Review queue — defect and unverified cells (captured run)

Built entirely from the run's own artifacts (each document's tables.json and flags.json): no re-extraction, no attribution. 30 tables carry defect or unverified cells; each section shows the table as printed, the extraction output with the flagged cells highlighted, and the inspector's evidence. The 96 supplied-label cells (confirmed conventions, review tier) are listed in the flags files but not rendered here — this document is the defect/unverified queue.

67609452-p22-t2: Three Months Ended December 31,

As printed (page 22)

The table below reconciles pre-special income tax expense and the pre-special effective tax rate to their most comparable US GAAP figures.

	Three Months Ended December 31, 2022			Three Months Ended December 31, 2021		
	GAAP Results	Special Items	Adjusted Results	GAAP Results	Special Items	Adjusted Results
(Loss) income from continuing operations before income taxes	$ (77.4)	$ 104.3	$ 26.9	$ 27.4	$ 20.5	$ 47.9
Income tax benefit (expense) - GAAP	60.8		60.8	(17.1)		(17.1)
Income tax impact of special items (Attachment 3)		(26.8)	(26.8)		(4.1)	(4.1)
Tax adjustments (Attachment 3)		(39.2)	(39.2)		7.5	7.5
Income tax benefit (expense)	$ 60.8	$ (66.0)	$ (5.2)	$ (17.1)	$ 3.4	$ (13.7)
Effective Tax Rate[1]	78.5%		19.6%	62.4%		28.6%

[1] *Rates may not recalculate from figures presented herein due to rounding*

Extraction output (red = defect, gold = unverified)

	Three Months Ended December 31, 2022			Three Months Ended December 31, 2021		
	GAAP Results	Special Items	Adjusted Results	GAAP Results	Special Items	Adjusted Results
(Loss) income from continuing operations before income taxes	$ (77.4)	$ 104.3	$ 26.9	$ 27.4	$ 20.5	$ 47.9
Income tax benefit (expense) - GAAP	60.8		60.8	(17.1)		(17.1)
Income tax impact of special items (Attachment 3)		(26.8)	(26.8)		(4.1)	(4.1)
Tax adjustments (Attachment 3)		(39.2)	(39.2)		7.5	7.5
Income tax benefit (expense)	$ 60.8	$ (66.0)	$ (5.2)	$ (17.1)	$ 3.4	$ (13.7)
Effective Tax Rate(1)	78.5%		19.6%	62.4%		28.6%

Inspector evidence

- **(7,0) defect** 'Effective Tax Rate(1)': The image shows the text 'Effective Tax Rate(1)' printed at this position in the leftmost column of the table.

68609235-p124-t1: The composition of Revenue from services by payor for the years ended December 31, 2022, 2021 and 2020 is as follows:

As printed (page 124)

settled or are no longer subject to such audits, reviews, and investigations. As of December 31, 2022 and 2021, we have liabilities of approximately $1.8 million and $5.0 million within Accrued expenses and Other long-term liabilities related to reimbursements for payor overpayments.

The composition of Revenue from services by payor for the years ended December 31, 2022, 2021 and 2020 is as follows:

	For the years ended December 31,		
(In thousands)	2022	2021	2020
Healthcare insurers	$ 326,144	$ 520,244	$ 483,643
Government payors	97,191	222,242	90,288
Client payors	316,309	843,405	637,645
Patients	15,986	21,215	50,666
Total	$ 755,630	$ 1,607,106	$ 1,262,242

Revenue from products

We recognize revenue from product sales when a customer obtains control of promised goods or services. The amount of revenue that is

Extraction output (red = defect, gold = unverified)

Payor	For the years ended December 31, 2022	For the years ended December 31, 2021	For the years ended December 31, 2020
Healthcare insurers	$ 326,144	$ 520,244	$ 483,643
Government payors	97,191	222,242	90,288
Client payors	316,309	843,405	637,645
Patients	15,986	21,215	50,666
Total	$ 755,630	$ 1,607,106	$ 1,262,242

Inspector evidence

- **(0,0)** unverified 'Payor': The image shows no printed text in the header position at row 0, column 0 (the top-left cell); the table begins with row labels like 'Healthcare insurers' in the first data row.

68609235-p145-t1: Exhibit numbers and descriptions (10.8–10.20)

As printed (page 145)

10.8	Share Lending Agreement, dated February 4, 2019, by and between the OPKO Health, Inc. and Jefferies Capital Services, LLC, filed with the Company s Current Report on Form 8 K filed with the Securities and Exchange Commission on February 7, 2019, and incorporated herein by reference.
10.9	Amendment to Development and License Agreement between EirGen Pharma Ltd. and Vifor Fresenius Medical Care Renal Pharma Ltd., dated May 5, 2020, filed with the Company s Quarterly Report on Form 10 Q filed with the Securities and Exchange Commission on July 31, 2020 for the Company s three-month period ended June 30, 2020, and incorporated herein by reference.
10.10	Amended and Restated Development and Commercialization License Agreement by and between Pfizer Inc. and OPKO Ireland Ltd., dated May 12, 2020, filed with the Company s Quarterly Report on Form 10 Q filed with the Securities and Exchange Commission on July 31, 2020 for the Company s three-month period ended June 30, 2020, and incorporated herein by reference.
10.11	Form of Exchange Agreement, dated as of May 6, 2021, by and between OPKO Health Inc. and the applicable Noteholder, filed with the Company s Current Report on Form 8 K filed with the Securities and Exchange Commission on May 7, 2021, and incorporated herein by reference.
10.12	Asset Purchase Agreement, dated June 16, 2021, among EirGen Pharma Limited, Horizon Therapeutics Ireland DAC, and OPKO Health, Inc. (with respect to certain sections), filed with the Company s Quarterly Report on Form 10 Q filed with the Securities and Exchange Commission on July 29, 2021 for the Company s three-month period ended June 30, 2021, and incorporated herein by reference.
10.13	License Agreement by and among EirGen Pharma Limited and Nicoya Macua Limited, dated June 18, 2021, filed with the Company s Quarterly Report on Form 10 Q filed with the Securities and Exchange Commission on July 29, 2021 for the Company s three-month period ended June 30, 2021, and incorporated herein by reference.
10.14	Exclusive License Agreement, dated July 6, 2021, by and between OPKO Health, Inc. and CAMP4 Therapeutics Corporation, filed with the Company s Quarterly Report on Form 10 Q filed with the Securities and Exchange Commission on July 29, 2021 for the Company s three-month period ended June 30, 2021, and incorporated herein by reference.
10.15	Amended and Restated Credit Agreement, dated August 30, 2021, by and among by and among BioReference Laboratories, Inc., certain of its subsidiaries, and JPMorgan Chase Bank, N.A., filed with the Company s Current Report on Form 8 K filed with the Securities and Exchange Commission on September 3, 2021, and incorporated herein by reference.
10.16	Shareholder Agreement, dated January 14, 2022, by and between OPKO Health, Inc. and SEMA4 Holdings Corp., filed with the Company s Current Report on Form 8 K filed with the Securities and Exchange Commission on January 18, 2022, and incorporated herein by reference.
10.17	Lock-up and Voting Agreement, dated as of May 9, 2022, by and among the Company, Dr. Phillip Frost, Dr. Jane Hsiao and Frost Gamma Investments Trust.
10.18	Offer Letter, dated May 9, 2022, by and between the Company and Dr. Zerhouni.
10.19	Offer Letter, dated May 9. 2022, by and between the Company and Dr. Nabel.
10.20	Waiver Under and Amendment No. 1 to Amended and Restated Credit Agreement between BioReference Health, LLC, GeneDx, LLC, the other Subsidiary Borrowers party hereto, the other Loan Parties party hereto, the Lenders party hereto, and JPMorgan Chase Bank, N.A., as the administrative agent for the Lenders, dated April 29, 2022, filed with the Company s Current Report on Form 8 K filed with the Securities and Exchange Commission on May 4, 2022, and incorporated herein by reference.

