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Modeling

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Modeling

Step by Step

Model Assumptions

- 1. Entry Enterprise / Equity Valuation
 - a. Options
 - i. Multiple
 - 1. Entry EBITDA metric
 - 2. Entry multiple
 - ii. Premium on share price
 - 1. Share Price
 - 2. FDSO
 - a. TSM
 - b. If converted
 - b. Net Debt Calculation
 - c. Placeholder for IRR and MoM
- 2. Transaction assumptions
 - a. Exit Multiple
 - b. Tax Rate
 - c. Excess Cash requirement
 - d. Transaction Expenses
 - e. Cash Interest Rate
- 3. Debt Assumptions
 - a. Total leverage
 - b. Leverage able EBITDA
 - c. Different tranches
 - i. Leverage (EBITDA)
 - ii. Amount
 - iii. Floor
 - iv. Interest rate
 - v. Fee %
 - vi. Fee \$
 - vii. Recap Year

- viii. Recap Multiple
- ix. OID %
- x. OID Amount
- d. Revolver Capacity
 - i. Interest rate
- 4. Investment Assumptions
 - a. Convertible Equity
 - i. Investment Amount
 - ii. Conversion price
 - iii. Shares
 - iv. Interest rate
 - b. Management options
 - i. Share price
 - ii. Issued
 - c. Total Shares
 - i. FDSO
 - ii. Convertible Shares
- 5. Sources and Uses
 - a. Sources
 - i. Debt tranches
 - ii. Sponsor Equity
 - iii. Other equity
 - b. Uses
 - i. Purchase equity value
 - ii. Net debt
 - iii. Excess cash
 - iv. Financing fees
 - v. Transaction fees
- 6. PF Balance Sheet
 - a. Goodwill Calculation
- 7. Add-on forecast
- 8. Income statement forecast
- 9. Balance Sheet Forecast
- 10. Debt Paydown Schedule
 - a. Different Tranches
 - b. Dividend Recap
 - c. Interest
- 11. Returns analysis

- a. Preferred
- b. Convertible
- c. Common equity
- 12. Sensitivity Tables

Projecting Income Statement

Revenue

- 1. Simple Growth Rate
 - a. 1 + %Rate * Histrocial
- 2. Top Down market sizing
 - a. Market share * market size
- 3. Bottom up unit economics
 - a. Units sold * average selling price
- 4. Subscriber Build
 - a. Average Period Price * Average period units sold
- 5. Commission / Attach Rate
 - a. % Rate * \$ Sold

COGS

- 1. Percent of Revenue
 - a. % Margin * Revenue & or other line item
- 2. Growth Rate
 - a. 1 + % Rate * Historical \$
- 3. Unit Economics (Assume cost projections)
 - a. Unit Cost * Units produced
- 4. Account for Specific Items differently

Operating Expenses

- 1. Percent of Revenue
- 2. Unit Economics (Assume cost projections)
- 3. Growth Rate
 - a. 1 + % Rate * Historical \$
- 4. Account for Specific Items differently

Interest Expense

- Calculated as an averaged of beginning and ending debt balance in typical cases
 - o Alternative to prevent circular reference is use beginning debt balance
- · See:

Taxes

• Use effective tax rate

Balance Sheet Projections

Anything that combines both a income statement item (revenue, cogs, etc...) with balance sheet items (A/R, Inventory, etc...) should use the average of beginning and ending balance of the balance sheet item associated with the year of the income statement item

Accounts Receivable

- · Period of days or weeks where you don't have cash because they haven't been paid
- · Want higher A/R Turnover and lower DSO because it means you're collecting debt properly

A/R Turnover

- Measure of how efficiently a company is collecting its credit sales
 - o Note: If credit sales aren't available just use revenue/sales

$$A/R Turnover = \frac{Net Credit Sales}{Average A/R}$$

Dales Sales Outstanding

- Measure of the average number of days it takes for a company to receive payment for a sale on credit
 - Once again uses credit sales but sales / revenue is a proxy

$${\rm Days \, Sales \, Outstanding \, (DSO) \, = \frac{365}{\rm A/R \, Turnover} = 365 * \frac{\rm Average \, A/R}{\rm Net \, Credit \, Sales}}$$

