

REFINITIV

DELTA REPORT

10-Q

CONCENTRUX CORP

10-Q - FEBRUARY 29, 2024 COMPARED TO 10-Q - AUGUST 31, 2023

The following comparison report has been automatically generated

TOTAL DELTAS 1390

■ CHANGES	221
■ DELETIONS	650
■ ADDITIONS	519

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

FORM 10-Q

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended **August 31, 2023** **February 29, 2024**

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission File Number: 001-39494



CONCENTRUX CORPORATION

(Exact name of Registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation or organization)

27-1605762

(I.R.S. Employer Identification No.)

39899 Balentine Drive, Suite 235, Newark, California

94560

(Address of Principal Executive Offices)

(Zip Code)

(800) 747-0583

(Registrant's telephone number, including area code)

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.0001 per share	CNXC	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	<input checked="" type="checkbox"/>	Accelerated filer	<input type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	Smaller reporting company	<input type="checkbox"/>

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.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act). Yes No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the last practicable date.

Class	Outstanding as of <u>September 30, 2023</u> <u>March 31, 2024</u>
Common Stock, \$0.0001 par value	<u>66,601,278</u> <u>65,991,915</u>

Concentrix Corporation

Form 10-Q Index

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PART I—FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

CONCENTRIX CORPORATION CONSOLIDATED BALANCE SHEETS (currency and share amounts in thousands, except par value)

August 31, November 30,
2023 2022

		(unaudited)					
		February 29, 2024		February 29, 2024	November 30, 2023		
		(unaudited)					
ASSETS							
ASSETS							
ASSETS	ASSETS						
Current assets:	Current assets:						
Current assets:							
Cash and cash equivalents							
Cash and cash equivalents							
Cash and cash equivalents	Cash and cash equivalents	\$2,112,792	\$ 145,382				
Accounts receivable, net	Accounts receivable, net	1,379,437	1,390,474				
Other current assets	Other current assets	209,736	218,476				
Total current assets	Total current assets	3,701,965	1,754,332				
Property and equipment, net	Property and equipment, net	406,297	403,829				
Goodwill	Goodwill	2,897,048	2,904,402				
Intangible assets, net	Intangible assets, net	873,091	985,572				
Deferred tax assets	Deferred tax assets	48,109	48,541				
Other assets	Other assets	523,032	573,092				
Total assets	Total assets	\$8,449,542	\$6,669,768				
LIABILITIES AND STOCKHOLDERS' EQUITY	LIABILITIES AND STOCKHOLDERS' EQUITY						
LIABILITIES AND STOCKHOLDERS' EQUITY							
Current liabilities:	Current liabilities:						
Current liabilities:							
Current liabilities:							
Accounts payable							
Accounts payable							
Accounts payable	Accounts payable	\$ 137,524	\$ 161,190				
Current portion of long-term debt	Current portion of long-term debt	—	—				
Accrued compensation and benefits	Accrued compensation and benefits	470,351	506,966				
Other accrued liabilities	Other accrued liabilities	398,314	395,304				
Income taxes payable	Income taxes payable	39,383	68,663				
Total current liabilities	Total current liabilities	1,045,572	1,132,123				

Long-term debt, net	Long-term debt, net	3,973,467	2,224,288
Other long-term liabilities	Other long-term liabilities	468,161	511,995
Deferred tax liabilities	Deferred tax liabilities	58,820	105,458
Total liabilities	Total liabilities	5,546,020	3,973,864
Commitments and contingencies (Note 14)	Commitments and contingencies (Note 14)		Commitments and contingencies (Note 14)
Stockholders' equity:	Stockholders' equity:		
Preferred stock, \$0.0001 par value, 10,000 shares authorized and no shares issued and outstanding as of August 31, 2023 and November 30, 2022, respectively	—	—	
Common stock, \$0.0001 par value, 250,000 shares authorized; 52,685 and 52,367 shares issued as of August 31, 2023 and November 30, 2022, respectively, and 50,915 and 51,096 shares outstanding as of August 31, 2023 and November 30, 2022, respectively	5	5	
Preferred stock, \$0.0001 par value, 10,000 shares authorized and no shares issued and outstanding as of February 29, 2024 and November 30, 2023, respectively			
Preferred stock, \$0.0001 par value, 10,000 shares authorized and no shares issued and outstanding as of February 29, 2024 and November 30, 2023, respectively			
Preferred stock, \$0.0001 par value, 10,000 shares authorized and no shares issued and outstanding as of February 29, 2024 and November 30, 2023, respectively			
Common stock, \$0.0001 par value, 250,000 shares authorized; 67,981 and 67,883 shares issued as of February 29, 2024 and November 30, 2023, respectively, and 65,572 and 65,734 shares outstanding as of February 29, 2024 and November 30, 2023, respectively			
Additional paid-in capital	Additional paid-in capital	2,471,939	2,428,313

Treasury stock, 1,770 and 1,271 shares as of August 31, 2023 and November 30, 2022, respectively	(241,852)	(190,779)
Treasury stock, 2,409 and 2,149 shares as of February 29, 2024 and November 30, 2023, respectively		
Retained earnings	Retained earnings	774,114
Accumulated other comprehensive loss	Accumulated other comprehensive loss	(315,749)
Total stockholders' equity	Total stockholders' equity	2,695,904
Total liabilities and stockholders' equity	Total liabilities and stockholders' equity	\$6,669,768
		<u>\$8,449,542</u>

The accompanying notes are an integral part of these consolidated financial statements.

CONCENTRIX CORPORATION
CONSOLIDATED STATEMENTS OF OPERATIONS
(currency and share amounts in thousands, except per share amounts)
(unaudited)

	Three Months Ended		Nine Months Ended		
	August 31,	August 31,	August 31,	August 31,	
	2023	2022	2023	2022	
Three Months Ended					Three Months Ended
	February 29, 2024				February 29, 2024
Revenue	Revenue	\$1,632,834	\$1,579,602	\$4,883,944	\$4,683,755
Cost of revenue	Cost of revenue	1,039,142	1,012,754	3,128,866	3,019,857
Gross profit	Gross profit	593,692	566,848	1,755,078	1,663,898
Selling, general and administrative expenses	Selling, general and administrative expenses	431,425	409,303	1,274,198	1,201,696
Operating income	Operating income	162,267	157,545	480,880	462,202
Interest expense and finance charges, net	Interest expense and finance charges, net	49,293	20,272	130,496	42,015
Other expense (income), net	Other expense (income), net	6,169	(12,086)	19,266	(22,247)
Income before income taxes	Income before income taxes	106,805	149,359	331,118	442,434
Provision for income taxes	Provision for income taxes	29,170	42,235	86,763	111,738

Net income before non-controlling interest	77,635	107,124	244,355	330,696	
Less: Net income attributable to non-controlling interest	—	434	—	591	
Net income attributable to Concentrix Corporation	\$ 77,635	\$ 106,690	\$ 244,355	\$ 330,105	
Net income					
Earnings per common share:					
Earnings per common share:					
Earnings per common share:					
Basic					
Basic					
Basic	Basic	\$ 1.50	\$ 2.05	\$ 4.70	\$ 6.32
Diluted	Diluted	\$ 1.49	\$ 2.04	\$ 4.67	\$ 6.28
Weighted-average common shares outstanding:	Weighted-average common shares outstanding:				
Basic	Basic	51,059	51,193	51,130	51,461
Basic					
Basic					
Diluted	Diluted	51,209	51,549	51,384	51,834

The accompanying notes are an integral part of these consolidated financial statements.

CONCENTRIX CORPORATION
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
(currency in thousands)
(unaudited)

	Three Months Ended		Nine Months Ended	
	August 31, 2023	August 31, 2022	August 31, 2023	August 31, 2022
Net income before non-controlling interest	\$ 77,635	\$ 107,124	\$ 244,355	\$ 330,696
Other comprehensive income (loss):				
Unrealized gains (losses) of defined benefit plans, net of taxes of \$(539) and \$(719) for the three and nine months ended August 31, 2023, respectively, and \$(51) for the three and nine months ended August 31, 2022, respectively	(1,739)	951	(1,240)	1,717
Unrealized gains (losses) on cash flow hedges during the period, net of taxes of \$(422) and \$(1,219) for the three and nine months ended August 31, 2023, respectively, and \$10,392 and \$15,779 for the three and nine months ended August 31, 2022, respectively	1,266	(30,299)	3,659	(46,003)
Reclassification of net losses on cash flow hedges to net income, net of taxes of \$(821) and \$(3,769) for the three and nine months ended August 31, 2023, respectively, and \$(3,344) and \$(4,190) for the three and nine months ended August 31, 2022, respectively	2,458	9,752	11,309	12,217
Total change in unrealized gains (losses) on cash flow hedges, net of taxes	3,724	(20,547)	14,968	(33,786)
Foreign currency translation, net of taxes of \$0 for the three and nine months ended August 31, 2023 and 2022, respectively	(1,137)	(113,863)	(140)	(182,697)
Other comprehensive income (loss)	848	(133,459)	13,588	(214,766)
Comprehensive income (loss)	78,483	(26,335)	257,943	115,930
Less: Comprehensive income attributable to non-controlling interest	—	434	—	591
Comprehensive income (loss) attributable to Concentrix Corporation	<u>\$ 78,483</u>	<u>\$ (26,769)</u>	<u>\$ 257,943</u>	<u>\$ 115,339</u>

	Three Months Ended	
	February 29, 2024	February 28, 2023
Net income before non-controlling interest	\$ 52,102	\$ 87,870
Other comprehensive income (loss):		
Unrealized gains (losses) of defined benefit plans, net of taxes of \$(135) and \$109 for the three months ended February 29, 2024 and February 28, 2023, respectively	1,304	(552)
Unrealized gains (losses) on hedges during the period, net of taxes of \$1,328 and \$(2,549) for the three months ended February 29, 2024 and February 28, 2023, respectively	(4,020)	7,654
Reclassification of net (gains) losses on hedges to net income, net of taxes of \$150 and \$(1,934) for the three months ended February 29, 2024 and February 28, 2023, respectively	(427)	5,807
Total change in unrealized gains (losses) on hedges, net of taxes	(4,447)	13,461
Foreign currency translation, net of taxes of \$0 for the three months ended February 29, 2024 and February 28, 2023, respectively	(69,412)	17,243
Other comprehensive income (loss)	(72,555)	30,152
Comprehensive income (loss)	\$ (20,453)	\$ 118,022

The accompanying notes are an integral part of these consolidated financial statements.

CONCENTRIX CORPORATION
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY
(currency and share amounts in thousands)
(unaudited)

Three and Nine Months Ended August 31, 2023											
	Common stock			Treasury stock			Accumulated				
	Additional		Shares	Amount	Retained		other	comprehensive	income (loss)	Total	
	paid-in	capital			Shares	Amount					
Balances, May 31, 2023	52,619	\$ 5	\$2,459,234	1,441	\$(214,172)	\$ 912,204	\$ (303,009)	\$ 2,854,262			
Other comprehensive income	—	—	—	—	—	—	848	848			
Share-based compensation activity	66	—	12,705	—	—	—	—	—	12,705		
Repurchase of common stock for tax withholdings on equity awards	—	—	—	9	(680)	—	—	—	(680)		
Repurchase of common stock	—	—	—	320	(27,000)	—	—	—	(27,000)		
Dividends	—	—	—	—	—	(14,248)	—	—	(14,248)		
Net income	—	—	—	—	—	77,635	—	—	77,635		
Balances, August 31, 2023	52,685	\$ 5	\$2,471,939	1,770	\$(241,852)	\$ 975,591	\$ (302,161)	\$ 2,903,522			

Three Months Ended February 29, 2024 and February 28, 2023											
	Common stock			Treasury stock			Accumulated other stockholders' equity				
	Shares		Shares	Additional paid-in capital		Shares	Amount	Retained earnings	other comprehensive income (loss)	Total stockholders' equity	
	Shares	Shares		Amount	Shares						
Balances, November 30, 2022	52,367	\$ 5	\$2,428,313	1,271	\$(190,779)	\$ 774,114	\$ (315,749)	\$ 2,695,904			
Other comprehensive income	—	—	—	—	—	—	13,588	13,588			

Share-based compensation activity	Share-based compensation activity	318	—	43,626	—	—	—	—	43,626
Repurchase of common stock for tax withholdings on equity awards	Repurchase of common stock for tax withholdings on equity awards	—	—	—	68	(9,132)	—	—	(9,132)
Repurchase of common stock	Repurchase of common stock	—	—	—	431	(41,941)	—	—	(41,941)
Dividends	Dividends	—	—	—	—	—	(42,878)	—	(42,878)
Net income	Net income	—	—	—	—	—	244,355	—	244,355
Balances, August 31, 2023		52,685	\$ 5	\$2,471,939	1,770	\$(241,852)	\$975,591	\$ (302,161)	\$ 2,903,522
Balances, February 28, 2023									
Balances, November 30, 2023									
Balances, November 30, 2023									
Balances, November 30, 2023									
Other comprehensive loss									
Share-based compensation activity									
Repurchase of common stock for tax withholdings on equity awards									
Repurchase of common stock									
Dividends									
Net income									
Balances, February 29, 2024									

The accompanying notes are an integral part of these consolidated financial statements.

CONCENTRIX CORPORATION

CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY (currency and share amounts in thousands) (unaudited)

	Three and Nine Months Ended August 31, 2022								
	Concentrix Corporation Stockholders' Equity								
	Common stock				Treasury stock				
	Redeemable non-controlling interest				Additional paid-in capital				Accumulated other comprehensive (loss)
	Shares	Amount	Shares	Amount	Shares	Amount	Retained earnings	comprehensive (loss)	Total stockholders' equity
Balances, May 31, 2022	\$ 2,157	51,342	\$ 5	\$ 2,404,281	716	\$ (118,248)	\$ 589,740	\$ (151,833)	\$ 2,723,945
Other comprehensive loss	—	—	—	—	—	—	—	—	(133,459)

Net income attributable to non-controlling interest	434	—	—	—	—	—	—	—	—	—	—					
Purchase of non-controlling interest	(2,591)	—	—	—	91	—	—	—	—	—	91					
Share-based compensation activity	—	(326)	—	—	11,496	—	—	—	—	—	11,496					
Repurchase of common stock for tax withholdings on equity awards	—	—	—	—	—	2	(186)	—	—	—	(186)					
Repurchase of common stock	—	—	—	—	—	359	(48,986)	—	—	—	(48,986)					
Dividends	—	—	—	—	—	—	—	(12,964)	—	—	(12,964)					
Net income	—	—	—	—	—	—	—	106,690	—	—	106,690					
Balances, August 31, 2022	\$	—	51,016	\$	5	\$	2,415,868	1,077	\$	(167,420)	\$	683,466	\$	(285,292)	\$	2,646,627
Balances, November 30, 2021	\$	—	51,594	\$	5	\$	2,355,767	333	\$	(57,486)	\$	392,495	\$	(70,526)	\$	2,620,255
Other comprehensive loss	—	—	—	—	—	—	—	—	—	—	—	(214,766)	—	(214,766)		
Equity awards issued as acquisition purchase consideration	—	—	—	—	15,725	—	—	—	—	—	—	15,725				
Acquisition of non-controlling interest in subsidiary	2,000	—	—	—	—	—	—	—	—	—	—	—				
Net income attributable to non-controlling interest	591	—	—	—	—	—	—	—	—	—	—	—				
Purchase of non-controlling interest	(2,591)	—	—	—	91	—	—	—	—	—	—	91				
Share-based compensation activity	—	(578)	—	—	44,285	—	—	—	—	—	—	44,285				
Repurchase of common stock for tax withholdings on equity awards	—	—	—	—	—	18	(3,098)	—	—	—	—	(3,098)				
Repurchase of common stock	—	—	—	—	—	726	(106,836)	—	—	—	—	(106,836)				
Dividends	—	—	—	—	—	—	—	(39,134)	—	—	—	(39,134)				
Net income	—	—	—	—	—	—	—	330,105	—	—	—	330,105				
Balances, August 31, 2022	\$	—	51,016	\$	5	\$	2,415,868	1,077	\$	(167,420)	\$	683,466	\$	(285,292)	\$	2,646,627

The accompanying notes are an integral part of these consolidated financial statements.