Extraction output (red = defect, gold = unverified)

Exhibit	Description
10.8	Share Lending Agreement, dated February 4, 2019, by and between the OPKO Health, Inc. and Jefferies Capital Services, LLC, filed with the Company s Current Report on Form 8 K filed with the Securities and Exchange Commission on February 7, 2019, and incorporated herein by reference.
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10.18	Offer Letter, dated May 9, 2022, by and between the Company and Dr. Zerhouni.
10.19	Offer Letter, dated May 9. 2022, by and between the Company and Dr. Nabel.
10.20	Waiver Under and Amendment No. 1 to Amended and Restated Credit Agreement between BioReference Health, LLC, GeneDx, LLC, the other Subsidiary Borrowers party hereto, the other Loan Parties party hereto, the Lenders party hereto, and JPMorgan Chase Bank, N.A., as the administrative agent for the Lenders, dated April 29, 2022, filed with the Company s Current Report on Form 8 K filed with the Securities and Exchange Commission on May 4, 2022, and incorporated herein by reference.

Inspector evidence

- **(0,0)** **unverified** 'Exhibit': The image shows no printed header row; the table begins directly with exhibit numbers (10.8, 10.9, etc.) in the left column.

68609235-p147-t1: Exhibit number, description columns (10.21 through 101.PRE)

As printed (page 147)

10.21	Settlement Agreement between United States of America, acting through the United States Department of Justice and on behalf of the Office of Inspector General of the Department of Health and Human Services, and the Defense Health Agency, acting on behalf of the TRICARE Program, the Commonwealth of Massachusetts, acting through the Medicaid Fraud Division of the Office of Attorney General and on behalf of the Executive Office of Health and Human Services, limited to its role as the single state agency for Medicaid, the State of Connecticut, acting through the Attorney General of the State of Connecticut, BioReference Health, LLC and OPKO Health, Inc., and Jean Marie Crowley, effective July 14, 2022, filed with the Company s Current Report on Form 8 K filed with the Securities and Exchange Commission on July 15, 2022, and incorporated herein by reference.
10.22**	Form of Amended 5% Convertible Promissory Note dated February 10, 2023.
21	Subsidiaries of the Company.
23.1	Consent of Ernst & Young LLP.
31.1	Certification by Phillip Frost, Chief Executive Officer, pursuant to Rule 13a-14(a) and 15d-14(a) of the Securities and Exchange Act of 1934 as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 for the year ended December 31, 2022.
31.2	Certification by Adam Logal, Chief Financial Officer, pursuant to Rule 13a-14(a) and 15d-14(a) of the Securities and Exchange Act of 1934 as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 for the year ended December 31, 2022.
32.1	Certification by Phillip Frost, Chief Executive Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 for the year ended December 31, 2022.
32.2	Certification by Adam Logal, Chief Financial Officer, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 for the year ended December 31, 2022.
101.SCH	XBRL Taxonomy Extension Schema Document
101.CAL	XBRL Taxonomy Extension Calculation Linkbase Document
101.DEF	XBRL Taxonomy Extension Definition Linkbase Document
101.LAB	XBRL Taxonomy Extension Label Linkbase Document
101.PRE	XBRL Taxonomy Extension Presentation Linkbase Document

Extraction output (red = defect, gold = unverified)

Exhibit Number	Description
10.21	Settlement Agreement between United States of America, acting through the United States Department of Justice and on behalf of the Office of Inspector General of the Department of Health and Human Services, and the Defense Health Agency, acting on behalf of the TRICARE Program, the Commonwealth of Massachusetts, acting through the Medicaid Fraud Division of the Office of Attorney General and on behalf of the Executive Office of Health and Human Services, limited to its role as the single state agency for Medicaid, the State of Connecticut, acting through the Attorney General of the State of Connecticut, BioReference Health, LLC and OPKO Health, Inc., and Jean Marie Crowley, effective July 14, 2022, filed with the Company s Current Report on Form 8 K filed with the Securities and Exchange Commission on July 15, 2022, and incorporated herein by reference.
10.22**	Form of Amended 5% Convertible Promissory Note dated February 10, 2023.
21	Subsidiaries of the Company.
23.1	Consent of Ernst & Young LLP.
31.1	Certification by Phillip Frost, Chief Executive Officer, pursuant to Rule 13a-14(a) and 15d-14(a) of the Securities and Exchange Act of 1934 as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 for the year ended December 31, 2022.
31.2	Certification by Adam Logal, Chief Financial Officer, pursuant to Rule 13a-14(a) and 15d-14(a) of the Securities and Exchange Act of 1934 as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 for the year ended December 31, 2022.
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101.SCH	XBRL Taxonomy Extension Schema Document
101.CAL	XBRL Taxonomy Extension Calculation Linkbase Document
101.DEF	XBRL Taxonomy Extension Definition Linkbase Document
101.LAB	XBRL Taxonomy Extension Label Linkbase Document

101.PRE	XBRL Taxonomy Extension Presentation Linkbase Document

Inspector evidence

- **(0,0)** **unverified** 'Exhibit Number': The image shows no printed header text in the left column position; the page begins directly with exhibit numbers like '10.21' in the first data row.

68609235-p3-t1: TABLE OF CONTENTS

As printed (page 3)

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Extraction output (red = defect, gold = unverified)

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Inspector evidence

- **(0,0)** **defect** 'Item': The image shows no printed header row at the top of the table; the first visible line is 'Part I.' which is a data row, not a column header.

72149870-p9-t2: Operator Revenue Mix (1)

As printed (page 9)

provided by our operators for the indicated periods. We have not independently verified this information, and we are providing this data for informational purposes only.

Operator Revenue Mix (1)

	Medicaid	Medicare / Insurance	Private / Other
Three-months ended September 30, 2022	53.4 %	31.5 %	15.1 %
Three-months ended June 30, 2022	53.5 %	31.5 %	15.0 %
Three-months ended March 31, 2022	51.0 %	35.8 %	13.2 %
Three-months ended December 31, 2021	54.3 %	32.2 %	13.5 %
Three-months ended September 30, 2021	53.1 %	33.3 %	13.6 %

(1) Excludes all facilities considered non-core and does not include federal stimulus revenue. For non-core definition, see Fourth Quarter 2022 Financial Supplemental posted in the Quarterly Supplements section of Omega s website.

Extraction output (red = defect, gold = unverified)

Period	Medicaid	Medicare / Insurance	Private / Other
Three-months ended September 30, 2022	53.4 %	31.5 %	15.1 %
Three-months ended June 30, 2022	53.5 %	31.5 %	15.0 %
Three-months ended March 31, 2022	51.0 %	35.8 %	13.2 %
Three-months ended December 31, 2021	54.3 %	32.2 %	13.5 %
Three-months ended September 30, 2021	53.1 %	33.3 %	13.6 %

Inspector evidence

- **(0,0)** unverified 'Period': The image shows no printed text in the header position at the top-left of the table; the first column header is blank on the page.

