Executive Search  
Clinical Leadership

### PHYSICIAN SEARCH

Retained Search for Physicians and AP

## Technology & Workforce Solutions

### TALENT MANAGEMENT

Vendor Management Systems  
Recruitment Solutions  
Float Pool Management  
Scheduling & Staff Planning  
Analytics & Assessment

### VIRTUAL CARE

Language Services

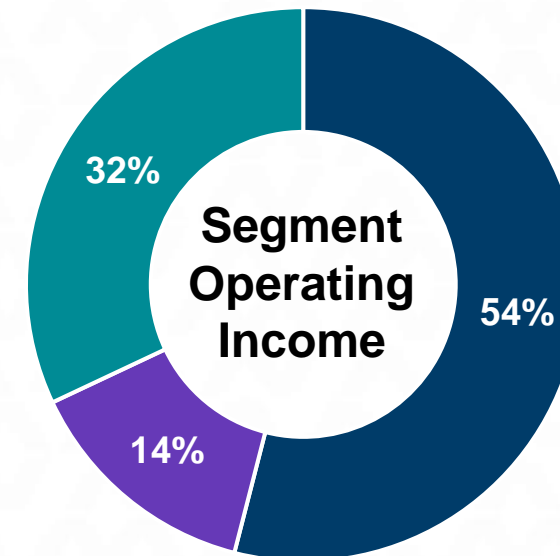
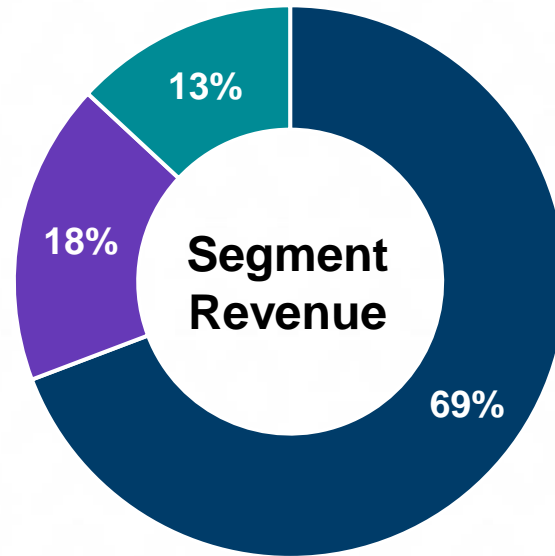


Market leading spectrum of MSP, VMS, and staffing solutions that enable AMN to be a strategic partner to thousands of healthcare providers in various settings



Diverse career options for care professionals in disciplines across the spectrum of healthcare

# Diversified Solutions Mix Enables Superior Operating Leverage



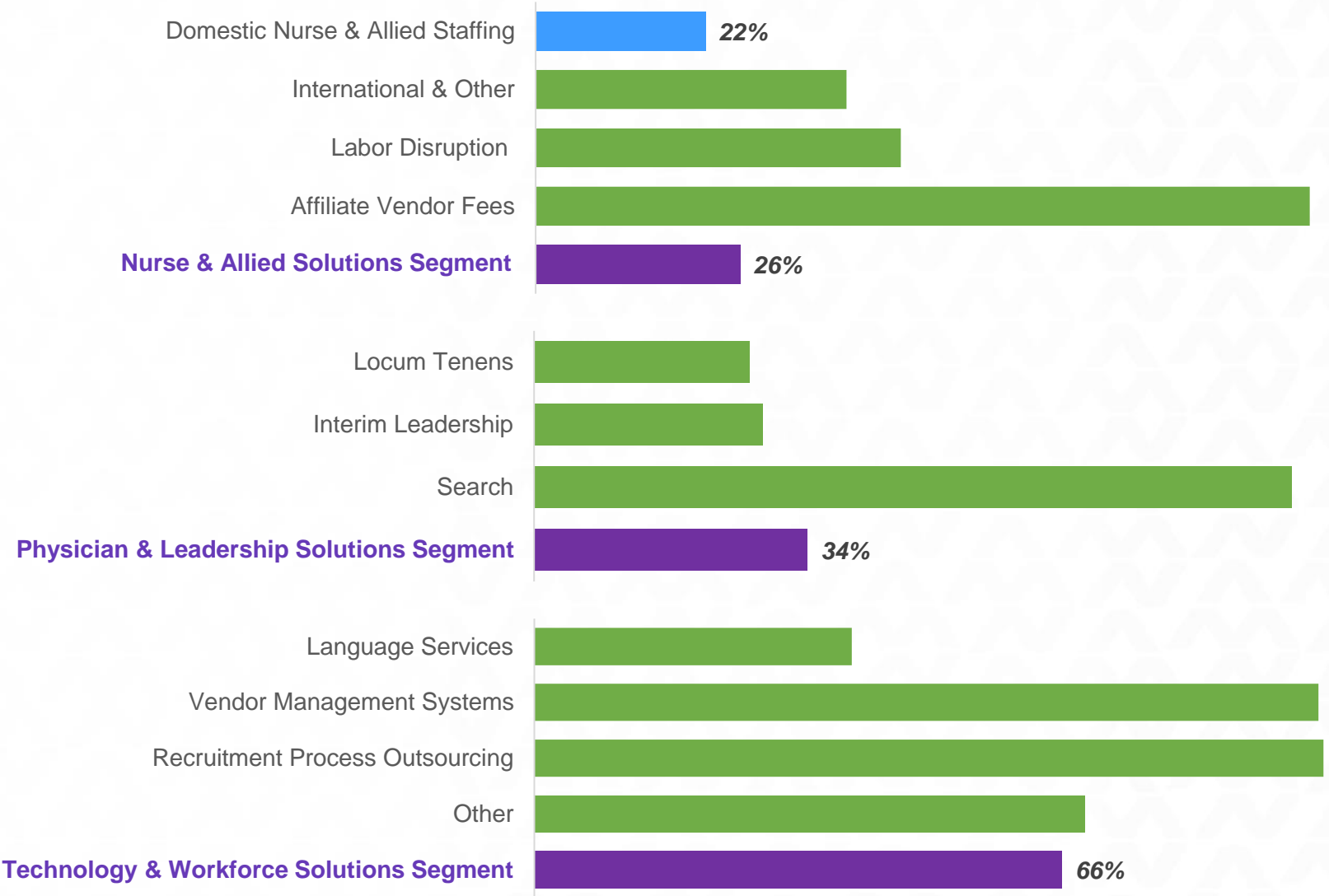
■ Nurse and Allied Solutions
 ■ Physician and Leadership Solutions
 ■ Technology and Workforce Solutions

- Our business revenue mix provides a range of benefits including, better revenue growth and operating leverage compared to traditional staffing companies
- Technology & Workforce Solutions segment accounted for 13% of FY 2023 revenue, but translated into nearly 1/3 of segment operating income, illustrating the strength of our fee based and tech-enabled services

# Diversity of Revenue Mix Improves Gross Margin Profile

## AMN business segments have a blend of high- and lower-margin business lines

- The blend between specialty staffing and fee-based technology services delivers greater value-add than staffing-only vendors
- Core nurse and allied staffing gross margin is in line with the market average
- Search and Interim businesses provide a margin boost to the PLS segment
- Technology and Workforce Solutions exemplifies the benefits of the tech-enabled services model



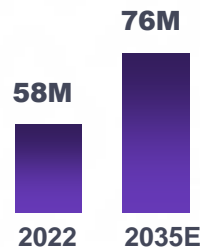
# Well-Positioned Amid Long-Term U.S. Secular Trends

