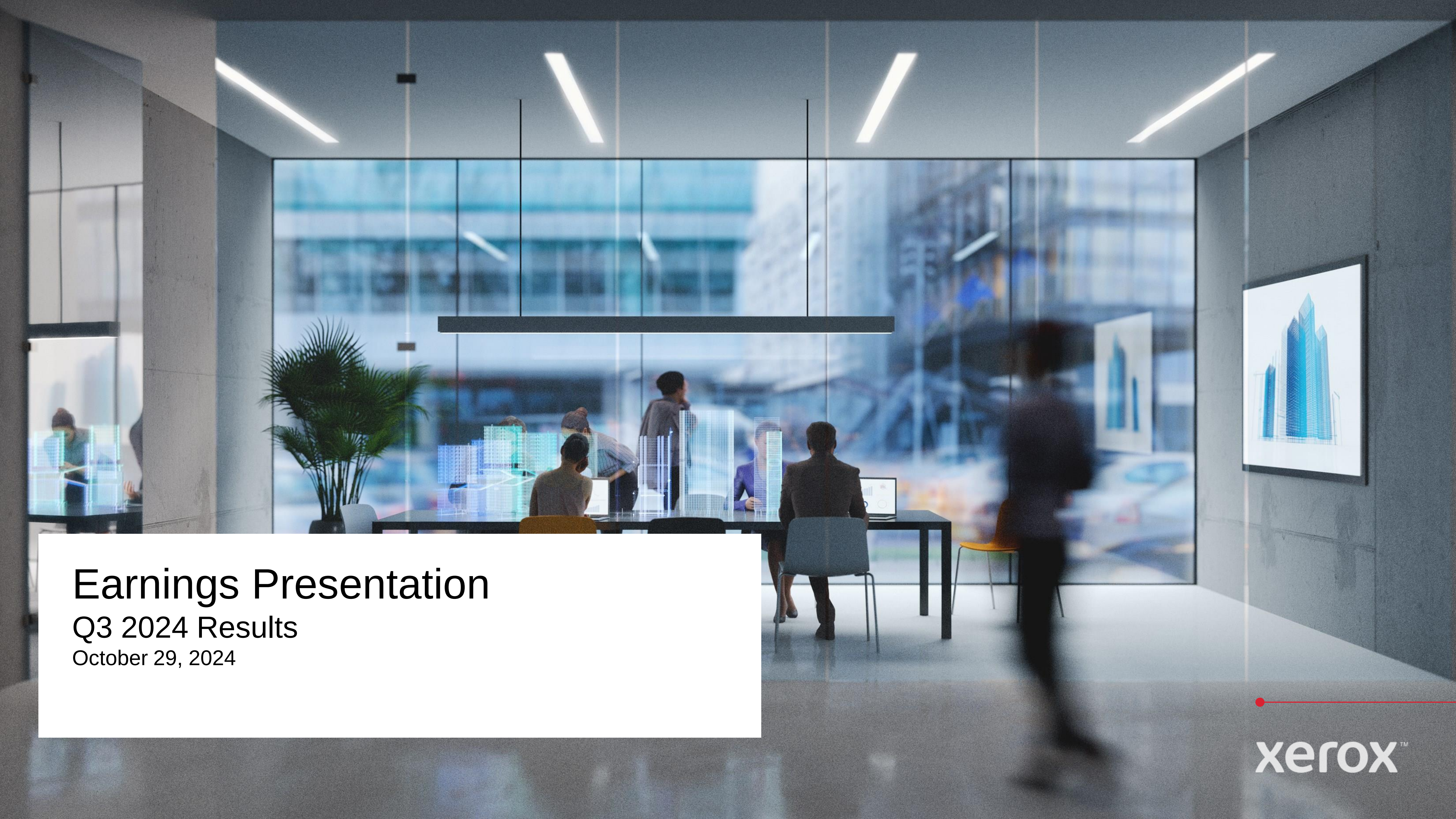

Earnings Presentation

Q3 2024 Results

October 29, 2024

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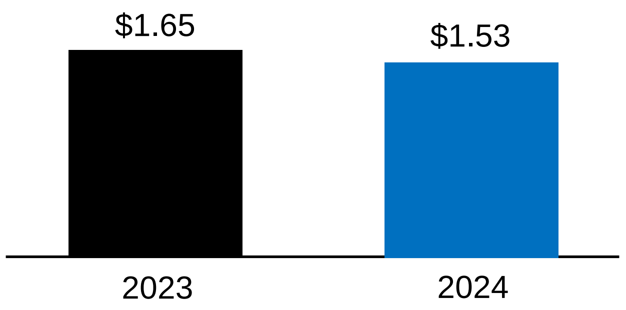
Forward-Looking Statements

This presentation and other written or oral statements made from time to time by management contain “forward looking statements” as defined in the Private Securities Litigation Reform Act of 1995. The words “anticipate”, “believe”, “estimate”, “expect”, “intend”, “will”, “should”, “targeting”, “projecting”, “driving” and similar expressions, as they relate to us, our performance and/or our technology, are intended to identify forward-looking statements. These statements reflect management’s current beliefs, assumptions and expectations and are subject to a number of factors that may cause actual results to differ materially. Such factors include but are not limited to: Global macroeconomic conditions, including inflation, slower growth or recession, delays or disruptions in the global supply chain, higher interest rates, and wars and other conflicts, including the current conflict between Russia and Ukraine; our ability to succeed in a competitive environment, including by developing new products and service offerings and preserving our existing products and market share as well as repositioning our business in the face of customer preference, technological, and other change, such as evolving return-to-office and hybrid working trends; failure of our customers, vendors, and logistics partners to perform their contractual obligations to us; our ability to attract, train, and retain key personnel; execution risks around our Reinvention; the risk of breaches of our security systems due to cyber, malware, or other intentional attacks that could expose us to liability, litigation, regulatory action or damage our reputation; our ability to obtain adequate pricing for our products and services and to maintain and improve our cost structure; changes in economic and political conditions, trade protection measures, licensing requirements, and tax laws in the United States and in the foreign countries in which we do business; the risk that multi-year contracts with governmental entities could be terminated prior to the end of the contract term and that civil or criminal penalties and administrative sanctions could be imposed on us if we fail to comply with the terms of such contracts and applicable law; interest rates, cost of borrowing, and access to credit markets; risks related to our indebtedness; the imposition of new or incremental trade protection measures such as tariffs and import or export restrictions; funding requirements associated with our employee pension and retiree health benefit plans; changes in foreign currency exchange rates; the risk that our operations and products may not comply with applicable worldwide regulatory requirements, particularly environmental regulations and directives and anti-corruption laws; the outcome of litigation and regulatory proceedings to which we may be a party; laws, regulations, international agreements and other initiatives to limit greenhouse gas emissions or relating to climate change, as well as the physical effects of climate change; and other factors as set forth from time to time in the Company’s Securities and Exchange Commission filings, including the Company’s Annual Report on Form 10-K for the year ended December 31, 2023. The Company intends these forward-looking statements to speak only as of the date of this presentation and does not undertake to update or revise them as more information becomes available, except as required by law.