73195465-p2-t1: TABLE OF CONTENTS

As printed (page 2)

FORM 10-Q
For the Three Months Ended March 31, 2023

TABLE OF CONTENTS

Extraction output (red = defect, gold = unverified)

Item	Description	Page Number
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Inspector evidence

- **(0,0)** **defect** 'Item': The image shows no printed header row; the table begins directly with 'PART I' as the first row, with item numbers in the leftmost column.

73195465-p22-t1: The components of other non-current liabilities were as follows:

As printed (page 22)

The components of other non-current liabilities were as follows:

in millions)	March 31, 2023	December 31, 2022
'ax receivable agreement	$ 199.0	$ 202.9
)perating lease liability	82.6	84.2
)efined benefit pension plan liability	75.1	72.3
)erivatives	74.5	63.8
Jncertain tax positions	17.8	17.7
\sset retirement obligations	6.3	6.2
)ther post-employment benefit plan liability	1.7	1.7
\ccrued share-based compensation	0.7	5.2
)ther non-current liabilities	10.7	14.1
	$ 468.4	$ 468.1

Extraction output (red = defect, gold = unverified)

in millions	March 31, 2023	December 31, 2022
Tax receivable agreement	$ 199.0	$ 202.9
Operating lease liability	82.6	84.2
Defined benefit pension plan liability	75.1	72.3
Derivatives	74.5	63.8
Uncertain tax positions	17.8	17.7
Asset retirement obligations	6.3	6.2
Other post-employment benefit plan liability	1.7	1.7
Accrued share-based compensation	0.7	5.2
Other non-current liabilities	10.7	14.1
Total	$ 468.4	$ 468.1

Inspector evidence

- **(10,0)** **defect** 'Total': The image shows a blank cell at this position in the leftmost column of the final row, with no printed text.

73195465-p54-t2: The following table presents net sales by segment:

As printed (page 54)

incentive compensation determinations. As a result, we believe that these presentations are useful internally and useful to investors in evaluating our performance.

The following table presents net sales by segment:

(in millions)	Three Months Ended March 31, 2023	Three Months Ended March 31, 2022
Institutional	$ 477.1	$ 472.2
Food & Beverage	218.9	187.8
Total	$ 696.0	$ 660.0

Extraction output (red = defect, gold = unverified)

Segment	Three Months Ended March 31, 2023	Three Months Ended March 31, 2022
Institutional	$ 477.1	$ 472.2
Food & Beverage	218.9	187.8
Total	$ 696.0	$ 660.0

Inspector evidence

- **(0,0)** **defect** 'Segment': The image shows '(in millions)' printed at the top-left of the table, not the word 'Segment'.

73195465-p57-t1: Non-operating results. Our non-operating results were as follows:

As printed (page 57)

guarantee delivery. See Note 16 Restructuring and Exit Activities in the Notes to our Condensed Consolidated Financial Statements included elsewhere in this Quarterly Report on Form 10-Q for additional information.

Non-operating results. Our non-operating results were as follows:

(in millions)	**Three Months Ended March 31, 2023**	**Three Months Ended March 31, 2022**
Interest expense	$ 28.2	$ 30.3
Foreign currency gain related to hyperinflationary subsidiaries	(3.1)	(0.3)
Other (income) expense, net	(10.7)	(8.9)
	$ 14.4	$ 21.1

Extraction output (red = defect, gold = unverified)

Item	Three Months Ended March 31, 2023	Three Months Ended March 31, 2022
Interest expense	$ 28.2	$ 30.3
Foreign currency gain related to hyperinflationary subsidiaries	(3.1)	(0.3)
Other (income) expense, net	(10.7)	(8.9)
	$ 14.4	$ 21.1

Inspector evidence

- **(0,0)** **defect** 'Item': The image shows '(in millions)' printed at the first column header position, not 'Item'.

73195465-p64-t1: The following table reconciles loss before income tax provision to EBITDA and Adjusted EBITDA for the periods presented:

As printed (page 64)

most directly comparable U.S. GAAP measure to Adjusted Net Income is net loss and the most directly comparable U.S. GAAP measure to Adjusted EPS is basic and diluted loss per share.

The following table reconciles loss before income tax provision to EBITDA and Adjusted EBITDA for the periods presented:

(in millions)	Three Months Ended March 31, 2023	Three Months Ended March 31, 2022
Loss before income tax provision	$ (44.3)	$ (37.2)
Interest expense	28.2	30.3
Interest income	(1.7)	(0.7)
Amortization expense of intangible assets	21.9	24.2
Depreciation expense included in cost of sales	19.9	20.6
Depreciation expense included in selling, general and administrative expenses	1.6	2.6
EBITDA	25.6	39.8
Transaction and integration costs[(1)]	8.0	4.5
Restructuring and exit costs[(2)]	0.5	9.8
Other costs related to facilities consolidations[(3)]	18.1	
Foreign currency gain related to hyperinflationary subsidiaries[(4)]	(3.1)	(0.3)
Adjustment for tax indemnification asset[(5)]		(0.1)
Acquisition accounting adjustments[(6)]		1.3
Non-cash pension and other post-employment benefit plan[(7)]	(0.8)	(3.6)
Unrealized foreign currency exchange gain[(8)]	(0.6)	(1.1)
Factoring and securitization fees[(9)]	2.4	0.9
Share-based compensation[(10)]	11.0	15.1
Tax receivable agreement adjustments[(11)]	(4.9)	(6.4)
Gain on sale of property and equipment[(12)]	(3.7)	
Other items	0.1	0.4
Consolidated Adjusted EBITDA	$ 52.6	$ 60.3

Extraction output (red = defect, gold = unverified)

Item	Three Months Ended March 31, 2023	Three Months Ended March 31, 2022
Loss before income tax provision	$ (44.3)	$ (37.2)
Interest expense	28.2	30.3
Interest income	(1.7)	(0.7)
Amortization expense of intangible assets	21.9	24.2
Depreciation expense included in cost of sales	19.9	20.6
Depreciation expense included in selling, general and administrative expenses	1.6	2.6
EBITDA	25.6	39.8
Transaction and integration costs(1)	8.0	4.5
Restructuring and exit costs(2)	0.5	9.8
Other costs related to facilities consolidations(3)	18.1	
Foreign currency gain related to hyperinflationary subsidiaries(4)	(3.1)	(0.3)
Adjustment for tax indemnification asset(5)		(0.1)
Acquisition accounting adjustments(6)		1.3
Non-cash pension and other post-employment benefit plan(7)	(0.8)	(3.6)

Unrealized foreign currency exchange gain(8)	(0.6)	(1.1)
Factoring and securitization fees(9)	2.4	0.9
Share-based compensation(10)	11.0	15.1
Tax receivable agreement adjustments(11)	(4.9)	(6.4)
Gain on sale of property and equipment(12)	(3.7)	
Other items	0.1	0.4
Consolidated Adjusted EBITDA	$ 52.6	$ 60.3

Inspector evidence

- **(0,0) defect** 'Item': The image shows a table with a header row that contains '(in millions)' in the first column position, not a generic 'Item' label.