## Aging Population

### U.S. Population Aged 65+

More Days Spent in Hospital

- **3x** for 65+
- **4x** for 75+



### U.S. Population Aged 65+



~50% RNs and physicians are 50+

~33% physicians will be 65+ by 2030

## Job Openings / Turnover

### ~124,000 Shortage

of U.S. physicians by 2034

~900,000 RNs anticipated to leave the workforce by the end of 2027

### Regional & Specialty Nurse Shortage

is expected by 2032

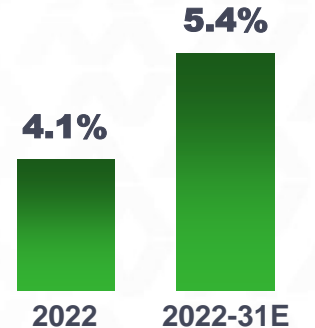
### 30% Turnover

in 2023 – ahead of pre-pandemic levels

## Healthcare Spend

### Annual Growth in Healthcare Spend

Is projected to average +5.4% per year for 2022-2031, while growth in Medicare spending is projected to reach **+7.5% per year for 2022–31**, reflecting **faster expected growth in healthcare costs**



Sources: U.S. Census, Population Surveys; National Health Expenditure Projections - 12/23; "The Complexities of Physician Supply and Demand," AAMC, 6/21; "Examining the Impact of the COVID-19 Pandemic on Burnout & Stress Among U.S. Nurses", NCSBN, April 2023

## We Are Proactively Addressing These Trends

- Working with clients to develop a long-term vision to build a flexible, sustainable workforce
- Providing flexible work opportunities, permanent and temporary, for workers throughout the career life cycle
- Helping clients optimize their labor mix across all work settings and terms
- Bringing tech-enabled solutions that drive labor force optimization
- Continuing to build the industry's most powerful healthcare recruiting engine
- Focusing on unparalleled capabilities to serve large health systems gaining share by consolidation
- Investing more heavily in digital recruiting, job marketing and career management to increase value proposition and efficiency

# Significant Opportunity with a Large, Fragmented Market

**Total Addressable Market: ~\$43B**

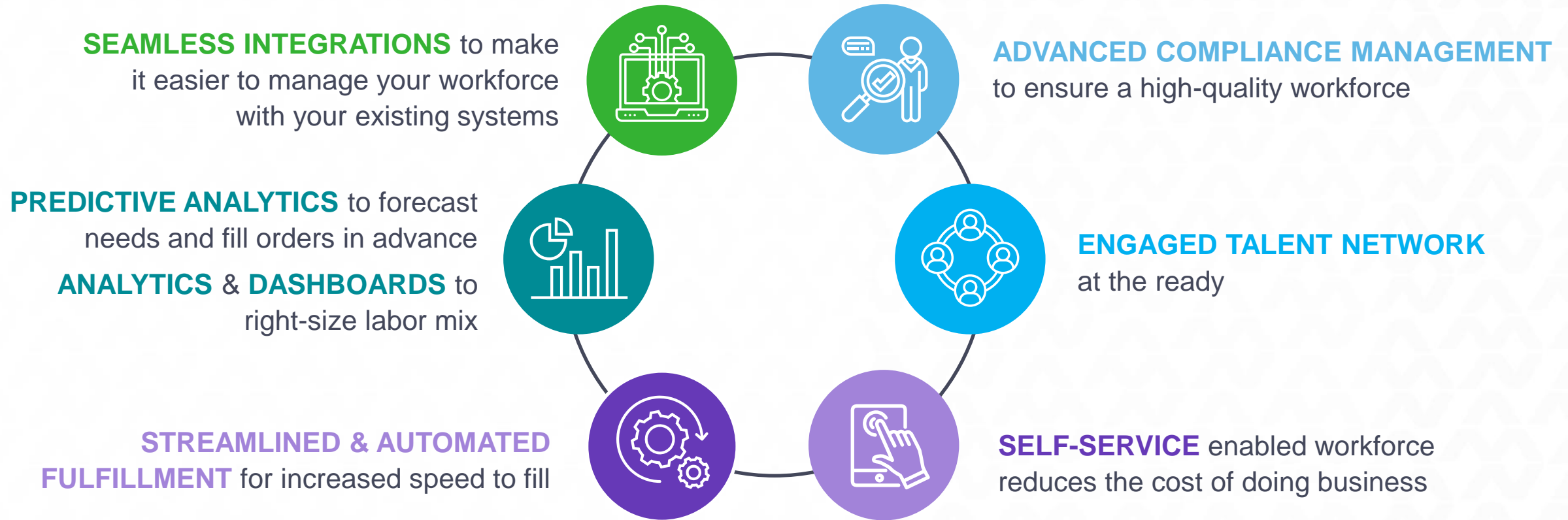


## Reaching Our Market Potential

- Evolving to serve more diverse needs driven by increasingly complexity of large, growing health systems expanding health care settings
- Proactively anticipating needs driven by dramatic changes in care delivery and value-based reimbursement
- Other addressable markets we serve:
  - Language Interpretation
  - Permanent Placement / Search
  - Recruitment Process Outsourcing
  - Healthcare VMS

<sup>1</sup> Source: AMN internal estimates.

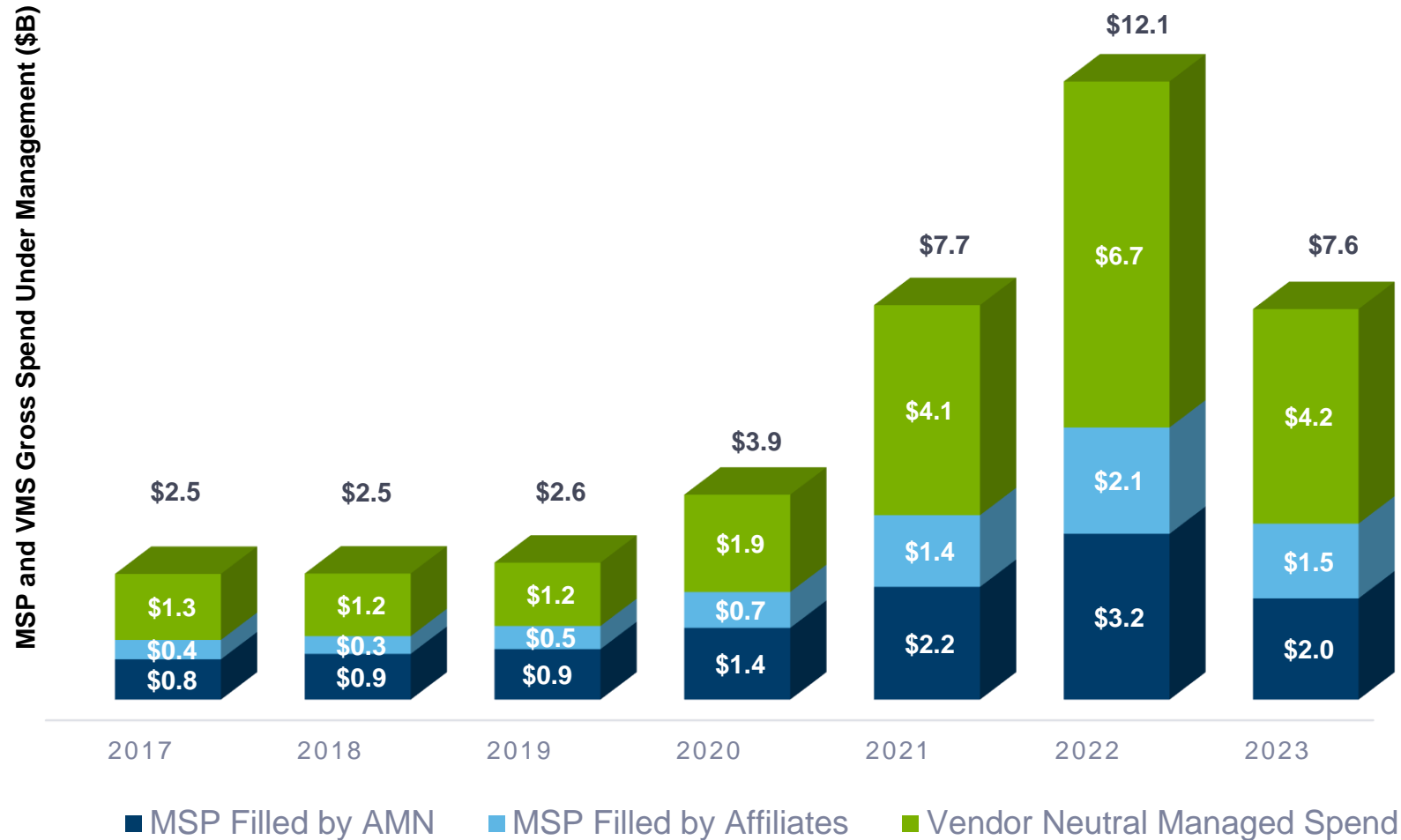
# AMN Competitive Advantage: Solving Healthcare Workforce Problems



