

---

---

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

---

**FORM 8-K**

---

**CURRENT REPORT**  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934

**Date of report (Date of earliest event reported): August 6, 2020**

---

**SHIFT4 PAYMENTS, INC.**  
(Exact name of registrant as specified in its charter)

---

**Delaware**  
(State or other jurisdiction  
of incorporation or organization)

**001-39313**  
(Commission  
File Number)

**84-3676340**  
(I.R.S. Employer  
Identification No.)

**2202 N. Irving St.**  
**Allentown, Pennsylvania 18109**  
(Address of principal executive offices) (Zip Code)

**(888) 276-2108**  
(Registrant's telephone number, include area code)

**N/A**  
(Former Name or Former Address, if Changed Since Last Report)

---

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

**Securities registered pursuant to Section 12(b) of the Act:**

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Class A Common Stock \$0.0001 par value per share	FOUR	The New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

---

---

---

**Item 2.02. Results of Operations and Financial Condition.**

On August 6, 2020, Shift4 Payments, Inc. announced its financial results for the quarter ended June 30, 2020. The full text of the press release issued in connection with the announcement is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information contained in Item 2.02 of this Form 8-K (including Exhibit 99.1 attached hereto) shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly provided by specific reference in such a filing.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

The following exhibit shall be deemed to be furnished, and not filed:

<u>Exhibit No.</u>	<u>Description</u>
99.1	<a href="#">Press Release issued on August 6, 2020</a>

---

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SHIFT4 PAYMENTS, INC.

Date: August 6, 2020

By: /s/ Jordan Frankel  
Jordan Frankel  
General Counsel and Secretary

**FOUR Reports Second Quarter 2020 Results**

August 6, 2020

ALLENTOWN, Pa – (BUSINESS WIRE) Shift4 Payments, Inc. (NYSE: FOUR “the Company”), a leading provider of integrated payment processing solutions, today announced its second quarter 2020 results. ‘We are incredibly proud to report our results for the second quarter 2020, during which we became a publicly traded company’ said Jared Isaacman, founder and chief executive officer. ‘The rebound in end-to-end payment volumes experienced through the quarter highlights the resiliency of our merchant base and the ability of our software partners to act on Shift4’s compelling value proposition and continue to win share.’

Gross revenue for the second quarter of 2020 decreased 21% to \$141.8 million from \$180.5 million in the prior year period, primarily driven by the impact of the COVID-19 pandemic on our end-to-end payment volumes and gateway transactions. Net loss was \$75.0 million or a loss of \$0.03 per share (basic and diluted) for our Class A and Class C common stock.

End-to-end payment volume was \$4.2 billion for the second quarter of 2020, which resulted in gross revenue less network fees of \$67.4 million. This compares with \$5.5 billion and \$75.3 million for the prior year period; a decrease of 23% and 10% respectively. Adjusted net loss was \$14.4 million for the second quarter of 2020 compared to a loss of \$4.4 million for the prior year period. Adjusted EBITDA was \$14.8 million, down 38% from \$24.0 during the prior year period.

A detailed investor presentation can be found at [investors.shift4.com](https://investors.shift4.com)

---

**Quarterly Investor Call Details:**

Management will also host a conference call today (August 6, 2020) at 8:30 am ET to discuss its second quarter 2020 financial results.

To register for this conference call, please use the link:

<http://www.directeventreg.com/registration/event/8394105>.

After registering, a confirmation will be sent through email, including dial-in details and unique conference call codes for entry. Registration is open through the live call, but to ensure you are connected for the full call we suggest registering at least 10 minutes before the start of the call. The conference call will also be webcast live through the Company's website at <https://investors.shift4.com/overview/default.aspx>.

**About Shift4 Payments, Inc.**

Shift4 Payments, Inc. is a leading provider of integrated payment processing and technology solutions, delivering a complete ecosystem of solutions that extend beyond payments to include a wide range of value-added services. The Company's technologies help power over 350 software providers in numerous industries, including hospitality, retail, F&B, e-commerce, lodging, gaming, and many more. With over 7,000 sales partners, the Company securely processed more than 3.5 billion transactions annually for over 200,000 businesses in 2019. For additional information, visit [shift4.com](http://shift4.com).