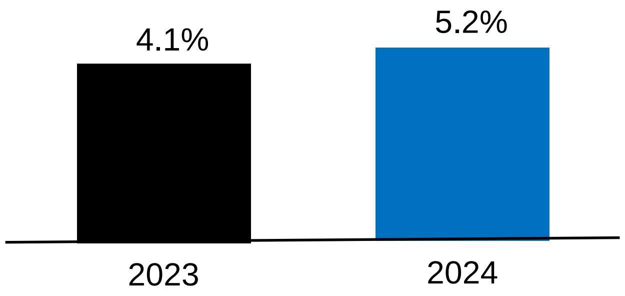
Q3 2024 Key Financial Measures

Revenue ($B)

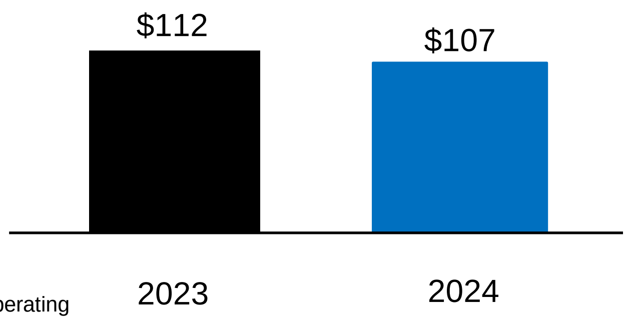


2024 % Change: (7.5)% @ AC, (7.3)% @ CC[1]

Adj[1] Operating Margin

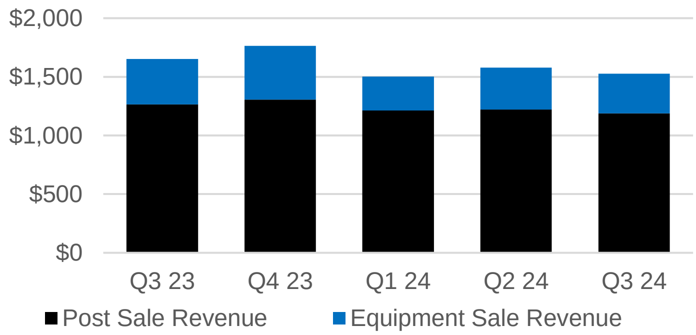


Free Cash Flow[1] ($M)

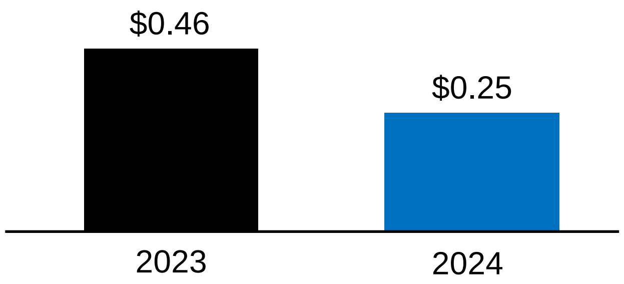


Operating Cash Flow $124 $116

Revenue Trend ($M)

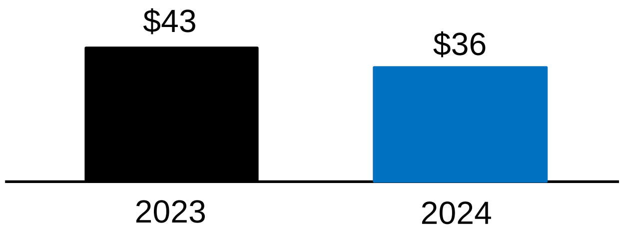


Adj[1] Earnings Per Share



GAAP Earnings (Loss) Per Share[2] $0.28 $(9.71)

Shareholder Returns ($M)



Dividends

[1] Adjusted measures, Free Cash Flow and Constant Currency (CC): see Non-GAAP Financial Measures. [2] Q3 2024 GAAP (Loss) per share includes an after-tax non-cash goodwill impairment charge of approximately $1.0 billion, or $8.16 per share and a tax expense charge of $161 million, or $1.29 per share, related to the establishment of a valuation allowance against certain deferred tax assets to reflect their realizability.

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Strategic Priorities

Strengthen Core Businesses

- Re-align products, services and distribution with the needs of economic buyers of today's hybrid workplace
- Improve sales efficiency and effectiveness by optimizing go-to-market coverage and streamlining functional sales support
- Drive incremental Print, Digital and IT services penetration with existing and prospective clients
- Pursue strategic market share gains by increasing Print client TAM, indirect channel reach and improving cost to serve

Structural Cost Improvements

- Leverage newly-formed Global Business Services (GBS) organization to drive enterprise-wide efficiencies and technology-enabled productivity gains
- Optimize global routes-to-market, leveraging partners over direct distribution where reach and regional profitability can be improved
- Narrow offerings to focus on products and services with greatest levels of competitive differentiation

Balanced Capital Allocation

- Optimize free cash flow[1] generation through working capital efficiencies and forward flow finance receivable funding program
- Maintain $1/share dividend and pay down existing debt obligations as they come due
- Invest in projects or acquisitions with high rates of return on invested capital

[1] Free Cash Flow: see Non-GAAP Financial Measures

Reinvention: Financial Algorithm

Savings Unlocks and Q3 Progress

Geographic Simplification

- Transitioned Hungary and Bulgaria's operations to indirect distribution models
- Signed agreement to sell EMEA paper business to Antalis

Offering Simplification

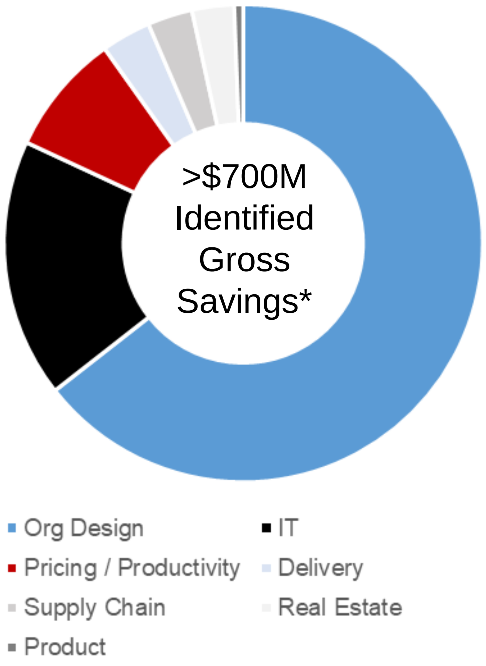
- New A4 300, A3 Altalink and Primelink printers consolidate configurations in office and light production categories
- Announced collaboration with Taktiful to offer an expanded set of capabilities supporting digital embellishments on Xerox Production Print products

Operating Model Simplification

- Restructured agreement with a key business process outsourcing partner to mutually incentivize expense reduction through continuous process engineering

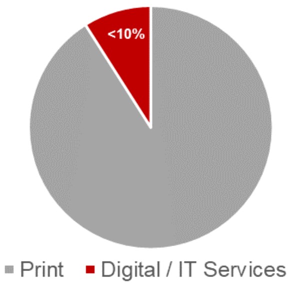
Geographic and offering simplification will result in short-term reductions in revenue and gross profit as actions are implemented. Gross profit reductions are expected to be more than offset by associated reductions in overhead expenses over time.