**AMN provides a comprehensive set of workforce solutions at scale for healthcare across the care spectrum with \$7.6B Spend Under Management**

# MSP and VMS Lead Our Value Proposition

**\$7.6 Billion of Spend Under Management**



brings together people, processes and technology to deliver better care. We offer a complete range of managed services solutions, from technology-only VMS to vendor-neutral and staffing-led MSP

# Diverse, Industry-Leading Talent



**Cary Grace**  
President &  
Chief Executive Officer  
Joined: 2022



**Jeff Knudson**  
Chief Financial Officer  
Joined: 2021



**Meredith Lapointe**  
Chief Business Officer  
Joined: 2023



**Patrick McCall**  
Chief Growth Officer  
Joined: 2023



**Robin Johnson**  
Group President,  
Nursing & Allied Solutions  
Joined: 2017



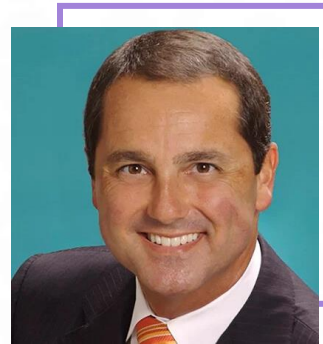
**Whitney Laughlin**  
Chief Legal Officer & Corporate  
Secretary  
Joined: 2006



**Mark Hagan**  
Chief Information & Digital  
Officer  
Joined: 2018



**Carolyn Kenny**  
Chief People Officer  
Joined: 2021



**Jeff Decker**  
Division President, Physician &  
Leadership Solutions  
Joined: 2002



**Nishan Sivathasan**  
Division President, Technology  
& Workforce Solutions  
Joined: 2019

*Culture of Accountability and Continuous Improvement*

# Sustainability & Impact: Doing Good by Being Good

## Health & DEI

**200K+**  
placements at our client facilities in 2023

**148K+**  
unique healthcare professionals

**4K+** language services interpreters drove health equity in 2023

**20M+** patient interactions and

**24% YOY** increase in min. of interpretation, improving access, health outcomes, and saving lives

## Investing in the Healthcare Workforce

**Over \$2 million** dispersed in 2023 to drive healthcare workforce diversity, resilience, and pipeline

## Team Member Diversity\*

**69% Women**

71% of Individual Contributors  
63% of Leaders

**39% BIPOC**

41% of Individual Contributors  
30% of Leaders

## Governance

**NACD Winner**  
National Association of Corporate Directors Diversity, Equity & Inclusion Award

**Ethisphere**  
Earned Compliance Leader Verification for best-in-class Ethics and Compliance program

**Industry-Leading MSCI Score of AAA+**  
Among the top 4% of Health Care Providers & Services

**Board of Directors Diversity\***

**56% Women**

**33% BIPOC**

## Environmental

**34% reduction** in Scope 1&2 GHG emissions from 2019 - 2022

**Inaugural 2023 CDP Response**

**Measured GHG emissions for Scopes 1, 2, & 3** for 2020-2023

**Science-Based Targets** set for Scopes 1, 2, & 3 GHG emissions

**GOVERNANCE QUALITYSCORE**  
HIGHEST RANKED BY ISS ESG

**1**

**MSCI ESG RATINGS**

Rating	Percentage
CCC	2%
B	9%
BB	12%
BBB	16%
A	30%
AA	28%
AAA	4%

**Newsweek**  
AMERICA'S MOST RESPONSIBLE COMPANIES 2024

**Bloomberg**  
Gender-Equality Index 2023

**Newsweek**  
AMERICA'S GREATEST WORKPLACES FOR DIVERSITY 2024

**CDP**  
DISCLOSURE INSIGHT ACTION

**TCFD**  
TASK FORCE ON CLIMATE RELATED FINANCIAL DISCLOSURES

**GRI**

**SASB**  
SUSTAINABILITY ACCOUNTING STANDARDS BOARD

\* As of 12/31/2023

**Learn More in Our [2022 ESG Report](#)**

# Key Pillars To Our Long-Term Growth



**BE A HOLISTIC PARTNER FOR OUR CLIENTS AND CLINICIANS**



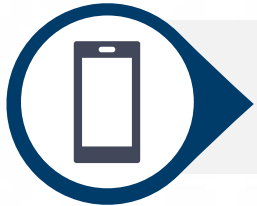
# Invest in Innovation

## How We Are Addressing Current Challenges

Integrating our broader set of solutions together from Advisory to technology platforms and workforce management to make it easier for clients to do business with AMN

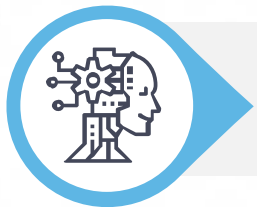
## Where We Are Making Investments Internally