7351996-p1-t1: Conference Call Information

As printed (page 1)

point of the range.

Adjusted EBITDA for the fiscal year is expected between $(73) million to $(80) million.

Conference Call Information

SmileDirectClub Third Quarter 2019 Conference Call Details

Date: Tuesday, November 12, 2019

Time: 4:30 p.m. ET (1:30 p.m. PT)

Dial-In: 1-877-407-9208 (domestic) or 1-201-493-6784 (international)

Webcast: Visit Events and Presentations section of the company s IR page at http:// investors.smiledirectclub.com.

A replay of the call may be accessed from 7:30 p.m. ET on Tuesday, November 12, 2019 until 11:59 p.m ET on Tuesday, November 26, 2019 by dialing 1-844-512-2921 (domestic) or 1-412-317-6671 (international) and entering the replay PIN: 136904923. An archived

Extraction output (red = defect, gold = unverified)

Item	Details
Date:	Tuesday, November 12, 2019
Time:	4:30 p.m. ET (1:30 p.m. PT)
Dial-In:	1-877-407-9208 (domestic) or 1-201-493-6784 (international)
Webcast:	Visit Events and Presentations section of the company s IR page at http:// investors.smiledirectclub.com.
Replay:	A replay of the call may be accessed from 7:30 p.m. ET on Tuesday, November 12, 2019 until 11:59 p.m ET on Tuesday, November 26, 2019 by dialing 1-844-512-2921 (domestic) or 1-412-317-6671 (international) and entering the replay PIN: 136904923. An archived

Inspector evidence

- **(0,1) defect** 'Details': The image shows no printed header text in the right column position; the right column contains only data values (dates, times, phone numbers, etc.).
- **(5,0) defect** 'Replay:': The image clearly prints 'Replay:' at the start of the sixth row (after Webcast:), visible as a printed row label.

73784063-p100-t4: Scheduled maturities of long-term debt

As printed (page 100)

Less: current portion	(78,137)	(67,230)
Long-term debt, net of current portion	$ 1,065,315	$ 594,232

The weighted average interest rate on total debt outstanding at December 31, 2022 and 2021 was 6.2% and 2.8%, respectively.

Scheduled maturities of long-term debt are as follows (in thousands):

	Year Ending December 31,
2023	$ 78,137
2024	85,229
2025	80,883
2026	65,624
2027	833,999
Thereafter	7,863
	$ 1,151,735

Extraction output (red = defect, gold = unverified)

Year Ending December 31,	Amount
2023	$ 78,137
2024	85,229
2025	80,883
2026	65,624
2027	833,999
Thereafter	7,863
Total	$ 1,151,735

Inspector evidence

- **(0,1)** unverified 'Amount': The image shows a printed header reading 'Year Ending December 31,' spanning the right side of the table, with no separate 'Amount' label visible in the column header position.

73784063-p103-t1: The following table summarizes the fair value of our derivative contracts included in the Consolidated Balance Sheets

As printed (page 103)

counterparties. We have entered into netting agreements, including International Swap Dealers Association (ISDA) Agreements, which allow for netting of contract receivables and payables in the event of default by either party.

The following table summarizes the fair value of our derivative contracts included in the Consolidated Balance Sheets (in thousands):

	Balance Sheet Location	December 31, 2022	December 31, 2021
Interest rate swap	Other current assets	$ 1,235	$
Interest rate swap	Other long-term liabilities		4,346

The following table summarizes the amounts recognized with respect to our derivative instruments within the Consolidated Statements of Income (in thousands):

	Location of (Gain) Loss	Year Ended December 31,

Extraction output (red = defect, gold = unverified)

Derivative Type	Balance Sheet Location	December 31, 2022	December 31, 2021
Interest rate swap	Other current assets	$ 1,235	$
Interest rate swap	Other long-term liabilities		4,346

Inspector evidence

- **(0,0)** unverified 'Derivative Type': The image shows no header row printed above the table; the first visible row contains 'Interest rate swap' and 'Other current assets' as data entries, with column headers ('Balance Sheet Location', 'December 31, 2022', 'December 31, 2021') printed above the data rows.

73784063-p2-t1: TABLE OF CONTENTS

As printed (page 2)

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Extraction output (red = defect, gold = unverified)

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Item 2.	Properties	25
Item 3.	Legal Proceedings	25
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Part II		
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Item 9.	Changes In and Disagreements With Accountants on Accounting and Financial Disclosure	51
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Item 9B.	Other Information	53

Inspector evidence

- **(0,0)** **defect** 'Item': The image shows no printed header row; the first visible content is 'Part I' as a section label, with item entries below it.

73784063-p91-t1: Purchase consideration (in thousands)

As printed (page 91)

and liabilities, deferred income taxes, uncertain tax positions, the fair value of certain contractual obligations, and accounts receivable. Consideration amounts are also subject to changes resulting from the finalization of post-closing working capital adjustments (inclusive of cash).

Purchase consideration (in thousands)

Total purchase consideration	$	481,493
Less cash and restricted cash acquired		(43,152)
Net cash paid	$	438,341

Identifiable assets acquired and liabilities assumed (in thousands)

Cash, cash equivalents and restricted cash	$	43,152
Accounts receivable		74,918
Contract assets		75,359
Prepaid expenses and other current assets		13,590
Property, plant and equipment		58,587
Operating lease assets		16,340
Intangible assets:		
Customer relationships		77,300
Tradename		11,600
Other long-term assets		6,466
Accounts payable and accrued liabilities		(103,015)
Contract liabilities		(43,853)
Long-term debt (including current portion)		(3,313)
Noncurrent operating lease liabilities, net of current		(12,004)
Deferred tax liability		(5,234)
Other long-term liabilities		(4,136)
Total identifiable net assets		205,757
Goodwill		275,736
Total purchase consideration	$	481,493

We incorporated the majority of the PLH operations into our Utilities segment with the remaining operations going to our Energy/Renewables and Pipeline segments. Goodwill associated with the PLH acquisition principally

Extraction output (red = defect, gold = unverified)

Item	Amount
Total purchase consideration	$ 481,493
Less cash and restricted cash acquired	(43,152)
Net cash paid	$ 438,341
Identifiable assets acquired and liabilities assumed (in thousands)	
Cash, cash equivalents and restricted cash	$ 43,152
Accounts receivable	74,918
Contract assets	75,359
Prepaid expenses and other current assets	13,590
Property, plant and equipment	58,587
Operating lease assets	16,340
Intangible assets:	
Customer relationships	77,300
Tradename	11,600
Other long-term assets	6,466
Accounts payable and accrued liabilities	(103,015)

Contract liabilities	(43,853)
Long-term debt (including current portion)	(3,313)
Noncurrent operating lease liabilities, net of current	(12,004)
Deferred tax liability	(5,234)
Other long-term liabilities	(4,136)
Total identifiable net assets	205,757
Goodwill	275,736
Total purchase consideration	$ 481,493

Inspector evidence

- **(0,1)** **unverified** 'Amount': The image shows no printed header row above the first data row; the table begins directly with 'Total purchase consideration' and its amount as the first row.

73784063-p93-t1: Purchase consideration (in thousands)

As printed (page 93)

the assets acquired and liabilities assumed, goodwill decreased by approximately $7.2 million since the first quarter of 2021. Adjustments recorded to the estimated fair values of the assets acquired and liabilities assumed are recognized in the period in which the adjustments are determined and calculated as if the accounting had been completed as of the acquisition date.