Projecting Accounts Receivable

· Use DSO multiplied by Net Credit Sales (or just revenue) to back into Accounts Receivable for that year

$$Projected~A/R = \frac{Net~Credit~Sales*~DSO}{365}$$

- Note: the above technically gives Average A/R (usually just do the above)
 - To get Year end A/R then do the following

$$Projected \ A/R = 2*\frac{Net \ Credit \ Sales*DSO}{365} - Beginning \ A/R$$

Accounts Payable

- · This occurs when you received something from suppliers on credit (haven't paid cash
 - For a company, you want lower A/P turnover and higher DPO because that means that they can extend their credit longer (typically)

A/P Turnover

- · Measure of the efficiency in which creditors collect payment from the company
 - Note: Typically use COGS as proxy for Payments on account

$$A/P \; Turnover = \frac{Payments \; on \; Account}{Average \; A/P}$$

Days Payable Outstanding

- · Measures the average number of does accounts payable are outstanding
 - Note: Typically use COGS as proxy for Payments on account

$$\text{Days Payable Outstanding (DPO)} \ = \frac{365}{\text{A/P Turnover}} = 365 * \frac{\text{Average A/P}}{\text{Payments on Account}}$$

Projected A/P

· Use DPO multiplied by Payments on Account (or just COGS) to back into Accounts Payable for that year

$$Projected~A/R = \frac{Payments~on~Account~*DPO}{365}$$

- Note: the above technically gives Average A/R (usually just do the above)
 - o To get Year end A/R then do the following

Projected A/P =
$$2 * \frac{\text{Payments on Account * DPO}}{365}$$
 - Beginning A/P

Inventory

Inventory Turnover

· Measure the efficiency in which inventory is sold from balance sheet

$$\label{eq:cogs} \text{Inventory Turnover} = \frac{\text{COGS}}{\text{Average Inventory}}$$

Days Payable Outstanding

- Measures the average number of does accounts payable are outstanding
 - Note: Typically use COGS as proxy for Payments on account

Days Inventory Held (DIH)
$$= \frac{365}{\text{Inventory Turnover}} = 365 * \frac{\text{Average Inventory}}{\text{COGS}}$$

Projected Inventory

• Use DIH multiplied by COGS to back into Inventory for that year

Projected Inventory =
$$\frac{\text{COGS * DIH}}{365}$$

- Note: the above technically gives Average A/R (usually just do the above)
 - To get Year end A/R then do the following

$$\label{eq:projected_inventory} \text{Projected Inventory} = 2*\frac{\text{COGS*DIH}}{365} - \text{Beginning Inventory}$$

Cash Conversion Cycle

Cash Conversion Cycle (CCC) =
$$DSO + DIH - DPO$$

- Amount of time in days it takes for a company to convert money spent on inventory or production back into cash by selling its good or services
- · Want to target a lower CCC
 - Typically means more efficient management

Deferred Taxes

- 1. Model out both book (GAAP) and cash income
- 2. Book-tax difference = book income cash income
 - a. If book cash > 0
 - i. DTL created
 - 1. Pay less cash taxes now
 - ii. DTL = Difference * tax rate
 - b. If book cash < 0
 - i. DTA created
 - 1. Pay more cash taxes now
 - ii. DTA = Difference * tax rate

PPE, Capitalized Software, or Other Intangibles

- Use the Base Method
 - Beginning
 - (+) CapEx or Capitalized Software Costs
 - Typically projected as percent of revenue
 - (-) Depreciation or Amortization
 - Typically projected as percent of revenue
 - Ending

In theory, CapEX and Depreciation should become equivalent into final projection year if doing a perpetuity model

Debt Pay down Schedule and Interest

• Typical debt tranche followers

 $Ending\ Balance = Beginning + PIK\ Interest + Recap\ Debt\ /\ Additional\ Allocation$ - Mandatory Repayment - Vo

• Where interest expense is based on the average of beginning and ending balance

Cash Available for Debt Pay down

- Cash Available for Debt Pay down is CFO minus any capital investments (CapEX, Capitalized Software) to run the business
- · Multiple ways to get there
- 1. Typically start with net income and account for
 - Non-cash expenses

- o PIK
- Amortization of debt
- Financing fees amortization
- o D&A
- Taxes
 - Deferred Taxes
- · Net Working Capital
- · Capitalized costs
 - CapEx
 - o Capitalized Software
- 2. Start with EBITDA and take out
 - a. Interest Expense (pre-tax)
 - b. Changes in working capital
 - c. Capitalized costs
 - d. Cash Taxes