*Over 50% of Our Annual Capex is for Innovation and Digital Enhancements*



**Mobile Applications**

**Data Analytics Platform**



**Augmented Human Intelligence**

**Personalized Digital Experience**



*Continue To Expand Our Solutions Into More Stages Of Talent Lifecycle*

# Our Industry Leading VMS Solution ShiftWise Flex



Order Management

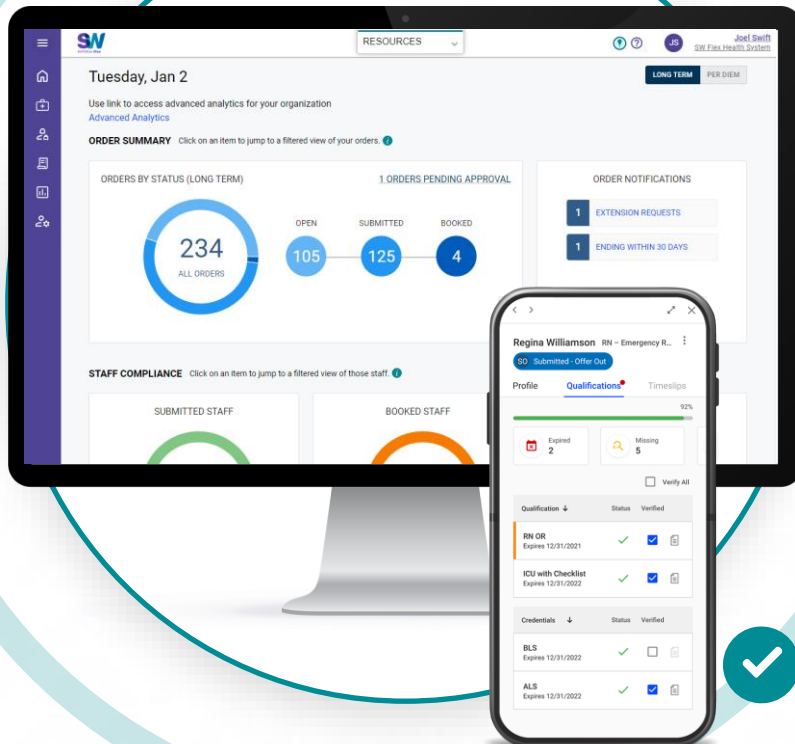
Submission Workflow

Compliance Automation

Spend Management

Time and Invoice

Supplier Network



Instant Access to Talent Network

Strong App Based Clinician Engagement

Auto Order Distribution

Sourcing Excellence with AI

Self Service Booking

Enhance Supplier Experience

Data & Analytics

Bill Rate Transparency

Industry Leading Quality & Compliance

Cutting Edge, Secure, Integrated Technology

Automated Credentialing Tracking

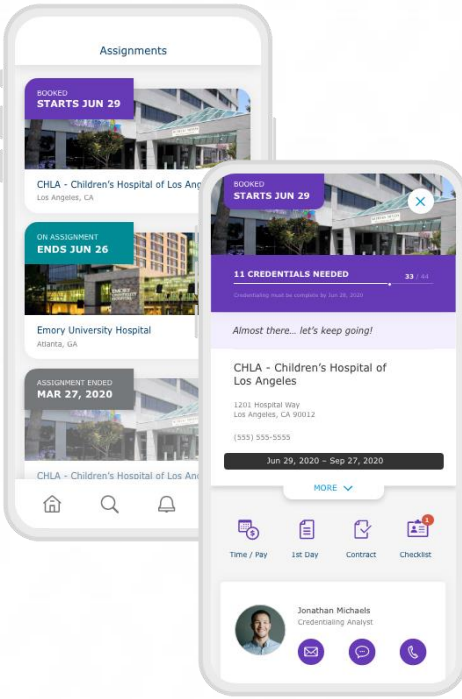
**100k+**  
Submissions/month

**2000+**  
Supplier Network

**96%**  
Order Fill Rate



# Innovation in Action: AMN Passport



Personalized Top Jobs



Timely Notifications



Self-Service Capabilities



AMN Contact List



Time & Pay Details



Profile Management

## Our Technology Roadmap

Candidate Engagement	Client Experience	Total Talent Solutions	AMN Operations
<ul style="list-style-type: none"> <li>• More mobile, two-way, seamless</li> <li>• Mobile apps for recruiting and engagement</li> </ul>	<ul style="list-style-type: none"> <li>• Insightful reporting and predictive analytics</li> <li>• Data integrations for speed and accuracy</li> </ul>	<ul style="list-style-type: none"> <li>• Shifting to an integrated tech ecosystem</li> <li>• Help clients manage/ optimize total workforce</li> <li>• Investing in AI</li> </ul>	<ul style="list-style-type: none"> <li>• Creating new big-data assets</li> <li>• 360° view of clients and candidates</li> </ul>

Continuing Our Long Track Record of Innovation

# Leverage Tech-Enabled Total Talent Solutions - OneAMN



Our tech enabled total talent solutions enable high quality, flexible workforce and care delivery for clients



Solutions range from traditional staffing to holistic workforce management platform

Easy to use platform for talent: reliable, fast, and transparent



Available for all healthcare settings (physical and virtual)

Entire spectrum of workforce resources available (employed, temp, per diem / flex)



Talent network includes all roles (nurse, physician, allied, interpreters, leaders)

Seamless integration of technology enabling flexible deployment across healthcare spectrum



Top 30 MSP clients use an average of 9 AMN solutions

# Strong Acquisition History



## Strategic Acquisitions

Long successful history of integrating acquisitions to enhance and grow our total talent solutions



### Physician Solutions

**2023:** MSDR  
**2015:** Locum Leaders



### Nurse & Allied Staffing

**2022:** Connetics  
**2019:** Advanced Medical  
**2015:** Onward



### Language Interpretation

**2020:** Stratus Video



### Vendor Management Systems

**2019:** b4health  
**2015:** Medefis  
**2013:** ShiftWise



### Teletherapy and Virtual Care

**2019:** Advanced Medical



### Leadership Solutions

**2018:** Phillips DiPisa/Leaders For Today  
**2016:** B.E. Smith  
**2015:** The First String



### Revenue Cycle Solutions

**2018:** MedPartners  
**2016:** Peak



### Scheduling & Predictive Workforce Analytics

**2014:** Avantas

*Enhancing Existing Capabilities and Adding New Tech Enabled Solutions*

# Growing Our Physician Solutions Presence



- Leading locum tenens staffing firm specialized in psychiatrists, anesthesiologists/CRNAs, OBGYNs, and radiologists
- Deal completed in late November 2023 for a purchase price of \$293 million



## MSDR Background

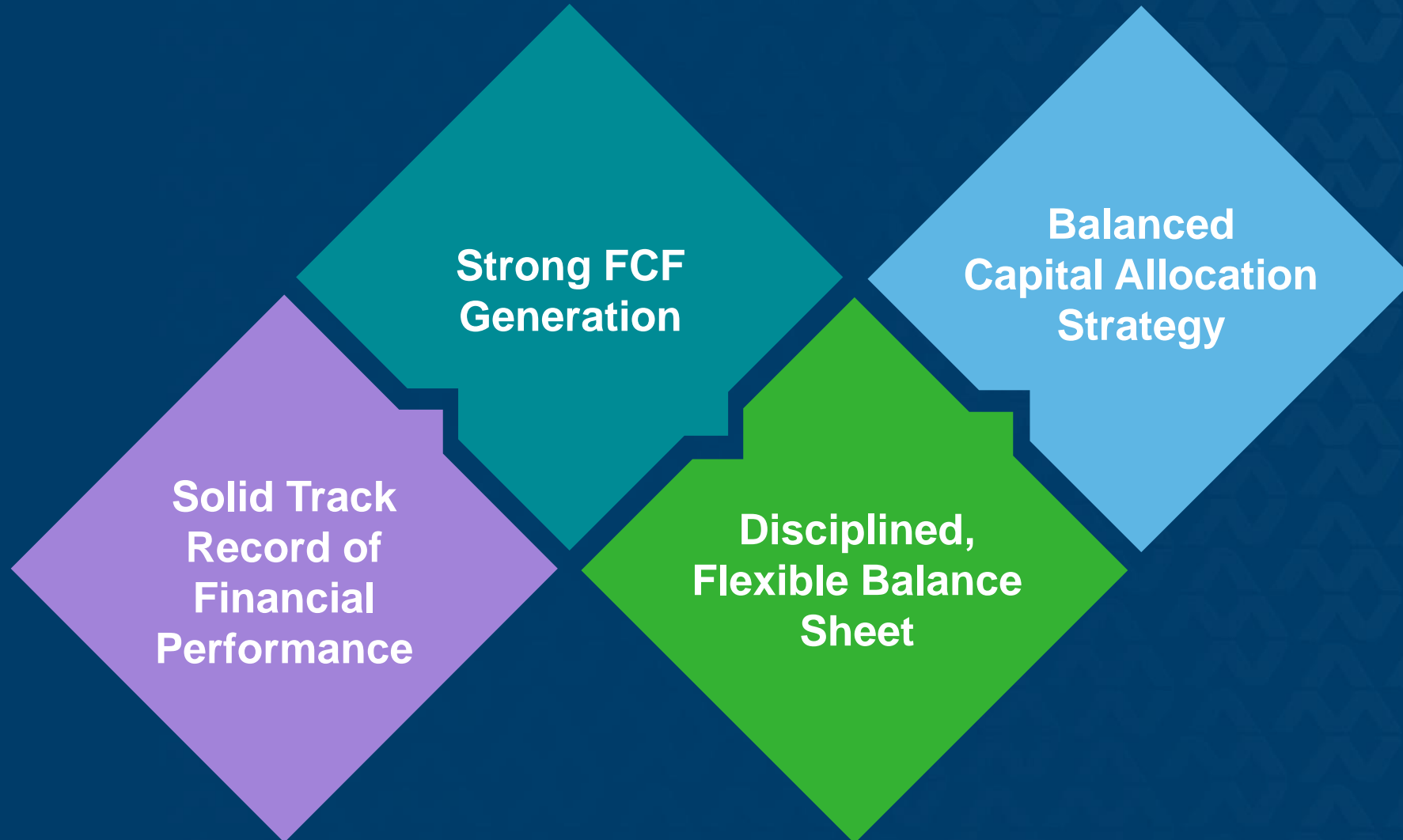
- Medical Search International (“MSI”) and DRW Healthcare Staffing (“DRW”) collectively referred to as MSDR
- MSI was founded in 2002, focuses on psychiatrists, anesthesiology, OBGYNs, and radiologists
- DRW was founded in 2011 specializing in the placement of anesthesiologists/CRNAs, psychiatrists and OBGYNs
- Office locations in New Jersey, Florida, Texas and Georgia

## Why MSDR

- Expands AMN’s portfolio of solutions to provide clients with a larger and more diverse candidate pool
- Allows AMN and clients to benefit from the expertise and knowledge of the MSDR team in recruitment, placement, and operations, including candidate-matching technology that is tailored for locum tenens.