**Investor Relations:**

Sloan Bohlen  
610.596.4475 / [investors@shift4.com](mailto:investors@shift4.com)

**Media contact:**

James McCusker  
[jmccusker@soleburytrout.com](mailto:jmccusker@soleburytrout.com)

---

## Safe Harbor Statement and Forward Looking Information

This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. All statements contained in this presentation that do not relate to matters of historical fact should be considered forward-looking statements, including statements regarding Shift4 Payment, Inc.'s ("our", the "Company" or Shift4") anticipated financial performance, including our financial outlook for the third and fourth quarters of 2020 and the full year 2020. These statements are neither promises nor guarantees, but involve known and unknown risks, uncertainties and other important factors that may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements, including, but not limited to, the following: the effect of the COVID-19 global pandemic on our business and results of operations; our ability to differentiate ourselves from our competitors and compete effectively; our ability to anticipate and respond to changing industry trends and merchant and consumer needs; our ability to continue making acquisitions of businesses or assets; our ability to continue to expand our market share or expand into new markets; our reliance on third-party vendors to provide products and services; our ability to integrate our services and products with operating systems, devices, software and web browsers; our ability to maintain merchant and software partner relationships and strategic partnerships; the effects of global economic, political and other conditions on consumer, business and government spending; our compliance with governmental regulation and other legal obligations, particularly related to privacy, data protection and information security, and consumer protection laws; our ability to establish, maintain and enforce effective risk management policies and procedures; our ability to protect our systems and data from continually evolving cybersecurity risks, security breaches and other technological risks; potential harm caused by software defects, computer viruses and development delays; the effect of degradation of the quality of the products and services we offer; potential harm caused by increased customer attrition; potential harm caused by fraud by merchants or others; potential harm caused by damage to our reputation or brands; our ability to recruit, retain and develop qualified personnel; our reliance on a single or limited number of suppliers; the effects of seasonality and volatility on our operating results; the effect of various legal proceedings; our ability to raise additional capital to fund our operations; our ability to protect, enforce and defend our intellectual property rights; our ability to establish and maintain effective internal control over financial reporting and disclosure controls and procedures; our compliance with laws, regulations and enforcement activities that affect our industry; our dependence on distributions from Shift4 Payments, LLC to pay our taxes and expenses, including payments under the Tax Receivable Agreement; and the significant influence Rook and Searchlight will continue to have over us after this offering, including control over decisions that require the approval of stockholders. These and other important factors are discussed under the caption "Risk Factors" in our final prospectus filed with the SEC on July 8, 2020 pursuant to Rule 424(b)(4) and our other filings with the SEC could cause actual results to differ materially from those indicated by the forward-looking statements made in this presentation. Any such forward-looking statements represent management's estimates as of the date of this presentation. While we may elect to update such forward-looking statements at some point in the future, we disclaim any obligation to do so, even if subsequent events cause our views to change.

---

## Non-GAAP Financial Measures and Key Performance Indicators

We use supplemental measures of our performance which are derived from our consolidated financial information but which are not presented in our consolidated financial statements prepared in accordance with generally accepted accounting principles, or GAAP. These non-GAAP financial measures include: gross revenue less network fees, which includes interchange and assessment fees; adjusted net loss; earnings before interest expense, income taxes, depreciation, and amortization, or EBITDA; and adjusted EBITDA. Gross revenue less network fees represents a key performance metric that management uses to measure changes in the mix and value derived from our customer base as we continue to execute our strategy to expand our reach to serve larger, complex merchants. Adjusted net loss represents net loss adjusted for certain non-cash and other non-recurring items that management believes are not indicative of ongoing operations, such as, acquisition, restructuring and integration costs, equity-based compensation expense, management fees and other non-recurring items. Adjusted EBITDA is the primary financial performance measure used by management to evaluate its business and monitor results of operations. Adjusted EBITDA represents EBITDA further adjusted for certain non-cash and other non-recurring items that management believes are not indicative of ongoing operations. These adjustments include acquisition, restructuring and integration costs, equity-based compensation expense, management fees and other nonrecurring items.