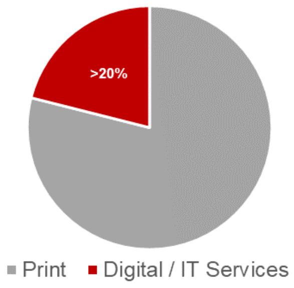
Estimated Gross Cost Savings



*Expected gross savings through 2026 identified as of Q3 2024, inclusive of more than $100 million of gross savings realized in 2023.

Estimated Revenue Mix Shift





Drivers of Digital & IT Services Revenue

- Organic and inorganic growth opportunities, targeting markets with high underlying rates of market growth and cross-sales opportunities with existing print clients
- Expected acquisition of ITsavvy increases mix of revenue from Digital and IT Services to nearly 15% on a pro forma LTM basis, improves underlying rate of IT Services growth and provides opportunities to expand penetration of IT Services among existing client base

Pending Acquisition of ITsavvy

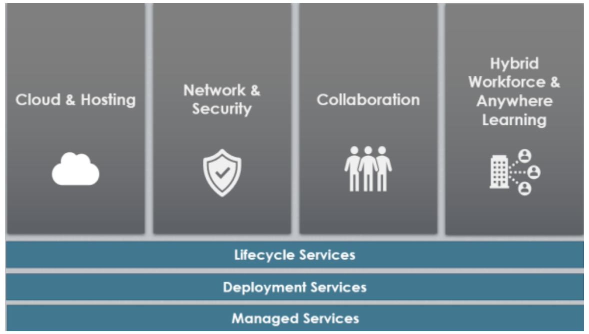
Transaction Overview

- Xerox recently announced the intended acquisition of ITsavvy, for total consideration of $400 million.
- ITsavvy is a Top 100[1] provider of integrated IT products and associated services, delivering business outcomes through a frictionless client experience.
- Transaction will be funded with $180 million of cash on hand and the issuance of Seller Notes, payable in 2025 and 2026.
- Acquisition is expected to be immediately accretive to adjusted[2] earnings per share and free cash flow[2].

ITsavvy Platform and Key Metrics

~$445m
LTM Revenue
(9 % growth y/y)

~$30m
LTM EBITDA



~500 Employees

120+ Sales Enablement

250+ Engineers

Strategic Rationale

- **Experienced Team, Proven Platform.** ITsavvy management team to lead Xerox IT Services, implement proven, integrated IT infrastructure services platform.
- **Enhanced IT Services Offering.** Expands Xerox's portfolio of IT infrastructure services and its addressable markets, extending market coverage to Enterprise and SLED clients.
- **Strong Synergy Potential**
  - Expect >$15 million of run rate cost synergies
  - Revenue synergies from incremental penetration of IT Services among Xerox's existing client base

Combined IT Services Scale

- 12,000 clients supported by 600 engineers and 350 sales enablement specialists
- ~1 million managed endpoints across 3 integration centers
- 250,000+ infrastructure devices supported on AIOps Platform

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[1] Per CRN, 2024 Solution Provider 500. [2] Adjusted measures and Free Cash Flow: see Non-GAAP Financial Measures

Frequently Asked Questions

Demand Update	**What drove equipment sales underperformance in Q3? What are your expectations for equipment sales in Q4 and 2025?** Equipment revenue fell short of expectations this quarter due to delays in the global launch of two new products and lower-than-expected improvements in sales force productivity. Tactical challenges associated with the timing of Hurricane Helene, which affected one of our top sales regions during the busiest installation week of the quarter, and an increase in competitive activity in certain markets also contributed to the shortfall. Product launch delays are expected to affect equipment sales again in Q4, but to a lesser extent than in Q3. We have analyzed the factors that contributed to the product launch delays and are confident those factors will be resolved as we recalibrate global launch plans. Further, we expect an increase in sales force productivity in Q4 from ongoing sales efficiency and effectiveness programs. In 2025, we expect to grow market share with new product launches, supported by improved global sales and marketing coordination, and improvements in sales force and channel productivity.
IT Services Acquisition	**How does the anticipated acquisition of ITsavvy fit into your Reinvention strategy? Will it contribute to results in 2024?** The acquisition of ITsavvy immediately improves Xerox's mix of revenue from businesses with higher underlying rates of growth - from less than 10% in 2023 to nearly 15% on a pro forma LTM basis. ITsavvy also expands Xerox's portfolio of IT Services offerings and our addressable target markets, creating additional opportunity to increase the penetration of IT Services among Xerox's existing client base. The acquisition is expected to close in the fourth quarter and be immediately accretive to adjusted[1] earnings per share and free cash flow[1] .
Guidance	**What factors drove the reduction in 2024 guidance?** We lowered revenue guidance from a decline of 5% to 6% in constant currency[1] to a decline of around 10% in constant currency[1]. Approximately 75 basis points of the reduction in revenue guidance reflects the incremental effects of intentional reductions in non-strategic revenue. The remainder of the reduction primarily reflects a delay in the global launch of two new products and lower-than-expected improvements in sales force productivity. The 150-basis point reduction in adjusted[1] operating margin guidance, to around 5.0%, reflects the effects of gross profit declines associated with the reduction in revenue guidance and, to a lesser extent, delays in the implementation of certain cost reduction initiatives to 2025. Free cash flow[1] guidance was reduced from at least $550 million to a range of $450 to $500 million, reflecting the after-tax effects of the reduction in adjusted[1] operating income guidance.
Reinvention Financial Targets	**How does the reduction in 2024 guidance affect your outlook for 2025 and longer-term Reinvention targets?** Due to lower-than-expected revenue in 2024, we no longer expect to grow adjusted[1] operating income $300 million above 2023 levels by 2026. However, we continue to expect growth in adjusted[1] operating income and a return to double-digit adjusted[1] operating income margin over the course of our Reinvention. In 2025, we expect growth in adjusted[1] operating income and margin, supported by a return to revenue growth and the benefits of additional gross cost savings associated with cost reduction actions implemented in 2024 or expected to be implemented in 2025.

[1] Adjusted measures, Free Cash Flow and Constant Currency (CC): see Non-GAAP Financial Measures.

Financial Results Summary

(in millions, except per share data)

P&L Measures	Q3 2024	B/(W) YOY	% Change YOY
Revenue	$ 1,528	$ (124)	(7.5)% AC (7.3)% CC[1]
Operating Income – Adjusted[1]	80	12	18%
Other Expenses, net – Adjusted[1]	33	(55)	NM
Net Income[2]	(1,205)	(1,254)	NM
Net Income – Adjusted[1]	34	(43)	(56)%
GAAP (Loss) per Share[2]	(9.71)	(9.99)	NM
Earnings per Share – Adjusted[1]	0.25	(0.21)	(46)%

P&L Ratios	Q3 2024	B/(W) YOY
Gross Margin	32.4%	0 bps
RD&E %	2.9%	20 bps
SAG %	24.2%	100 bps
Operating Margin – Adjusted[1]	5.2%	110 bps
Tax Rate – Adjusted[1]	27.7%	NM

[1] Adjusted Measures and Constant Currency (CC): see Non-GAAP Financial Measures. Q3 2024 adjusted tax rate increase primarily reflects non-recurring tax benefits associated with uncertain tax positions and the establishment of a valuation allowance against the current year deferred tax asset. [2] Q3 2024 GAAP (Loss) per share includes an after-tax non-cash goodwill impairment charge of approximately $1.0 billion, or $8.16 per share and a tax expense charge of $161 million, or $1.29 per share, related to the establishment of a valuation allowance against certain deferred tax assets to reflect their realizability.