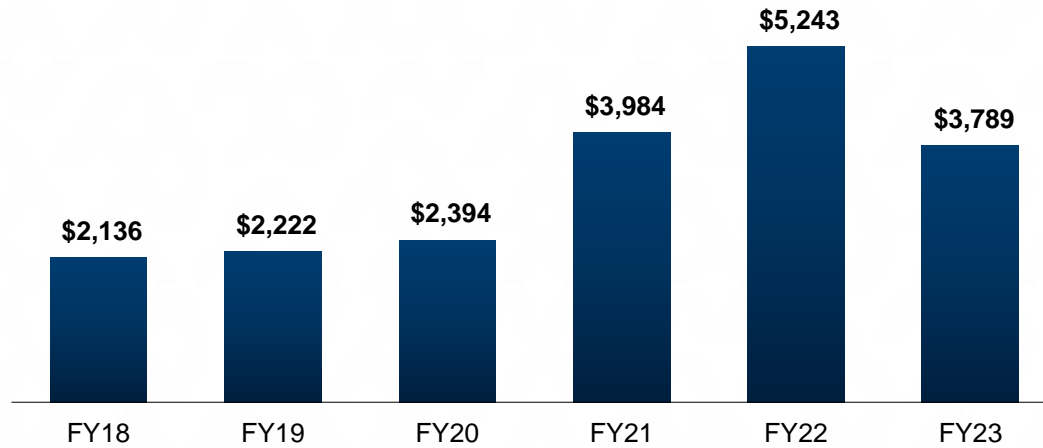
# Sustainable Financial Discipline



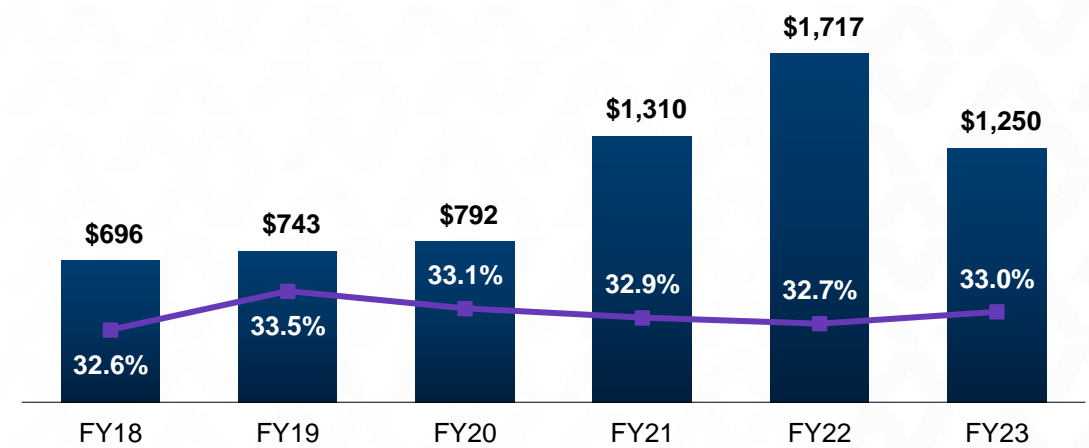
# AMN Historical Financial Summary



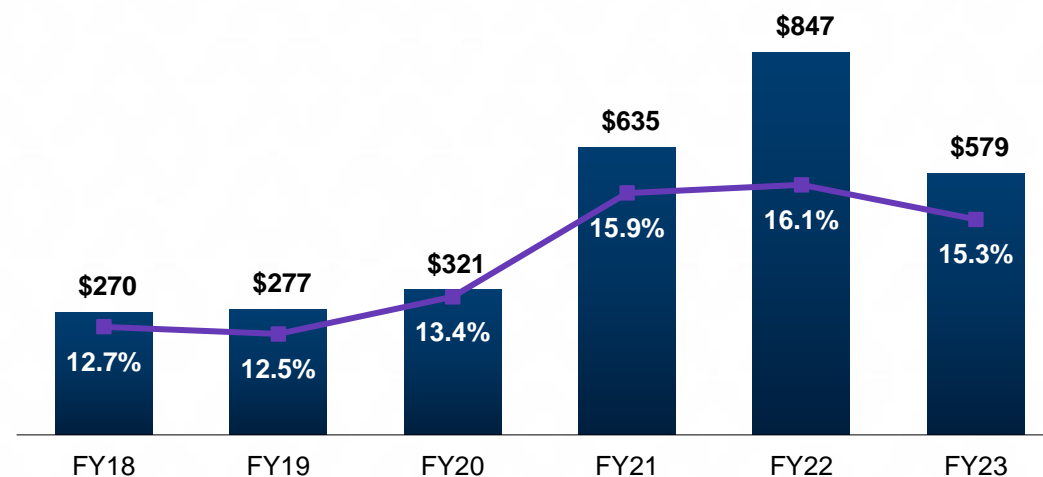
**Total Revenue (\$M)**



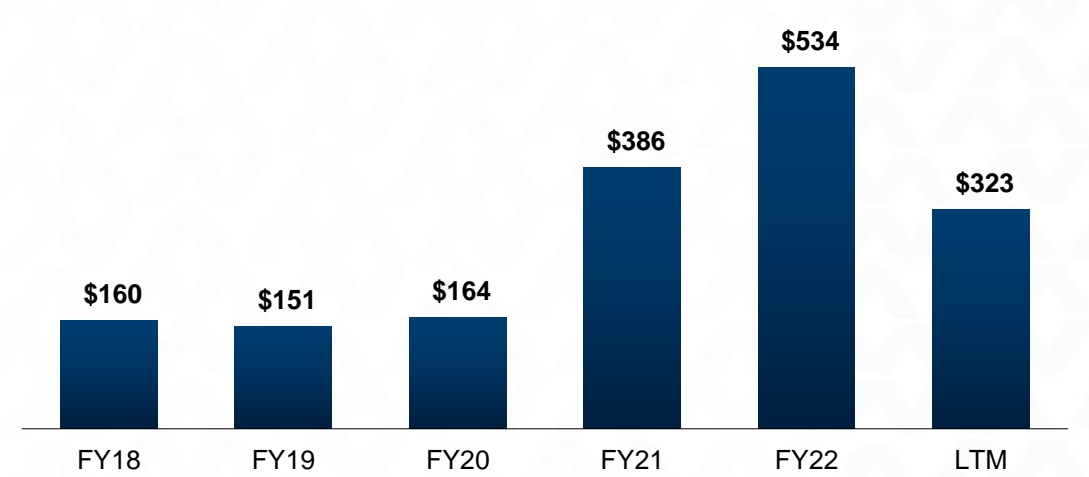
**Gross Profit (\$M) and Margin (%)**



**Adjusted EBITDA (\$M) and Margin (%)**



**Adjusted Net Income (\$M)**

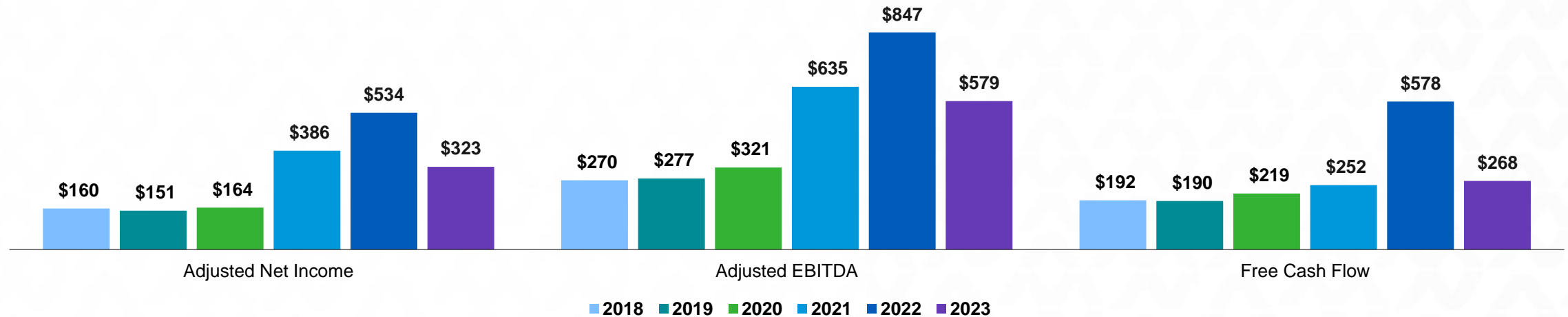


Please refer to non-GAAP reconciliations in the appendix of this presentation.