We use non-GAAP financial measures to supplement financial information presented on a GAAP basis. We believe that excluding certain items from our GAAP results allows management to better understand our consolidated financial performance from period to period and better project our future consolidated financial performance as forecasts are developed at a level of detail different from that used to prepare GAAP-based financial measures. Moreover, we believe these non-GAAP financial measures provide our stakeholders with useful information to help them evaluate our operating results by facilitating an enhanced understanding of our operating performance and enabling them to make more meaningful period to period comparisons. There are limitations to the use of the non-GAAP financial measures presented in this presentation. Our non-GAAP financial measures may not be comparable to similarly titled measures of other companies. Other companies, including companies in our industry, may calculate non-GAAP financial measures differently than we do, limiting the usefulness of those measures for comparative purposes.

The non-GAAP financial measures are not meant to be considered as indicators of performance in isolation from or as a substitute for net income (loss) prepared in accordance with GAAP, and should be read only in conjunction with financial information presented on a GAAP basis. Reconciliations of EBITDA and adjusted EBITDA, gross revenue less network fees, and adjusted net loss to its most directly comparable GAAP financial measure are presented at the end of this presentation. We encourage you to review the reconciliations in conjunction with the presentation of the non-GAAP financial measures for each of the periods presented. In future fiscal periods, we may exclude such items and may incur income and expenses similar to these excluded items.

In addition, we present end-to-end payment volume, a key performance indicator, which is defined as the total dollar amount of card payments that we authorize and settle on behalf of our merchants. This volume does not include volume processed through our gateway-only merchants.

---





# Earnings Presentation

AUGUST 6, 2020

---

## Q2 2020 Earnings and Business Highlights

### INDUSTRY BACKDROP

- Q2 industry restaurant & hospitality payments volumes down an estimated 60-90% year-over-year (YoY)

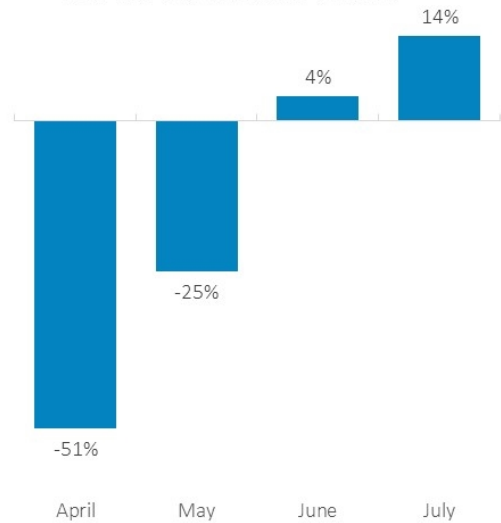
### SHIFT4 Q2 RESULTS

- **End-to-end payments volume (YoY):** \$4.2 billion (down 23% YoY)
- **Gross Profit:** \$32.3 million (down 26% YoY)
- **Gross Revenue Less Network Fees:** \$67.4 million (down 10% YoY)
- **Net Loss:** \$(75.0) million compared to \$(8.2) million in prior year
- **Adjusted Net Loss:** \$(14.4) million compared to \$(4.4) million in prior year
- **Adjusted EBITDA:** \$14.8 million (down 38% YoY)

### SHIFT4 GROWTH DRIVERS

- End-to-End volume recovery was supported by both new wins and a reliable base of gateway conversions. Gateway conversions specifically represented 17% of End-to-End payment volume during Q2.

### YEAR OVER YEAR CHANGE IN END-TO-END PAYMENTS VOLUME





## Investor Overview

---

# The payments ecosystem is complicated, expensive and often antiquated



Interoperability is a challenge for merchants of any size



*(Not a Shift4 merchant)*



# Our family of integrated solutions

## DOMAIN EXPERTISE

Decades of experience supporting complex payment environments across restaurants, hotels, retail, and more.

30+ Years of Operating History



Food & Beverage



Hospitality



Specialty Retail



E-Commerce

## SOFTWARE

Integrated to hundreds of software suites in dozens of industries.