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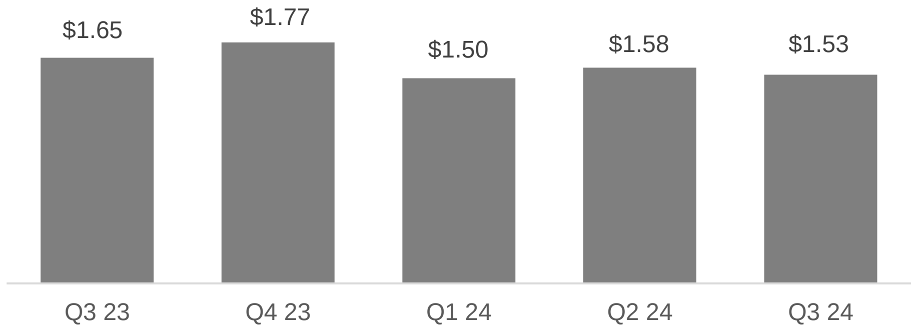
Revenue

(in millions)	Q3 2024	% Total	% Change YOY AC	% Change YOY CC[1]
Equipment	$339	22%	(12.2)%	(12.2)%
Post Sale	$1,189	78%	(6.1)%	(5.7)%
Total Revenue	$1,528	100%	(7.5)%	(7.3)%

Impacts to YOY change in Total Revenue:

Reductions in non-strategic revenue	~2%
Other Reinvention actions	~2%
Fluctuations in backlog	<1%

Quarterly Revenue Trend ($B)



Q3 Installs & CC[1] Equipment Revenue B/(W) YOY

	Color	B&W	Total Installs	CC[1] Equipment Revenue
Entry	(4)%	34%	24%	(4)%
Mid-Range	3%	(12)%	(2)%	(13)%
High-End	(22)%	29%	(18)%	(15)%
Total	**-**	**28%**	**17%**	**(12)%**

[1] Constant Currency (CC): see Non-GAAP Financial Measures

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Cash Flow

(in millions)	Q3 2024	Q3 2023
Pre-tax (Loss) Income	(1,087)	64
Non-Cash Add-Backs[1]	150	71
Non-Cash Goodwill Impairment, Net of Tax	1,015	-
Restructuring Payments	(11)	(9)
Pension Contributions	(56)	(43)
Working Capital, net[2]	7	27
Change in Finance Assets[3]	69	51
Other[4]	29	(37)
Cash provided by Operations	116	124
Cash (used in) provided by Investing	(7)	25
Cash used in Financing	(74)	(94)
Ending Cash, Cash Equivalents and Restricted Cash[5]	590	617
Free Cash Flow[6]	107	112

[1] Non-cash add-backs include depreciation & amortization (including equipment on operating lease), provisions, stock-based compensation, non-service retirement-related costs, restructuring and asset impairment charges and gain on sales of businesses and assets (as applicable). [2] Working Capital, net includes accounts receivable, accounts payable and inventory. [3] Includes equipment on operating leases (excluding its related depreciation) and finance receivables. [4] Includes other current and long-term assets and liabilities, accrued compensation, derivative assets and liabilities, other operating, net, distributions from net income of unconsolidated affiliates and taxes. [5] Includes restricted cash of $69 million in Q3 2024 and $85 million in Q3 2023.
[6] Free Cash Flow: see Non-GAAP Financial Measures.

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Segment Results

Revenue and Profit

(in millions)	Q3 2024 Print & Other	Q3 2024 XFS	Q3 2024 Intersegment Eliminations[1]	Q3 2024 Total Xerox
Total Revenue	$ 1,457	$ 88	$ (17)	$ 1,528
Segment Profit	**$ 67**	**$ 13**	**$ -**	**$ 80**
Segment Margin[2]	4.7%	14.8%		5.2%

	B/(W) YoY Print & Other	B/(W) YoY XFS	B/(W) YoY Total Xerox
Total Revenue	(7)%	(10)%	(8)%
Segment Profit	**5%**	**225%**	**18%**
Segment Margin (bps)[2]	60	1,070	110

Financing Assets and Debt

(in billions)	Q3 2024	Q2 2024
Equipment on Operating Leases	$ 0.25	$ 0.25
XFS Finance Receivables	$ 1.99	$ 2.06
Total Finance Assets	**$ 2.24**	**$ 2.31**
Financing Allocated Debt	**$ 1.96**	**$ 2.02**

Xerox Financial Services (XFS): Key Performance Indicators

- XFS finance receivables: ~$2.0 billion, ~3% lower Q/Q due primarily to the run-off of existing finance receivables and lower originations
- TTM originations sold to HPS: 42%
- TTM Net Loan Loss Rate: 1.3%

Note: [1] Reflects revenue, primarily commissions and other payments, made by the XFS segment to the Print and Other segment, for the lease of Xerox equipment placements. [2] Segment margin based on external revenue only.

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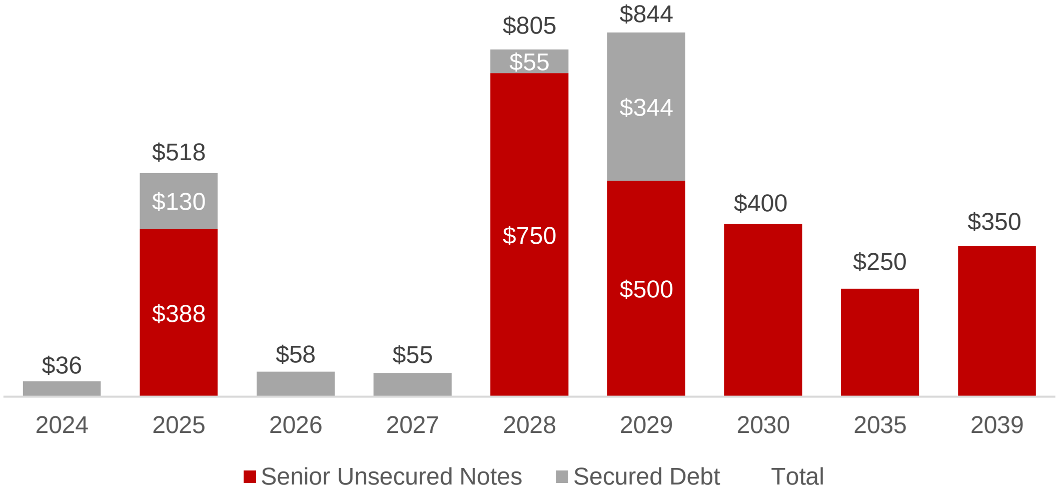
Capital Structure

Debt and Cash

(in billions)	Q3 2024	Q2 2024
Total Debt	($3.3)	($3.3)
Less: Financing Allocated Debt	$2.0	$2.0
Core Debt	($1.3)	($1.3)
Less: Cash[1]	$0.6	$0.6
Net Core Debt	($0.7)	($0.7)
Total Debt to TTM Adj.[2] EBITDA	6.0x	6.1x
Net Core Debt to TTM Adj.[2] EBITDA	1.3x	1.4x

Debt Maturity Ladder[3] ($M)



- Core debt of $1.3B with ending cash[1] of $0.6B.
- Remaining 2025 Senior Notes are the only unsecured maturity until 2028.