# Strong Free Cash Flow Generation



Adjusted Net Income, Adjusted EBITDA & Free Cash Flow (\$M)



## Commentary

- Scalable operating model – ability to flex cost structure and create operating leverage to drive attractive cash flow and earnings growth
- Strong free cash generation supports balanced capital allocation strategy and future growth
- 40% growth in FCF since 2018 as revenue grew and operating leverage improved
- We project annual capital expenditures of approximately 2% - 3% of annual revenue
- Capex budget is approximately 30% - 40% maintenance, more than half innovation and digital enhancements

*Cash Flows Enable Multi-faceted Growth Strategy*

# Disciplined, Flexible Balance Sheet

## Summary Balance Sheet (\$M, 12/31/23)

Cash and Cash Equivalents	\$ 33
Total Current Assets	\$ 842
Total Assets	\$ 2,924
Total Current Liabilities	\$ 656
Total Debt	\$ 1,310
Total Equity	\$ 831

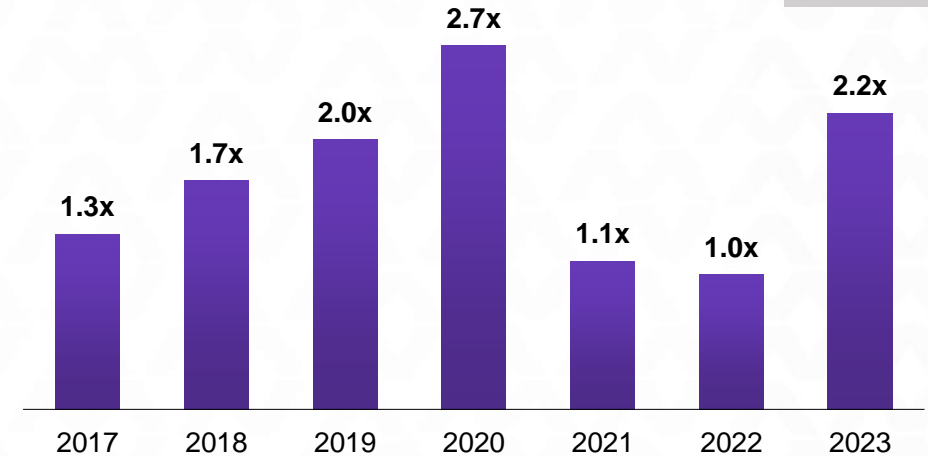
(\$M, 12/31/23)

Cash and Cash Equivalents	\$ 33
Available Credit <sup>2</sup>	\$ 269
Total Available Liquidity	\$ 302

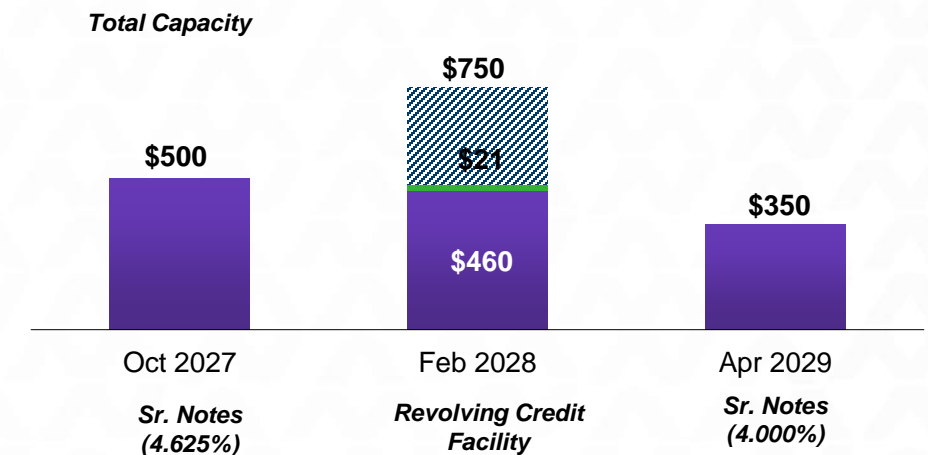
1 Leverage Ratio represents the ratio of the Company's debt outstanding (including the outstanding letters of credit collateralized by the senior credit facility) minus cash and cash equivalents at the end of the subject period to adjusted EBITDA for the twelve-month period at the end of the subject period.

2 Available credit is net of \$20.8 million used as collateral for letters of credit (in green in chart on right).

## Net Leverage Ratio<sup>1</sup>



## Debt Maturity Schedule (\$M)

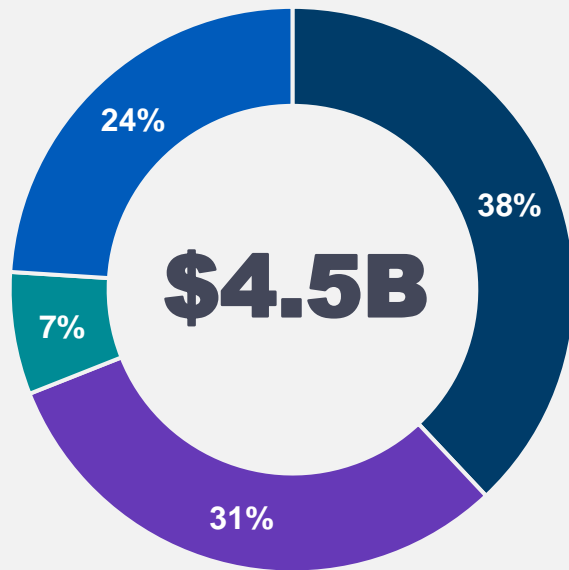


Total Leverage Ratio Objective Is In Range Of 2-2.5x

# Balanced Capital Allocation Strategy



## Historical Use of Capital (2018 – 2023)



- Debt Reduction
- M&A
- Reinvestment
- Buybacks

### Reinvestment

- Development to drive future growth
- Making IT systems smarter and more integrated

### M&A

- Acquisitions remain a high priority in uses of capital
- Seek tech-enabled and staffing solutions that deepen our expertise and solves client's workforce challenges

### Debt Reduction

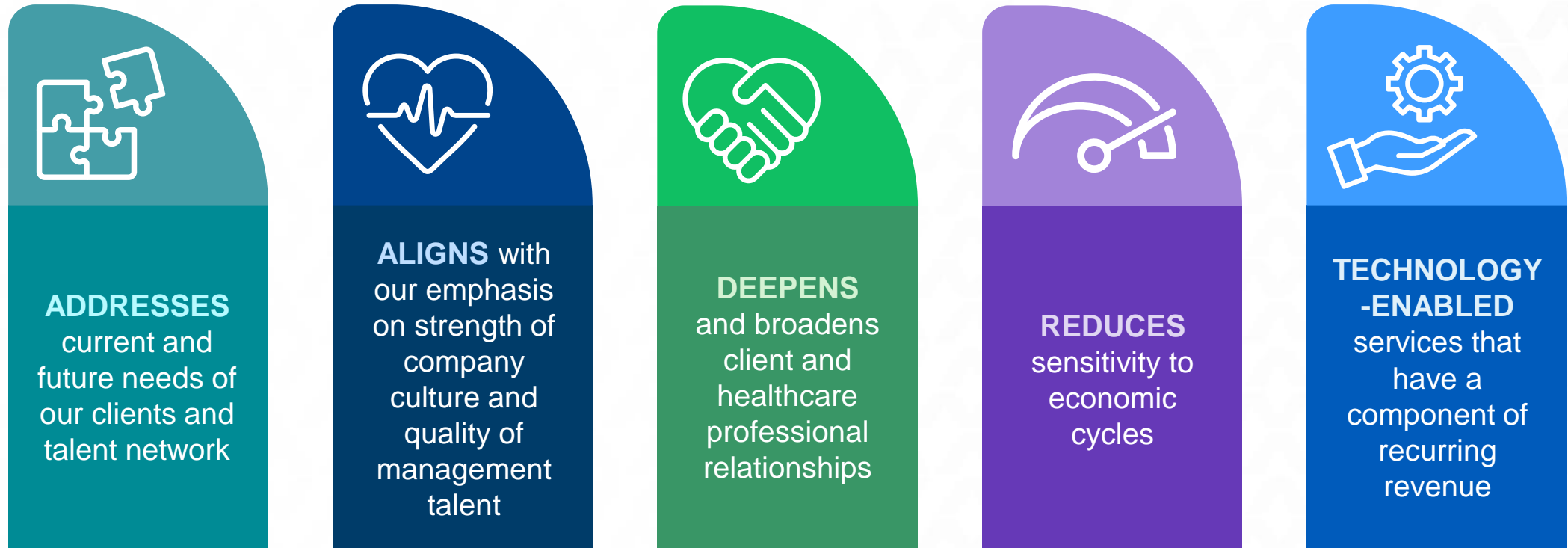
- Target net leverage ratio of 2-2.5x
- Current leverage ratio opens borrowing capacity for future investments