CONCENTRIX CORPORATION
CONSOLIDATED STATEMENTS OF CASH FLOWS
(currency in thousands)
(unaudited)

		Nine Months Ended				
		August 31, 2023	August 31, 2022			
		Three Months Ended				
		February 29, 2024			February 29, 2024	
Cash flows from operating activities:	Cash flows from operating activities:					February 28, 2023
Net income before non-controlling interest	Net income before non-controlling interest	\$ 244,355	\$ 330,696			
Adjustments to reconcile net income to net cash provided by operating activities:						
Net income before non-controlling interest						
Net income before non-controlling interest						

Adjustments to reconcile net income to net cash provided by (used in) operating activities:			
Depreciation			
Depreciation			
Depreciation	Depreciation	114,632	110,108
Amortization	Amortization	118,196	121,025
Non-cash share-based compensation expense	Non-cash share-based compensation expense	38,383	37,404
Provision for doubtful accounts	Provision for doubtful accounts	7,687	3,389
Deferred income taxes	Deferred income taxes	(43,683)	(4,374)
Unrealized foreign exchange loss		—	914
Unrealized loss on call options		14,493	—
Amortization of debt issuance costs			
Pension and other post- retirement benefit costs	Pension and other post- retirement benefit costs	8,060	7,978
Pension and other post- retirement plan contributions	Pension and other post- retirement plan contributions	(5,615)	(5,308)
Change in acquisition contingent consideration			
Other	Other	667	325
Changes in operating assets and liabilities:	Changes in operating assets and liabilities:		
Accounts receivable, net	Accounts receivable, net	(5,138)	(23,546)
Accounts receivable, net			
Accounts receivable, net			
Accounts payable	Accounts payable	(22,073)	(23,463)
Other operating assets and liabilities	Other operating assets and liabilities	(21,220)	(190,107)
Net cash provided by operating activities		448,744	365,041

Net cash provided by (used in) operating activities	
Cash flows from investing activities:	Cash flows from investing activities:
Purchases of property and equipment	Purchases of property and equipment (115,717) (97,276)
Purchases of property and equipment	
Purchases of property and equipment	
Acquisition of business, net of cash and restricted cash acquired	Acquisition of business, net of cash and restricted cash acquired — (1,705,447)
Other investments	— (1,000)
Net cash used in investing activities	Net cash used in investing activities (115,717) (1,803,723)
Cash flows from financing activities:	Cash flows from financing activities:
Proceeds from the Prior Credit	
Facility - Term Loan	— 2,100,000
Repayments of the Prior Credit	
Facility - Term Loan	(25,000) (125,000)
Repayments of the original credit facility - original term loan	— (700,000)
Proceeds from the Amended Credit	
Facility - Term Loan	
Proceeds from the Amended Credit	
Facility - Term Loan	
Proceeds from the Amended Credit	
Facility - Term Loan	
Repayments of the Amended Credit Facility - Term Loan	
Proceeds from the Securitization Facility	Proceeds from the Securitization Facility 1,092,500 1,451,000
Repayments of the Securitization Facility	Repayments of the Securitization Facility (1,449,000) (1,116,000)
Proceeds from issuance of Senior Notes	2,136,987 —
Cash paid for debt issuance costs	(30,519) (9,331)
Purchase of non-controlling interest	— (2,500)

Other debt proceeds			
Other debt repayments			
Proceeds from exercise of stock options	Proceeds from exercise of stock options	5,243	6,881
Repurchase of common stock for tax withholdings on equity awards	Repurchase of common stock for tax withholdings on equity awards	(9,132)	(3,098)
Repurchase of common stock	Repurchase of common stock	(41,941)	(106,836)
Dividends paid	Dividends paid	(42,878)	(39,134)
Net cash provided by financing activities		1,636,260	1,455,982
Change in funds held for clients			
Net cash provided by (used in) financing activities			
Effect of exchange rate changes on cash, cash equivalents and restricted cash	Effect of exchange rate changes on cash, cash equivalents and restricted cash	(2,715)	(21,809)
Net increase (decrease) in cash, cash equivalents and restricted cash	Net increase (decrease) in cash, cash equivalents and restricted cash	1,966,572	(4,509)
Cash, cash equivalents and restricted cash at beginning of year	Cash, cash equivalents and restricted cash at beginning of year	157,463	183,010
Cash, cash equivalents and restricted cash at end of period	Cash, cash equivalents and restricted cash at end of period	\$2,124,035	\$ 178,501
Supplemental disclosure of non- cash investing activities:	Supplemental disclosure of non-cash investing activities:		
Supplemental disclosure of non- cash investing activities:			
Supplemental disclosure of non- cash investing activities:			
Accrued costs for property and equipment purchases	Accrued costs for property and equipment purchases	\$ 18,814	\$ 6,348

Accrued costs for property and equipment purchases
Accrued costs for property and equipment purchases

The accompanying notes are an integral part of these consolidated financial statements.

CONCENTRIX CORPORATION

NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS (currency and share amounts in thousands, except per share amounts)

NOTE 1—BACKGROUND AND BASIS OF PRESENTATION:

Background

Concentrix Corporation which operates under ("Concentrix," the trade name Concentrix + Webhelp ("Concentrix + Webhelp" "CX business" or the "Company"), is a leading global provider of Customer Experience ("CX") solutions and technology that help iconic and disruptive brands drive deep understanding, full lifecycle engagement, and differentiated experiences for their end-customers around the world. The Company provides end-to-end capabilities, including CX process optimization, technology innovation and design engineering, front- and back-office automation, analytics, and business transformation services to clients in five primary industry verticals. The Company's primary verticals are technology and consumer electronics, retail, travel and e-commerce, communications and media, banking, financial services and insurance, and healthcare.

Basis of presentation

The accompanying interim unaudited consolidated financial statements have been prepared by the Company in accordance with the rules and regulations of the Securities and Exchange Commission ("SEC"). The amounts as of November 30, 2022 November 30, 2023 have been derived from the Company's annual audited financial statements included in the Company's Annual Report on Form 10-K for the fiscal year ended November 30, 2022 November 30, 2023. Certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles ("GAAP") in the United States have been condensed or omitted in accordance with such rules and regulations. In the opinion of management, the accompanying unaudited consolidated financial statements reflect all adjustments, consisting only of normal recurring adjustments, necessary to state fairly the financial position of the Company and its results of operations and cash flows as of and for the periods presented. These interim consolidated financial statements should be read in conjunction with the annual audited financial statements and notes thereto included in the Company's Annual Report on Form 10-K for the fiscal year ended November 30, 2022 November 30, 2023. All intercompany balances and transactions have been eliminated in consolidation.

Reclassifications

Certain amounts in the consolidated financial statements related to the prior years have been reclassified to conform to the current year's presentation.

NOTE 2—SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

For a discussion of the Company's significant accounting policies, refer to the Company's Annual Report on Form 10-K for the fiscal year ended November 30, 2022 November 30, 2023. Recently adopted accounting pronouncements are discussed below.

Concentration of credit risk

For the three and nine months ended August 31, 2023 February 29, 2024 and 2022, February 28, 2023, no client accounted for more than 10% of the Company's consolidated revenue.

As of August 31, 2023 February 29, 2024 and November 30, 2023, no client comprised more than 10% of the Company's total accounts receivable balance. As of November 30, 2022, one client comprised 12.4% of the Company's total accounts receivable balance.

Recently adopted accounting pronouncements

In December 2019, November 2023, the Financial Accounting Standards Board (the "FASB") issued new guidance that simplified accounting standards update ("ASU") 2023-07, which enhances the accounting disclosures required for income taxes. The guidance was reportable segments in annual and interim consolidated financial statements. ASU 2023-07 is effective for the Company for annual reporting periods beginning after December 15, 2020, with the fiscal year ending November 30, 2025 and for interim reporting periods within those reporting periods. This standard became beginning in fiscal year 2026. Early adoption is permitted. The Company is currently evaluating the impact that this update will have on its disclosures in the consolidated financial statements.

In December 2023, the FASB issued ASU 2023-09, which requires enhanced income tax disclosures, including disaggregation of information in the rate reconciliation table and disaggregated information related to income taxes paid. The amendments in ASU 2023-09 are effective for the Company in fiscal year 2022 and did not end November 30, 2026. The Company is currently evaluating the impact that this update will have a material impact on its disclosures in the consolidated financial statements.

No other new accounting pronouncements recently adopted or issued had or are expected to have a material impact on the consolidated financial statements.

NOTE 3—ACQUISITIONS:

PK Acquisition Webhelp Combination

Background

On December 27, 2021, the Company completed its acquisition of PK, a leading CX design engineering company with more than 5,000 staff in four countries. PK creates pioneering experiences that accelerate digital outcomes for their clients' customers, partners and staff. The acquisition of PK expanded the Company's scale in the digital IT services market and supported the Company's growth strategy of investing in digital transformation to deliver exceptional customer experiences. The addition of the PK staff and technology to the Company's team further strengthened its capabilities in CX design and development, artificial intelligence ("AI"), intelligent automation, and customer loyalty.

Purchase price consideration

The total purchase price consideration, net of cash and restricted cash acquired, for the acquisition of PK was \$1,573.3 million, which was funded by proceeds from the Company's term loan under its prior senior secured credit facility (the "Prior Credit Facility") and additional borrowings under its accounts receivable securitization facility (the "Securitization Facility"). See Note 8—Borrowings for a further discussion of the Company's term loan, senior credit facility and the Securitization Facility.

The purchase price consideration to acquire PK consisted of the following:

Cash consideration for PK stock ⁽¹⁾	\$ 1,177,342
Cash consideration for PK vested equity awards ⁽²⁾	246,229
Cash consideration for repayment of PK debt, including accrued interest ⁽³⁾	148,492
Cash consideration for transaction expenses of PK ⁽⁴⁾	22,842
Total cash consideration	1,594,905
Non-cash equity consideration for conversion of PK equity awards ⁽⁵⁾	15,725
Total consideration transferred	1,610,630
Less: Cash and restricted cash acquired ⁽⁶⁾	37,310
Total purchase price consideration	\$ 1,573,320

⁽¹⁾ Represents the cash consideration paid for the outstanding shares of PK common stock, which includes the final settlement of the merger consideration adjustment paid pursuant to the merger agreement.

⁽²⁾ Represents the cash consideration paid for certain vested PK stock option awards and restricted stock awards.

⁽³⁾ Represents the cash consideration paid to retire PK's outstanding third-party debt, including accrued interest.

⁽⁴⁾ Represents the cash consideration paid for expenses incurred by PK in connection with the merger and paid by Concentrix pursuant to the merger agreement. These expenses primarily related to third-party consulting services.

⁽⁵⁾ Represents the issuance of vested Concentrix stock options that were issued in conversion of certain vested PK stock options that were assumed by Concentrix pursuant to the merger agreement.

⁽⁶⁾ Represents the PK cash and restricted cash balance acquired at the acquisition.

Purchase price allocation

The acquisition was accounted for as a business combination in accordance with Accounting Standards Codification Topic 805, *Business Combinations*. The purchase price was allocated to the assets acquired, liabilities assumed and non-controlling interest based on management's estimate of the respective fair values at the date of acquisition. Goodwill was calculated as the excess of the consideration transferred over the net assets recognized and represents the estimated future economic benefits arising from other assets acquired that could not be individually identified and separately recognized. The factors contributing to the recognition of goodwill were the assembled workforce, comprehensive service portfolio delivery capabilities and strategic benefits that are expected to be realized from the acquisition. None of the goodwill is deductible for income tax purposes.

The following table summarizes the final fair values of the assets acquired, liabilities assumed and non-controlling interest as of the acquisition date:

	As of
	December 27, 2021
Assets acquired:	
Cash and cash equivalents	\$ 30,798
Accounts receivable	85,367
Property and equipment	11,158
Operating lease right-of-use assets	12,288
Identifiable intangible assets	469,300
Goodwill	1,119,068
Other assets	26,449
Total assets acquired	1,754,428
Liabilities assumed and non-controlling interest:	
Accounts payable and accrued liabilities	78,092
Operating lease liabilities	12,288
Deferred tax liabilities	51,418
Non-controlling interest	2,000
Total liabilities assumed and non-controlling interest	143,798
Total consideration transferred	\$ 1,610,630

The purchase price allocation includes \$469,300 of acquired identifiable intangible assets, all of which have finite lives. The fair value of the identifiable intangible assets has been estimated by using the income approach through a discounted cash flow analysis of certain cash flow projections. The cash flow projections are based on forecasts used by the Company to price the PK acquisition, and the discount rates applied were benchmarked by referencing the implied rate of return of the Company's pricing model and the weighted average cost of capital. The intangible assets are being amortized over their estimated useful lives on either a straight-line basis or an accelerated method that reflects the economic benefit of the asset. The determination of the useful lives is based upon various industry studies, historical acquisition experience, economic factors, and future forecasted cash flows of the Company following the acquisition of PK.

The amounts allocated to intangible assets are as follows:

	Gross Carrying Amount	Weighted-Average Useful Life	Amortization Method
Customer relationships	\$ 398,600	15 years	Accelerated
Technology	63,500	5 years	Straight-line
Trade name	5,000	3 years	Straight-line
Non-compete agreements	2,200	3 years	Straight-line
Total	\$ 469,300		

Supplemental Pro Forma Information

The supplemental pro forma financial information presented below is for illustrative purposes only, does not include the pro forma adjustments that would be required under Regulation S-X for pro forma financial information.

is not necessarily indicative of the financial position or results of operations that would have been realized if the PK acquisition had been completed on December 1, 2020, does not reflect synergies that might have been achieved, nor is it indicative of future operating results or financial position. The pro forma adjustments are based upon currently available information and certain assumptions that the Company believes are reasonable under the circumstances.

The supplemental pro forma financial information reflects pro forma adjustments to present the combined pro forma results of operations as if the PK acquisition had occurred on December 1, 2020 to give effect to certain events that the Company believes to be directly attributable to the acquisition. These pro forma adjustments primarily include:

- An increase in amortization expense that would have been recognized due to acquired identifiable intangible assets.
- An adjustment to interest expense to reflect the additional borrowings of Concentrix under the Prior Credit Facility and the repayment of PK's historical debt in conjunction with the acquisition.
- The related income tax effects of the adjustments noted above.

The supplemental pro forma financial information for the prior period nine months ended August 31, 2022 is as follows:

	Nine Months Ended
	August 31, 2022
Revenue	\$ 4,716,716
Net income	327,701

ServiceSource Acquisition

Background

On July 20, 2022, the Company completed its acquisition of ServiceSource International, Inc. ("ServiceSource"), a global outsourced go-to-market services provider, delivering business-to-business ("B2B") digital sales and customer success solutions that complemented Concentrix' offerings in this area.

Purchase price consideration

The total purchase price consideration, net of cash acquired, for the acquisition of ServiceSource was \$141.5 million, which was primarily funded by cash on the Company's balance sheet, as well as borrowings under the Company's Securitization Facility.

The purchase price consideration to acquire ServiceSource consisted of the following:

Cash consideration for ServiceSource stock ⁽¹⁾	\$ 150,392
Cash consideration for ServiceSource vested and unvested equity awards ⁽²⁾	6,704
Cash consideration for repayment of ServiceSource debt, including accrued interest ⁽³⁾	10,063
Total consideration transferred	167,159
Less: Cash and restricted cash acquired ⁽⁴⁾	25,652
Total purchase price consideration	\$ 141,507

⁽¹⁾ Represents the cash consideration paid for the outstanding shares of ServiceSource common stock.

⁽²⁾ Represents the cash consideration paid or to be paid for vested and unvested ServiceSource stock option awards, restricted stock units and performance stock units.

⁽³⁾ Represents the cash consideration paid to retire ServiceSource's outstanding third-party debt, including accrued interest.

⁽⁴⁾ Represents the ServiceSource cash and restricted cash balance acquired at the acquisition.

Purchase price allocation

The purchase price was allocated to the assets acquired and liabilities assumed based on management's estimate of the respective fair values at the date of acquisition. Goodwill was calculated as the excess of the consideration transferred over the net assets recognized and represents the estimated future economic benefits arising from other assets acquired that could not be individually identified and separately recognized. The factors contributing to the recognition of goodwill were the assembled workforce, high-value service delivery capabilities and strategic benefits that are expected to be realized from the acquisition. None of the goodwill is deductible for income tax purposes.

The following table summarizes the final fair values of the assets acquired and liabilities assumed as of the acquisition date:

	As of
	July 20, 2022
Assets acquired:	
Cash and cash equivalents	\$ 24,355
Accounts receivable	40,097
Property and equipment	8,112
Operating lease right-of-use assets	29,487
Identifiable intangible assets	40,200
Goodwill	34,910
Net deferred tax assets	32,701
Other assets	19,649
Total assets acquired	229,511
Liabilities assumed:	
Accounts payable and accrued liabilities	32,865
Operating lease liabilities	29,487
Total liabilities assumed	62,352
Total consideration transferred	\$ 167,159

The purchase price allocation includes \$40,200 of acquired identifiable intangible assets, all of which have finite lives. The fair value of the identifiable intangible assets has been estimated using the income approach through a discounted cash flow analysis of certain cash flow projections. The intangible assets are being amortized over their estimated useful lives on either a straight-line basis or an accelerated method that reflects the economic benefit of the asset. The determination of the useful lives is based upon various industry studies, historical acquisition experience, economic factors, and future forecasted cash flows of the Company following the acquisition of ServiceSource. During the measurement period included in the three months ended August 31, 2023, measurement period adjustments were recorded to finalize net deferred tax assets at the acquired value as disclosed in the table above, resulting in a corresponding decrease to goodwill. The purchase price allocation is now final.

The amounts allocated to intangible assets are as follows:

	Gross Carrying Amount	Weighted-Average Useful Life	Amortization Method
Customer relationships	\$ 31,370	15 years	Accelerated
Technology	5,640	5 years	Straight-line
Trade name	3,190	3 years	Straight-line
Total	\$ 40,200		

Webhelp Combination

On September 25, 2023, the Company completed its acquisition (the "Webhelp Combination") of all of the issued and outstanding capital stock (the "Shares") of Marnix Lux SA, a public limited liability company (**socié (société anonyme) anonyme**) incorporated under the laws of the Grand Duchy of Luxembourg ("Webhelp Parent") and the parent company of the Webhelp business ("Webhelp"), from the holders thereof (the "Sellers"). The Webhelp Combination was completed pursuant to the terms and conditions of the Share Purchase and Contribution Agreement, dated as of June 12, 2023, as amended by the First Amendment to the Share Purchase and Contribution Agreement, dated as of July 14, 2023 (the "SPA"), by and among Concentrix, OSYRIS S.à r.l., a private limited liability company (**socié (société à responsabilité limitée) e**) incorporated under the laws of the Grand Duchy of Luxembourg and a direct wholly owned subsidiary of Concentrix Corporation ("Purchaser"), Webhelp Parent, the Sellers, and certain representatives of the Sellers.

Webhelp is a leading provider of CX solutions, including sales, marketing, and payment services, with significant operations and client relationships in Europe, Latin America, and Africa. Following Since the closing of the Webhelp Combination, the Company will operate has operated under the trade name "Concentrix + Webhelp" while it finalizes its permanent transitions Webhelp operations and branding to the Concentrix name.