Purchase consideration (in thousands)

Total purchase consideration	$	615,249
Less cash and restricted cash acquired		(10,525)
Net cash paid	$	604,724

Extraction output (red = defect, gold = unverified)

Item	Amount
Total purchase consideration	$ 615,249
Less cash and restricted cash acquired	(10,525)
Net cash paid	$ 604,724

Inspector evidence

- **(0,1)** unverified 'Amount': The image shows no printed header text in the second column position; the table begins directly with data values ($, 615,249, etc.) without a column header.

73784063-p94-t1: Identifiable assets acquired and liabilities assumed (in thousands)

As printed (page 94)

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Identifiable assets acquired and liabilities assumed (in thousands)		
Cash and cash equivalents	$	10,525
Accounts receivable		54,337
Contract assets		32,343
Prepaid expenses and other current assets		483
Property, plant and equipment		56,128
Operating lease assets		13,105
Intangible assets:		
Customer relationships		122,000
Tradename		4,400
Other long-term assets		6,976
Accounts payable and accrued liabilities		(29,838)
Contract liabilities		(2,256)
Long-term debt (including current portion)		(959)
Noncurrent operating lease liabilities, net of current		(10,975)
Other long-term liabilities		(7,581)
Total identifiable net assets		248,688
Goodwill		366,561
Total purchase consideration	$	615,249

We incorporated the operations of FIH into our Utilities segment. Goodwill associated with the FIH acquisition principally consists of expected benefits from the expansion of our services into the communications market and the

Extraction output (red = defect, gold = unverified)

Identifiable assets acquired and liabilities assumed (in thousands)	Amount
Cash and cash equivalents	$ 10,525
Accounts receivable	54,337
Contract assets	32,343
Prepaid expenses and other current assets	483
Property, plant and equipment	56,128
Operating lease assets	13,105
Intangible assets:	
Customer relationships	122,000
Tradename	4,400
Other long-term assets	6,976
Accounts payable and accrued liabilities	(29,838)
Contract liabilities	(2,256)
Long-term debt (including current portion)	(959)
Noncurrent operating lease liabilities, net of current	(10,975)
Other long-term liabilities	(7,581)
Total identifiable net assets	248,688

Goodwill	366,561
Total purchase consideration	$ 615,249

Inspector evidence

- **(0,1)** **unverified** 'Amount': The image shows a table with a single header row containing only the text 'Identifiable assets acquired and liabilities assumed (in thousands)' spanning the left column, with no visible header text in the right column position.

75010165-p2-t1: TABLE OF CONTENTS

As printed (page 2)

26, 2022 and which will be filed within 120 days after the end of the registrant s fiscal year, are incorporated by reference into this Annual Report on Form 10-K in response to Part III, Items 10, 11, 12, 13, and 14.

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Extraction output (red = defect, gold = unverified)

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Item 9A.	Controls and Procedures	35
Item 9B.	Other Information	36

Inspector evidence

- **(0,0) defect** 'Item': The image shows no header row printed above the table content; the first visible line is 'Item 1.' with 'Business' and page number '4'.
- **(0,2) unverified** 'Page': The image shows no printed text in the position where a 'Page' header would appear; the page numbers appear on the right side of each line but without a header label above them.

75010165-p30-t3: ADJUSTED EBITDA

As printed (page 30)

effect of non-deductible expenses, tax credits, state and local income taxes, and results in foreign jurisdictions. The Company s effective tax rate for fiscal 2021 differed from the federal statutory income tax rate of 21.0%, due primarily to the effect of non-deductible expenses, tax credits, state and local income taxes, and results in foreign jurisdictions.

ADJUSTED EBITDA

The following table reconciles net income, the most directly comparable U.S. GAAP measure, to Adjusted EBITDA, a non-GAAP financial measure, for fiscal 2022 and 2021:

(Dollars in thousands)	Year Ended April 2, 2022	Year Ended April 3, 2021	$ Change	% Change
Net income	$ 248,044	$ 84,899	$ 163,145	192.2%
Income tax expense	82,385	26,501	55,884	210.9%
Interest expense, net	2,512	3,248	(736)	(22.7%
Depreciation and amortization	20,936	17,704	3,232	18.3%
Equity-based compensation (for awards granted prior to December 31, 2018)		1,359	(1,359)	(100.0%
Transaction costs		1,044	(1,044)	(100.0%
Adjusted EBITDA	$ 353,877	$ 134,755	$ 219,122	162.6%

Adjusted EBITDA for fiscal 2022 was $353.9 million, an increase of $219.1 million over fiscal 2021. The increase is primarily a result of increased operating income due to increases in net sales and gross margins, partially offset by higher SG&A expenses and the reduction in wage subsidies received in the prior year. See the definition of Adjusted EBITDA under Non-GAAP Financial Measures below for additional information regarding the definition and use of this metric in evaluating the Company s results.

Extraction output (red = defect, gold = unverified)

	Year Ended April 2, 2022	Year Ended April 3, 2021	$ Change	% Change
Net income	$ 248,044	$ 84,899	$ 163,145	192.2 %
Income tax expense	82,385	26,501	55,884	210.9 %
Interest expense, net	2,512	3,248	(736)	(22.7 %)
Depreciation and amortization	20,936	17,704	3,232	18.3 %
Equity-based compensation (for awards granted prior to December 31, 2018)		1,359	(1,359)	(100.0 %)
Transaction costs		1,044	(1,044)	(100.0 %)
Adjusted EBITDA	$ 353,877	$ 134,755	$ 219,122	162.6 %

Inspector evidence

- **(3,4) defect** '(22.7 %)': The image shows '(22.7 %)' printed in the % Change column for the Interest expense, net row.
- **(5,4) defect** '(100.0 %)': The image shows '(100.0 %)' printed in the % Change column for the Equity-based compensation row.
- **(6,4) defect** '(100.0 %)': The image shows '(100.0 %)' printed in the % Change column for the Transaction costs row.

75010165-p41-t1: Exhibit numbers and descriptions (10.5–104)

As printed (page 41)