 $Cash\ Flow\ for\ Debt\ Repayment = CFO\ \hbox{-}\ CapEx\ or\ CFO\ + CFI$

Excess Cash

• You can also typically use any excess cash on balance sheet (unless otherwise stated) to pay down debt

Excess Cash = Total Cash - Restricted/Operating Cash

• Total cash used for debt pay down is cash flow and excess cash

Cash Available for Debt Repayment = Cash Flow for Debt Repayment + Excess Cash

• You then use that for all debt payments, starting with mandatory payments

Revolver

- · Revolving line of credit
- In modeling
 - You draw the revolver when the company needs more cash than it is generating
 - $\circ\hspace{0.1in}$ You pay the revolver down when the company is free cash flow positive
- Typically highest on debt waterfall and is paid down first

Modeling

- · Revolver modeling is based on
 - Maximum capacity
 - Most you can draw from the revolver
 - o Current drawn amount

- Cash Available for debt pay down
- Typically draw a revolver using the following formula

 $Revolver\ Draw/(Paydown) = MIN(Available\ Capacity, -MIN(Cash\ Available\ for\ Debt\ Paydown,\ Revolver\ Begins where$

Available Capacity = Maximum Capacity - Beginning Balance

and

Cash Available for Debt Pay down =

Revolver Interest

- · Revolver total interest is based on two attributes
 - o Commitment Fee
 - This is the fee on the undrawn portion of the revolver (Available Capacity)
 - Typically really small (under 100bps)

Revolver Commitment Fee = (Maximum Capacity - AVERAGE(Beginning Balance, Ending Balance)) * Com

- Actual Interest
 - This based on the drawn portion of the revolver (current revolver balance)
 - Typically based on a floating rate interest on some floor (SOFR or LIBOR)

Revolver Interest = AVERAGE(Beginning Balance, Ending Balance) * Interest Rate %

Finally

Total Interest = Interest + Commitment Fee

Mandatory Repayment

- Provisions that require debtor to pay down a fixed percentage of principal every year
 - Typically based off initial principle balance
 - Typically based on % of principle balance
 - Must be paid out before optional amount
- If a company can't service mandatory repayments they'll undergo a default

Mandatory Repayment = -MIN(Initial Balance * % Mandatory, Beginning Balance)

Optional Repayment

- If there is extra cash flow after mandatory repayments, and revolver pay down, you can use that cash to pay down all debt
 - o Typically only pay down additional debt if there is a cash flow sweep
 - If a cash flow sweep is on you use all free cash flow to pay down additional debt up to the remaining debt
 - Typically account for a sweep with a switch where 1 = yes and 0 = no

Optional Repayment = -MIN(Beginning Balance + Mandatory Repayment, Cash Available for Paydown at th

Note: Assumes Mandatory repayment and all repayments are treated as negative values in excel, if positive then subtract

Recap Debt

For recap debt typically have some assumptions

- Recap year
- Max leverage

Typically modeled out as a separate tranche of debt

Total Recap Debt Calculation

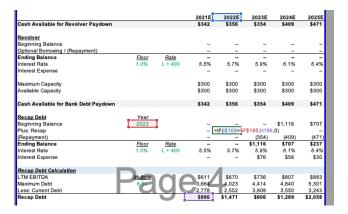
 $Recap\ Debt\ Space = EBITDA*Max\ Leverage$ - Current Debt

Calculating Recap

Recap Debt = If(Current Year = Recap Year, Prior Year Ending Recap Debt Space, 0)

Recap Debt Paydown

 $Recap\ Debt\ Repayment = -MIN(Cash\ Available\ for\ Paydown\ at\ Tranche,\ SUM(Beginning\ recap\ Debt\ +\ Recap\ \Gamma$



Other Debt Features

Original Issue Discount

Same treatment as financing fees can lump them together

- Non cash interest that is created when debt is issued at a discount
- Typically calculated as a % of debt issuance and amortized over life of debt
- · Just add the amortization as a non cash interest expense
 - · Reverse out in cash flow statement and amortization accrues to the carrying value of the bond
- · Accounting:

Paying Down with Discount

- If you're paying down a debt instrument with OID then you have to account for extra amortization / loss on unamortized OID on repayment
 - Non-cash loss that's added back on cash flow statement
 - Carrying value increases by the extra amortization
 - o Model out the repayment amount in CFS and BS as well

Extra Amortization / Loss on Unamortized OID on Repayment = % Debt Paid Down * OID balance after curren

Bond Premium

- · Similar to Original Issue Discount but the amortization is treated as a non cash gain that reduces total interest
- Typically calculated as a % of debt issuance and amortized over life of debt
- · Remove amortization as a non cash gain from interest expense
 - · Reverse out in cash flow statement and amortization of premium reduces bond carrying value
- · Accounting:

Paying Down with Premium

Extra Amortization / GAIN on Unamortized PREMIUM on Repayment = % Debt Paid Down * Premium balance

- Same as with OID but now the extra amortization is treated as a gain
 - o Reverse out and carrying value decreases by the extra amortization

Financing Fees

- Financing fees are capitalized on balance sheet as contra-liability (contra-liability has same accounting treatment as asset)
 - Amortized over life of the debt
 - Amortization is treated as a non-cash expense (similar to OID)
 - Amortization is added back in CFS and reduces the contra-liability account on BS (which increases total liability)

PIK Interest

- · PIK interest is a non-cash interest that accrues to the carrying value of debt
- · Accounting:
- Modeling
 - 1. Simply include PIK as interest on IS
 - 2. Add back PIK interest on CFS
 - a. DTA may need to be made if PIK interest is not tax-deductible (i.e. convertible preferred stock)
 - 3. Increase carrying value of debt based on PIK

Interest Calculations

Floating

- · Have to take into account
 - Base Rate
 - Interest Floor
 - o Spread

 $Floating\ Interest\ Rate = MAX(Base\ Rate,\ Interest\ Floor) + Spread$

Fixed

· If its fixed interest you simply set the interest rate constant with no base rate across lifetime

Closing Balance Sheet

- Have to account for all impacts from transaction
 - o This includes
 - Sources and Uses
 - Purchase Price Allocation
- See all balance sheet impacts here:
 - Add Multiple columns
 - Transaction closing Year Column
 - Debit Column
 - Credit Column
 - Pro Forma Transaction Closing year Column

Pro Forma Assets = Beginning + Debits - Credits

 $\label{eq:pro-Forma-Liabilities} \mbox{ Pro Forma-Liabilities and Equity} = \mbox{Beginning - Debits} + \mbox{Credits}$

Add On Acquisitions

- · Calculate Add-on
 - o revenue
 - o Gross profit
 - OpEX
 - EBITDA
- Create control
 - o Add-on toggle
 - Acquisition year
 - EBITDA acquisition price
- In Financial projections
 - o Create line at the top (call it acq)
 - If(AND(acquisition = 1, acq-year ≤ current-year),1,0)
 - o Add separate row for each item of add-on (revenue, gross profit, SG&A, etc...)

- In these rows do if(acq=1, Add-on revenue, 0)
- On FCF
 - o Add line for acquisition
 - · Consider purchase price is cash outflow

Returns Modeling

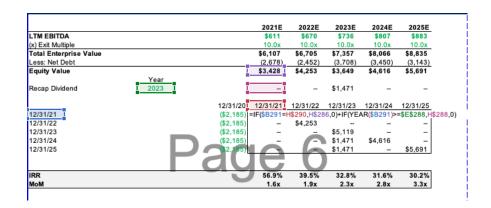
• This is to analyze IRR and MoM at different exits years based of operating projections

Process

- 1. Set up header as dates
 - a. First date should be transaction date
 - b. Rest of dates should be in 1 year intervals
 - c. How to
 - i. Start with first as 12/30/21 (or some similar date) in cell G142
 - ii. For the rest do =EOMONTH(G142,12)
 - 1. Will offset by 12 months from that date
- 2. Make a column of all the exit years as dates
- 3. Along the strat year column make a negative equity purchase price throughout every row corresponding exit yea
- 4. Then for all cells in the the table do the following
 - a. where Exit Date on Column is column locked
 - b. Exit date on row is row locked
 - c. Exit Equity Value that year is row locked
 - d. Recap year is fully locked
 - e. Recap dividend is row locked

Equity Proceeds = IF(Exit Date on Column = Exit Date on Row, Exit Equity Value that Year, 0)