Preliminary purchase price consideration

The aggregate total preliminary purchase price consideration, net of cash and restricted cash acquired, for the acquisition of Webhelp was \$3,774.8 million, which was funded by proceeds from the Shares was approximately \$4 billion Company's August 2023 offering and sale of senior notes, term loan borrowings under the Company's senior credit facility, the issuance of shares of the Company's common stock, and cash on hand. See Note 8—Borrowings for a further discussion of the Company's senior notes, term loan, and senior credit facility.

The preliminary purchase price consideration to acquire Webhelp consisted of the following:

Cash consideration for Shares ⁽¹⁾	\$	529,160
Cash consideration for repayment of Webhelp debt and shareholder loan ⁽²⁾		1,915,197
Total cash consideration		2,444,357
Equity consideration ⁽³⁾		1,084,894
Earnout shares contingent consideration ⁽⁴⁾		32,919
Sellers' note consideration ⁽⁵⁾		711,830
Total consideration transferred		4,274,000
Less: Cash and restricted cash acquired ⁽⁶⁾		499,211
Total purchase price consideration	\$	3,774,789

⁽¹⁾ €500,000 in Represents the cash subject consideration paid, and to adjustment as set forth in the SPA (the "Closing Cash Payment").

- a promissory note issued by Concentrix Corporation be paid, in the aggregate principal amount of €700,000 to certain Sellers, €500,000, as adjusted in accordance with a term of two years and bearing interest at a rate of 2% per annum on the unpaid principal outstanding from time to time; SPA.

⁽²⁾ Represents the cash consideration paid to repay Webhelp's outstanding senior loan debt and shareholder loan.

⁽³⁾ Represents the issuance of 14,862 shares of common stock, par value \$0.0001 per share, of Concentrix Corporation (the "Concentrix common stock"); and,

⁽⁴⁾ the repayment of approximately \$1.6 billion of indebtedness, net of Webhelp cash on hand.

In addition, the Company granted Sellers Represents the contingent right for the Sellers to earn an additional 750 shares of Concentrix common stock (the "Earnout Shares"). The estimated fair value of this contingent consideration was determined using a Monte-Carlo simulation model. The inputs include the closing price of Concentrix common stock as of the Closing Date, Concentrix-specific historical equity volatility, and the risk-free rate. See further details below.

⁽⁵⁾ Represents a promissory note issued by Concentrix Corporation in the aggregate principal amount of €700,000 to certain Sellers. See Note 8—Borrowings for a further discussion of this promissory note.

⁽⁶⁾ Represents the Webhelp cash and restricted cash balance acquired at the Closing Date.

The Company granted Sellers the contingent right to earn the Earnout Shares if certain conditions set forth in the SPA occur, including the share price of Concentrix common stock reaching \$170.00 per share within seven years from the closing of the Webhelp Combination (the "Closing Date") (based on daily volume weighted average prices measured over a specified period). Prior to the Closing Date, Concentrix and certain Sellers entered into stock restriction agreements (the "Stock Restriction Agreements"), pursuant to which such Sellers (the "Restricted Stock Participants") agreed to contribute in kind to the Company, and the Company agreed to receive, certain of the Restricted Stock Participants' Shares in exchange for the issuance of shares of Concentrix common stock with certain restrictions thereon (the "Restricted Shares") in lieu of such Sellers' right to a portion of the Earnout Shares. On the Closing Date, the Company issued approximately 80 Restricted Shares in exchange for certain of the Restricted Stock Participants' Shares. The Restricted Shares are non-transferable and non-assignable and are not entitled to any dividends or distributions unless and until the restrictions lapse, as set forth in the Stock Restriction Agreements. The Restricted Shares will be automatically cancelled by the Company for no consideration in the event that the restrictions on the

Restricted Shares do not lapse. The Restricted Stock Participants have waived any and all rights as a holder of Restricted Shares to vote on any matter submitted to the holders of Common Stock. Concentrix common stock.

Immediately after Preliminary purchase price allocation

The acquisition was accounted for as a business combination in accordance with Accounting Standards Codification ("ASC") Topic 805, *Business Combinations*. The purchase price was allocated to the closing assets acquired and liabilities assumed based on management's estimate of the Webhelp Combination, there were approximately 66.6 million shares respective fair values at the date of Concentrix common stock outstanding, with Concentrix' stockholders prior acquisition. Goodwill was calculated as the excess of the consideration transferred over the net assets recognized and represents the estimated future economic benefits arising from other assets acquired that could not be individually identified and separately recognized. The factors contributing to the Webhelp Combination holding approximately 77.6% recognition of such outstanding shares, goodwill were the assembled workforce, comprehensive service portfolio delivery capabilities, and strategic benefits that are expected to be realized from the acquisition. None of the goodwill is expected to be deductible for income tax purposes.

The following table summarizes the preliminary fair values of the assets acquired and liabilities assumed as of the acquisition date:

	As of September 25, 2023
Assets acquired:	
Cash and cash equivalents	\$ 310,313
Accounts receivable	455,218
Other current assets ⁽¹⁾	454,465
Property and equipment	323,606
Identifiable intangible assets	1,984,000
Goodwill	2,098,531
Deferred tax assets	22,541
Other assets	410,085
	6,058,759
Liabilities assumed:	
Accounts payable	67,558
Accrued compensation and benefits	246,450
Other accrued liabilities	576,549
Income taxes payable	72,227
Debt (current portion and long-term)	8,589
Deferred tax liabilities	411,788
Other long-term liabilities	401,598
Total liabilities assumed	1,784,759
Total consideration transferred	\$ 4,274,000

⁽¹⁾ Includes restricted cash acquired of \$188,899.

As of February 29, 2024, the purchase price allocation is preliminary. The preliminary purchase price allocation was based upon a preliminary valuation, and the Sellers holding approximately 22.4% Company's estimates and assumptions are subject to change within the measurement period (not to exceed twelve months following the acquisition date). The primary areas of such shares.

Given the short period of time from the Closing Date preliminary purchase price allocation that are not yet finalized relate to the filing valuation of this Quarterly Report on Form 10-Q, the Company is in the process of compiling the initial accounting for the Webhelp Combination, including the determination of identifiable intangible assets acquired, the fair values value of certain tangible assets acquired and liabilities assumed, and deferred income taxes. The

Company expects to continue to obtain information for the valuation purpose of determining the fair value of the assets acquired and liabilities assumed on the acquisition date throughout the remainder of the measurement period.

As a result of further refining its estimates and assumptions since the date of the acquisition, the Company recorded measurement period adjustments to the initial purchase price allocation. Adjustments were primarily made to cash, goodwill, accrued compensation and benefits, accrued liabilities and deferred income taxes. These measurement period adjustments to the preliminary purchase price allocation during the three months ended February 29, 2024 were not material.

The preliminary purchase price allocation includes \$1,984,000 of acquired identifiable intangible assets, acquired, all of which have finite lives. The fair value of the identifiable intangible assets has been estimated by using the income and non-income approach through a discounted cash flow analysis of certain cash flow projections. The cash flow projections are based on taxes, residual goodwill on forecasts used by the Company to price the Webhelp Combination, and the amount discount rates applied were benchmarked by referencing the implied rate of goodwill return of the Company's pricing model and the weighted average cost of capital. The intangible assets are being amortized over their estimated useful lives on either a straight-line basis or an accelerated method that will reflects the economic benefit of the asset. The determination of the useful lives is based upon various industry studies, historical acquisition experience, economic factors, and future forecasted cash flows of the Company following the acquisition of Webhelp.

The preliminary amounts allocated to intangible assets are as follows:

	Gross Carrying Amount	Weighted-Average Useful Life	Amortization Method
Customer relationships	\$ 1,882,000	15 years	Accelerated
Trade name	102,000	3 years	Straight-line
Total	\$ 1,984,000		

Supplemental Pro Forma Information (unaudited)

The supplemental pro forma financial information presented below is for illustrative purposes only, does not include the pro forma adjustments that would be deductible required under Regulation S-X for pro forma financial information, is not necessarily indicative of the financial position or results of operations that would have been realized if the combination with Webhelp had been completed on December 1, 2022, does not reflect synergies that might have been achieved, nor is it indicative of future operating results or financial position. The pro forma adjustments are based upon currently available information and certain assumptions that the Company believes are reasonable under the circumstances.

The supplemental pro forma financial information reflects pro forma adjustments to present the combined pro forma results of operations as if the combination with Webhelp had occurred on December 1, 2022 to give effect to certain events that the Company believes to be directly attributable to the acquisition. These pro forma adjustments primarily include:

- A net increase in amortization expense that would have been recognized due to acquired identifiable intangible assets.
- An increase in depreciation expense associated with the step up of fair values of property and equipment assets acquired.
- A net increase to interest expense to reflect the additional borrowings of Concentrix incurred in connection with the combination as previously described and the repayment of Webhelp's historical debt in conjunction with the combination.
- The related income tax purposes, effects of the adjustments noted above.

The supplemental pro forma financial information for the prior period first fiscal quarter ended February 28, 2023 is as follows:

	Three Months Ended
	February 28, 2023
Revenue	\$ 2,362,015
Net income	17,482

Acquisition-related and integration expenses

In connection with the acquisitions of PK Webhelp Combination and ServiceSource and the Webhelp Combination, previous year acquisitions, the Company incurred \$18,494 \$30,173 and \$31,470 \$5,543 of acquisition-related and integration expenses for the three and nine months ended August 31, 2023 February 29, 2024 and February 28, 2023, respectively, and \$12,565 and \$15,213 for the three and nine months ended August 31, 2022, respectively. These expenses primarily include legal and professional services, cash-settled awards, severance and retention payments, and costs associated with lease terminations to integrate the businesses. These acquisition-related and integration expenses were recorded within selling, general and administrative expenses in the consolidated statement of operations.

NOTE 4—SHARE-BASED COMPENSATION:

The Company recognizes share-based compensation expense for all share-based awards made to employees and directors, including employee stock options, restricted stock awards, restricted stock units, and performance-based restricted stock units based on estimated fair values.

In January 2023, February 2024, the Company granted 53 restricted stock awards and 96 restricted stock units and 52 115 performance-based restricted stock units under the Concentrix Stock Incentive Plan, which included annual awards to the Company's senior executive team. The restricted stock awards and restricted stock units had a weighted average grant date fair value of \$138.79 \$89.28 per share and vest over a service period of four three years. The performance-based restricted stock units will vest, if at all, upon the achievement of certain annual financial targets during the three-year period ending November 30, 2025 November 30, 2026. The performance-based restricted stock units had a grant date weighted average fair value of \$136.19 \$85.71 per share.

The Company recorded share-based compensation expense in the consolidated statements of operations for the three and nine months ended August 31, 2023 February 29, 2024 and February 28, 2023 as follows:

	Three Months					
	Ended		Nine Months Ended			
	August	August	August	August		
	31, 2023	31, 2022	31, 2023	31, 2022		
	Three Months Ended				Three Months Ended	
	February 29, 2024				February 29, 2024	
Total share-based compensation	\$ 10,740	\$ 9,862	\$ 38,683	\$ 37,678	\$ 10,740	
Tax benefit recorded in the provision for income taxes	(2,685)	(2,505)	(9,671)	(9,569)	(2,685)	
Effect on net income	\$ 8,055	\$ 7,357	\$ 29,012	\$ 28,109	\$ 8,055	
	February 28, 2023				February 28, 2023	

Share-based compensation expense is included in selling, general and administrative expenses in the consolidated statements of operations.

NOTE 5—BALANCE SHEET COMPONENTS:

Cash, cash equivalents and restricted cash:

The following table provides a reconciliation of cash, cash equivalents and restricted cash reported within the consolidated balance sheets that sum to the total of the same amounts shown in the consolidated statements of cash flows:

		As of	
		August 31, 2023	November 30, 2022
		As of	
	February 29, 2024		February 29, 2024
Cash and cash equivalents	Cash and cash equivalents	\$2,112,792	\$145,382
Restricted cash included in other current assets	Restricted cash included in other current assets	11,243	12,081
Cash, cash equivalents and restricted cash	Cash, cash equivalents and restricted cash	\$2,124,035	\$157,463

Restricted cash balances relate primarily to funds held for clients, restrictions placed on cash deposits by banks as collateral for the issuance of bank guarantees and the terms of a government grant, and letters of credit for leases.

As of August 31, 2023, the Company held approximately \$1,889,000 of proceeds from the senior notes issued on August 2, 2023 (see Note 8 for further details) had a corresponding current liability recorded in money market funds that were classified as cash and cash equivalents other accrued liabilities on the consolidated balance sheet. As described in Note 3, the Company used the balance sheet related to funds held for clients of these funds in connection with the completion approximately \$174,303 and \$218,228 as of the Webhelp Combination.

February 29, 2024 and November 30, 2023, respectively.

Accounts receivable, net:

Accounts receivable, net is comprised of the following as of August 31, 2023 February 29, 2024 and November 30, 2022 November 30, 2023:

		As of	
		August 31, 2023	November 30, 2022
		As of	
	February 29, 2024		February 29, 2024
Billed accounts receivable	Billed accounts receivable	\$ 795,096	\$ 782,049
Unbilled accounts receivable	Unbilled accounts receivable	595,186	613,222
Less: Allowance for doubtful accounts	Less: Allowance for doubtful accounts	(10,845)	(4,797)

Accounts receivable, net	Accounts receivable, net	\$1,379,437	\$1,390,474
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Allowance for doubtful trade receivables:

Presented below is a progression of the allowance for doubtful trade receivables:

	Three Months Ended		Nine Months Ended		Three Months Ended February 29, 2024
	Ended	August	August	August	
		31, 2023	31, 2022	31, 2023	31, 2022
Balance at beginning of period	Balance at beginning of period	\$ 8,774	\$ 6,994	\$ 4,797	\$ 5,421
Net additions (reductions)	Net additions (reductions)	2,857	(1,033)	7,687	3,389
Write-offs and reclassifications	Write-offs and reclassifications	(786)	(825)	(1,639)	(3,674)
Balance at end of period	Balance at end of period	\$10,845	\$5,136	\$10,845	\$5,136

Property and equipment, net:

The following table summarizes the carrying amounts and related accumulated depreciation for property and equipment as of **August 31, 2023** **February 29, 2024** and **November 30, 2022** **November 30, 2023**:

	As of		February 29, 2024	As of November 30, 2023
	August 31, 2023	November 30, 2022		
	As of			
Land	Land	\$ 27,193	\$ 27,336	
Equipment, computers and software	Equipment, computers and software	595,366	542,209	
Furniture and fixtures	Furniture and fixtures	90,810	89,167	
Buildings, building improvements and leasehold improvements	Buildings, building improvements and leasehold improvements	406,117	362,218	
Construction-in-progress	Construction-in-progress	2,785	14,975	
Total property and equipment, gross	Total property and equipment, gross	\$1,122,271	\$1,035,905	
Less: Accumulated depreciation	Less: Accumulated depreciation	(715,974)	(632,076)	
Property and equipment, net	Property and equipment, net	\$ 406,297	\$ 403,829	

Shown below are the countries where 10% or more and other significant concentrations of the Company's property and equipment, net are located as of **August 31, 2023** **February 29, 2024** and **November 30, 2022** **November 30, 2023**:

As of

		August 31, 2023	November 30, 2022
As of			
February 29, 2024		February 29, 2024	November 30, 2023
Property and equipment, equipment, net:	Property and equipment, equipment, net:		
United States	United States	\$121,392	\$123,184
United States			
United States			
Philippines	Philippines	72,887	76,361
France			
India	India	44,442	42,698
Others	Others	167,576	161,586
Total	Total	\$406,297	\$403,829
Goodwill:			

The following table summarizes the changes in the Company's goodwill for the nine three months ended August 31, 2023 February 29, 2024 and 2022: February 28, 2023:

		Nine Months Ended			
		August 31, 2023	August 31, 2022		
		Three Months Ended		Three Months Ended	
		February 29, 2024	February 29, 2024	February 28, 2023	
Balance at beginning of period	Balance at beginning of period	\$2,904,402	\$1,813,502		
Acquisitions		—	1,195,039		
Acquisition measurement period adjustments	Acquisition measurement period adjustments	(10,592)	—		
Foreign exchange translation	Foreign exchange translation	3,238	(36,721)		
Balance at end of period	Balance at end of period	\$2,897,048	\$2,971,820		

Intangible assets, net:

The following tables summarize the carrying amounts and related accumulated amortization for intangible assets as of **August 31, 2023** **February 29, 2024** and **November 30, 2022** **November 30, 2023**:

	As of August 31, 2023			As of November 30, 2022			
	Gross amounts	Accumulated amortization	Net amounts	Gross amounts	Accumulated amortization	Net amounts	
As of February 29, 2024						As of February 29, 2024	
							As of November 30, 2023
	<u>Gross amounts</u>						
Customer relationships	Customer relationships	\$1,745,849	\$(925,036)	\$820,813	\$1,731,610	\$(811,727)	\$919,883
Technology	Technology	79,695	(32,601)	47,094	79,728	(21,820)	57,908

Trade names	Trade names	14,461	(10,247)	4,214	14,552	(8,291)	6,261
Non-compete agreements	Non-compete agreements	2,200	(1,230)	970	2,200	(680)	1,520
		\$1,842,205	(\$969,114)	\$873,091	\$1,828,090	(\$842,518)	\$985,572
		\$					

Estimated future amortization expense of the Company's intangible assets is as follows:

Fiscal years ending November 30,	Fiscal years ending November 30,	
2023 (remaining three months)		\$ 39,426
2024		146,580
2024 (remaining nine months)		
2024 (remaining nine months)		
2024 (remaining nine months)		
2025	2025	134,443
2026	2026	117,877
2027	2027	87,559
2028		
Thereafter	Thereafter	347,206
Total	Total	\$ 873,091

Accumulated other comprehensive income (loss):