Each of these is complemented by Shift4 innovations designed to enhance the value proposition of their brands.

350+ Software Integrations



+ hundreds more

## HARDWARE

Proprietary POS and mobile hardware as well as support for hundreds of third-party devices, such as PAX, Ingenico and Verifone.

Dozens of Integrated Solutions



## SECURITY & PAYMENTS

Capable of supporting all major payment types and entry methods, including contactless and QR codes.

All with PCI Validated Point-to-Point Encryption and advanced Tokenization.

All Major Payment Methods



## BUSINESS INTELLIGENCE & INTEROPERABILITY

- Enterprise Reporting
- Analytics & BI
- Customer Engagement Platform
- Online Reputation Management
- Integrations to 'must-have' third party tools

Third Party Marketplace



We are trusted by many

200,000+

Shift4 merchants (YE 2019)

*processing*

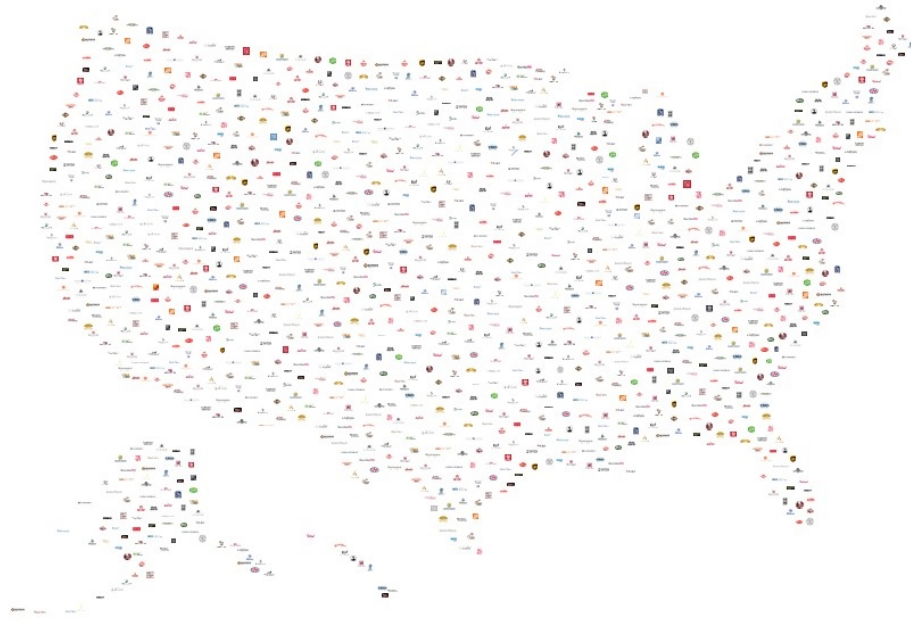
3.5B

transactions annually

*worth more than*