Equity Proceeds with Dividends = IF(Exit Date on Column = Exit Date on Row, Exit Equity Value that Year, 0)



- 1. For each value can calculate IRR by doing
 - a. =XIRR(date row, selected exit year row)

| | | | 2021E | 2022E | 2023E | 2024E | 2025E |
|------------------------|------|-----------|--|----------|----------|----------|----------|
| LTM EBITDA | | | \$611 | \$670 | \$736 | \$807 | \$883 |
| (x) Exit Multiple | | | 10.0x | 10.0x | 10.0x | 10.0x | 10.0x |
| Total Enterprise Value | | | \$6,107 | \$6,705 | \$7,357 | \$8,066 | \$8,835 |
| Less: Net Debt | | | (2,678) | (2,452) | (3,708) | (3,450) | (3,143 |
| Equity Value | | | \$3,428 | \$4,253 | \$3,649 | \$4,616 | \$5,691 |
| | Year | | | | | | |
| Recap Dividend | 2023 | | - | - | \$1,471 | - | - |
| | | 12/31/20 | 12/31/21 | 12/31/22 | 12/31/23 | 12/31/24 | 12/31/25 |
| 12/31/21 | | (\$2,185) | \$3,428 | _ | _ | _ | _ |
| 12/31/22 | | (\$2,185) | - | \$4,253 | - | - | |
| 12/31/23 | | (\$2,185) | - | _ | \$5,119 | - | - |
| 12/31/24 | | (\$2,185) | | | \$1,471 | \$4,616 | _ |
| 12/31/25 | | (\$2,185) | | | \$1,471 | _ | \$5,691 |
| | | au | U | | | | |
| IRR | | | =XIRR(\$G291:\$L291,\$G\$290:\$L\$290) | | | | |
| MoM | | | 1.6x | 1.9x | 2.3x | 2.8x | 3.3x |

Sensitivity Analysis

- Run sensitivity analysis on different variables
 - Variables should have large impact on the results for you to do a sensitivity table
 - Examples:

Process

- 1. Set up one row and one column with a blank cell at intersection
- 2. Reference the cell you want to sensitivity analysis on in the intersection cell
- 3. Select all of the data (including empty data
- 4. Alt + A + W + T to open table
- 5. For the row input select the original cell that corresponds to the horizontal (top) axis
- 6. For the column input select the original cell that corresponds to the vertical (left) axis

| Entry | | Exit Multiple | | | | | |
|----------|-------|---------------|-------|-------|-------|--|--|
| Multiple | 9.0x | 9.5x | 10.0x | 10.5x | 11.0x | | |
| 9.0x | 22.6% | 24.4% | 26.1% | 27.8% | 29.3% | | |
| 9.5x | 19.6% | 21.4% | 23.0% | 24.6% | 26.2% | | |
| 10.0x | 17.0% | 18.7% | 20.4% | 21.9% | 23.4% | | |
| 10.5x | 14.7% | 16.4% | 18.0% | 19.5% | 21.0% | | |
| 11.0x | 12.6% | 14.3% | 15.9% | 17.4% | 18.8% | | |

FDSO

1. Options and Warrants

$$FDSO = if (share \ price > strike \ price, Options \ Outstanding \ - \ \frac{Options \ Outstanding \ * \ Strike \ Price}{Transaction \ Price}, 0)$$

- 2. Convertible Securities and Bonds
- · Only convert if EPS effect is dilutive

$$New \ shares = \frac{Amount \ Outstanding}{Conversion \ Price}$$

- 3. Net New shares
- · If provision included

$$\label{eq:New Shares} \text{New Shares} = \frac{\text{Total Amount Outstanding}}{\text{Conversion Price}} * \text{Share Price} - \text{Par Value of Amount Outstanding}$$

Rollover Equity

Two main ways

- 1. Based on Shares held
 - a. Acquisition Share price
 - b. Management Shares
 - c. Shares rolled Over (%)

Final Equity value = acquisitio nshare price * management shares * rollover amont