The components of accumulated other comprehensive income (loss) ("AOCI"), net of taxes, were as follows:

	Three Months Ended February 29, 2024 and February 28, 2023	Three Months Ended February 29, 2024 and February 28, 2023		
	Unrecognized gains (losses) on defined benefit plan, net of taxes	Unrecognized gains (losses) on defined benefit plan, net of taxes	Unrealized gains (losses) on hedges, net of taxes	Foreign currency translation adjustments, net of taxes
Balances at November 30, 2022				
Other comprehensive income (loss) before reclassification				
Reclassification of losses from other comprehensive income (loss)				
Balances at February 28, 2023				
	Three Months Ended August 31, 2023 and 2022			
	Unrealized gains (losses) on defined benefit plan, net of taxes	Unrealized gains (losses) on cash flow hedges, net of taxes	Foreign currency translation adjustments, net of taxes	Total
Balances at May 31, 2022	\$ (21,979)	\$(14,642)	\$(115,212)	\$(151,833)
Balances at November 30, 2023				
Balances at November 30, 2023				

Balances at November 30, 2023					
Other comprehensive income (loss) before reclassification					
Other	comprehensive income (loss)	before reclassification	951	(30,299)	(113,863)
comprehensive income (loss)	before reclassification			(143,211)	
Reclassification of gains from other comprehensive income (loss)	Reclassification of gains from other comprehensive income (loss)	—	9,752	—	9,752
Balances at August 31, 2022	\$ (21,028)	\$ (35,189)	\$ (229,075)	\$ (285,292)	
Balances at May 31, 2023	\$ (7,972)	\$ (8,670)	\$ (286,367)	\$ (303,009)	
Other comprehensive income (loss) before reclassification	(1,739)	1,266	(1,137)	(1,610)	
Reclassification of gains from other comprehensive income (loss)	—	2,458	—	2,458	
Balances at August 31, 2023	\$ (9,711)	\$ (4,946)	\$ (287,504)	\$ (302,161)	
Balances at February 29, 2024					

Nine Months Ended August 31, 2023 and 2022					
	Unrecognized gains (losses) on defined benefit plan, net of taxes	Unrealized gains (losses) on cash flow hedges, net of taxes	Foreign currency translation adjustments, net of taxes		Total
Balances at November 30, 2021	\$ (22,745)	\$ (1,403)	\$ (46,378)	\$ (70,526)	
Other comprehensive income (loss) before reclassification	1,717	(46,003)	(182,697)		(226,983)
Reclassification of gains from other comprehensive income (loss)	—	12,217	—		12,217
Balances at August 31, 2022	\$ (21,028)	\$ (35,189)	\$ (229,075)	\$ (285,292)	
Balances at November 30, 2022	\$ (8,471)	\$ (19,914)	\$ (287,364)	\$ (315,749)	
Other comprehensive income (loss) before reclassification	(1,240)	3,659	(140)		2,279
Reclassification of gains from other comprehensive income (loss)	—	11,309	—		11,309
Balances at August 31, 2023	\$ (9,711)	\$ (4,946)	\$ (287,504)	\$ (302,161)	

Refer to Note 6—Derivative Instruments for the location of gains and losses on cash flow hedges reclassified from other comprehensive income (loss) to the consolidated statements of operations. Reclassifications of amortization of actuarial (gains) losses of defined benefit plans is recorded in "Other expense (income), net" in the consolidated statement of operations.

NOTE 6—DERIVATIVE INSTRUMENTS:

In the ordinary course of business, the Company is exposed to foreign currency risk and credit risk. The Company enters into transactions, and owns monetary assets and liabilities, that are denominated in currencies other than the legal entity's functional currency. The Company may enter into forward contracts, option contracts, or other derivative instruments to offset a portion of the risk on expected future cash flows, earnings, net investments in certain non-U.S. legal entities and certain existing assets and liabilities. However, the Company may choose not to hedge certain exposures for a variety of reasons including, but not limited to, accounting considerations and the economic cost of hedging particular exposures. There can be no assurance the hedges will offset more than a portion of the financial impact resulting from movements in foreign currency exchange or interest rates. Generally, the Company does not use derivative instruments to cover equity risk and credit risk. The Company's hedging program is not used for trading or speculative purposes.

All derivatives are recognized on the consolidated balance sheets at their fair values. Changes in the fair value of derivatives are recorded in the consolidated statements of operations, or as a component of AOCI in the consolidated balance sheets, as discussed below.

Cash Flow Hedges

To protect gross margins from fluctuations in foreign currency exchange rates, certain of the Company's legal entities with functional currencies that are not U.S. dollars may hedge a portion of forecasted revenue or costs not denominated in the entities' functional currencies. These instruments mature at various dates through **August 2025, February 2026**. Gains and losses on cash flow hedges are recorded in AOCI until the hedged item is recognized in earnings. Deferred gains and losses associated with cash flow hedges of foreign currency revenue are recognized as a component of "Revenue" in the same period as the related revenue is recognized, and deferred gains and losses related to cash flow

hedges of foreign currency costs are recognized as a component of "Cost of revenue" or "Selling, general and administrative expenses" in the same period as the related costs are recognized. Derivative instruments designated as cash flow hedges must be de-designated as hedges when it is probable the forecasted hedged transaction will not occur in the initially identified time period or within a subsequent two-month time period. Deferred gains and losses in AOCI associated with such derivative instruments are reclassified into earnings in the period of de-designation. Any subsequent changes in fair value of such derivative instruments are recorded in earnings unless they are re-designated as hedges of other transactions.

Non-Designated Derivatives

The Company uses short-term forward contracts to offset the foreign exchange risk of assets and liabilities denominated in currencies other than the functional currencies of the Company's legal entities that own the assets or liabilities. These contracts, which are not designated as hedging instruments, mature or settle within twelve months. Derivatives that are not designated as hedging instruments are adjusted to fair value through earnings in the financial statement line item to which the derivative relates.

During Cross-currency interest rate swaps

In connection with the second quarter closing of 2023, the Webhelp Combination, the Company entered into short-term foreign exchange forward call option contracts to offset the foreign exchange risk associated cross-currency swap arrangements with the cash payment required in euros upon closing certain financial institutions for a total notional amount of \$500,000 of the Webhelp Combination. These derivatives Company's senior notes. In addition to aligning the currency of a portion of the Company's interest payments to the Company's euro-denominated cash flows, the arrangements, together with intercompany loans and additional intercompany cross-currency interest rate swap arrangements described below, effectively converted \$250,000 aggregate principal amount of the Company's 6.650% Senior Notes due 2026 and \$250,000 aggregate principal amount of the

Company's 6.660% Senior Notes due 2028 into synthetic fixed euro-based debt at weighted average interest rates of 5.12% and 5.18%, respectively.

Concurrent with entering into the cross-currency interest rate swaps with certain financial institutions, Marnix SAS, a wholly owned subsidiary of Concentrix, entered into corresponding U.S. dollar denominated intercompany loan agreements with certain other subsidiaries of Concentrix with identical terms and notional amounts as the underlying \$500,000 U.S. dollar denominated senior notes, with reciprocal cross currency interest rate swaps.

The cross-currency interest rate swaps are not designated as hedging instruments and are adjusted to fair value through earnings and included in other expense (income), net in the consolidated statement of operations. hedges.

Fair Values of Derivative Instruments in the Consolidated Balance Sheets

The fair values of the Company's derivative instruments are disclosed in Note 7—Fair Value Measurements and summarized in the table below:

Sheet Line Item	Balance Sheet Line Item	Value as of		Balance Sheet Line Item	Value as of
		August 31, 2023	November 30, 2022		
Derivative instruments not designated as hedging instruments:	Derivative instruments not designated as hedging instruments:				
Foreign exchange forward contracts (notional value)	Foreign exchange forward contracts (notional value)	\$ 1,478,168	\$ 1,465,853		
Foreign exchange forward contracts (notional value)	Foreign exchange forward contracts (notional value)				
Other current assets	Other current assets	4,461	22,839		
Other accrued liabilities	Other accrued liabilities	16,035	14,934		
Foreign exchange call options contracts (notional value)	Foreign exchange call options contracts (notional value)	\$ 2,012,475	\$ —		

Other current assets	136	—
Derivative instruments designated as fair value hedges:		
Cross-currency interest rate swaps (notional value)		
Cross-currency interest rate swaps (notional value)		
Cross-currency interest rate swaps (notional value)		
Other long-term liabilities		
Derivative instruments designated as cash flow hedges:		
Foreign exchange forward contracts (notional value)		
Foreign exchange forward contracts (notional value)		
Foreign exchange forward contracts (notional value)		
Other current assets and other assets	6,774	6,389
Other accrued liabilities and other long-term liabilities	13,366	32,935

Volume of activity

The notional amounts of foreign exchange forward contracts represent the gross amounts of foreign currency, including, principally, the Philippine peso, the Indian rupee, the euro, the British pound, the Canadian dollar, the Japanese yen, and the Australian dollar, that will be bought or sold at maturity. The notional amounts for outstanding derivative instruments provide one measure of the transaction volume outstanding and do not represent the amount of the Company's exposure to credit or market loss. The Company's exposure to credit loss and market risk will vary over time as currency exchange rates change.

The Effect of Derivative Instruments on AOCI and the Consolidated Statements of Operations

The following table shows the gains and losses, before taxes, of the Company's derivative instruments designated as cash flow hedges and not designated as hedging instruments in other comprehensive income ("OCI"), and the consolidated statements of operations for the periods presented:

Locations of gain (loss) in statement of operations	Three Months Ended		Nine Months Ended	
	August 31, 2023	August 31, 2022	August 31, 2023	August 31, 2022

Derivative instruments designated as cash flow hedges		Three Months Ended	Three Months Ended	
Locations of gain (loss) in statement of operations		Locations of gain (loss) in statement of operations	February 29, 2024	February 28, 2023
Derivative instruments designated as cash flow and fair value hedges:				
<u>Gains (losses) recognized in OCI:</u>				
<u>Gains (losses), recognized in OCI:</u>				
<u>Gains (losses), recognized in OCI:</u>	<u>Gains (losses), recognized in OCI:</u>			
Foreign exchange forward contracts	Foreign exchange forward contracts	\$ 1,688	\$(40,691)	\$ 4,878
Foreign exchange forward contracts				\$(61,782)
Foreign exchange forward contracts				
Cross- currency interest rate swaps				
Total				
<u>Losses reclassified from AOCI into income:</u>				
<u>Gains (losses) reclassified from AOCI into income:</u>				
<u>Gains (losses) reclassified from AOCI into income:</u>				
<u>Gains (losses) reclassified from AOCI into income:</u>				
Foreign exchange forward contracts	Foreign exchange forward contracts			
Loss reclassified from AOCI into income	Cost of revenue for services	\$ (2,457)	\$ (9,909)	\$ (11,179)
	Selling, general and administrative expenses			\$ (12,920)
Loss reclassified from AOCI into income	(822)	(3,187)	(3,899)	(3,487)
Foreign exchange forward contracts				
Foreign exchange forward contracts				

Gain (loss) reclassified from AOCI into income				
Gain (loss) reclassified from AOCI into income				
Gain (loss) reclassified from AOCI into income				
Gain (loss) reclassified from AOCI into income				
Gain (loss) reclassified from AOCI into income				
Total	Total	<u>\$ (3,279)</u>	<u>\$ (13,096)</u>	<u>\$ (15,078)</u>
Derivative instruments not designated as hedging instruments:	Derivative instruments not designated as hedging instruments:			<u>\$ (16,407)</u>
Loss recognized from foreign exchange forward contracts, net ⁽¹⁾	Other expense	<u>(income), net</u>	<u>\$ (2,170)</u>	<u>\$ (39,367)</u>
Loss recognized from foreign exchange call options contracts, net	Other expense	<u>(income), net</u>	<u>(2,064)</u>	<u>—</u>
Total		<u><u>\$ (4,234)</u></u>	<u><u>\$ (39,367)</u></u>	<u><u>\$ (21,498)</u></u>
				<u><u>\$ (56,527)</u></u>
Derivative instruments not designated as hedging instruments:				
Derivative instruments not designated as hedging instruments:				
Gain recognized from foreign exchange forward contracts, net ⁽¹⁾				
Gain recognized from foreign exchange forward contracts, net ⁽¹⁾				
Gain recognized from foreign exchange forward contracts, net ⁽¹⁾				

(a) The gains and losses largely offset the currency gains and losses that resulted from changes in the assets and liabilities denominated in nonfunctional currencies.

There were no material gain or loss amounts excluded from the assessment of effectiveness. Existing net losses gains in AOCI that are expected to be reclassified into earnings in the normal course of business within the next twelve months are \$5,183, \$5,168.

Offsetting of Derivatives

In the consolidated balance sheets, the Company does not offset derivative assets against liabilities in master netting arrangements.

Credit exposure for derivative financial instruments is limited to the amounts, if any, by which the counterparties' obligations under the contracts exceed the Company's obligations to the counterparties. The Company manages the potential risk of credit losses through careful evaluation of counterparty credit standing and selection of counterparties from a limited group of financial institutions with high credit standing.

NOTE 7—FAIR VALUE MEASUREMENTS:

The Company's fair value measurements are classified and disclosed in one of the following three categories:

Level 1: Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;

Level 2: Quoted prices in markets that are not active, or inputs which are observable, either directly or indirectly, for substantially the full term of the asset or liability; and

Level 3: Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (i.e., supported by little or no market activity).

The following table summarizes the valuation of the Company's investments and financial instruments that are measured at fair value on a recurring basis:

		As of August 31, 2023				As of November 30, 2022				As of February 29, 2024								As of February 29, 2024				As of November 30, 2023			
		Fair value measurement				Fair value measurement				Fair value measurement								Fair value measurement				Fair value measurement			
		category		Level		category		Level		category		Level		category		Level		category		Level		category		Level	
		Total	Level 1	Level 2	3	Total	Level 1	Level 2	3	Total	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3
Assets measured at fair value:	Assets measured at fair value:																								
Cash equivalents	Cash equivalents																								
Cash equivalents	Cash equivalents	\$2,028,565	\$2,028,565	\$—	\$—	\$89,932	\$89,932	\$—	\$—																
Foreign government bond	Foreign government bond	1,811	1,811	—	—	1,529	1,529	—	—																
Forward foreign currency exchange contracts	Forward foreign currency exchange contracts	11,235	—	11,235	—	29,228	—	29,228	—																
Foreign currency call options contracts	Foreign currency call options contracts	136	—	136	—	—	—	—	—																
Liabilities measured at fair value:	Liabilities measured at fair value:																								
Forward foreign currency exchange contracts	Forward foreign currency exchange contracts	29,401	—	29,401	—	47,869	—	47,869	—																
Cross-currency interest rate swaps	Cross-currency interest rate swaps																								
Acquisition contingent consideration	Acquisition contingent consideration																								
Liabilities measured at other than fair value:	Liabilities measured at other than fair value:																								
Long term debt (senior notes)	Long term debt (senior notes)																								

Long term debt (senior notes)							
Long term debt (senior notes)							
Fair value							
Fair value							
Fair value	Fair value	2,110,841	2,110,841	—	—	—	—
Carrying amount	Carrying amount			—	—	—	—
		2,130,982		—	—	—	—

The Company's cash equivalents consist primarily of highly liquid investments in money market funds and term deposits with maturity periods of three months or less. The carrying values of cash equivalents approximate fair

value since they are near their maturity. Investment in foreign government bond classified as an available-for-sale debt security is recorded at fair value based on quoted market prices. The fair values of forward exchange contracts are measured based on the foreign currency spot and forward rates. Fair values of long-term foreign currency exchange contracts are measured using valuations based upon quoted prices for similar assets and liabilities in active markets and are valued by reference to similar financial instruments, adjusted for terms specific to the contracts. The fair values of the cross-currency interest rate swaps are determined using a market approach that is based on observable inputs other than quoted market prices, including contract terms, interest rates, currency rates, and other market factors. The estimated fair value of the foreign exchange forward call options contracts is measured acquisition contingent consideration was determined using market standard option models a Monte-Carlo simulation model. The inputs include the closing price of Concentrix common stock as of the reporting period end date, Concentrix-specific historical equity volatility, and foreign currency spot rates, the risk-free rate.

The effect of nonperformance risk on the fair value of derivative instruments was not material as of August 31, 2023 February 29, 2024 and November 30, 2022 November 30, 2023.

The carrying values of term deposits with maturities less than one year, accounts receivable and accounts payable approximate fair value due to their short maturities and interest rates that are variable in nature. The carrying values of the outstanding balance on the term loan under the Company's senior credit facility and the outstanding balance on the Securitization Facility Company's accounts receivable securitization facility (the "Securitization Facility") approximate their fair values since they bear interest rates that are similar to existing market rates. The fair values of the 2026 Notes, 2028 Notes, and 2033 Notes (as defined in Note 8) were based on quoted prices in active markets and are classified within Level 1 of the fair value hierarchy. The Company does not adjust the quoted market prices for such financial instruments.

During the three and nine months ended August 31, 2023 February 29, 2024 and 2022, February 28, 2023, there were no transfers between the fair value measurement category levels.