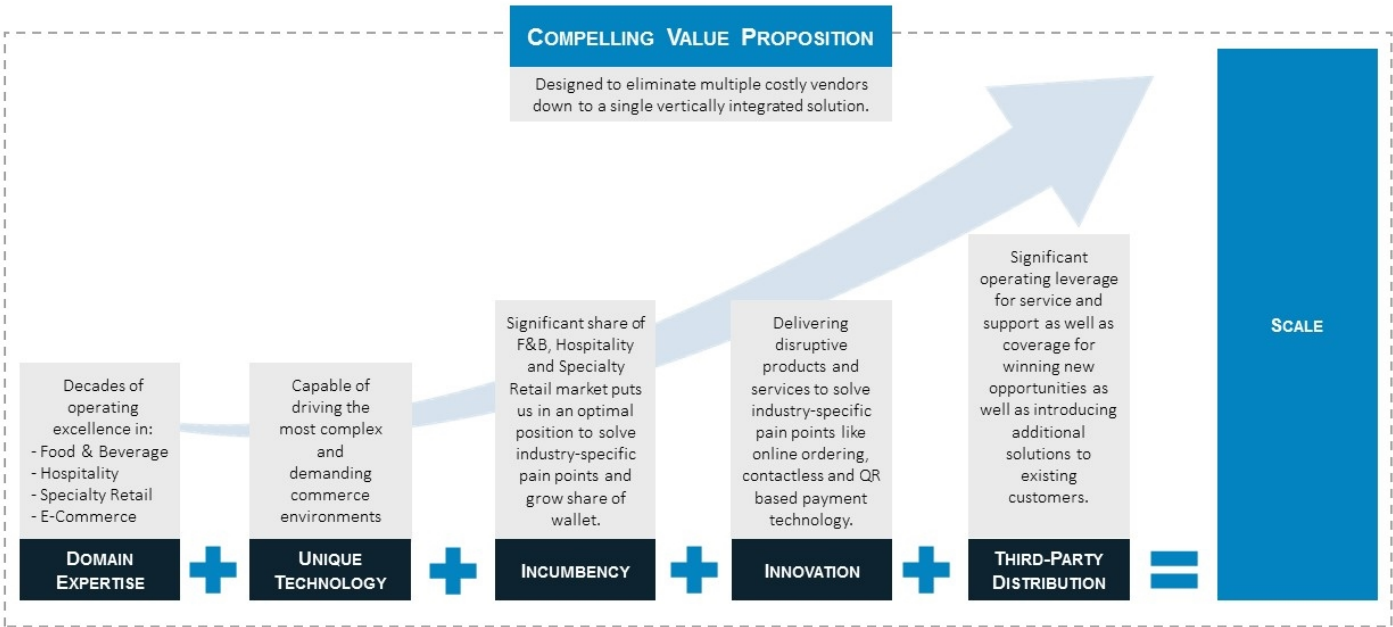
\$200B

in payment volume





# Why we win



## Recent customer wins

### NEW MERCHANT WIN: RAIDERS STADIUM – LAS VEGAS, NV

- Official Integrated Payments Company of the Las Vegas Raiders
- Shift4 will power payments across dozens of revenue centers, including: Ticketing, F+B, Concessions, Retail, Suites and Parking
- Software Partners include Oracle, VenueNext and Ticketmaster



### GATEWAY CONVERSION: CASINO/RESORT – SIOUX CITY, IO

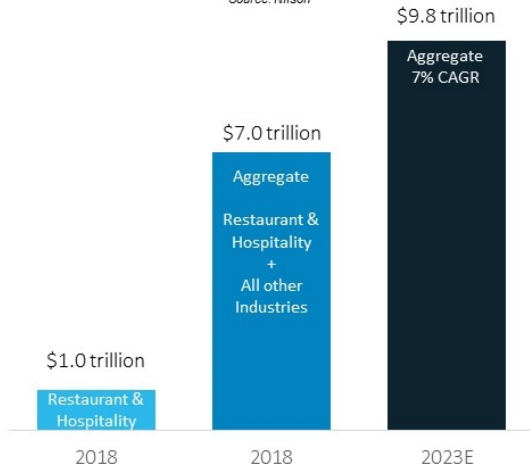
- 14 Revenue Centers using Oracle Opera and MICROS POS
- Merchant did not accept EMV cards due to the costs associated with hardware upgrades
- Merchant saved \$17,000 in upfront costs and \$8,500 in annual gateway fees



# Total Addressable Market & Embedded Gateway Conversion Opportunity

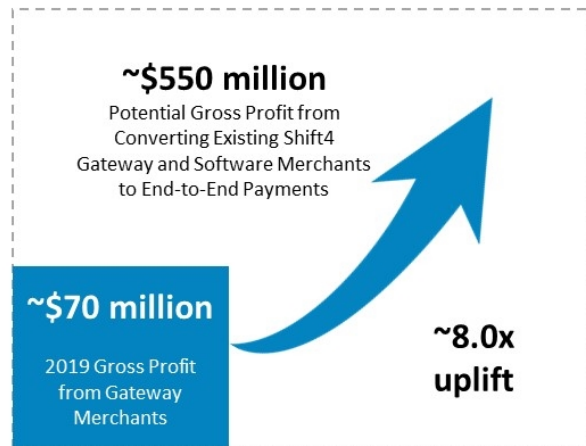
## US ELECTRONIC PAYMENTS

Source: Nilson



We operate in a large and growing market with strong secular tailwinds.