[1] Cash, cash equivalents and restricted cash. [2] Adjusted Measures: see Non-GAAP Financial Measures. [3] Total debt does not include the effect of deferred issuance costs, discounts and premiums which totaled $45 million as of September 30, 2024.

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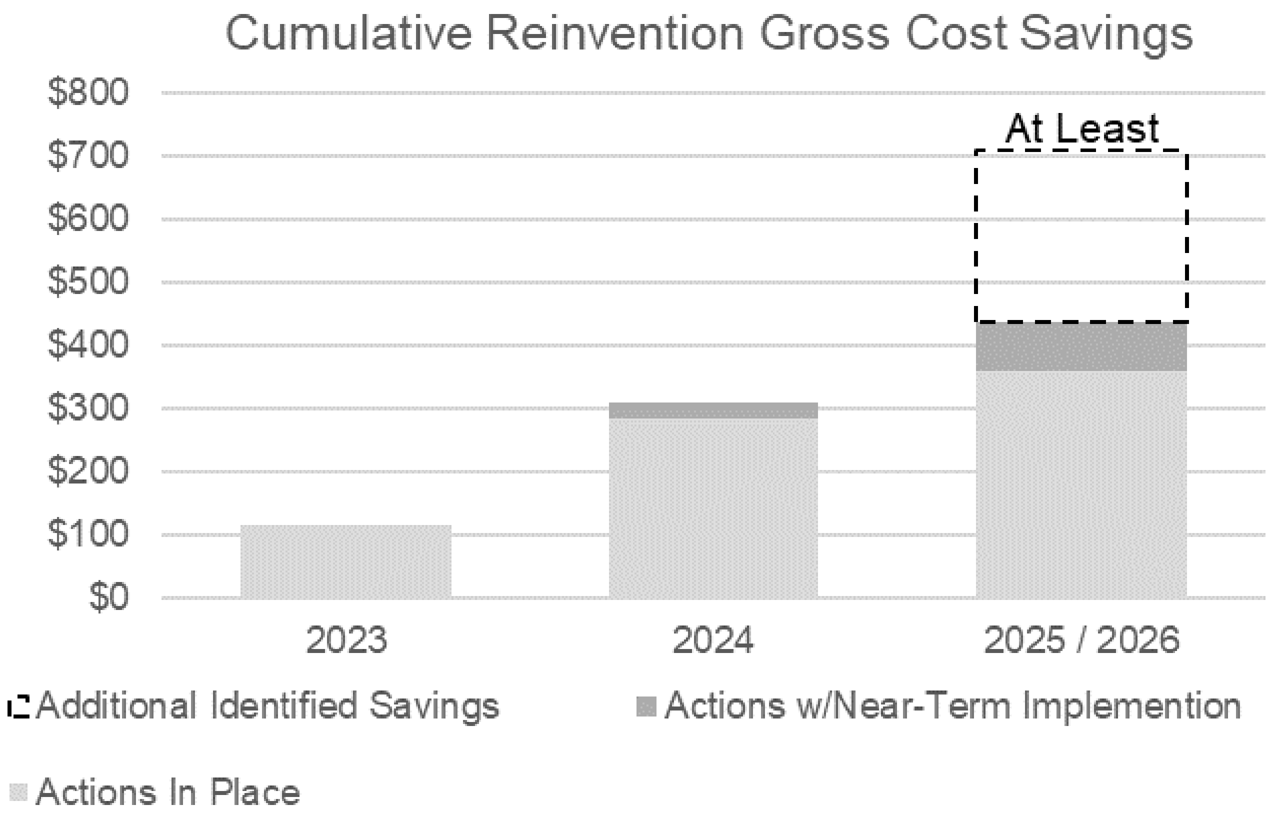
Reinvention: Gross Cost Savings

Estimated Reinvention Gross Cost Savings



Realized/Expected Gross Cost Savings by Year

2023

- More than $100 million in gross savings realized

2024

- Close to $200 million in incremental gross Reinvention savings

2025-2026

- Around $125 million of incremental gross Reinvention savings from actions taken or expected to be taken in the near-term
- More than $275 million of gross savings from actions identified and expected to be implemented in 2025 and 2026

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2024 Full-Year Guidance

Guidance

- **Revenue:** Decline of ~10% in constant currency[1]
- **Adjusted[1] Operating Margin:** ~5.0%
- **Free Cash Flow[1]:** $450 million to $500 million

2024 guidance excludes any impact from the pending acquisition of ITsavvy.

Revenue: The guided decline in full-year revenue is affected by the following: around 225 basis points of headwind from backlog fluctuations in the current and prior year, and 400 basis points from the reduction of certain non-strategic revenue, including lower sales of paper, low-margin IT endpoint device placements, financing income and ongoing Reinvention actions.

Adjusted[1] Operating Margin: Year-over-year decline reflects a reduction in revenue, partially offset by operating efficiencies enabled by Reinvention actions.

Free Cash Flow[1]: Reflects more than 100% conversion from adjusted operating income, driven by reductions in finance receivables.

[1] Adjusted measures, Free Cash Flow and Constant Currency (CC): see Non-GAAP Financial Measures.

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Appendix

Operating Trends

(in millions, except EPS)	2022 FY	2023 Q1	2023 Q2	2023 Q3	2023 Q4	2023 FY	2024 Q1	2024 Q2	2024 Q3
Total Revenue	**$7,107**	**$1,715**	**$1,754**	**$1,652**	**$1,765**	**$6,886**	**$1,502**	**$1,578**	**$1,528**
% Change	*1.0%*	*2.8%*	*0.4%*	*(5.7)%*	*(9.1)%*	*(3.1)%*	*(12.4)%*	*(10.0)%*	*(7.5)%*
CC[1] % Change	*4.8%*	*5.5%*	*0.5%*	*(7.4)%*	*(10.6)%*	*(3.3)%*	*(13.2)%*	*(9.6)%*	*(7.3)%*
Adj[1] Operating Margin	3.9%	6.9%	6.1%	4.1%	5.4%	5.6%	2.2%	5.4%	5.2%
GAAP (Loss) EPS[2]	($2.15)	$0.43	($0.41)	$0.28	($0.50)	($0.09)	($0.94)	$0.11	($9.71)
Adj[1] EPS	$1.12	$0.49	$0.44	$0.46	$0.43	$1.82	$0.06	$0.29	$0.25
Operating Cash Flow	$159	$78	$95	$124	$389	$686	($79)	$123	$116
Free Cash Flow[1]	$102	$70	$88	$112	$379	$649	($89)	$115	$107

[1] Adjusted measures, Free Cash Flow, and Constant Currency (CC): see Non-GAAP Financial Measures. [2] FY2022 GAAP (Loss) per share include an after-tax non-cash goodwill impairment charge of $395 million, or $2.54 per share. Both Q2 2023 and FY 2023 GAAP (Loss) per share include the after-tax PARC donation charge of $92 million, or $0.58 per share. Both Q4 2023 and FY 2023 GAAP (Loss) per share include an after-tax Restructuring and related costs, net charge of $78 million, or $0.62 per share, related to the previously announced workforce reduction. Q1 2024 GAAP (Loss) per share includes after-tax, Project Reinvention related charges of approximately $100 million, or $0.80 per share. Q3 2024 GAAP (Loss) per share includes an after-tax non-cash goodwill impairment charge of approximately $1.0 billion, or $8.16 per share and a tax expense charge of $161 million, or $1.29 per share, related to the establishment of a valuation allowance against certain deferred tax assets to reflect their realizability.