10.5	Form of Performance Stock Unit Agreement (incorporated by reference to Exhibit 10.5 of the registrant s Annual Report on Form 10-K filed on May 26, 2021).*
10.6	Form of Restricted Stock Unit Award Agreement for Non-Employee Directors.(incorporated by reference to Exhibit 10.6 of the registrant s Annual Report on Form 10-K filed on May 26, 2021).*
10.7	Form of Restricted Stock Unit Award Agreement for Employees (incorporated by reference to Exhibit 10.7 of the registrant s Annual Report on Form 10-K filed on May 26, 2021).*
10.8	Form of Indemnification Agreement (incorporated by reference to Exhibit 10.4 of the registrant s Form 8-K filed on June 6, 2018).
10.9	Form of Non-Statutory Stock Option Agreement for Executives with written employment agreements (incorporated by reference to Exhibit 10.9 of the registrant s Annual Report on Form 10-K filed on May 26, 2021).*
10.10	Form of Performance Stock Unit Agreement for Executives with written employment agreements (incorporated by reference to Exhibit 10.10 of the registrant s Annual Report on Form 10-K filed on May 26, 2021).*
10.11	Form of Restricted Stock Unit Award Agreement for Executives with written employment agreements (incorporated by reference to Exhibit 10.11 of the registrant s Annual Report on Form 10-K filed on May 26, 2021).*
10.12	Executive Employment Agreement, dated September 5, 2019 and effective June 1, 2019, between Mark Yost and Champion Home Builders, Inc (incorporated by reference to Exhibit 10.12 of the registrant s Annual Report on Form 10-K filed on May 26, 2021).*
10.13	Executive Employment Agreement, dated as of June 4, 2018, between Laurie Hough and Champion Home Builders, Inc. (incorporated by reference to Exhibit 10.13 of the registrant s Annual Report on Form 10-K filed on May 26, 2021).*
10.14	Executive Employment Agreement effective June 17, 2019 between Robert Spence and Champion Home Builders, Inc. (incorporated by reference to Exhibit 10.14 of the registrant s Annual Report on Form 10-K filed on May 26, 2021).*
10.15	Amended and Restated Employment Agreement, dated as of June 4, 2018, between Keith Anderson and Champion Home Builders, Inc. (incorporated by reference to Exhibit 10.15 of the registrant s Annual Report on Form 10-K filed on May 26, 2021).*
10.16	Employment Agreement, dated May 3, 2021, between Champion Home Builders, Inc. and Timothy Larson (incorporated by reference to Exhibit 10.11 of the registrant s Form 8-K filed May 5, 2021).
10.17	Form of Performance Stock Unit Agreement for Employees granted in fiscal 2022.*
10.18	Form of Performance Stock Unit Agreement for Executives with written employment agreements granted in fiscal 2022.*
10.19	Form of Restricted Stock Unit Award Agreement for Employees granted in fiscal 2022.*
10.20	Form of Restricted Stock Unit Award Agreement for Executives with written employment agreements granted in fiscal 2022.*
21.1	Subsidiaries of the Registrant.*
23.1	Consent of Ernst & Young LLP, Independent Registered Public Accounting Firm.*
31.1	Certification of Chief Executive Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 Rule 13a-14(a)/15d-14(a).*
31.2	Certification of Chief Financial Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 Rule 13a-14(a)/15d-14(a).*
32.1	Certification of Chief Executive Officer and Chief Financial Officer Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. **
101.INS	Inline XBRL Instance Document*
101.SCH	Inline XBRL Taxonomy Extension Schema Document*
101.CAL	Inline XBRL Taxonomy Extension Calculation Linkbase Document*
101.DEF	Inline XBRL Taxonomy Extension Definition Linkbase Document*
101.LAB	Inline XBRL Taxonomy Extension Label Linkbase Document*
101.PRE	Inline XBRL Taxonomy Presentation Linkbase Document*
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

Extraction output (red = defect, gold = unverified)

Exhibit Number	Description
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10.19	Form of Restricted Stock Unit Award Agreement for Employees granted in fiscal 2022.*
10.20	Form of Restricted Stock Unit Award Agreement for Executives with written employment agreements granted in fiscal 2022.*
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101.LAB	Inline XBRL Taxonomy Extension Label Linkbase Document*
101.PRE	Inline XBRL Taxonomy Presentation Linkbase Document*
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

Inspector evidence

- **(0,0)** **unverified** 'Exhibit Number': The image shows no header row printed at the top of the table; the first visible row contains exhibit number 10.5 and its description.

75010165-p44-t1: INDEX TO CONSOLIDATED FINANCIAL STATEMENTS

As printed (page 44)

SKYLINE CHAMPION CORPORATION

INDEX TO CONSOLIDATED FINANCIAL STATEMENTS

Extraction output (red = defect, gold = unverified)

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Consolidated Balance Sheets as of April 2, 2022 and April 3, 2021	F-5
Consolidated Statements of Operations for the Fiscal Years Ended April 2, 2022, April 3, 2021, and March 28, 2020	F-6
Consolidated Statements of Comprehensive Income (Loss) for the Fiscal Years Ended April 2, 2022, April 3, 2021, and March 28, 2020	F-7
Consolidated Statements of Cash Flows for the Fiscal Years Ended April 2, 2022, April 3, 2021, and March 28, 2020	F-8
Consolidated Statements of Equity for the Fiscal Years Ended April 2, 2022, April 3, 2021, and March 28, 2020	F-9
Notes to Consolidated Financial Statements	F-10
Schedule II Valuation and Qualifying Accounts	F-30

Inspector evidence

- **(0,1)** unverified 'Page': The image shows no printed header or label in the right column position above the page numbers; the page numbers appear without a column header.

75010165-p56-t1: The allocation of the purchase price was as follows:

As printed (page 56)

ASC 805). As such, the purchase price was allocated to the net assets acquired, inclusive of intangible assets, with the excess fair value recorded to goodwill.

The allocation of the purchase price was as follows:

(Dollars in thousands)

Cash	$	1,521
Trade accounts receivable		2,256
Inventory		6,752
Property, plant, and equipment		10,466
Other assets		1,164
Accounts payable and accrued liabilities		(7,432)
Intangibles		21,100
Goodwill		18,449
Total purchase price allocation	$	54,276

Goodwill is primarily attributable to expected synergies from the combination of the companies, including, but not limited to

Extraction output (red = defect, gold = unverified)

Item	Amount
Cash	$ 1,521
Trade accounts receivable	2,256
Inventory	6,752
Property, plant, and equipment	10,466
Other assets	1,164
Accounts payable and accrued liabilities	(7,432)
Intangibles	21,100
Goodwill	18,449
Total purchase price allocation	$ 54,276

Inspector evidence

- **(0,1)** unverified 'Amount': The image shows no header row printed at the top of the table; the first visible row contains data values, not column headers.

75010165-p58-t2: Estimated amortization expense of intangible assets over the next five years

As printed (page 58)

the acquisition.

Amortization of intangible assets for the fiscal years ended April 2, 2022, April 3, 2021, and March 28, 2020 was $7.6 million, $5.6 million, and $5.4 million respectively. Estimated amortization expense of intangible assets over the next five years is estimated to be (dollars in thousands):

Fiscal 2023	$	7,436
Fiscal 2024		7,388
Fiscal 2025		7,388
Fiscal 2026		7,388
Fiscal 2027		7,346

Cloud Computing Arrangements

Extraction output (red = defect, gold = unverified)

Fiscal Year	Amortization Expense
Fiscal 2023	$ 7,436
Fiscal 2024	7,388
Fiscal 2025	7,388
Fiscal 2026	7,388
Fiscal 2027	7,346

Inspector evidence

- **(0,0)** unverified 'Fiscal Year': The image shows no printed header row above the fiscal year labels; the table begins directly with 'Fiscal 2023' as the first row.
- **(0,1)** unverified 'Amortization Expense': The image shows no printed header row above the amortization values; the table begins directly with the fiscal year data rows.