NOTE 8—BORROWINGS:

Borrowings consist of the following:

	As of			As of	
	February 29, 2024			February 29, 2024	
				November 30, 2023	
	As of			As of	
	August 31, 2023	November 30, 2022			
	2023	2022			
Other loans					
Other loans					
Other loans					
Current portion of long-term debt					
6.650% Senior Notes due 2026					
6.650% Senior Notes due 2026					
6.650% Senior Notes due 2026	\$ 800,000	\$ —			
6.600% Senior Notes due 2028					
6.600% Senior Notes due 2028	800,000	—			

6.850%	6.850%		
Senior Notes	Senior Notes		
due 2033	due 2033	550,000	—
Credit Facility -	Credit Facility -		
Term Loan component	Term Loan component	1,850,000	1,875,000
Securitization Facility	Securitization Facility	—	356,500
Sellers' Note			
Other loans			
Long-term debt, before unamortized debt discount and issuance costs	Long-term debt, before unamortized debt discount and issuance costs	4,000,000	2,231,500
Less: unamortized debt discount and issuance costs	Less: unamortized debt discount and issuance costs	(26,533)	(7,212)
Long-term debt, net	Long-term debt, net	<u>\$3,973,467</u>	<u>\$2,224,288</u>

Senior Notes

On August 2, 2023, the Company issued and sold (i) \$800,000 aggregate principal amount of 6.650% Senior Notes due 2026 (the "2026 Notes"), (ii) \$800,000 aggregate principal amount of 6.600% Senior Notes due 2028 (the "2028 Notes") and (iii) \$550,000 aggregate principal amount of 6.850% Senior Notes due 2033 (the "2033 Notes" and, together with the 2026 Notes and 2028 Notes, the "Senior Notes"). The Senior Notes were sold in a registered public offering pursuant to the Company's Registration Statement on Form S-3, which became effective upon filing, and a Prospectus Supplement dated July 19, 2023, to a Prospectus dated July 17, 2023.

The Senior Notes were issued pursuant to, and are governed by, an indenture, dated as of August 2, 2023 (the "Base Indenture"), between Concentrix and U.S. Bank Trust Company, National Association, as trustee (the "Trustee"), as supplemented by a first supplemental indenture dated as of August 2, 2023 between Concentrix and the Trustee relating to the 2026 Notes, a second supplemental indenture dated as of August 2, 2023 between Concentrix and the Trustee relating to the 2028 Notes, and a third supplemental indenture dated as of August 2, 2023 between Concentrix and the Trustee relating to the 2033 Notes (such supplemental indentures, together with the Base Indenture, the "Indenture"). The Indenture contains customary covenants and restrictions, including covenants that limit Concentrix Corporation's and certain of its subsidiaries' ability to create or incur liens on shares of stock of certain subsidiaries or on principal properties, engage in sale/leaseback transactions or, with respect to Concentrix Corporation, consolidate or merge with, or sell or lease substantially all its assets to, another person. The Indenture also provides for customary events of default.

The Company used the net proceeds of the offering and sale of the Senior Notes, together with approximately \$294.7 million of delayed draw borrowings under its \$2.1447 billion senior unsecured term loan facility and cash on hand, to pay the cash portion of the Webhelp Combination consideration, repay approximately €1.80 billion of existing indebtedness of Webhelp Parent and its subsidiaries, and pay related fees and expenses in connection with the Webhelp Combination. The remaining proceeds will be used for general corporate purposes of the Company.

The Company incurred debt discount and issuance costs of approximately \$19,300 associated with the Senior Notes during the nine months ended August 31, 2023, which are being amortized over the applicable maturity dates.

In connection with the closing of the Webhelp Combination, the Company entered into cross-currency swap arrangements for a total notional amount of \$500,000 of the Senior Notes. In addition to aligning the currency of a portion of the interest payments to the Company's euro-denominated cash flows, the arrangements effectively converted \$250,000 of each of the 2026 Notes and 2028 Notes into synthetic fixed Euro-based debt at weighted average interest rates of 5.12% and 5.18%, respectively.

Bridge Facility and Restated Credit Facility

To provide the debt financing required by the Company to consummate the Webhelp Combination, the Company entered into a commitment letter dated March 29, 2023 (the "Bridge Commitment Letter," and the commitments pursuant to the Bridge Commitment Letter, the "Bridge Facility"), under which certain financing institutions committed to provide a 364-day bridge loan facility in an aggregate principal amount of \$5,290,000 consisting of (i) a \$1,850,000 tranche of term bridge loans (the "Term Loan Amendment Tranche"), (ii) a \$1,000,000 tranche of revolving commitments (the "Revolver Amendment Tranche") and (iii) a \$2,440,000 tranche of term bridge loans (the "Acquisition Tranche"), each subject to the satisfaction of certain customary closing conditions, including the consummation of the Webhelp Combination.

The incurrence of the acquisition-related indebtedness that would be funded by the Acquisition Tranche of the Bridge Facility (or permanent financing in lieu thereof) and by the Sellers' Note was not permitted under the Prior Credit Facility. Therefore, on April 21, 2023, the Company entered into an Amendment and Restatement Agreement (the "Amendment Agreement") with the lenders party thereto, JPMorgan Chase Bank, N.A. and Bank of America, N.A., to amend and restate the Prior Company's senior secured credit

facility (the "Prior Credit Facility (as Facility" and as amended and restated, the "Restated Credit Facility"). As a result of having entered into the Amendment Agreement, among other things, the Company obtained requisite lender consent to incur acquisition-related indebtedness, and pursuant to the terms of the Bridge Commitment Letter, the commitments with respect to the Term Loan Amendment Tranche and the Revolver Amendment Tranche of the Bridge Facility were each reduced to zero, and the Acquisition Tranche was reduced by approximately \$294,702. On August 2, 2023, the remaining outstanding commitment of approximately \$2.15 billion under the Bridge Commitment Letter was reduced to zero in connection with the issuance of the Senior Notes previously described.

The Restated Credit Facility provides for the extension of a senior unsecured revolving credit facility not to exceed an aggregate principal amount of \$1,042,500. The Restated Credit Facility also provides for a senior unsecured term loan facility in an aggregate principal amount not to exceed approximately \$2,144,700 (the "Term Loan"), of which \$1,850,000 was outstanding as of August 31, 2023 incurred upon the amendment and approximately \$294,702 was drawn on a delayed draw basis on the Closing Date (the "Delayed Draw Term Loans"). Date. Aggregate borrowing capacity under the Restated Credit Facility may be increased by up to an additional \$500,000 by increasing the amount of the revolving credit facility or by incurring additional term loans, in each case subject to the satisfaction of certain conditions set forth in the Restated Credit Facility, including the receipt of additional commitments for such increase. In September 2023,

As of November 30, 2023, the outstanding principal balance on the Term Loan was \$1,950,000 due to principal payments made subsequent to the Closing Date. During the three months ended February 29, 2024, the Company voluntarily prepaid \$69,700 \$100,000 of the principal balance on the term loan facility, Term Loan, without penalty, resulting in an outstanding balance at February 29, 2024 of approximately \$2,075,000.

\$1,850,000.

The maturity date of the Restated Credit Facility remains is December 27, 2026, subject, in the case of the revolving credit facility, to two one-year extensions upon the Company's prior notice to the lenders and the agreement of the lenders to extend such maturity date. The outstanding Due to the voluntary prepayments previously described, no principal amount of the term loans payment is payable in quarterly installments in an amount equal to 1.25% of the existing principal balance, plus the Delayed Draw Term Loans advanced on the closing date of the Webhelp Combination, commencing on December 31, 2024, with required until the outstanding principal amount of the term loans is due in full on the maturity date.

Borrowings under the Restated Credit Facility bear interest, in the case of SOFR rate loans, at a per annum rate equal to the applicable SOFR rate (but not less than 0.0%), plus an applicable margin, which ranges from 1.125% to 2.000%, based on the credit ratings of the Company's senior unsecured non-credit enhanced long-term indebtedness for borrowed money plus a credit spread adjustment to the SOFR rate of 0.10%. Borrowings under the Restated Credit Facility that are base rate loans bear interest at a per annum rate (but not less than 1.0%) equal to (i) the greatest of (A) the Prime Rate (as defined in the Restated Credit Facility) in effect on such day, (B) the NYFRB Rate (as defined in the Restated Credit Facility) in effect on such day plus ½ of 1.0%, and (C) the adjusted one-month term SOFR rate plus 1.0% per annum, plus (ii) an applicable margin, which ranges from 0.125% to 1.000%, based on the credit ratings of the Company's senior unsecured non-credit enhanced long-term indebtedness for borrowed money.

The Restated Credit Facility contains certain loan covenants that are customary for credit facilities of this type and that restrict the ability of Concentrix Corporation and its subsidiaries to take certain actions, including the creation of liens, mergers or consolidations, changes to the nature of their business, and, solely with respect to subsidiaries of Concentrix Corporation, incurrence of indebtedness. In addition, the Restated Credit Facility contains financial covenants that require the Company to maintain at the end of each fiscal quarter, (i) a consolidated leverage ratio (as defined in the Restated Credit Facility) not to exceed 3.75 to 1.0 (or for certain periods following certain qualified acquisitions, including the Webhelp Combination, 4.25 to 1.0) and (ii) a consolidated interest coverage ratio (as defined in the Restated Credit Facility) equal to or greater than 3.00 to 1.0. The Restated Credit Facility also contains various customary events of default, including payment defaults, defaults under certain other indebtedness, and a change of control of Concentrix Corporation.

None of Concentrix' subsidiaries guarantees the obligations under the Restated Credit Facility.

Prior to entering into the Amendment Agreement, obligations under the Company's Prior Credit Facility were secured by substantially all of the assets of Concentrix Corporation and certain of its U.S. subsidiaries and were guaranteed by certain of its U.S. subsidiaries. Borrowings under the Prior Credit Facility bore interest, in the case of term or daily SOFR loans, at a per annum rate equal to the applicable SOFR rate (but not less than 0.0%), plus an adjustment of between 0.10% and 0.25% depending on the interest period of each SOFR loan, plus an applicable margin, which ranged from 1.25% to 2.00%, based on the Company's consolidated leverage ratio. Borrowings under the Prior Credit Facility that were base rate loans bore interest at a per annum rate equal to (i) the greatest of (a) the Federal Funds Rate in effect on such day plus ½ of 1.00%, (b) the rate of interest last publicly announced by Bank of America as its "prime rate" and (c) the term SOFR rate plus 1.00%, plus (ii) an applicable margin, which ranged from 0.25% to 1.00%, based on the Company's consolidated leverage ratio. From August 31, 2022 through the date of the Amendment Agreement, the outstanding principal of the term loans under the Prior Credit Facility was payable in quarterly installments of \$26,250.

At August 31, 2023 February 29, 2024 and November 30, 2022 November 30, 2023, no amounts were outstanding under the Company's revolving credit facility.

During the nine three months ended August 31, 2023 February 28, 2023, the Company paid voluntarily prepaid \$25,000 of voluntary the principal prepayments, without penalty, balance on the term loans under the Prior Credit Facility.

The Company paid a total of \$4,613 and \$21,617 in Bridge Facility, financing fees during the three and nine months ended August 31, 2023, respectively. The full amount of the Bridge Facility financing fees of \$21,617 was expensed during the nine months ended August 31, 2023, which included \$10,687 in the three months ended August 31, 2023. In the nine months ended August 31, 2023, the Company paid \$3,369 in debt amendment fees related to the Restated Credit Facility. The debt amendment fees that were capitalized are being amortized over the remaining life of the Restated Credit Facility, without penalty.

Securitization Facility

On July 6, 2022, the The Company entered into has an amendment to the amended Securitization Facility which was initially entered into on October 30, 2020, to (i) increase the commitment of the lenders to provide that provides for available borrowings from up to \$350,000 to of up to \$500,000 (ii) extend the with a termination date of the Securitization Facility from October 28, 2022 to July 5, 2024, and (iii) replace LIBOR with SOFR as one of the reference rates used to calculate interest on borrowings under the Securitization Facility. In addition, the interest rate margins were amended, such that borrowings. Borrowings under the Securitization Facility that are funded through the issuance of commercial

paper bear interest at the applicable commercial paper rate plus a spread of 0.70% and, otherwise, at a per annum rate equal to the applicable SOFR rate (which includes a credit spread adjustment to the SOFR related adjustment rate of 0.10%), plus a spread of 0.80%. Amounts drawn under the Securitization Facility have been classified as long-term debt within the consolidated balance sheet based on the Company's ability and intent to refinance on a long-term basis as of February 29, 2024 and November 30, 2023.

Under the Securitization Facility, Concentrix Corporation and certain of its subsidiaries (the "Originators") sell or otherwise transfer all of their accounts receivable to a special purpose bankruptcy-remote subsidiary of the Company (the "Borrower") that grants a security interest in the receivables to the lenders in exchange for available borrowings of up to \$500,000. The amount received under the Securitization Facility is recorded as debt on the Company's consolidated balance sheets. Borrowing availability under the Securitization Facility may be limited by the Company's accounts receivable balances, changes in the credit ratings of the clients comprising the receivables, client concentration levels in the receivables, and certain characteristics of the accounts receivable being transferred (including factors tracking performance of the accounts receivable over time).

The Securitization Facility contains various affirmative and negative covenants, including a consolidated leverage ratio covenant that is consistent with the Restated Credit Facility and customary events of default, including payment defaults, defaults under certain other indebtedness, a change in control of Concentrix Corporation, and certain events negatively affecting the overall credit quality of the transferred accounts receivable.

The Borrower's sole business consists of the purchase or acceptance through capital contributions of the receivables and related security from the Originators and the subsequent retransfer of or granting of a security interest in such receivables and related security to the administrative agent under the Securitization Facility for the benefit of the lenders. The Borrower is a separate legal entity with its own separate creditors who will be entitled, upon its liquidation, to be satisfied out of the Borrower's assets prior to any assets or value in the Borrower becoming available to the Borrower's equity holders, and the assets of the Borrower are not available to pay creditors of the Company and its subsidiaries.

Sellers' Note

On September 25, 2023, as part of the consideration for the Webhelp Combination, Concentrix Corporation issued a promissory note the Sellers' Note in the aggregate principal amount of €700,000 (the "Sellers' Note") to certain Sellers (the "Noteholders"). Pursuant to Sellers. The stated rate of interest associated with the Sellers' Note the unpaid principal amount outstanding will accrue interest from time to time at a rate of is two percent (2% (2.00%) per annum, and all which is below the Company's expected borrowing rate. As a result, the Company discounted the Sellers' Note by €31,500 using an approximate 4.36% imputed annual interest rate. This discounting resulted in an initial value of €668,500 or \$711,830. The discounted value is being amortized into interest expense over the two-year term. All stated principal and accrued interest will be due and payable on September 25, 2025.

Covenant compliance

As of August 31, 2023 February 29, 2024 and November 30, 2022 November 30, 2023, Concentrix was in compliance with all covenants for the above arrangements.

NOTE 9—EARNINGS PER SHARE:

Basic and diluted earnings per common share ("EPS") are computed using the two-class method, which is an earnings allocation formula that determines EPS for each class of common stock and participating security. The Company's restricted stock awards are considered participating securities because they are legally issued at the grant date and holders have a non-forfeitable right to receive dividends.

		Three Months Ended		Nine Months Ended	
		August 31, 2023	August 31, 2022	August 31, 2023	August 31, 2022
Three Months Ended					
February 29,				February 29, 2024	
Basic	Basic				February 28, 2023
earnings per common share:	earnings per common share:				
Net income	Net income	\$77,635	\$106,690	\$244,355	\$330,105
Less: net income allocated to participating securities ⁽¹⁾	Less: net income allocated to participating securities ⁽¹⁾	(1,286)	(1,582)	(4,198)	(4,850)

Net income	Net income				
attributable	attributable				
to common	to common				
stockholders	stockholders	\$76,349	\$105,108	\$240,157	\$325,255
Weighted-	Weighted-				
average	average				
number of	number of				
common	common				
shares -	shares -				
basic	basic	51,059	51,193	51,130	51,461
Weighted-average					
number of common					
shares - basic					
Weighted-average					
number of common					
shares - basic					
Basic earnings per					
common share					
Basic earnings per					
common share					
Basic	Basic				
earnings per	earnings per				
common	common				
share	share	\$ 1.50	\$ 2.05	\$ 4.70	\$ 6.32
Diluted	Diluted				
earnings per	earnings per				
common	common				
share:	share:				
Diluted earnings per					
common share:					
Diluted earnings per					
common share:					
Net income					
Net income					
Net income	Net income	\$77,635	\$106,690	\$244,355	\$330,105
Less: net	Less: net				
income	income				
allocated to	allocated to				
participating	participating				
securities ⁽¹⁾	securities ⁽¹⁾	(1,282)	(1,571)	(4,178)	(4,816)
Net income	Net income				
attributable	attributable				
to common	to common				
stockholders	stockholders	\$76,353	\$105,119	\$240,177	\$325,289
Weighted-	Weighted-				
average	average				
number of	number of				
common	common				
shares -	shares -				
basic	basic	51,059	51,193	51,130	51,461
Weighted-average					
number of common					
shares - basic					
Weighted-average					
number of common					
shares - basic					

Effect of dilutive securities:	Effect of dilutive securities:			
Stock options and restricted stock units				
Stock options and restricted stock units				
Stock options and restricted stock units	Stock options and restricted stock units	150	356	254
Weighted- average number of common shares - diluted	Weighted- average number of common shares - diluted	51,209	51,549	51,384
Diluted earnings per common share	Diluted earnings per common share	\$ 1.49	\$ 2.04	\$ 4.67
Diluted earnings per common share	Diluted earnings per common share			\$ 6.28

(1) Restricted stock awards granted to employees by the Company are considered participating securities. Effective in the fourth quarter of fiscal year 2023, restricted stock units granted are also considered participating securities.