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Non-GAAP Financial Measures

We have reported our financial results in accordance with generally accepted accounting principles (GAAP). In addition, we have discussed our financial results using the non-GAAP measures described below. We believe these non-GAAP measures allow investors to better understand the trends in our business and to better understand and compare our results. Management regularly uses our supplemental non-GAAP financial measures internally to understand, manage and evaluate our business and make operating decisions. These non-GAAP measures are among the primary factors management uses in planning for and forecasting future periods. Compensation of our executives is based in part on the performance of our business based on these non-GAAP measures. Accordingly, we believe it is necessary to adjust several reported amounts, determined in accordance with GAAP, to exclude the effects of certain items as well as their related income tax effects.

However, these non-GAAP financial measures should be viewed in addition to, and not as a substitute for, the Company's reported results prepared in accordance with GAAP. Our non-GAAP financial measures are not meant to be considered in isolation or as a substitute for comparable GAAP measures and should be read only in conjunction with our Condensed Consolidated Financial Statements prepared in accordance with GAAP.

Reconciliations of these non-GAAP financial measures to the most directly comparable financial measures calculated and presented in accordance with GAAP are set forth below.

Adjusted Earnings Measures
• Adjusted Net Income and Earnings per share (Adjusted EPS)
• Adjusted Effective Tax Rate

The above measures were adjusted for the following items:

- Restructuring and related costs, net: Restructuring and related costs, net include restructuring and asset impairment charges as well as costs associated with our transformation programs beyond those normally included in restructuring and asset impairment charges. Restructuring consists of costs primarily related to severance and benefits paid to employees pursuant to formal restructuring and workforce reduction plans. Asset impairment includes costs incurred for those assets sold, abandoned or made obsolete as a result of our restructuring actions, exiting from a business or other strategic business changes. Additional costs for our transformation programs are primarily related to the implementation of strategic actions and initiatives and include third-party professional service costs as well as one-time incremental costs. All of these costs can vary significantly in terms of amount and frequency based on the nature of the actions as well as the changing needs of the business. Accordingly, due to that significant variability, we will exclude these charges since we do not believe they provide meaningful insight into our current or past operating performance nor do we believe they are reflective of our expected future operating expenses as such charges are expected to yield future benefits and savings with respect to our operational performance.

- Amortization of intangible assets: The amortization of intangible assets is driven by our acquisition activity which can vary in size, nature and timing as compared to other companies within our industry and from period to period. The use of intangible assets contributed to our revenues earned during the periods presented and will contribute to our future period revenues as well. Amortization of intangible assets will recur in future periods

- Non-service retirement-related costs: Our defined benefit pension and retiree health costs include several elements impacted by changes in plan assets and obligations that are primarily driven by changes in the debt and equity markets as well as those that are predominantly legacy in nature and related to employees who are no longer providing current service to the Company (e.g. retirees and ex-employees). These elements include (i) interest cost, (ii) expected return on plan assets, (iii) amortization of prior plan amendments, (iv) amortized actuarial gains/losses and (v) the impacts of any plan settlements/curtailments. Accordingly, we consider these elements of our periodic retirement plan costs to be outside the operational performance of the business or legacy costs and not necessarily indicative of current or future cash flow requirements. This approach is consistent with the classification of these costs as non-operating in Other expenses, net. Adjusted earnings will continue to include the service cost elements of our retirement costs, which is related to current employee service as well as the cost of our defined contribution plans.

- Transaction and related costs, net: Transaction and related costs, net are costs and expenses primarily associated with certain major or significant strategic M&A projects. These costs are primarily for third-party legal, accounting, consulting and other similar type professional services as well as potential legal settlements that may arise in connection with those M&A transactions. These costs are considered incremental to our normal operating charges and were incurred or are expected to be incurred solely as a result of the planned transactions. Accordingly, we are excluding these expenses from our Adjusted Earnings Measures in order to evaluate our performance on a comparable basis

- Discrete, unusual or infrequent items: We exclude these item(s), when applicable, given their discrete, unusual or infrequent nature and their impact on the comparability of our results for the period to prior periods and future expected trends.

  - Goodwill Impairment
  - PARC donation
  - Contract termination costs – product supply
  - Deferred tax asset valuation allowance

Non-GAAP Financial Measures

- Accelerated share vesting - in connection with the passing of Xerox Holdings Corporation's former CEO.
- Loss (gain) on early extinguishment of debt
- Tax Indemnification – Conduent
- Inventory-related impact - exit of certain Production Print manufacturing operations
- Divestitures

Adjusted Operating Income (Loss) and Margin
We calculate and utilize adjusted operating income (loss) and margin measures by adjusting our reported pre-tax income (loss) and margin amounts. In addition to the costs and expenses noted as adjustments for our adjusted earnings measures, adjusted operating income (loss) and margin also exclude the remaining amounts included in Other expenses, net, which are primarily non-financing interest expense and certain other non-operating costs and expenses. We exclude these amounts in order to evaluate our current and past operating performance and to better understand the expected future trends in our business.

Adjusted EBITDA
Earnings before interest, taxes, depreciation and amortization adjusted for additional items, when applicable, given their discrete, unusual or infrequent nature and their impact on comparability of our results for the period to prior periods and future expected trends.

Adjusted Other Expenses, net
Other expenses, net adjusted to exclude non-service retirement-related costs as well as additional items, when applicable, given their discrete, unusual or infrequent nature and their impact on comparability of our results for the period to prior periods and future expected trends.

Constant Currency (CC)
To better understand trends in our business, we believe that it is helpful to adjust revenue to exclude the impact of changes in the translation of foreign currencies into U.S. dollars. We refer to this adjusted revenue as "constant currency." This impact is calculated by translating current period activity in local currency using the comparable prior year period's currency translation rate. This impact is calculated for all countries where the functional currency is not the U.S. dollar. Management believes the constant currency measure provides investors an additional perspective on revenue trends. Currency impact can be determined as the difference between actual growth rates and constant currency growth rates.

Free Cash Flow
To better understand trends in our business, we believe that it is helpful to adjust operating cash flows by subtracting amounts related to capital expenditures. Management believes this measure gives investors an additional perspective on cash flow from operating activities in excess of amounts required for reinvestment. It provides a measure of our ability to fund acquisitions, dividends and share repurchase.

- Adjusted Net Income and EPS (Restructuring and related costs, net, Amortization of intangible assets, and other discrete, unusual or infrequent items);
- Adjusted Operating Income and Margin (Costs and expenses noted above as adjustments for our Adjusted Net Income and EPS measure, as well as amounts included in Other expenses, net, which are primarily non-financing interest expense and certain other non-operating costs and expenses, and other discrete, unusual or infrequent items);
- Adjusted EBITDA (Restructuring and related costs, net, Stock-based compensation, and other discrete, unusual or infrequent items);
- Free Cash Flow (Capital expenditures).