75010165-p70-t1: Selected financial information by reportable segment was as follows:

As printed (page 70)

Selected financial information by reportable segment was as follows:

(Dollars in thousands)	Year Ended April 2, 2022	Year Ended April 3, 2021	Year Ended March 28, 2020
Net sales:			
U.S. Factory-built Housing	$ 1,991,066	$ 1,266,308	$ 1,226,393
Canadian Factory-built Housing	159,124	101,328	84,196
Corporate/Other	57,039	53,245	59,141
Consolidated net sales	$ 2,207,229	$ 1,420,881	$ 1,369,730
Operating income:			
U.S. Factory-built Housing EBITDA	$ 360,978	$ 142,699	$ 131,339
Canadian Factory-built Housing EBITDA	31,692	19,564	9,272
Corporate/Other EBITDA	(38,793)	(29,911)	(35,610)
Other income	(36)	(5,889)	
Depreciation	(13,384)	(12,087)	(13,116)
Amortization	(7,552)	(5,617)	(5,430)
Consolidated operating income	$ 332,905	$ 108,759	$ 86,455
Depreciation:			
U.S. Factory-built Housing	$ 10,823	$ 9,620	$ 11,015
Canadian Factory-built Housing	1,111	860	1,073
Corporate/Other	1,450	1,607	1,028
Consolidated depreciation	$ 13,384	$ 12,087	$ 13,116
Amortization of U.S. Factory-built Housing intangible assets:	$ 7,552	$ 5,617	$ 5,430
Capital expenditures:			
U.S. Factory-built Housing	$ 29,133	$ 6,261	$ 11,753
Canadian Factory-built Housing	1,419	1,034	1,566
Corporate/Other	1,427	721	2,070
Consolidated capital expenditures	$ 31,979	$ 8,016	$ 15,389

(Dollars in thousands)	April 2, 2022	April 3, 2021
Total Assets:		
U.S. Factory-built Housing (1)	$ 695,500	$ 578,897
Canadian Factory-built Housing (1)	107,459	87,224
Corporate/Other (1)	431,660	251,781
Consolidated total assets	$ 1,234,619	$ 917,902

(1) Deferred tax assets for the Canadian operations are reflected in the Canadian Factory-built Housing segment. U.S. deferred tax assets are presented in Corporate/Other because an allocation between segments is not practicable.

Extraction output (red = defect, gold = unverified)

Segment	Year Ended April 2, 2022	Year Ended April 3, 2021	Year Ended March 28, 2020
Net sales:			
U.S. Factory-built Housing	$ 1,991,066	$ 1,266,308	$ 1,226,393
Canadian Factory-built Housing	159,124	101,328	84,196
Corporate/Other	57,039	53,245	59,141
Consolidated net sales	$ 2,207,229	$ 1,420,881	$ 1,369,730
Operating income:			
U.S. Factory-built Housing EBITDA	$ 360,978	$ 142,699	$ 131,339
Canadian Factory-built Housing EBITDA	31,692	19,564	9,272
Corporate/Other EBITDA	(38,793)	(29,911)	(35,610)
Other income	(36)	(5,889)	
Depreciation	(13,384)	(12,087)	(13,116)
Amortization	(7,552)	(5,617)	(5,430)
Consolidated operating income	$ 332,905	$ 108,759	$ 86,455
Depreciation:			
U.S. Factory-built Housing	$ 10,823	$ 9,620	$ 11,015
Canadian Factory-built Housing	1,111	860	1,073

Corporate/Other	1,450	1,607	1,028
Consolidated depreciation	$ 13,384	$ 12,087	$ 13,116
Amortization of U.S. Factory-built Housing intangible assets:	$ 7,552	$ 5,617	$ 5,430
Capital expenditures:			
U.S. Factory-built Housing	$ 29,133	$ 6,261	$ 11,753
Canadian Factory-built Housing	1,419	1,034	1,566
Corporate/Other	1,427	721	2,070
Consolidated capital expenditures	$ 31,979	$ 8,016	$ 15,389
Total Assets:			
U.S. Factory-built Housing (1)	$ 695,500	$ 578,897	
Canadian Factory-built Housing (1)	107,459	87,224	
Corporate/Other (1)	431,660	251,781	
Consolidated total assets	$ 1,234,619	$ 917,902	

Inspector evidence

- **(0,0)** unverified 'Segment': The image shows no printed text in the first column header position; the table begins directly with the year-ended date columns.

76221981-p10-t1: GMS Inc.

As printed (page 10)

GMS Inc.
Net Sales by Product Group (Unaudited)
(dollars in thousands)

	Three Months Ended				Year Ended			
	April 30, 2023	% of Total	April 30, 2022	% of Total	April 30, 2023	% of Total	April 30, 2022	% of Total
Wallboard	$ 544,684	41.8%	$ 491,062	38.1%	$2,151,505	40.4%	$1,710,851	36.9%
Ceilings	155,135	11.9%	148,869	11.6%	628,821	11.8%	567,700	12.2%
Steel framing	223,810	17.2%	276,901	21.5%	1,011,309	19.0%	1,027,941	22.2%
Complementary products	380,473	29.1%	371,821	28.8%	1,537,617	28.8%	1,328,383	28.7%
Total net sales	$1,304,102		$1,288,653		$5,329,252		$4,634,875	

GMS Inc.

Extraction output (red = defect, gold = unverified)

Product Group	Three Months Ended April 30, 2023	% of Total	Three Months Ended April 30, 2022	% of Total	Year Ended April 30, 2023	% of Total	Year Ended April 30, 2022	% of Total
Wallboard	$ 544,684	41.8%	$ 491,062	38.1%	$2,151,505	40.4%	$1,710,851	36.9%
Ceilings	155,135	11.9%	148,869	11.6%	628,821	11.8%	567,700	12.2%
Steel framing	223,810	17.2%	276,901	21.5%	1,011,309	19.0%	1,027,941	22.2%
Complementary products	380,473	29.1%	371,821	28.8%	1,537,617	28.8%	1,328,383	28.7%
Total net sales	$1,304,102		$1,288,653		$5,329,252		$4,634,875	

Inspector evidence

- **(0,3) defect** 'Three Months Ended April 30, 2022': The image shows 'April 30, 2022' printed as a column header under the 'Three Months Ended' band, but the extraction claims 'Three Months Ended April 30, 2022' which combines the band label with the date.
- **(0,5) defect** 'Year Ended April 30, 2023': The image shows 'April 30, 2023' printed as a column header under the 'Year Ended' band, but the extraction claims 'Year Ended April 30, 2023' which combines the band label with the date.
- **(0,7) defect** 'Year Ended April 30, 2022': The image shows 'April 30, 2022' printed as a column header under the 'Year Ended' band, but the extraction claims 'Year Ended April 30, 2022' which combines the band label with the date.

76491361-p3-t1: Updated FY 2023 Guidance and Prior FY 2023 Guidance

As printed (page 3)

Progress provides the following guidance for the fiscal year ending November 30, 2023 and the fiscal third quarter ending August 31, 2023:

	Updated FY 2023 Guidance (June 29, 2023)		Prior FY 2023 Guidance (March 28, 2023)	
(In millions, except percentages and per share amounts)	**GAAP**	**Non-GAAP[1]**	GAAP	Non-GAAP[1]
Revenue	**$686 - $694**	**$690 - $698**	$676 - $684	$680 - $688
Diluted earnings per share	**$1.35 - $1.43**	**$4.16 - $4.24**	$1.32 - $1.40	$4.09 - $4.17
Operating margin	**15% - 16%**	**38% - 39%**	15% - 16%	38% - 39%
Cash from operations (GAAP) / Adjusted free cash flow (Non-GAAP)	**$173 - $183**	**$175 - $185**	$173 - $183	$175 - $185
Effective tax rate	**20% - 21%**	**20% - 21%**	20% - 21%	20% - 21%