NOTE 10—REVENUE:

Disaggregated revenue

In the following table, the Company's revenue is disaggregated by primary industry verticals:

Industry vertical:	Industry vertical:	Three Months Ended		Nine Months Ended		Three Months Ended February 29, 2024	Three Months Ended February 28, 2023
		August 31, 2023	August 31, 2022	August 31, 2023	August 31, 2022		
		Three Months Ended February 29, 2024					
Technology and consumer electronics	Technology and consumer electronics	\$ 528,281	\$ 500,595	\$ 1,549,093	\$ 1,437,548		
Retail, travel and ecommerce	Retail, travel and ecommerce	322,394	299,595	935,850	879,537		
Communications and media	Communications and media	252,497	274,424	767,278	808,884		
Banking, financial services and insurance	Banking, financial services and insurance	246,771	234,844	768,388	733,673		
Healthcare	Healthcare	167,428	143,085	509,960	441,473		
Other	Other	115,463	127,059	353,375	382,640		
Total	Total	\$1,632,834	\$1,579,602	\$4,883,944	\$4,683,755		

NOTE 11—PENSION AND EMPLOYEE BENEFITS PLANS:

The Company has a 401(k) plan in the United States under which eligible employees may contribute up to the maximum amount as provided by law. Employees become eligible to participate in the 401(k) plan on the first day of the month after their employment date. The Company may make discretionary contributions under the plan. Employees in most of the Company's non-U.S. legal entities are covered by government mandated defined contribution plans. During the three and nine months ended August 31, 2023 February 29, 2024 and February 28, 2023, the Company contributed \$22,945 \$26,116 and \$67,470, respectively, to defined contribution plans. During the three and nine months ended August 31, 2022, the Company contributed \$20,211 and \$62,726, \$22,654, respectively, to defined contribution plans.

Defined Benefit Plans

The Company has defined benefit pension and retirement plans for eligible employees of certain non-U.S. legal entities. For eligible employees in the United States, the Company maintains a frozen defined benefit pension plan ("the cash balance plan"), which includes both a qualified and non-qualified portion. The pension benefit formula for the cash balance plan is determined by a combination of compensation, age-based credits, and annual guaranteed interest credits. The qualified portion of the cash balance plan has been funded through contributions made to a trust fund.

The Company maintains funded or unfunded defined benefit pension or retirement plans for certain eligible employees in the Philippines, Malaysia, India, and France. Benefits under these plans are primarily based on years of service and compensation during the years immediately preceding retirement or termination of participation in the plans.

Net benefit costs related to defined benefit plans were \$2,433 \$3,579 and \$8,060, \$2,934, during the three and nine months ended August 31, 2023, respectively. Net benefit costs related to defined benefit plans were \$2,350 February 29, 2024 and \$7,978, during the three and nine months ended August 31, 2022 February 28, 2023, respectively. On an aggregate basis, the plans were underfunded by \$67,572 \$82,491 and \$71,815 \$81,813 at August 31, 2023 February 29, 2024 and November 30, 2022 November 30, 2023, respectively.

NOTE 12—INCOME TAXES:

Income taxes consist of current and deferred tax expense resulting from income earned in domestic and international jurisdictions. The effective tax rates for the three and nine months ended August 31, 2023 February 29, 2024 and 2022 February 28, 2023 were impacted by the geographic mix of worldwide income and certain discrete items.

The liability for unrecognized tax benefits was \$87,276 \$88,948 and \$78,501 \$87,939 at August 31, 2023 February 29, 2024 and November 30, 2022 November 30, 2023, respectively, and is included in other long-term liabilities in the consolidated balance sheets. As of August 31, 2023 February 29, 2024 and November 30, 2022 November 30, 2023, the total amount of unrecognized tax benefits that would affect income tax expense if recognized in the consolidated financial statements was \$47,016 \$59,724 and \$40,793, \$52,779, respectively. This amount includes net interest and penalties of \$8,961 \$9,258 and \$7,538 \$8,617 for the respective periods. The Company believes that it is reasonably possible that the total amount of unrecognized tax benefits could decrease between approximately \$34,538 \$46,865 and \$37,465 \$47,383 in the next twelve months; however, actual developments in this area could differ from those currently expected.

NOTE 13—LEASES:

The Company leases certain of its facilities and equipment under operating lease agreements, which expire in various periods through 2035 2037. The Company's finance leases are not material.

The following table presents the various components of operating lease costs:

	Three Months Ended		Nine Months Ended		
	August 31, 2023	August 31, 2022	August 31, 2023	August 31, 2022	
	Three Months Ended				Three Months Ended
	February 29, 2024			February 29, 2024	February 28, 2023
Operating lease cost	Operating lease cost	\$51,966	\$49,627	\$155,401	\$150,167
Short-term lease cost	Short-term lease cost	4,521	4,743	14,412	14,266
Variable lease cost	Variable lease cost	12,446	11,929	36,826	35,147

Sublease income	Sublease income	(1,503)	(709)	(4,371)	(2,136)
Total operating lease cost	Total operating lease cost	\$67,430	\$65,590	\$202,268	\$197,444

The following table presents a maturity analysis of expected undiscounted cash flows for operating leases on an annual basis for the next five fiscal years and thereafter as of August 31, 2023 February 29, 2024:

Fiscal Years Ending November 30,		Fiscal Years Ending November 30,	
2023 (remaining three months)		\$	50,159
2024			179,323
2024 (remaining nine months)			
2024 (remaining nine months)			
2024 (remaining nine months)			
2025	2025		129,966
2026	2026		72,893
2027	2027		35,378
2028			
Thereafter	Thereafter		32,020
Total payments	Total payments		499,739
Less: imputed interest*	Less: imputed interest*		44,296
Total present value of lease payments	Total present value of lease payments	\$	455,443

*Imputed interest represents the difference between undiscounted cash flows and discounted cash flows.

The following amounts were recorded in the consolidated balance sheets related to the Company's operating leases:

		As of			
		November			
		August 31, 2023	30, 2022		
Operating lease ROU assets	Operating assets	lease ROU assets	Other assets, net	\$ 425,746	\$ 473,039
Current operating liabilities	Current operating liabilities	lease liabilities	accrued liabilities	165,349	158,801
Non-current operating lease liabilities	Non-current operating lease liabilities	Other long-term liabilities	liabilities	290,094	340,673

The following table presents supplemental cash flow information related to the Company's operating leases. Cash payments related to variable lease costs and short-term leases are not included in the measurement of operating lease liabilities, and, as such, are excluded from the amounts below:

Nine Months Ended	Three Months Ended		Three Months Ended
August 31, 2023	August 31, 2022	February 29, 2024	February 28, 2023
Three Months Ended	February 29, 2024	February 29, 2024	February 28, 2023

Cash paid for amounts included in the measurement of lease liabilities	Cash paid for amounts included in the measurement of lease liabilities	\$159,460	\$147,579
Non-cash ROU assets obtained in exchange for lease liabilities	Non-cash ROU assets obtained in exchange for lease liabilities	86,273	150,492

The weighted-average remaining lease term and discount rate as of **August 31, 2023** **February 29, 2024** and **November 30, 2022** **November 30, 2023** were as follows:

	As of		
	August 31, 2023	November 30, 2022	
As of			As of
February 29, 2024			February 29, 2024
Weighted-average remaining lease term (years)	3.44	3.72	Weighted-average remaining lease term (years)
Weighted-average discount rate	5.51 %	5.24 %	Weighted-average discount rate
			6.52 %
			6.41 %

NOTE 14—COMMITMENTS AND CONTINGENCIES:

From time to time, the Company receives notices from third parties, including customers and suppliers, seeking indemnification, payment of money, or other actions in connection with claims made against them. Also, from time to time, the Company has been involved in various bankruptcy preference actions where the Company was a supplier to the companies now in bankruptcy. In addition, the Company is subject to various other claims, both asserted and unasserted, that arise in the ordinary course of business. The Company evaluates these claims and records the related liabilities. It is possible that the liabilities ultimately incurred by the Company could differ from the amounts recorded.

Under the separation and distribution agreement with TD SYNNEX Corporation (“TD SYNNEX”), the Company agreed to indemnify TD SYNNEX, each of its subsidiaries and each of their respective directors, officers and employees from and against all liabilities allocated to the Company under the separation and distribution agreement, which are generally those liabilities that relate to the Company’s CX business, whether incurred prior to or after the spin-off.

Under the tax matters agreement with TD SYNNEX, if the spin-off fails to qualify for tax-free treatment, the Company is generally required to indemnify TD SYNNEX for any taxes resulting from the spin-off (and related costs and other damages) to the extent such amounts result from (1) an acquisition of all or a portion of the Company’s equity securities or assets by any means, (2) any action or failure to act by the Company after the distribution affecting the voting rights of the Company’s stock, (3) other actions or failures to act by the Company, or (4) certain breaches of the Company’s agreements and representations in the tax matters agreement. The Company’s indemnification obligations to TD SYNNEX and its subsidiaries, officers, directors and employees are not limited by any maximum amount.

The Company does not believe that the above commitments and contingencies will have a material adverse effect on the Company’s results of operations, financial position, or cash flows.

NOTE 15—STOCKHOLDERS’ EQUITY:

Share repurchase program

In September 2021, the Company’s board of directors authorized the Company to purchase up to \$500,000 of the Company’s outstanding shares of common stock from time to time as market and business conditions warrant, including through open market purchases or Rule 10b5-1 trading plans. The repurchase program has no termination date and may be suspended or discontinued at any time. During the three and nine months ended **August 31, 2023** **February 29, 2024** and **February 28, 2023**, the Company repurchased **320,237**

and 43171 shares, respectively, of its common stock for an aggregate purchase price of \$27,000 \$21,674 and \$41,941, respectively. During the three and nine months ended August 31, 2022, the Company repurchased 359 and 726 shares, respectively, of its common stock for an aggregate purchase price of \$48,986 and \$106,836, \$10,001, respectively. The share repurchases were made on the open market and the shares repurchased by the Company are held in treasury for general corporate purposes. At August 31, 2023 February 29, 2024, approximately \$312,144 \$268,452 remained available for share repurchases under the existing authorization from the Company's board of directors.

During September March 2023, the Company repurchased 95184 shares of its common stock for an aggregate purchase price of \$7,062.

\$11,964.

Dividends

During fiscal years 2023 2024 and 2022 2023, the Company has paid the following dividends per share approved by the Company's board of directors:

Announcement Date	Record Date	Per Share Dividend Amount	Payment Date
January 18, 2022	January 28, 2022	\$0.25	February 8, 2022
March 29, 2022	April 29, 2022	\$0.25	May 10, 2022
June 27, 2022	July 29, 2022	\$0.25	August 9, 2022
September 28, 2022	October 28, 2022	\$0.275	November 8, 2022
January 19, 2023	January 30, 2023	\$0.275	February 10, 2023
March 29, 2023	April 28, 2023	\$0.275	May 9, 2023
June 28, 2023	July 28, 2023	\$0.275	August 8, 2023
September 27, 2023	October 27, 2023	\$0.3025	November 7, 2023
January 24, 2024	February 5, 2024	\$0.3025	February 15, 2024

On September 27, 2023 March 26, 2024, the Company announced a cash dividend of \$0.3025 per share to stockholders of record as of October 27, 2023 April 26, 2024, payable on November 7, 2023 May 7, 2024.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The discussion and analysis of our financial condition and results of operations should be read in conjunction with our consolidated financial statements and the notes to those consolidated financial statements included elsewhere in this Quarterly Report on Form 10-Q, as well as "Management's Discussion and Analysis of Financial Condition and Results of Operations" and our audited financial statements and notes thereto included in our Annual Report on Form 10-K for the fiscal year ended November 30, 2022 November 30, 2023, as filed with the Securities and Exchange Commission on January 27, 2023 January 29, 2024. References to "we," "our," "us," "the Company" or "Concentrix + Webhelp" refer to Concentrix Corporation and its subsidiaries.

Certain comparisons of the year-over-year changes in revenue and cost of revenue in the discussion of our results of operations for the three months ended February 29, 2024 and February 28, 2023 include a supplemental comparison as if the Webhelp Combination had occurred at the beginning of fiscal year 2023. These supplemental comparisons can be identified by the language "if the Webhelp Combination had occurred at the beginning of fiscal year 2023". The amounts used in these supplemental comparisons were determined by adding (a) the Webhelp results of operations for the relevant period in fiscal year 2023 prior to the Webhelp Combination and making reclassification and adjustments of International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS") to U.S. GAAP for the period, consistent with the adjustments made in our unaudited proforma condensed combined financial statements filed as Exhibit 99.2 to our Current Report on Form 8-K filed with the SEC on March 22, 2024 and (b) the Company's consolidated results of operations for the relevant period in fiscal year 2023. We believe the presentation of this supplemental information is useful because the Webhelp Combination had a significant impact on revenue and cost of revenue for the post-acquisition period and the supplemental comparison enables readers to better understand changes in the combined business. These supplemental comparisons are provided for informational purposes only and may not necessarily reflect the results of operations that would have occurred had the Webhelp Combination actually occurred as of the beginning of the period referenced.

This Quarterly Report on Form 10-Q includes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (the "Securities Act"), and Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). Forward-looking statements include, but are not limited to, statements regarding our expected future financial condition, results of operations, effective tax rate, cash flows, leverage, liquidity, business strategy, competitive position, demand for our services and seasonality of our business, international operations, acquisition opportunities and the anticipated impact of acquisitions, capital allocation and dividends, growth opportunities, spending, capital expenditures and investments, competition and market forecasts, industry trends, our human capital resources and sustainability initiatives, and statements that include words such as believe, expect, may, will, provide, could, and should, and other similar expressions. These forward-looking statements are inherently uncertain and involve substantial risks and uncertainties that could cause actual results to differ materially from those expressed or implied by such statements. Risks and uncertainties include, among other things: risks related to the our combination with Webhelp, including the ability to retain key employees and successfully integrate the Webhelp business; our ability to realize estimated cost savings, synergies or other anticipated benefits of the our combination with Webhelp, or that such benefits may take longer to realize than expected; diversion of management's attention; the potential impact of the consummation of the acquisition our combination with Webhelp on relationships with clients and other third parties; the unfavorable outcome of any legal proceedings that may be instituted against the Company; risks related to general economic conditions, including consumer demand, interest rates, inflation, supply chains, and the effects of the conflict conflicts in Ukraine, Ukraine and Gaza; cyberattacks on our or our clients' networks and information technology systems; uncertainty around, and disruption from, new and emerging technologies, including the adoption and utilization of generative artificial intelligence; the failure of our staff and contractors to adhere to our and our clients' controls and processes; the inability to protect personal and proprietary information; the inability to execute on our digital customer experience strategy; the loss of key personnel or the inability to attract and retain staff with the skills and expertise needed for our business; increases in the cost of labor; the effects of the COVID-19 pandemic and other communicable diseases or other public health crises, natural disasters, and adverse weather conditions or public health crises; conditions;

geopolitical, economic and climate- or weather-related risks in regions with a significant concentration of our operations; the inability to successfully identify, complete and integrate strategic acquisitions or investments; execute on our digital customer experience strategy; competitive conditions in our industry and consolidation of our competitors; higher than expected tax liabilities; the demand for customer experience solutions and technology; variability in demand by our clients or the early termination of our client contracts; the level of business activity of our clients and the market acceptance and performance of their products and services; currency exchange rate fluctuations; the demand for customer experience solutions and technology; damage to our reputation through the actions or inactions of third parties; changes in law, regulations or regulatory guidance; the operability of our communication services and information technology systems and networks; changes the loss of key personnel or the inability to attract and retain staff with the skills and expertise needed for our business; increases in law, regulations the cost of labor; the inability to successfully identify complete and integrate strategic acquisitions or regulatory guidance; damage to our reputation through the actions or inactions of third parties; investments; higher than expected tax liabilities; currency exchange rate fluctuations; investigative or legal actions; and other risks that are described under "Risk Factors" in Part I, Item 1A of our Annual Report on Form 10-K for the fiscal year ended November 30, 2022 and "Risk Factors" in Part II, Item 1A of our Quarterly Report on Form 10-Q for the six months ended May 31, 2023 November 30, 2023. We do not intend to update forward-looking statements, which speak only as of the date hereof, unless otherwise required by law.

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Overview and Basis of Presentation

Concentrix + Webhelp is a leading global provider of Customer Experience ("CX") solutions and technology that help iconic and disruptive brands drive deep understanding, full lifecycle engagement, and differentiated experiences for their end-customers. We provide end-to-end capabilities, including CX process optimization, technology innovation and design engineering, front- and back-office automation, analytics, and business transformation services to clients in five primary industry verticals. Our differentiated portfolio of solutions supports Fortune Global 500 as well as new economy clients across the globe in their efforts to deliver an optimized, consistent brand experience across all channels of communication, such as voice, chat, email, social media, asynchronous messaging, and custom applications. We strive to deliver exceptional services globally supported by our deep industry knowledge, technology and security practices, talented people, and digital and analytics expertise.

We generate revenue from performing services that are generally tied to our clients' products and services. Any shift in business or the size of the market for our clients' products or services, or any failure of technology or failure of acceptance of our clients' products or services in the market may impact our business. The staff turnover rate in our business is high, as is the risk of losing experienced team members. High staff turnover rates may increase costs and decrease operating efficiencies and productivity.

Webhelp Combination

On September 25, 2023, we completed our acquisition (the "Webhelp Combination") of all of the issued and outstanding capital stock (the "Shares") of Marnix Lux SA, a public limited liability company (socié (société anonyme) anonyme) incorporated under the laws of the Grand Duchy of Luxembourg ("Webhelp Parent") and the parent company of the Webhelp business ("Webhelp"), from the holders thereof (the "Sellers"). The acquisition was completed pursuant to the terms and conditions of the Share Purchase and Contribution Agreement, dated as of June 12, 2023, as amended by First Amendment to Share Purchase and Contribution Agreement, dated as of July 14, 2023 by and among Concentrix, OSYRIS S.à r.l., a private limited liability company (société à responsabilité limitée) incorporated under the laws of the Grand Duchy of Luxembourg and a direct wholly owned subsidiary of Concentrix Corporation ("Purchaser"), Webhelp Parent, the Sellers, and certain representatives of the Seller. Sellers.