### Share Buybacks

- Since 2016, AMN repurchased 12.6 million shares for \$1.1 billion <sup>(1)</sup>
- As of December 31, 2023, \$227M remained authorized for buybacks

<sup>1)</sup> As of December 31, 2023

# Our Strategic Approach to M&A



## FINANCIAL FILTERS

**Accretive** to Profit Margins and Revenue Growth

**ROIC** > Cost of Capital

**Adjusted EPS Accretion** in First Full Year

# Investment Highlights



## **We Innovate to Solve Problems in the Healthcare Labor Force**

Technology-Driven Solutions Enable Flexibility for Professionals and Their Employers

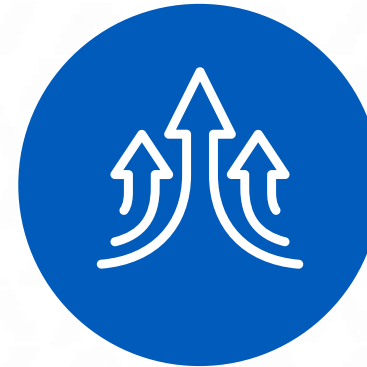


## **Unparalleled Breadth and Depth in Expertise**

39 Years, Broad Solutions, High-Quality Leadership with Diverse Experience and Industry Knowledge



## **Well-Positioned to Generate Long-Term Profitable Growth with Strong Balance Sheet and Cash Flow Generation**



## **Continued Opportunity for Disciplined and Strategic M&A to Deliver Higher Margins and More Resilient Revenues**



## **Purpose-Driven, Values-Based Organization** Committed to the Long-term Benefit of All Our Stakeholders

# Appendix

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# Reconciliation of Non-GAAP Items (Unaudited)

(Dollars in thousands)	For the Years Ended December 31,					
	2018	2019	2020	2021	2022	2023
Net income	\$ 141,741	\$ 113,988	\$ 70,665	\$ 327,388	\$ 444,050	\$ 210,679
Income tax expense	44,944	34,500	20,858	116,533	162,653	73,610
Income before income taxes	186,685	148,488	91,523	443,921	606,703	284,289
Interest expense, net, and other <sup>(1)</sup>	16,143	28,427	57,742	34,077	40,398	54,140
Income from operations	202,828	176,915	149,265	477,998	647,101	338,429
Depreciation and amortization	41,237	58,520	92,766	101,152	133,007	154,914
Depreciation (included in cost of revenue) <sup>(2)</sup>	—	—	1,421	2,545	4,104	6,013
Share-based compensation	10,815	16,241	20,465	25,217	30,066	18,020
Acquisition, integration, and other costs <sup>(3)</sup>	3,358	25,723	56,756	28,514	32,409	40,740
Legal settlement accrual changes <sup>(4)</sup>	12,140	—	—	—	—	21,000
Adjusted EBITDA <sup>(5)</sup>	<u>\$ 270,378</u>	<u>\$ 277,399</u>	<u>\$ 320,673</u>	<u>\$ 635,426</u>	<u>\$ 846,687</u>	<u>\$ 579,116</u>
Revenue	\$ 2,136,074	\$ 2,222,107	\$ 2,393,714	\$ 3,984,235	\$ 5,243,242	\$ 3,789,254
Gross profit	\$ 696,383	\$ 743,465	\$ 791,778	\$ 1,309,601	\$ 1,716,684	\$ 1,249,581
Gross margin	32.6 %	33.5 %	33.1 %	32.9 %	32.7 %	33.0 %
Net income	\$ 141,741	\$ 113,988	\$ 70,665	\$ 327,388	\$ 444,050	\$ 210,679
Net income as a % of revenue	6.6 %	5.1 %	3.0 %	8.2 %	8.5 %	5.6 %
Adjusted EBITDA <sup>(5)</sup>	\$ 270,378	\$ 277,399	\$ 320,673	\$ 635,426	\$ 846,687	\$ 579,116
Adjusted EBITDA margin <sup>(6)</sup>	12.7 %	12.5 %	13.4 %	15.9 %	16.1 %	15.3 %

# Reconciliation of Non-GAAP Items (Unaudited)

	<u>Year Ended</u>
	<u>December 31, 2023</u>
(Dollars in thousands)	
Revenue	
Nurse and allied solutions	\$ 2,624,509
Physician and leadership solutions	669,701
Technology and workforce solutions	495,044
	<u>\$ 3,789,254</u>
Segment operating income <sup>(7)</sup>	
Nurse and allied solutions	\$ 362,158
Physician and leadership solutions	94,966
Technology and workforce solutions	214,736
	<u>671,860</u>
Unallocated corporate overhead <sup>(8)</sup>	92,744
Adjusted EBITDA <sup>(5)</sup>	<u>\$ 579,116</u>

# Reconciliation of Non-GAAP Items (Unaudited)

(Dollars in thousands)	For the Years Ended December 31,					
	2018	2019	2020	2021	2022	2023
Net income	\$ 141,741	\$ 113,988	\$ 70,665	\$ 327,388	\$ 444,050	\$ 210,679
Adjustments:						
Amortization of intangible assets	24,239	36,493	63,817	63,015	83,078	89,756
Acquisition, integration, and other costs <sup>(3)</sup>	3,358	25,723	56,756	28,514	32,409	40,740
Legal settlement accrual changes <sup>(4)</sup>	12,140	—	—	—	—	21,000
Fair value changes of equity investments and instruments <sup>(1)</sup>	(7,349)	—	1,891	(6,683)	3,429	6,701
Debt financing related costs	574	594	13,286	158	—	—
Cumulative effect of change in accounting principle <sup>(9)</sup>	—	—	—	—	—	2,974
Tax effect of above adjustments	(8,570)	(16,331)	(35,711)	(22,101)	(30,918)	(41,905)
Tax correction related to prior periods <sup>(10)</sup>	(2,501)	—	—	—	—	—
Tax effect of COLI fair value changes <sup>(11)</sup>	1,676	(3,266)	(2,622)	(2,767)	4,665	(5,770)
Excess tax benefits related to equity awards <sup>(12)</sup>	(5,401)	(5,915)	(2,840)	(1,820)	(2,971)	(1,172)
Restructuring tax benefits <sup>(13)</sup>	—	—	(1,615)	—	—	—
Adjusted net income <sup>(14)</sup>	<u>\$ 159,907</u>	<u>\$ 151,286</u>	<u>\$ 163,627</u>	<u>\$ 385,704</u>	<u>\$ 533,742</u>	<u>\$ 323,003</u>