	Q3 2023 Guidance	
(In millions, except per share amounts)	GAAP	Non-GAAP[1]
Revenue	$171 - $175	$172 - $176
Diluted earnings per share	$0.27 - $0.31	$0.98 - $1.02

Extraction output (red = defect, gold = unverified)

(In millions, except percentages and per share amounts)	Updated FY 2023 Guidance (June 29, 2023) GAAP	Updated FY 2023 Guidance (June 29, 2023) Non-GAAP	Prior FY 2023 Guidance (March 28, 2023) GAAP	Prior FY 2023 Guidance (March 28, 2023) Non-GAAP
Revenue	$686 - $694	$690 - $698	$676 - $684	$680 - $688
Diluted earnings per share	$1.35 - $1.43	$4.16 - $4.24	$1.32 - $1.40	$4.09 - $4.17
Operating margin	15% - 16%	38% - 39%	15% - 16%	38% - 39%
Cash from operations (GAAP) / Adjusted free cash flow (Non-GAAP)	$173 - $183	$175 - $185	$173 - $183	$175 - $185
Effective tax rate	20% - 21%	20% - 21%	20% - 21%	20% - 21%
(In millions, except per share amounts)	Q3 2023 Guidance GAAP	Q3 2023 Guidance Non-GAAP		
Revenue	$171 - $175	$172 - $176		
Diluted earnings per share	$0.27 - $0.31	$0.98 - $1.02		

Inspector evidence

- **(7,1) defect** 'Q3 2023 Guidance GAAP': The image shows 'GAAP' printed as a column header under the 'Q3 2023 Guidance' band, not the full text 'Q3 2023 Guidance GAAP'.

- **(7,2)** **defect** 'Q3 2023 Guidance Non-GAAP': The image shows 'Non-GAAP¹' printed as a column header under the 'Q3 2023 Guidance' band, not the full text 'Q3 2023 Guidance Non-GAAP'.

76839848-p10-t1: The following table outlines the maturities of lease liabilities as of June 30, 2022.

As printed (page 10)

The following table outlines the maturities of lease liabilities as of June 30, 2022.

(In thousands)

Undiscounted Cash Flows:		
2022 (excluding the six months ended June 30, 2022)	$	7,806
2023		13,402
2024		8,663
2025		6,295
2026		4,686
Subsequent to 2026		37,414
Total Undiscounted Cash Flows	$	78,266
Less: Imputed interest		(11,719)
Present value	$	66,547
Current operating lease liabilities (1)		13,429
Non-current operating lease liabilities		53,118
Total lease liabilities	$	66,547

(1) This item is included in the Accrued liabilities line on the Company s Condensed Consolidated Balance Sheet.

Weighted-average remaining lease term-operating leases	10 years
Weighted-average discount rate-operating leases	3.0%

As of June 30, 2022, the Company had no leases that have not commenced.

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Extraction output (red = defect, gold = unverified)

Description	Amount
Undiscounted Cash Flows:	
2022 (excluding the six months ended June 30, 2022)	$ 7,806
2023	13,402
2024	8,663
2025	6,295
2026	4,686
Subsequent to 2026	37,414
Total Undiscounted Cash Flows	$ 78,266
Less: Imputed interest	(11,719)
Present value	$ 66,547
Current operating lease liabilities (1)	13,429
Non-current operating lease liabilities	53,118
Total lease liabilities	$ 66,547
Weighted-average remaining lease term-operating leases	10 years
Weighted-average discount rate-operating leases	3.0%

Inspector evidence

- **(0,1)** **unverified** 'Amount': The image shows no printed header row above the first data row; the table begins directly with 'Undiscounted Cash Flows:' as the first visible row, with no column header printed at this position.

76839848-p22-t1: Income (Expense)

As printed (page 22)

effect of all deferred compensation-related activities (including realized and unrealized gains and losses on the in
l to fund the deferred compensation obligations) and the income statement line items in which the effects of the acti
re displayed in the following table:

(In millions)	Income (Expense) For the Three Months Ended June 30 2022	2021	Change
Deferred Compensation (Administrative expenses)	$ 3.4	$ (1.0)	$ 4.4 (1)
Realized/Unrealized Gains (Losses) on Investments (Other, net)	(4.3)	2.2	(6.5)
Investment Income (Other, net)	0.2	0.2	
Pretax Income Effect	$ (0.7)	$ 1.4	$ (2.1)

Income (Expense)

Extraction output (red = defect, gold = unverified)

Item	2022	2021	Change
Deferred Compensation (Administrative expenses)	$ 3.4	$ (1.0)	$ 4.4 (1)
Realized/Unrealized Gains (Losses) on Investments (Other, net)	(4.3)	2.2	(6.5)
Investment Income (Other, net)	0.2	0.2	
Pretax Income Effect	$ (0.7)	$ 1.4	$ (2.1)

Inspector evidence

- **(0,0) defect** 'Item': The image shows a table with a header row containing column labels: the first column is labeled '(In millions)' in italics, followed by year and metric columns (2022, 2021, Change).

76839848-p37-t1: Reconciliation of Non-GAAP Adjusted Net Income and Earnings Per Share

As printed (page 37)

considered in addition to, not as substitutes for or superior to, measures of financial performance prepared in accordance with GAAP. The Company s definitions of these measures may differ from similarly titled measures used by other entities.

Reconciliation of Non-GAAP Adjusted Net Income and Earnings Per Share

Management uses the non-GAAP adjusted net income metric to evaluate the Company s operating performance. Management excludes the items listed in the table below because they are non-operational items. The cumulative tax effect was calculated using the statutory tax rates for the jurisdictions in which the noted transactions occurred.

(In millions, except per share amounts)	Three Months Ended June 30			
	2022		2021	
	Net Income	Diluted EPS	Net Income	Diluted EPS
Net Income Attributable to the Company as Reported	**$ 52.1**	**$ 2.26**	**$ 43.3**	**$ 1.85**
		$ -		
Deferred Compensation Expense (Income) Expense (including related investment activity)	0.7	0.03	(1.4)	(0.06)
Business Restructuring	0.1		0.1	
Cash Settled Stock Appreciation Rights	0.1		(0.1)	
Environmental Remediation	0.3	0.02		
Cumulative Tax Effect on Above Adjustment Items	(0.3)	(0.01)	0.3	0.02
Adjusted Net Income	$ 53.0	$ 2.30	$ 42.2	$ 1.81

Extraction output (red = defect, gold = unverified)

Item	Three Months Ended June 30, 2022 Net Income	Three Months Ended June 30, 2022 Diluted EPS	Three Months Ended June 30, 2021 Net Income	Three Months Ended June 30, 2021 Diluted EPS
Net Income Attributable to the Company as Reported	$ 52.1	$ 2.26	$ 43.3	$ 1.85
	$ -			
Deferred Compensation Expense (Income) Expense (including related investment activity)	0.7	0.03	(1.4)	(0.06)
Business Restructuring	0.1		0.1	
Cash Settled Stock Appreciation Rights	0.1		(0.1)	
Environmental Remediation	0.3	0.02		
Cumulative Tax Effect on Above Adjustment Items	(0.3)	(0.01)	0.3	0.02
Adjusted Net Income	$ 53.0	$ 2.30	$ 42.2	$ 1.81

Inspector evidence

- **(0,0)** **defect** 'Item': The image shows a table with a header row containing column labels, and the leftmost column header position is blank—no word 'Item' is printed there.