## EMBEDDED GATEWAY CONVERSION POTENTIAL



Potential for \$185 billion of our gateway payment volume to be converted to our End-to-End model.



## Pebble Beach Resorts relies on Shift4's technology to provide merchant payment gateway services throughout its properties.



- Spanish Bay Suite (Room Service)
- Governor's Suite (Room Service)
- Presidential Suite (Room Service)
- Roy's at Pebble Beach
- Péppoli at Spanish Bay
- Tuscan Room
- Traps Lounge
- Main Ballroom (Events, F&B)
- Board Room (Events, F&B)
- St. Andrews West (Events, F&B)
- St. Andrews East (Events, F&B)
- Troom (Events, F&B)
- Turnberry (Events, F&B)
- Murifield (Events, F&B)
- Carnoustie (Events, F&B)
- STICKS



- Retail Shops
- Tuscan Room
- Main Ballroom (Events, Retail)
- Board Room (Events, Retail)
- St. Andrews West (Events, Retail)
- St. Andrews East (Events, Retail)
- Troom (Events, Retail)
- Turnberry (Events, Retail)
- Murifield (Events, Retail)
- Carnoustie (Events, Retail)
- The Links at Spanish Bay Pro Shop
- Fitness Center
- Spanish Bay Club Reception
- Aerobics Studio



- Lobby Front Desk

Shift4's payment gateway platform serves as the unifying technology for the multitude of software suites that operate across the entire Pebble Beach Resorts organization, resulting in any credit card payment entering Pebble Beach's ecosystem being secured by Shift4's technology.

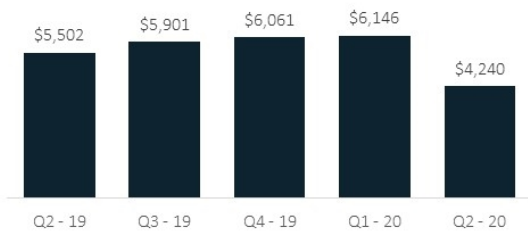


## Financial Summary

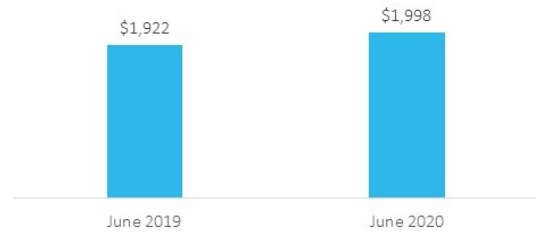
---

# Driving Strong Performance

**END-TO-END VOLUME (\$MILLION)**



**END-TO-END VOLUME (\$MILLION)**



**GROSS REVENUE LESS NETWORK FEES (\$MILLION)**



**ADJUSTED EBITDA (\$MILLION)**



## Q3 2020 and Q4 2020 Outlook

END-TO-END VOLUME	GROSS REVENUES LESS NETWORK FEES <sup>(A)</sup>	ADJUSTED EBITDA <sup>(B)</sup>
We expect Q3 End-to-End volumes to range between:  \$6.2 billion and \$6.5 billion	Driving Q3 Gross Revenues Less Network Fees between:  \$74 million and \$78 million	Resulting in Adjusted EBITDA between:  \$20 million and \$23 million
We expect Q4 End-to-End volumes to range between:  \$6.5 billion and \$6.9 billion	Driving Q4 Gross Revenues Less Network Fees between:  \$75 million and \$79 million	Resulting in Adjusted EBITDA between:  \$20 million and \$23 million

(A) Gross profit is estimated to be approximately 55% of Gross Revenue Less Network Fees for Q3 and Q4 2020. Cost of sales is estimated to be approximately 45% of Gross Revenue Less Network Fees for Q3 and Q4 2020.

(B) Estimated adjustments from net loss to adjusted EBITDA for Q3 and Q4 2020 include depreciation and amortization expense of approximately \$17 million per quarter, interest expense of approximately \$7 million per quarter, and \$5-\$7 million of estimated equity-based compensation expense per quarter.