# Reconciliation of Non-GAAP Items (Unaudited)

	For the Years Ended December 31,					
(Dollars in thousands)	2018	2019	2020	2021	2022	2023
Net cash provided by operating activities	\$ 226,993	\$ 224,862	\$ 256,826	\$ 305,356	\$ 653,733	\$ 372,165
Purchase and development of fixed assets	(35,206)	(35,218)	(37,702)	(53,573)	(75,831)	(103,687)
Free cash flow <sup>(15)</sup>	<u>\$ 191,787</u>	<u>\$ 189,644</u>	<u>\$ 219,124</u>	<u>\$ 251,783</u>	<u>\$ 577,902</u>	<u>\$ 268,478</u>

# Reconciliation of Non-GAAP Items (Unaudited)

- (1) Changes in the fair value of equity investments and instruments are recognized in interest expense, net, and other. Since the changes in fair value are unrelated to the Company's operating performance, we exclude the impact from the calculation of adjusted net income and adjusted diluted EPS.
- (2) A portion of depreciation expense for AMN Language Services (formerly known as Stratus Video, which was acquired in February 2020 and has since been rebranded) is included in cost of revenue. We exclude the impact of depreciation included in cost of revenue from the calculation of adjusted EBITDA.
- (3) **Acquisition, integration, and other costs** include acquisition and integration costs, net changes in the fair value of contingent consideration liabilities for recently acquired companies, certain legal expenses, restructuring expenses and other costs associated with exit or disposal activities, and certain nonrecurring expenses, which we exclude from the calculation of adjusted EBITDA, adjusted net income, and adjusted diluted EPS because we believe that these expenses are not indicative of the Company's operating performance. For the year ended December 31, 2023, acquisition and integration costs were approximately \$13.7 million, expenses related to the closures of certain office leases were approximately \$4.8 million, certain legal expenses were approximately \$2.1 million, restructuring expenses and other costs associated with exit or disposal activities were approximately \$13.9 million, other nonrecurring expenses were approximately \$3.7 million, and increases in contingent consideration liabilities for recently acquired companies were approximately \$2.4 million. For the year ended December 31, 2022, acquisition and integration costs were approximately \$4.4 million, expenses related to the closures of certain office leases were approximately \$15.3 million, certain legal expenses were approximately \$13.8 million, and other nonrecurring expenses were approximately \$1.8 million. Additionally, the aforementioned costs for the year ended December 31, 2022 were partially offset by net decreases in contingent consideration liabilities for recently acquired companies of approximately \$2.9 million. For the year ended December 31, 2021, acquisition and integration costs were approximately \$7.3 million, expenses related to the closures of certain office leases were approximately \$11.5 million, and certain legal expenses were approximately \$7.0 million. Additionally, acquisition, integration, and other costs for the year ended December 31, 2021 included an adjustment of \$2.3 million to correct an immaterial out-of-period error. For the year ended December 31, 2020, net increases in the fair value of contingent consideration liabilities for recently acquired companies were \$4.9 million and certain legal expenses were approximately \$21.0 million. Additionally, acquisition, integration, and other costs for the year ended December 31, 2020 were partially offset by a one-time insurance policy benefit of \$1.6 million.
- (4) During the second quarter of 2023, the Company recorded an increase to its legal accrual for a wage and hour claim in connection with reaching an agreement to settle the matter in its entirety. During the third quarter of 2018, the Company recorded increases to its legal accruals established in connection with settlement agreements entered into during September and October 2018 in two class actions related to wage and hour claims, both of which were paid during 2019. Since the settlements are largely unrelated to the Company's operating performance, we excluded their impact in the calculation of adjusted EBITDA and adjusted net income.
- (5) **Adjusted EBITDA** represents net income plus interest expense (net of interest income) and other, income tax expense (benefit), depreciation and amortization, depreciation (included in cost of revenue), acquisition, integration, and other costs, restructuring expenses, certain legal expenses, and share-based compensation. Management believes that adjusted EBITDA provides an effective measure of the Company's results, as it excludes certain items that management believes are not indicative of the Company's operating performance. Adjusted EBITDA is not intended to represent cash flows for the period, nor has it been presented as an alternative to income from operations or net income as an indicator of operating performance. Although management believes that some of the items excluded from adjusted EBITDA are not indicative of the Company's operating performance, these items do impact the statement of comprehensive income, and management therefore utilizes adjusted EBITDA as an operating performance measure in conjunction with GAAP measures such as net income.
- (6) **Adjusted EBITDA margin** represents adjusted EBITDA divided by revenue.

# Reconciliation of Non-GAAP Items (Unaudited)

(7) **Segment operating income** represents net income plus interest expense (net of interest income) and other, income tax expense (benefit), depreciation and amortization, depreciation (included in cost of revenue), unallocated corporate overhead, acquisition, integration, and other costs, and share-based compensation.

(8) **Unallocated corporate overhead** (as presented in the tables above) consists of unallocated corporate overhead (as reflected in our quarterly and annual financial statements filed with the SEC) less acquisition, integration, and other costs and legal settlement accrual changes.

(9) As a result of a change in accounting principle on January 1, 2023 related to forfeitures of share-based awards, the Company recognized the cumulative effect of the change in share-based compensation expense during the year ended December 31, 2023. The cumulative effect of the change in accounting principle is immaterial to prior periods and, therefore, was recognized in the current period. Since the cumulative effect is unrelated to the Company's operating performance for the year ended December 31, 2023, we excluded its impact in the calculation of adjusted net income and adjusted diluted EPS.

(10) During the first quarter of 2018, the Company recorded a net tax benefit to adjust for an immaterial out-of-period error identified in that quarter related to the income tax treatment of fair value changes in the cash surrender value of its company owned life insurance for years ended December 31, 2015 through December 31, 2017. These fair value changes had not previously been included as a benefit in the tax provision of the related years.

(11) The Company records net tax expense (benefit) related to the income tax treatment of the fair value changes in the cash surrender value of its company owned life insurance. Since this change in fair value is unrelated to the Company's operating performance, we excluded the impact on adjusted net income.

(12) The consolidated effective tax rate is affected by the recording of excess tax benefits and tax deficiencies relating to equity awards vested and exercised during the period. As a result of the adoption of a new accounting pronouncement on January 1, 2017, the Company no longer records excess tax benefits and tax deficiencies to additional paid-in capital, but such excess tax benefits and tax deficiencies are now recognized in income tax expense. The magnitude of the impact of excess tax benefits and tax deficiencies generated in the future, which may be favorable or unfavorable, is dependent upon the Company's future grants of share-based compensation and the Company's future stock price on the date awards vest in relation to the fair value of the awards on the grant date. Since these excess tax benefits and tax deficiencies are largely unrelated to our income before taxes and are unrepresentative of our normal effective tax rate, we excluded their impact in the calculation of adjusted net income.

(13) The Company recorded a restructuring tax benefit during the year ended December 31, 2020, which was related to the acquisition of Stratus Video. Since this benefit is largely unrelated to our income before taxes and is unrepresentative of our normal effective tax rate, we excluded its impact in the calculation of adjusted net income.

(14) **Adjusted net income** represents GAAP net income excluding the impact of the (A) amortization of intangible assets, (B) acquisition, integration, and other costs, (C) certain legal expenses, (D) changes in fair value of equity investments and instruments, (E) deferred financing related costs, (F) tax effect, if any, of the foregoing adjustments, (G) excess tax benefits and tax deficiencies relating to equity awards vested and exercised since January 1, 2017, (H) net tax expense (benefit) related to the income tax treatment of fair value changes in the cash surrender value of its company owned life insurance, and (I) restructuring tax benefits. Management included this non-GAAP measure to provide investors and prospective investors with an alternative method for assessing the Company's operating results in a manner that is focused on its operating performance and to provide a more consistent basis for comparison between periods. However, investors and prospective investors should note that this non-GAAP measure involves judgment by management (in particular, judgment as to what is classified as a special item to be excluded in the calculation of adjusted net income).

Although management believes the items in the calculation of adjusted net income are not indicative of the Company's operating performance, these items do impact the statement of comprehensive income, and management therefore utilizes adjusted net income as an operating performance measure in conjunction with GAAP measures such as GAAP net income.

(15) **Free cash flow** represents cash flow from operations less capital expenditures.