Adjusted Net (Loss) Income and EPS Reconciliation

(in millions, except per share amounts)	FY-22 Net (Loss) Income	FY-22 EPS	Q1-23 Net Income	Q1-23 EPS	Q2-23 Net (Loss) Income	Q2-23 EPS	Q3-23 Net Income	Q3-23 EPS	Q4-23 Net (Loss) Income	Q4-23 EPS	FY-23 Net Income	FY-23 EPS	Q1-24 Net (Loss) Income	Q1-24 EPS	Q2-24 Net Income	Q2-24 EPS	Q3-24 Net (Loss) Income	Q3-24 EPS
Reported [1]	$ (322)	$ (2.15)	$ 71	$ 0.43	$ (61)	$ (0.41)	$ 49	$ 0.28	$ (58)	$ (0.50)	$ 1	$ (0.09)	$ (113)	$ (0.94)	$ 18	$ 0.11	$ (1,205)	$ (9.71)
Goodwill impairment	412		-		-		-		-		-		-		-		1,058	
PARC donation	-		-		132		-		-		132		-		-		-	
Inventory-related impact - exit of certain Production Print manufacturing operations	-		-		-		-		-		-		36		8		-	
Restructuring and related costs, net	65		2		23		10		132		167		39		12		56	
Amortization of intangible assets	42		11		10		12		10		43		10		10		10	
Divestitures	-		-		-		-		-		-		54		(3)		-	
Non-service retirement-related costs	(12)		(1)		11		4		5		19		23		26		25	
Transaction and related costs, net	-		-		-		-		-		-		-		(23)		(15)	
Tax indemnification - Conduent	-		-		-		(7)		-		(7)		-		-		-	
Accelerated share vesting	21		-		-		-		-		-		-		-		-	
Loss (gain) on early extinguishment of debt	5		-		3		-		7		10		(3)		-		-	
Contract termination costs - product supply	33		-		-		-		-		-		-		-		-	
Goodwill impairment income tax [2]	-		-		-		-		-		-		-		-		(43)	
PARC donation income tax [2]	-		-		(40)		-		-		(40)		-		-		-	
Deferred tax asset valaution allowance	-		-		-		-		-		-		-		-		161	
Income tax on adjustments [2]	(55)		(1)		(6)		9		(40)		(38)		(35)		(7)		(13)	
Adjusted	$ 189	$ 1.12	$ 82	$ 0.49	$ 72	$ 0.44	$ 77	$ 0.46	$ 56	$ 0.43	$ 287	$ 1.82	$ 11	$ 0.06	$ 41	$ 0.29	$ 34	$ 0.25
Dividends on preferred stock used in adjusted EPS calculation [3]		$ 14		$ 4		$ 3		$ 4		$ 3		$ 14		$ 4		$ 3		$ 4
Weighted average shares for adjusted EPS [3]		157		158		158		159		125		151		125		126		126

[1] Net (Loss) Income and EPS. Third quarter 2024 Net (Loss) and EPS include an after-tax non-cash goodwill impairment charge of approximately $1.0 billion (approximately $1.1 billion pre-tax), or $8.16 per share. In addition, third quarter 2024 includes a tax expense charge of $161 million, or $1.29 per share, related to the establishment of a valuation allowance against certain deferred tax assets to reflect their realizability. This adjustment was excluded due to its unique nature and significant impact which is not considered part of our core operations.

[2] Refer to Adjusted Effective Tax Rate Reconciliation.

[3] For those periods that include the preferred stock dividend the average shares for the calculations of diluted EPS exclude 7 million shares associated with our Series A convertible preferred stock, as applicable.

Adjusted Effective Tax Rate Reconciliation

(in millions)	Q3-24 Pre-Tax (Loss) Income	Q3-24 Income Tax Expense	Q3-24 Effective Tax Rate	Q3-23 Pre-Tax Income	Q3-23 Income Tax Expense	Q3-23 Effective Tax Rate
Reported [1]	$ (1,087)	$ 118	(10.9%)	$ 64	$ 15	23.4%
Goodwill impairment	1,058	43		-	-	
Deferred tax asset valuation allowance [2]	-	(161)		-	-	
Other non-GAAP adjustments [3]	76	13		19	(9)	
Adjusted [4]	$ 47	$ 13	27.7%	$ 83	$ 6	7.2%

[1] *Pre-Tax (Loss) Income and Income Tax expense. Third quarter 2024 Pre-Tax (Loss) includes a non-cash goodwill impairment charge of approximately $1.1 billion (approximately $1.0 billion after-tax).*

[2] *Tax expense charge related to the establishment of a valuation allowance against certain deferred tax assets to reflect their realizability.*

[3] *Refer to Adjusted Net Income and EPS reconciliations for details.*

[4] *The tax impact on the Adjusted Pre-Tax Income is calculated under the same accounting principles applied to the As Reported Pre-Tax Income (Loss) under ASC 740, which employs an annual effective tax rate method to the results.*

Adjusted Operating Income and Margin Reconciliation

	FY-22			Q1-23			Q2-23			Q3-23			Q4-23			FY-23		
(in millions)	(Loss) Profit	Revenue	Margin	Profit	Revenue	Margin	(Loss) Profit	Revenue	Margin	Profit	Revenue	Margin	(Loss) Profit	Revenue	Margin	Profit	Revenue	Margin
Reported [1]	$ (322)	$7,107		$ 71	$1,715		$ (61)	$1,754		$ 49	$1,652		$ (58)	$1,765		$ 1	$6,886	
Income tax (benefit) expense	(3)			14			(28)			15			(30)			(29)		
Pre-tax (loss) income	$ (325)	$7,107	(4.6%)	$ 85	$1,715	5.0%	$ (89)	$1,754	(5.1%)	$ 64	$1,652	3.9%	$ (88)	$1,765	(5.0%)	$ (28)	$6,886	(0.4%)
Adjustments:																		
Goodwill impairment	412			-			-			-			-			-		
PARC donation	-			-			132			-			-			132		
Restructuring and related costs, net	65			2			23			10			132			167		
Amortization of intangible assets	42			11			10			12			10			43		
Accelerated Share Vesting	21			-			-			-			-			-		
Other expenses, net	60			20			31			(18)			42			75		
Adjusted	$ 275	$7,107	3.9%	$ 118	$1,715	6.9%	$ 107	$1,754	6.1%	$ 68	$1,652	4.1%	$ 96	$1,765	5.4%	$ 389	$6,886	5.6%

[1] *Net (Loss) Income.*

Adjusted Operating Income and Margin Reconciliation (continued)

(in millions)	Q1-24 (Loss) Profit	Q1-24 Revenue	Q1-24 Margin	Q2-24 Profit	Q2-24 Revenue	Q2-24 Margin	Q3-24 (Loss) Profit	Q3-24 Revenue	Q3-24 Margin
Reported [1]	$ (113)	$1,502		$ 18	$1,578		$ (1,205)	$1,528	
Income tax (benefit) expense	(37)			7			118		
Pre-tax (loss) income	$ (150)	$1,502	(10.0%)	$ 25	$1,578	1.6%	$ (1,087)	$1,528	(71.1%)
Adjustments:									
Goodwill impairment	-			-			1,058		
Inventory-related impact - exit of certain Production Print manufacturing operations	36			8			-		
Restructuring and related costs, net	39			12			56		
Amortization of intangible assets	10			10			10		
Divestitures	54			(3)			-		
Other expenses, net	44			33			43		
Adjusted	$ 33	$1,502	2.2%	$ 85	$1,578	5.4%	$ 80	$1,528	5.2%