## Second Quarter 2020 - Balance Sheets

	June 30, 2020	December 31, 2019
<b>Assets</b>		
Current assets		
Cash	\$ 244.0	\$ 3.7
Accounts receivable, net of allowance for doubtful accounts of \$5.3 in 2020 (2019 - \$2.5)	68.6	78.6
Contract assets, net of allowance for doubtful accounts of \$- in 2020 (2019 - \$2.9)	-	6.8
Inventory	8.4	8.5
Prepaid expenses and other current assets	11.0	8.8
Total current assets	<u>332.0</u>	<u>106.4</u>
Noncurrent assets		
Goodwill	422.0	421.3
Other intangible assets, net	192.2	213.2
Capitalized acquisition costs, net	29.3	26.4
Equipment under lease	23.3	-
Property, plant and equipment, net	14.2	15.4
Contract assets, net of allowance for doubtful accounts of \$- in 2020 (2019 - \$1.7)	-	3.9
Deferred tax assets	-	-
Other noncurrent assets	1.3	1.4
Total noncurrent assets	<u>682.3</u>	<u>681.6</u>
Total assets	<u>\$ 1,014.3</u>	<u>\$ 788.0</u>
<b>Liabilities and Members' Deficit/Stockholders' Equity</b>		
Current liabilities		
Current portion of debt	\$ 2.6	\$ 5.3
Accounts payable	64.8	58.1
Accrued expenses and other current liabilities	24.4	60.9
Deferred revenue	8.2	5.6
Total current liabilities	<u>100.0</u>	<u>129.9</u>
Noncurrent liabilities		
Long-term debt	437.4	635.1
Deferred tax liability	3.7	4.1
Other noncurrent liabilities	2.6	4.8
Total noncurrent liabilities	<u>443.7</u>	<u>644.0</u>
Total liabilities	<u>\$ 543.7</u>	<u>\$ 773.9</u>



## Second Quarter 2020 - Balance Sheets (continued)

	June 30, 2020	December 31, 2019
Commitments and contingencies		
Redeemable preferred units, \$100,000 par value; 430 shares authorized, issued and outstanding at December 31, 2019	-	43.0
Members' deficit - Shift4 Payments, LLC		
Class A Common units, \$0 par value; 100,000 shares authorized, issued and outstanding at December 31, 2019	-	-
Class B Common units, \$323 par value; 1,010 shares authorized, issued and outstanding at December 31, 2019	-	0.3
Members' equity	-	149.2
Stockholders' equity - Shift4 Payments, Inc.		
Preferred stock, \$0.0001 par value, 20,000,000 shares authorized at June 30, 2020, none issued and outstanding	-	-
Class A common stock, \$0.0001 par value per share, 300,000,000 shares authorized, 18,693,653 shares issued and outstanding at June 30, 2020	-	-
Class B common stock, \$0.0001 par value per share, 100,000,000 shares authorized, 39,204,989 shares issued and outstanding at June 30, 2020	-	-
Class C common stock, \$0.0001 par value per share, 100,000,000 shares authorized, 20,139,163 shares issued and outstanding at June 30, 2020	-	-
Additional paid-in capital	517.7	-
Retained deficit	(257.6)	(178.4)
Total members' deficit/stockholders' equity attributable to Shift4 Payments, Inc.	<u>260.1</u>	<u>(28.9)</u>
Noncontrolling interests	210.5	-
Total members deficit/stockholders' equity	<u>470.6</u>	<u>(28.9)</u>
Total liabilities and members' deficit/stockholders' equity	<u>\$ 1,014.3</u>	<u>\$ 788.0</u>