Webhelp is a leading provider of CX solutions, including sales, marketing, and payment services, with significant operations and client relationships in Europe, Latin America, and Africa. Since the closing of the Webhelp Combination, we have operated under the trade name "Concentrix + Webhelp" while we transition Webhelp operations and branding to the Concentrix name. The preliminary purchase consideration for the acquisition of the Shares is valued at approximately \$4 billion.

PK Acquisition

On December 27, 2021, we completed our acquisition of PK, a leading CX design engineering company with more than 5,000 staff in four countries, for total consideration of \$1,573.3 million \$3,774.8 million, net of cash and restricted cash acquired. PK creates pioneering experiences that accelerate digital outcomes for their clients' customers, partners and staff. The acquisition of PK expanded our scale in the digital IT services market and supported our growth strategy of investing in digital transformation to deliver exceptional customer experiences. The addition of the PK staff and technology to our team further strengthened our capabilities in CX design and development, artificial intelligence ("AI"), intelligent automation, and customer loyalty.

ServiceSource Acquisition

On July 20, 2022, we completed our acquisition of ServiceSource International, Inc. ("ServiceSource") for total consideration of \$141.5 million, net of cash and restricted cash acquired. ServiceSource is a global outsourced go-to-market services provider, delivering business-to-business ("B2B") digital sales and customer success solutions that complemented our existing offerings in this area.

Revenue and Cost of Revenue

We generate revenue through the provision of CX solutions and technology to our clients pursuant to client contracts. Our client contracts typically consist of a master services agreement, supported in most cases by multiple statements of work, which contain the terms and conditions of each contracted solution. Our client contracts can range from less than one year to over five years in term and are subject to early termination by our clients for any reason, typically with 30 to 90 days' notice.

Our CX solutions and technology are generally characterized by flat unit prices. Approximately 98% 97% of our revenue is recognized as services are performed, based on staffing hours or the number of client customer transactions handled using contractual rates. Remaining revenue from the sale of these solutions are typically recognized as the services are provided over the duration of the contract using contractual rates.

Our cost of revenue consists primarily of personnel costs related to the delivery of our solutions and technology. The costs of our revenue can be impacted by the mix of client contracts, where we deliver the CX solutions and technology, additional lead time for programs to be fully scalable, and transition and initial set-up costs. Our cost of revenue as a

percentage of revenue has also fluctuated in the past, based primarily on our ability to achieve economies of scale, the management of our operating expenses, and the timing and costs incurred related to our acquisitions and investments.

In both the **third** first fiscal quarter of 2024 and 2023, and 2022, approximately 81% and 78%, respectively, 79% of our consolidated revenue was generated from our non-U.S. operations, and approximately 68% 50% and 67% 69%, respectively, of our consolidated revenue was priced in U.S. dollars and we dollars. We expect this that a majority of our revenue will continue to continue to be generated from our non-U.S. operations while being priced in U.S. dollars. As a result, we have certain client contracts that are priced in non-U.S. dollar currencies for which a substantial portion of the costs to deliver the services are in other currencies. Accordingly, our revenue may be earned in currencies that are different from the currencies in which we incur corresponding expenses. Fluctuations in the value of currencies, such as the Philippine peso, the Indian rupee, the euro, and the Canadian dollar, against the U.S. dollar or other currencies in which we bill our clients, and inflation in the local economies in which these delivery centers are located, can impact the operating and labor costs in these delivery centers, which can result in reduced profitability. As a result, our revenue growth, costs and profitability have been impacted, and we expect will continue to be impacted, by fluctuations in foreign currency exchange rates and inflation.

Margins

Our gross margins fluctuate and can be impacted by the mix of client contracts, services provided, shifts in the geography from which our CX services and technology are delivered, client volume trends, the amount of lead time that is required for programs to become fully scaled, and transition and set-up costs. Our operating margin fluctuates based on changes in gross margins as well as overall volume levels, as we are generally able to gain scale efficiencies in our selling, general and administrative costs as our volumes increase.

Economic and Industry Trends

The CX solutions industry in which we operate is competitive, including on the basis of pricing terms, delivery capabilities, and quality of services. Further, there can be competitive pressure for labor in various markets, which could result in increased labor costs. Accordingly, we could be subject to pricing and labor cost pressures and may experience a decrease in revenue and operating income. Our business operates globally in over 40 70 countries across 6 six continents. We have significant concentrations in the Philippines, India, Brazil, the United States, Turkey, Colombia, Egypt, the United Kingdom, Canada, throughout Europe, Morocco, China, and Japan, elsewhere throughout EMEA, Latin America, and Asia-Pacific. Accordingly, we would be impacted by economic strength or weakness in these geographies and by the strengthening or weakening of local currencies relative to the U.S. dollar.

Seasonality

Our revenue and margins fluctuate with the underlying trends in our clients' businesses and trends in the level of consumer activity. As a result, our revenue and margins are typically higher in the fourth fiscal quarter of the year than in any other fiscal quarter.

Critical Accounting Policies and Estimates

During the three and nine months ended August 31, 2023 February 29, 2024, there were no material changes to our critical accounting policies and estimates previously disclosed in our Annual Report on Form 10-K for the fiscal year ended November 30, 2022 November 30, 2023.

Results of Operations – Three and Nine Months Ended August 31, 2023 February 29, 2024 and 2022 February 28, 2023

Three Months Ended						Three Months Ended	
						February 29, 2024	February 28, 2023
		Three Months Ended		Nine Months Ended			
		August 31, 2023	August 31, 2022	August 31, 2023	August 31, 2022		
		(\$ in thousands)	(\$ in thousands)	(\$ in thousands)	(\$ in thousands)		
		(\$ in thousands)					
		(\$ in thousands)					
		(\$ in thousands)					
Revenue	Revenue	\$1,632,834	\$1,579,602	\$4,883,944	\$4,683,755		
Cost of revenue	Cost of revenue	1,039,142	1,012,754	3,128,866	3,019,857		
Gross profit	Gross profit	593,692	566,848	1,755,078	1,663,898		
Selling, general and administrative expenses	Selling, general and administrative expenses	431,425	409,303	1,274,198	1,201,696		
Operating income	Operating income	162,267	157,545	480,880	462,202		

Interest expense and finance charges, net	Interest expense and finance charges, net	49,293	20,272	130,496	42,015
Other expense (income), net	Other expense (income), net	6,169	(12,086)	19,266	(22,247)
Income before income taxes	Income before income taxes	106,805	149,359	331,118	442,434
Provision for income taxes	Provision for income taxes	29,170	42,235	86,763	111,738
Net income before non-controlling interest		77,635	107,124	244,355	330,696
Less: Net income attributable to non-controlling interest		—	434	—	591
Net income attributable to Concentrix Corporation		\$ 77,635	\$ 106,690	\$ 244,355	\$ 330,105
Net income					

Revenue

		Three Months Ended				Three Months Ended				
		February 29, 2024				February 29, 2024				
Industry vertical:	Industry vertical:			%				%		
		Three Months Ended	Change	Three Months Ended	Change	Three Months Ended	Change	Three Months Ended	Change	
		August 31, 2023	August 31, 2022	2023 to 2022		August 31, 2023	August 31, 2022	2023 to 2022		
		(\$ in thousands)								
		(\$ in thousands)								
		(\$ in thousands)								
		(\$ in thousands)								
Industry vertical:	Industry vertical:									
Technology and consumer electronics										
Technology and consumer electronics	Technology and consumer electronics	\$ 528,281	\$ 500,595	5.5%	\$ 1,549,093	\$ 1,437,548	7.8%	\$ 665,102	\$ 516,608	
Retail, travel and ecommerce	Retail, travel and ecommerce	322,394	299,595	7.6%	935,850	879,537	6.4%	583,712	305,504	
Communications and media	Communications and media	252,497	274,424	(8.0)%	767,278	808,884	(5.1)%	380,165	256,987	
Banking, financial services and insurance	Banking, financial services and insurance	246,771	234,844	5.1%	768,388	733,673	4.7%	365,422	259,653	
Healthcare	Healthcare	167,428	143,085	17.0%	509,960	441,473	15.5%	191,089	177,824	
Other	Other	115,463	127,059	(9.1)%	353,375	382,640	(7.6)%	217,258	119,828	
Total	Total	\$1,632,834	\$1,579,602	3.4%	\$4,883,944	\$4,683,755	4.3%	Total	\$2,402,748	
									\$1,636,404	
									46.8%	

We generate revenue by delivering our CX solutions and technology to our clients categorized in the above primary industry verticals. Our solutions focus on customer engagement, process optimization, and back-office automation.

Our revenue increased by **3.4%** **46.8%** in the three months ended **August 31, 2023** **February 29, 2024**, compared to the three months ended **August 31, 2022** **February 28, 2023**, which included incremental revenue from acquired operations of \$26.8 million, or an increase of 1.7%, compared to the prior year period, resulting in increased volumes across the majority of our verticals over the prior year period. The impact primarily as a result of the translation effects of foreign currencies was de minimis for Webhelp Combination. For the three months ended **August 31, 2023** **February 29, 2024**, revenue across all verticals increased, primarily as a result of the Webhelp Combination. The increase in comparison to the prior year period.

Our revenue increased by 4.3% in the nine months ended August 31, 2023, compared to the nine months ended August 31, 2022, which included incremental revenue from acquired operations of \$154.9 million, or an increase of 3.3%, compared to the prior year period, resulting in increased volumes across the majority of our verticals over the prior year period. These increases were partially offset by an unfavorable translation effect of foreign currencies currency translation of **\$64.7 million** **\$12.8 million**, or **1.4%** **0.8%**. The unfavorable foreign currency translation effect on revenue was primarily due to the weakening of the Argentine peso, Japanese yen Argentine peso and Australian dollar against the U.S. dollar.

For If the three and nine months ended August 31, 2023, Webhelp Combination had occurred at the beginning of fiscal year 2023, our revenue in our technology and consumer electronics vertical would have increased as a result of contributions from acquired operations. For the three and nine months ended August 31, 2023, revenue in our retail, travel and ecommerce vertical increased primarily due to increased volumes across several of our largest clients in this vertical over the prior year periods. For the three and nine months ended August 31, 2023, revenue in our communications and media vertical decreased due to decreased volumes with several clients which more than offset volume increases across a number of clients. For the three and nine months ended August 31, 2023, revenue from clients by 1.7% in the banking, financial services and insurance vertical increased primarily due to increased volumes across the majority first quarter of our clients in this vertical over the prior year periods. For the three and nine months ended August 31, 2023, revenue in our healthcare vertical increased due to increased volumes across the several of our largest healthcare clients over the prior year periods. For the three and nine months ended August 31, 2023, revenue in our other vertical decreased primarily due to decreases in revenue from several clients, including government clients, over the prior year periods. 2024.

Cost of Revenue, Gross Profit and Gross Margin Percentage

Three Months Ended						Three Months Ended				Three Months Ended		%	
February	29, 2024	Change	February	29, 2024	Change	February	28, 2023	Change	February	28, 2023	Change	February	28, 2023
		Three Months Ended	Change	Nine Months Ended	Change			2023 to 2022	2023 to 2022			2024 to 2023	Change
		August 31, 2023	August 31, 2022	2022	August 31, 2023	August 31, 2022	2022						
		(\$ in thousands)		(\$ in thousands)		(\$ in thousands)		(\$ in thousands)		(\$ in thousands)		(\$ in thousands)	
Cost of revenue													
Cost of revenue													
Cost of revenue	\$1,039,142	\$1,012,754	2.6%	\$3,128,866	\$3,019,857	3.6%	\$1,546,219	\$	\$	1,055,243	46.5%	\$	46.5%
Gross profit	\$ 593,692	\$ 566,848	4.7%	\$ 1,755,078	\$ 1,663,898	5.5%	Gross profit \$856,529	\$	\$	\$581,161	47.4%	\$	47.4%
Gross margin %	36.4 %	35.9 %		35.9 %	35.5 %								

Cost of revenue consists primarily of personnel costs. Gross margin can be impacted by resource location, client mix and pricing, additional lead time for programs to be fully scalable, and transition and initial set-up costs.

Our cost of revenue increased by **2.6%** **46.5%** in the three months ended **August 31, 2023** **February 29, 2024**, compared to the three months ended **August 31, 2022** **February 28, 2023**, primarily due to the increase in our revenue and personnel costs related to staff supporting acquired operations, the Webhelp Combination. The increases were partially offset by a **\$23.3 million** **\$22.4 million**, or **2.3%** **2.1%**, reduction in our cost of revenue due to foreign currency translation. The foreign currency translation impact on our cost of revenue was caused primarily by the weakening of the Egyptian pound, Argentine peso, Philippine peso and Indian rupee Japanese yen against the U.S. dollar.

Our cost of revenue increased by **3.6%** in the nine months ended August 31, 2023, compared to the nine months ended August 31, 2022, primarily due to the increase in our revenue and personnel costs related to staff supporting acquired operations. The increases were partially offset by a **\$132.7 million**, or **4.4%**, reduction in fiscal year 2023, our cost of revenue due to foreign currency translation. The foreign currency translation impact on our cost of revenue was caused primarily by the weakening of the Philippine peso, Egyptian pound and Indian rupee against the U.S. dollar. 2024.

Our gross profit increased by **4.7%** **47.4%** in the three months ended **August 31, 2023** **February 29, 2024**, compared to the three months ended **August 31, 2022** **February 28, 2023**, primarily due to the increase in revenue and the contributions from acquired operations and a net favorable foreign currency impact of **\$22.9 million** **\$9.6 million** on gross

profit, profit, partially offset by the increase in cost of revenue. Our gross margin percentage for the three months ended August 31, 2023 February 29, 2024 increased to 36.4% from 35.9% in the prior year period due to changes in the mix of geographies where our services were delivered.

Our gross profit increased by 5.5% in the nine months ended August 31, 2023, compared to the nine months ended August 31, 2022, primarily due to the increase in revenue and the contributions from acquired operations and a net favorable foreign currency impact of \$68.0 million on gross profit. Our gross margin percentage for the nine months ended August 31, 2023 increased to 35.9% 35.6% from 35.5% in the prior year period due to changes in the mix of geographies where our services were delivered.

Selling, General and Administrative Expenses

Three Months Ended				Three Months Ended				% Change	
February 29, 2024				February 29, 2024				February 28, 2023	
				%		%			
August 31, 2023	August 31, 2022	2023 to 2022		August 31, 2023	August 31, 2022	2023 to 2022		2024 to 2023	
(\$ in thousands)		(\$ in thousands)		(\$ in thousands)		(\$ in thousands)		(\$ in thousands)	
Selling, general and administrative expenses									
Selling, general and administrative expenses									
Selling, general and administrative expenses	\$431,425	\$409,303	5.4%	\$1,274,198	\$1,201,696	6.0%	\$708,090	\$425,114	66.6%
Percentage of revenue	26.4 %	25.9 %		26.1 %	25.7 %				66.6%

Our selling, general and administrative expenses consist primarily of support personnel costs such as salaries, commissions, bonuses, employee benefits, and share-based compensation costs. Selling, general and administrative expenses also include the cost of our global delivery facilities, utility expenses, hardware and software costs related to our technology infrastructure, legal and professional fees, depreciation on our technology and facility equipment, amortization of intangible assets resulting from acquisitions, marketing expenses, and acquisition-related and integration expenses.

Our selling, general and administrative expenses increased by 5.4% 66.6% in the three months ended August 31, 2023 February 29, 2024, compared to the three months ended August 31, 2022 February 28, 2023, primarily due to incremental selling, general and administrative expenses associated with acquired operations the Webhelp Combination, an increase in amortization expenses, primarily associated with the Webhelp Combination, of \$77.0 million and an increase in acquisition-related and integration expenses of \$5.9 million \$24.6 million. These increases were partially offset by a \$4.7 million reduction in selling, general and administrative expenses due to foreign currency translation impacts. As a percentage of revenue, selling, general and administrative expenses increased from 25.9% 26.0% in the third fiscal quarter of 2022 to 26.4% in the third first fiscal quarter of 2023 due to the net effect of the changes described.

Our selling, general and administrative expenses increased by 6.0% 29.5% in the nine months ended August 31, 2023, compared to the nine months ended August 31, 2022, primarily due to incremental selling, general and administrative expenses associated with acquired operations and an increase in acquisition-related and integration expenses first fiscal quarter of \$16.3 million. These increases were partially offset by a \$33.7 million reduction in selling, general and administrative expenses due to foreign currency translation. As a percentage of revenue, selling, general and administrative expenses increased from 25.7% in the nine months ended August 31, 2022 to 26.1% in the nine months ended August 31, 2023 2024 due to the net effect of the changes described.

Operating Income

Three Months Ended				Three Months Ended				% Change	
February 29, 2024				February 29, 2024				February 28, 2023	
				%		%			
August 31, 2023	August 31, 2022	2023 to 2022		August 31, 2023	August 31, 2022	2023 to 2022		2024 to 2023	
(\$ in thousands)		(\$ in thousands)		(\$ in thousands)		(\$ in thousands)		(\$ in thousands)	
Operating income									
Operating income									
Operating income	\$1,274,198	\$1,201,696	6.0%	\$708,090	\$425,114	66.6%			66.6%
Percentage of revenue	26.1 %	25.7 %							

(\$ in thousands)												
Operating income												
Operating income												
Operating income	Operating income	\$162,267	\$157,545	3.0%	\$480,880	\$462,202	4.0%	\$148,439	\$	\$	156,047	(4.9)%
Operating margin	Operating margin	9.9 %	10.0 %		9.8 %	9.9 %						(4.9)%

Our operating income increased decreased during the three and nine months ended August 31, 2023 February 29, 2024, compared to the three and nine months ended August 31, 2022 February 28, 2023, due to the increase in gross profit partially offset by the increase in selling, general and administrative expenses. expenses partially offset by the increase in gross profit.