[1] *Net (Loss) Income. Third quarter 2024 Net (Loss) includes an after-tax non-cash goodwill impairment charge of approximately $1.0 billion (approximately $1.1 billion pre-tax), or $8.16 per share. In addition, third quarter 2024 includes a tax expense charge of $161 million, or $1.29 per share, related to the establishment of a valuation allowance against certain deferred tax assets to reflect their realizability. This adjustment was excluded due to its unique nature and significant impact which is not considered part of our core operations.*

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Adjusted EBITDA and Margin Reconciliation

(in millions)	FY-22 (Loss) Profit	FY-22 Revenue	FY-22 Margin	Q1-23 Profit	Q1-23 Revenue	Q1-23 Margin	Q2-23 (Loss) Profit	Q2-23 Revenue	Q2-23 Margin	Q3-23 Profit	Q3-23 Revenue	Q3-23 Margin	Q4-23 (Loss) Profit	Q4-23 Revenue	Q4-23 Margin	FY-23 Profit	FY-23 Revenue	FY-23 Margin
Reported (1)	$ (322)	$ 7,107		$ 71	$ 1,715		$ (61)	$ 1,754		$ 49	$ 1,652		$ (58)	$ 1,765		$ 1	$ 6,886	
Adjustments:																		
Other expenses, net (2)	60			20			31			(18)			42			75		
Income tax (benefit) expense	(3)			14			(28)			15			(30)			(29)		
Depreciation and amortization (3)	270			64			62			63			62			251		
Goodwill impairment	412			-			-			-			-			-		
EBITDA (4) (6)	$ 417	$ 7,107	5.9%	$ 169	$ 1,715	9.9%	$ 4	$ 1,754	0.2%	$ 109	$ 1,652	6.6%	$ 16	$ 1,765	0.9%	$ 298	$ 6,886	4.3%
Adjustments:																		
Stock-based compensation	75			14			14			12			14			54		
Restructuring and related costs, net (5)	65			2			23			10			132			167		
PARC donation	-			-			132			-			-			132		
Divestitures	-			-			-			-			-			-		
Adjusted EBITDA (6)	$ 557	$ 7,107	7.8%	$ 185	$ 1,715	10.8%	$ 173	$ 1,754	9.9%	$ 131	$ 1,652	7.9%	$ 162	$ 1,765	9.2%	$ 651	$ 6,886	9.5%

(1) *Net (Loss) Income*

(2) *Other expenses, net, primarily includes non-financing interest expense and certain other non-operating costs, expenses, gains and losses.*

(3) *Excludes amortization of customer contract costs*

(4) *EBITDA includes Financing Revenues and Cost of financing, for all periods presented as these amounts are associated with our XFS segment.*

(5) *Restructuring and related costs, net include restructuring and asset impairment charges as well as costs associated with our transformation programs beyond those normally included in restructuring and asset impairment charges.*

(6) *EBITDA & Adj. EBITDA included above are internal measures used by Management to assess performance. The amounts and related calculation are different than consolidated EBITDA determined as part of our Credit Facility financial maintenance covenants.*

Adjusted EBITDA and Margin Reconciliation (continued)

(in millions)	Q1-24 (Loss) Profit	Q1-24 Revenue	Q1-24 Margin	Q2-24 Profit	Q2-24 Revenue	Q2-24 Margin	Q3-24 (Loss) Profit	Q3-24 Revenue	Q3-24 Margin
Reported [1]	$ (113)	$ 1,502		$ 18	$ 1,578		$(1,205)	$ 1,578	
Adjustments:									
Other expenses, net [2]	44			33			43		
Income tax (benefit) expense	(37)			7			118		
Depreciation and amortization [3]	59			59			59		
Goodwill impairment	-			-			1,058		
EBITDA [4] [6]	$ (47)	$ 1,502	(3.1)%	$ 117	$ 1,578	7.4%	$ 73	$ 1,578	4.6%
Adjustments:									
Stock-based compensation	12			17			9		
Restructuring and related costs, net [5]	39			12			56		
Inventory-related impact - exit of certain Production Print manufacturing operations	36			8			-		
Divestitures	54			(3)			-		
Adjusted EBITDA [6]	$ 94	$ 1,502	6.3%	$ 151	$ 1,578	9.6%	$ 138	$ 1,578	8.7%

[1] *Net (Loss) Income. Third quarter 2024 Net (Loss) includes an after-tax non-cash goodwill impairment charge of approximately $1.0 billion (approximately $1.1 billion pre-tax), or $8.16 per share. In addition, third quarter 2024 includes a tax expense charge of $161 million, or $1.29 per share, related to the establishment of a valuation allowance against certain deferred tax assets to reflect their realizability. This adjustment was excluded due to its unique nature and significant impact which is not considered part of our core operations.*

[2] *Other expenses, net, primarily includes non-financing interest expense and certain other non-operating costs, expenses, gains and losses.*

[3] *Excludes amortization of customer contract costs*

[4] *EBITDA includes Financing Revenues and Cost of financing, for all periods presented as these amounts are associated with our XFS segment.*

[5] *Restructuring and related costs, net include restructuring and asset impairment charges as well as costs associated with our transformation programs beyond those normally included in restructuring and asset impairment charges.*

[6] *EBITDA & Adj. EBITDA included above are internal measures used by Management to assess performance. The amounts and related calculation are different than consolidated EBITDA determined as part of our Credit Facility financial maintenance covenants.*

Free Cash Flow Reconciliation

(in millions)	FY-22	Q1-23	Q2-23	Q3-23	Q4-23	FY-23	Q1-24	Q2-24	Q3-24
Reported[1]	$159	$78	$95	$124	$389	$686	($79)	$123	$116
Less: capital expenditures	57	8	7	12	10	37	10	8	9
Free Cash Flow	$102	$70	$88	$112	$379	$649	($89)	$115	$107
Add: one-time contract termination charge - product supply	41	-	-	-	-	-	-	-	-
Free Cash Flow - Adjusted	$143	$70	$88	$112	$379	$649	($89)	$115	$107

(1) *Net cash provided by (used in) operating activities.*

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Other Expenses, net Reconciliation

(in millions)	Q3-24	Q3-23
Reported	$ 43	$ (18)
Less: Non-service retirement-related costs	25	4
Less: Transaction and related costs, net	(15)	-
Adjusted	$ 33	$ (22)

Adjusted Operating Income and Margin – Guidance

FY 2024

(in millions)	Profit	Revenue (CC) [2, 3]	Margin
Estimated [1]	~($1,170)	~$6,200	~(19.0)%
Adjustments:			
Goodwill impairment	1,058		
Restructuring and related costs, net	110		
Amortization of intangible assets	40		
Other expenses, net	272		
Adjusted [4]	~$310	~$6,200	~5.0%

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(1) Pre-tax loss and revenue.

(2) Full-year revenue is estimated to decline around 10% Y/Y in constant currency.

(3) See "Constant Currency" in the Non-GAAP Financial Measures section for a description of constant currency.

(4) Adjusted pre-tax income reflects the adjusted operating margin guidance of around 5.0%.

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Free Cash Flow – Guidance

(in millions)	FY 2024
Operating Cash Flow[(1)]	$490-540
Less: capital expenditures	40
Free Cash Flow	$450-500

(1)Net cash provided by operating activities.

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