## Second Quarter 2020 – Income Statements

	Three months ended June 30,		Six months ended June 30,	
	2020	2019	2020	2019
Gross revenue	\$ 141.8	\$ 180.5	\$ 341.2	\$ 335.5
Cost of sales	109.5	136.9	264.4	253.3
Gross profit	32.3	43.6	76.8	82.2
General and administrative expenses	89.2	26.1	111.5	52.6
Depreciation and amortization expense	10.4	9.8	20.9	19.6
Professional fees	1.2	2.0	2.9	3.8
Advertising and marketing expenses	0.8	1.4	2.1	2.8
Restructuring expenses	0.1	0.1	0.3	0.3
Other operating (income) expense, net	(12.4)	-	(12.4)	-
Total operating expenses	89.3	39.4	125.3	79.1
(Loss) income from operations	(57.0)	4.2	(48.5)	3.1
Loss on extinguishment of debt	(7.1)	-	(7.1)	-
Other income, net	0.2	0.7	0.1	0.9
Interest expense	(11.7)	(12.7)	(25.0)	(25.2)
Loss before income taxes	(75.6)	(7.8)	(80.5)	(21.2)
Income tax benefit (provision)	0.6	(0.4)	0.3	(0.5)
Net loss	(75.0)	(8.2)	(80.2)	(21.7)
Net loss attributable to noncontrolling interests	(1.0)	-	(1.0)	-
Net loss attributable to Shift4 Payments, Inc.	\$ (74.0)	\$ (8.2)	\$ (79.2)	\$ (21.7)
Basic and diluted earnings per share:				
Class A earnings per share	\$ (0.03)	\$ (0.03)	\$ (0.03)	\$ (0.03)
Weighted average common shares outstanding	19,002,563	19,002,563	19,002,563	19,002,563
Class C earnings per share	\$ (0.03)	\$ (0.03)	\$ (0.03)	\$ (0.03)
Weighted average common shares outstanding	20,139,163	20,139,163	20,139,163	20,139,163

## Second Quarter 2020 – Reconciliation to Non-GAAP Financial Metrics

### Reconciliation of Net Loss to Adjusted EBITDA

(in millions/unaudited)

	Q2 2019	Q3 2019	Q4 2019	Q1 2020	Q2 2020
Net loss	\$ (8.2)	\$ (22.6)	\$ (13.8)	\$ (5.2)	\$ (75.0)
Interest expense	12.7	12.9	13.4	13.3	11.7
Income tax (benefit) provision	0.4	0.5	0.5	0.3	(0.6)
Depreciation and amortization expense	15.3	16.1	16.9	17.7	18.1
EBITDA	20.2	6.9	17.0	26.1	(45.8)
Acquisition, restructuring and integration costs	4.2	16.6	0.8	(9.8)	12.9
Equity-based compensation	-	-	-	-	50.0
Impact of lease modifications	-	-	-	-	(12.4)
Management fees	0.5	0.5	0.5	0.5	0.3
Other nonrecurring items	(0.9)	0.5	2.4	0.7	9.8
Adjusted EBITDA	\$ 24.0	\$ 24.5	\$ 20.7	\$ 17.5	\$ 14.8

### Reconciliation of Gross Profit to Gross Revenue Less Network Fees

(in millions/unaudited)

	Q2 2019	Q3 2019	Q4 2019	Q1 2020	Q2 2020
Gross profit	\$ 43.6	\$ 46.6	\$ 50.2	\$ 44.5	\$ 32.3
Add back: Other costs of sales	31.7	33.1	34.0	34.6	35.1
Gross revenue less network fees	\$ 75.3	\$ 79.7	\$ 84.2	\$ 79.1	\$ 67.4

## Second Quarter 2020 – Reconciliation to Non-GAAP Financial Metrics

### Reconciliation of Net Loss to Adjusted Net Loss

(in millions/unaudited)

	Q2 2019	Q3 2019	Q4 2019	Q1 2020	Q2 2020
Net loss	\$ (8.2)	\$ (22.6)	\$ (13.8)	\$ (5.2)	\$ (75.0)
Acquisition, restructuring and integration costs, net of tax	4.2	16.6	0.3	(9.8)	12.9
Equity-based compensation	-	-	-	-	50.0
Impact of lease modifications	-	-	-	-	(12.4)
Management fees	0.5	0.5	0.5	0.5	0.3
Other nonrecurring items	(0.9)	0.5	2.4	0.7	9.8
Adjusted Net Loss	\$ (4.4)	\$ (5.0)	\$ (10.6)	\$ (13.8)	\$ (14.4)