- 2. Based on Pro Forma Equity
 - a. Pro Forma Equity Value
 - b. Percent Equity

Final Equity value = pro forma equity * percent equity

LDI

Calculate multiple required to get 1.0x MOIC for different years

- 1. Calculate Total Debt
- 2. Calculate Equity value needed for 1.0x MOIC
 - a. Typically just total equity invested in beginning
- 3. Calculate proceeds (Equity value + Total Debt)
- 4. Calculate LTM EBITDA
- 5. LDI Multiple = proceeds / LTM EBITDA

| | | 2021E | 2022E | 2023E | 2024E | 2025 |
|------------------------------------|-----------------|--------------------|-------------|---------|---------|--------|
| Revolver | | - | _ | - | - | |
| PIK Debt | | 630 | 662 | 695 | 729 | 76 |
| Senior Notes | | 450 | 262 | 30 | | |
| Cash | | (50) | (50) | (50) | (297) | (61 |
| Total Net Debt | J an | \$1,030 | \$874 | \$675 | \$432 | \$14 |
| Equity Investment | ay | \$1,312 | \$1,312 | \$1,312 | \$1,312 | \$1,31 |
| % Ownership | | 60% | 60% | 60% | 60% | 609 |
| Implied Common Equity for 1.0x MoM | | \$2,187 | \$2,187 | \$2,187 | \$2,187 | \$2,18 |
| Proceeds Required for 1.0x MoM | | 1 \$3,217 <u>1</u> | \$3,061 | \$2,862 | \$2,619 | \$2,33 |
| LTM EBITDA | | \$348 | \$402 | \$464 | \$536 | \$61 |
| Last Dollar In Multiple | | =H189/H190 | | 6.2x | 4.9x | 3.8 |

OID

Management Options

Value to Management = (Exit Equity - Entry Equity) * % management

Value to sponsor = exit equity - value to management

Preferred Stock Modeling

Participating Preferred

• Participating Preferred gets both preferred return and common participation

Participating Preferred Recovery = MIN(Original Preferred Amount, Exit Proceeds)

Common Proceeds Recieved by Preferred Investors = (Equity Proceeds - Participating Preferred Recovery) * Conv

 $Total\ Returns\ of\ Preferred = Recovery + Common\ Proceeds$

Convertible Preferred

• Get the max of the conversion amount or the recovery amount

Convertible Total Return = MAX(Exit Proceeds * Conversion Amount, MIN(Exit Proceeds, Initial Investment Ar

Preferred Stock Investment

• Preferred Stock dividend is not tax deductible (comes after net income)

Liquidation Preference and Waterfall

Other Cool features

Custom Formatting

Quick Access Toolbar

Case Functionality

SaaS Specific

Customer Cube

| Customer Geograph | | ARR Balance | | | | | | | | |
|-------------------|----------|-------------|----------|----------|----------|----------|----------|----------|----------|----------|
| | Geograph | Segment | 22Q1 | 22Q2 | 22Q3 | 22Q4 | 23Q1 | 23Q2 | 23Q3 | 23Q4 |
| 12412 | NA | Enterprise | 459.531 | 696.8172 | 637.1678 | 592.3677 | 573.0402 | 694.3706 | 48.04531 | 0 |
| 84334 | NA | SMB | (| | 756.0885 | 315.7694 | 0 | 223.4458 | 608.4131 | 882.9788 |
| 34537 | EMEA | SMB | 817.3372 | 75.71413 | 466.4533 | 969.9832 | 42.7307 | 237.2992 | 0 | 682.9981 |
| 23093 | EMEA | Enterprise | | 177.3564 | 827.7232 | 0 | 174.3214 | 365.6255 | 939.1676 | 814.2078 |
| 32983 | Africa | MM | 720.9211 | 600.63 | 164.6199 | 432.7707 | 219.1715 | 324.725 | 89.69918 | 805.9401 |
| 98721 | Africa | MM | 11.14562 | 472.0296 | 721.3857 | 38.71954 | 44.42984 | 141.2926 | 0 | 937.1157 |
| 92897 | Africa | MM | | 983.5345 | 383,6695 | 27.01992 | 970.2091 | 636.0611 | 412.592 | 535.8008 |
| | | | | | | | | | | |

pp = prior period

cp = current period

New Revenue

=if(And(pp = 0, cp > 0), cp - pp, 0)

Upsell

=if(And(pp>0, cp>pp),cp-pp,0)

Downsell

if(and(pp>0, cp <pp), cp-pp,0)

Churn

if(and(pp>0, cp=0), pp, 0)

Check

(pp + upsell + new - downsell - churn) - cp

ARR/MRR

Churn

Deferred Revenue