Our operating margin decreased slightly during the three and nine months ended August 31, 2023 February 29, 2024, compared to the three and nine months ended August 31, 2022 February 28, 2023, due to the increase in gross margin percentage more than offset by the increase in selling, general and administrative expenses as a percentage of revenue, revenue partially offset by the increase in gross margin percentage.

Interest Expense and Finance Charges, Net

Three Months Ended		Three Months Ended		% Change	
February 29,	2024	February 29, 2024	February 28, 2023	2024 to 2023	
		%			
Three Months Ended		Nine Months Ended		%	
August 31, 2023	August 31, 2022	2023 to 2022	August 31, 2023	August 31, 2022	2023 to 2022
(\$ in thousands)		(\$ in thousands)		(\$ in thousands)	
Interest expense and finance charges, net					
Interest expense and finance charges, net					
Interest expense and finance charges, net	Interest expense and finance charges, net				
Interest expense and finance charges, net	\$49,293	\$20,272	143.2%	\$130,496	\$42,015
					210.6%
				\$82,439	\$
					\$33,990
					142.5%
					142.5%
Percentage of revenue	Percentage of revenue	3.0 %	1.3 %	2.7 %	0.9 %

Amounts recorded in interest expense and finance charges, net consist primarily of interest on our senior notes issued in August 2023, interest expense on term loan borrowings under our senior credit facility, interest expense on borrowings under our accounts receivable securitization facility (the "Securitization Facility") and financing expenses associated with our commitment letter dated March 29, 2023 (the "Bridge Commitment Letter," and interest expense on the commitments pursuant to promissory note issued by us to the Bridge Commitment Letter, the "Bridge Facility"), entered into certain Sellers in connection with the Webhelp combination. Combination (the "Sellers' Note").

The increase in interest expense and finance charges, net for the three months ended **August 31, 2023** **February 29, 2024**, compared to the three months ended **August 31, 2022** **February 28, 2023**, was primarily due to Bridge Facility financing fees of \$10.7 million, higher interest rates on increased outstanding term loan borrowings under our senior credit facility, higher interest rates on outstanding borrowings under our Securitization Facility and interest expense on our senior notes of \$12.3 million partially offset by interest income related to the senior notes proceeds included in cash equivalents of \$7.8 million.

The increase in interest expense for the nine months ended August 31, 2023, compared to the nine months ended August 31, 2022, was due to Bridge Facility financing fees and credit facility amendment fees of \$22.5 million, higher interest rates on increased outstanding term loan borrowings under our senior credit facility, higher interest rates on outstanding borrowings under our Securitization Facility \$36.8 million and interest expense, on our senior notes including imputed interest, associated with the Sellers' Note of \$12.3 million partially offset by interest income related to \$8.0 million, each of which were not outstanding in the senior notes proceeds included in cash equivalents of \$7.8 million.

prior year period.

Other Expense (Income), Net

Three Months Ended **Three Months Ended** **Change**

February 29, 2024					February 29, 2024					February 28, 2023		2024 to 2023
	Three Months Ended		% Change	Nine Months Ended		% Change						
	August 31, 2023	August 31, 2022	2023 to 2022	August 31, 2023	August 31, 2022	2023 to 2022						
	(\$ in thousands)			(\$ in thousands)								
Other expense (income), net												
Other expense (income), net												
Other expense (income), net	Other expense (income), net	\$6,169	\$(12,086)	(151.0)%	\$19,266	\$(22,247)	(186.6)%	\$6,824	\$	3,714	(283.7)%	(283.7)%
Percentage of revenue	Percentage of revenue	0.4 %	(0.8)%		0.4 %		(0.5)%					

Amounts recorded as other expense (income), net primarily include foreign currency transaction gains and losses other than cash flow hedges, non-designated hedging derivative activity, investment gains and losses, the non-service component of pension costs, and other non-operating gains and losses. losses, and changes in acquisition contingent consideration related to the Webhelp Combination.

Other expense (income), net in the three months ended August 31, 2023 February 29, 2024 was an expense income of \$6.2 million \$6.8 million, compared to income expense of \$12.1 million \$3.7 million in the three months ended August 31, 2022 February 28, 2023. The change in other expense (income), net over the prior year period was primarily due to a loss on derivative contracts entered into income associated with the change in connection acquisition contingent consideration associated with the Webhelp combination Combination of \$2.0 million in addition to unfavorable \$14.9 million during the three months ended February 29, 2024, offset primarily by net foreign currency transaction changes compared to the prior year period.losses.

Other expense (income), net in the nine months ended August 31, 2023 was an expense of \$19.3 million, compared to income of \$22.2 million in the nine months ended August 31, 2022. The change in other expense (income), net was primarily due to a loss on derivative contracts entered into in connection with the Webhelp combination of \$14.5 million in addition to unfavorable foreign currency transaction changes compared to the prior year period.**Provision for Income Taxes**

	Three Months Ended				Three Months Ended				% Change		
	February 29, 2024		February 29, 2024		February 28, 2023		February 28, 2023		2024 to 2023		
			%			%					
	Three Months Ended		Three Months Ended	Change	Nine Months Ended		Nine Months Ended	Change			
	August 31, 2023	August 31, 2022		2023 to 2022	August 31, 2023	August 31, 2022		2023 to 2022			
	(\$ in thousands)				(\$ in thousands)						
Provision for income taxes	Provision for income taxes	\$29,170	\$42,235	(30.9)%	\$86,763	\$111,738	(22.4)%	\$20,722	\$	30,473	(32.0)%
Percentage of income before income taxes	Percentage of income before income taxes	27.3 %	28.3 %		26.2 %		25.3 %				(32.0)%

Our provision for income taxes consists of our current and deferred tax expense resulting from our income earned in domestic and international jurisdictions.

Our provision for income taxes decreased in the three and nine months ended **August 31, 2023** **February 29, 2024**, compared to the three and nine months ended **August 31, 2022** **February 28, 2023**, primarily due to a decrease in income before taxes. The effective tax rate for the three months ended **August 31, 2023** decreased **February 29, 2024** increased compared to the three months ended **August 31, 2022** and increased for the nine months ended **August 31, 2023** compared to the nine months ended **August 31, 2022** **February 28, 2023**, primarily due to the change in mix of income earned in different tax jurisdictions between periods.

Certain Non-GAAP Financial Information

In addition to disclosing financial results that are determined in accordance with GAAP, we also disclose certain non-GAAP financial information, including:

- Revenue in constant currency, which is revenue adjusted for the translation effect of foreign currencies so that certain financial results can be viewed without the impact of fluctuations in foreign currency exchange rates, thereby facilitating period-to-period comparisons of our business performance. Revenue in constant currency is calculated by translating the revenue of each fiscal year in the billing currency to U.S. dollars using the comparable prior year's currency conversion rate. Generally, when the U.S. dollar either strengthens or weakens against other currencies, our revenue growth at constant currency rates or adjusting for currency will be higher or lower than our revenue growth reported at actual exchange rates.
- Revenue in adjusted constant currency, which is constant currency revenue excluding revenue from acquired operations in the current period for the twelve months following an acquisition and excluding revenue from divested operations in the comparative period for the twelve months preceding a divestiture. Revenue in adjusted constant currency presents organic constant currency revenue growth for the business, without the impact of acquisitions and divestitures, thereby facilitating period-to-period comparisons of our business performance.
- Non-GAAP operating income, which is operating income, adjusted to exclude acquisition-related and integration expenses, including related restructuring costs, **step-up depreciation**, amortization of intangible assets and share-based compensation.
- Non-GAAP operating margin, which is non-GAAP operating income, as defined above, divided by revenue.
- Adjusted earnings before interest, taxes, depreciation, and amortization, or adjusted EBITDA, which is non-GAAP operating income, as defined above, plus **depreciation**, **depreciation (exclusive of step-up depreciation)**.
- Adjusted EBITDA margin, which is adjusted EBITDA, as defined above, divided by revenue.
- Non-GAAP net income, which is net income excluding the tax effected impact of acquisition-related and integration expenses, including related restructuring costs, amortization of intangible assets, **share-based compensation**, **imputed interest related to the Sellers' note**, **change in acquisition contingent consideration** and **share-based compensation**, **foreign currency losses (gains), net**.
- Free cash flow, which is cash flows from operating activities less capital **expenditures**, **expenditures**, and adjusted free cash flow, which is free cash flow excluding the effect of changes in the outstanding factoring balance. We believe that free cash flow is a meaningful measure of cash flows since capital expenditures are a necessary component of ongoing operations. We believe that adjusted free cash flow is a meaningful measure of cash flows because it removes the effect of factoring which changes the timing of the receipt of cash for certain receivables. However, free cash flow has and adjusted cash flow have limitations because it does they do not represent the residual cash flow available for discretionary expenditures. For example, free cash flow does and adjusted free cash flow do not incorporate payments for business acquisitions.
- Non-GAAP diluted earnings per common share ("EPS"), which is diluted EPS excluding the per share, tax effected impact of acquisition-related and integration expenses, including related restructuring costs, **step-up depreciation**, amortization of intangible assets, **share-based compensation**, **imputed interest related to the Sellers' note**, **change in acquisition contingent consideration** and **share-based compensation**, **foreign currency losses (gains), net**. Non-GAAP EPS excludes net income attributable to participating securities, and the per share, tax-effected impact of adjustments to net income described above reflect only those amounts that are attributable to common shareholders.

We believe that providing this additional information is useful to the reader to better assess and understand our base operating performance, especially when comparing results with previous periods and for planning and forecasting in future periods, primarily because management typically monitors the business adjusted for these items in addition to GAAP results. Management also uses these non-GAAP measures to establish operational goals and, in some cases, for measuring performance for compensation purposes. These non-GAAP financial measures exclude amortization of intangible assets. Our acquisition activities have resulted in the recognition of intangible assets, which consist primarily of **client customer** relationships, technology, and trade names. Finite-lived intangible assets are amortized over their estimated useful lives and are tested for impairment when events indicate that the carrying value may not be recoverable. The amortization of intangible assets is reflected in our statements of operations. Although intangible assets contribute to our revenue generation, the amortization of intangible assets does not directly relate to the services performed for our clients. Additionally, intangible asset amortization expense typically fluctuates based on the size and timing of our acquisition activity. Accordingly, we believe excluding the amortization of intangible assets, along with the other non-GAAP adjustments, which neither relate to the ordinary course of our business nor reflect our underlying business performance, enhances our and our investors' ability to compare our past financial performance with its current performance and to analyze underlying business performance and trends. Intangible asset amortization excluded from the related non-GAAP financial measure represents the entire amount recorded within our GAAP financial statements, and the revenue generated by the associated intangible assets has not been excluded from the related non-GAAP financial measure. Intangible asset amortization is excluded from the related non-GAAP financial measure because the amortization, unlike the related revenue, is not affected by operations of any particular period unless an intangible asset becomes

impaired or the estimated useful life of an intangible asset is revised. These non-GAAP financial measures also exclude share-based compensation expense. Given the subjective assumptions and the variety of award types that companies can use when calculating share-based compensation expense, management believes this additional information allows

investors to make additional comparisons between our operating results and those of our peers. As these non-GAAP financial measures are not calculated in accordance with GAAP, they may not necessarily be comparable to similarly titled measures employed by other companies. These non-GAAP

financial measures should not be considered in isolation or as a substitute for the comparable GAAP measures and should be used as a complement to, and in conjunction with, data presented in accordance with GAAP.

Three Months Ended						Three Months Ended					
February 29, 2024						February 29, 2024					
(\$ in thousands, except per share amounts)						(\$ in thousands, except per share amounts)					
Three Months Ended			Nine Months Ended			Three Months Ended			Nine Months Ended		
August 31, 2023			August 31, 2022			August 31, 2023			August 31, 2022		
(\$ in thousands, except per share amounts)											
Revenue	\$ 1,632,834	\$ 1,579,602	\$ 4,883,944	\$ 4,683,755							
Foreign currency translation	405	—	64,727	—							
Revenue in constant currency	\$ 1,633,239	\$ 1,579,602	\$ 4,948,671	\$ 4,683,755							
Effect of excluding revenue of acquired and divested businesses	(26,833)	(142,525)	(154,850)	(349,684)							
Revenue in adjusted constant currency	\$ 1,606,406	\$ 1,437,077	\$ 4,793,821	\$ 4,334,071							
Operating income											
Operating income											
Operating income	Operating income	\$ 162,267	\$ 157,545	\$ 480,880	\$ 462,202						
Acquisition-related and integration expenses	Acquisition-related and integration expenses	18,494	12,565	31,470	15,213						
Step-up depreciation											
Amortization of intangibles	Amortization of intangibles	39,510	41,500	118,196	121,025						
Share-based compensation	Share-based compensation	10,740	9,862	38,683	37,678						
Non-GAAP operating income	Non-GAAP operating income	\$ 231,011	\$ 221,472	\$ 669,229	\$ 636,118						
Net income	Net income	\$ 77,635	\$ 106,690	\$ 244,355	\$ 330,105						
Net income attributable to non-controlling interest		—	434	—	591						
Net income											
Net income	Interest expense and finance charges, net	49,293	20,272	130,496	42,015						
Provision for income taxes	Provision for income taxes	29,170	42,235	86,763	111,738						
Other expense (income), net	Other expense (income), net	6,169	(12,086)	19,266	(22,247)						

Acquisition-related and integration expenses	Acquisition-related and integration expenses	18,494	12,565	31,470	15,213		
Step-up depreciation							
Amortization of intangibles	Amortization of intangibles	39,510	41,500	118,196	121,025		
Share-based compensation	Share-based compensation	10,740	9,862	38,683	37,678		
Depreciation		38,246	36,933	114,632	110,107		
Depreciation (exclusive of step-up depreciation)							
Adjusted EBITDA	Adjusted EBITDA	\$ 269,257	\$ 258,405	\$ 783,861	\$ 746,225		
Operating margin							
Operating margin	Operating margin	9.9 %	10.0 %	9.8 %	9.9 %	6.2 %	9.5 %
Non-GAAP operating margin	Non-GAAP operating margin	14.1 %	14.0 %	13.7 %	13.6 %	Non-GAAP operating margin	13.3 %
Adjusted EBITDA margin	Adjusted EBITDA margin	16.5 %	16.4 %	16.0 %	15.9 %	Adjusted EBITDA margin	16.0 %
Net income	Net income	\$ 77,635	\$ 106,690	\$ 244,355	\$ 330,105		
Net income							
Net income							
Acquisition-related and integration expenses	Acquisition-related and integration expenses	18,494	12,565	31,470	15,213		
Acquisition-related expenses included in interest expense and finance charges, net ⁽¹⁾		13,716	—	25,556	—		
Acquisition-related expenses included in other expense (income), net ⁽¹⁾		2,064	—	14,493	—		
Step-up depreciation							
Imputed interest related to Sellers' Note included in interest expense and finance charges, net							

Change in acquisition contingent consideration included in other expense (income), net					
Foreign currency losses (gains), net ⁽²⁾					
Amortization of intangibles	Amortization of intangibles	39,510	41,500	118,196	121,025
Share-based compensation	Share-based compensation	10,740	9,862	38,683	37,678
Income taxes related to the above ⁽²⁾		(21,131)	(16,237)	(57,099)	(44,170)
Income taxes related to the above ⁽¹⁾					
Non-GAAP net income	Non-GAAP net income	\$ 141,028	\$ 154,380	\$ 415,654	\$ 459,851

		Three Months Ended		Nine Months Ended	
				August 31, 2023	August 31, 2022
		(\$ in thousands, except per share amounts)			
Diluted earnings per common share ("EPS")		\$ 1.49	\$ 2.04	\$ 4.67	\$ 6.28
Acquisition-related and integration expenses		0.36	0.24	0.60	0.29
Acquisition-related expenses included in interest expense and finance charges, net ⁽¹⁾		0.26	—	0.49	—
Acquisition-related expenses included in other expense (income), net ⁽¹⁾		0.04	—	0.28	—
Amortization of intangibles		0.76	0.79	2.26	2.30
Share-based compensation		0.21	0.19	0.74	0.72
Income taxes related to the above ⁽²⁾		(0.41)	(0.31)	(1.09)	(0.85)
Non-GAAP Diluted EPS		\$ 2.71	\$ 2.95	\$ 7.95	\$ 8.74

⁽¹⁾ Included in these amounts are a) Bridge Facility financing fees expensed and interest expenses associated with the senior notes, net of interest earnings on invested proceeds incurred in advance of the Webhelp combination, and b) losses associated with non-designated call option contracts put in place to hedge foreign exchange movements in connection with the Webhelp combination that are included within interest expense and finance charges, net and other expense (income), net, respectively, in the consolidated statement of operations.

		Three Months Ended		
				February 29, 2024
		(\$ in thousands, except per share amounts)		February 28, 2023
Diluted earnings per common share ("EPS")		\$ 0.76	\$ 0.44	\$ 1.68
Acquisition-related and integration expenses		—	0.04	0.11
Step-up depreciation		—	0.06	—
Imputed interest related to Sellers' Note included in interest expense and finance charges, net		—	0.02	—
Change in acquisition contingent consideration included in other expense (income), net		(0.22)	—	—
Foreign currency losses (gains), net ⁽²⁾		0.10	0.10	0.05
Amortization of intangibles		1.70	—	0.75
Share-based compensation		0.32	—	0.32
Income taxes related to the above ⁽¹⁾		(0.63)	—	(0.32)
Non-GAAP Diluted EPS		\$ 2.57	\$ 2.59	\$ 2.59

(2) (1) The tax effect of taxable and deductible non-GAAP adjustments was calculated using the tax deductible portion of the expenses and applying the entity specific, statutory tax rates applicable to each item during the respective periods.

(2) Foreign currency losses (gains), net are included in other expense (income), net and primarily consist of gains and losses recognized on the revaluation and settlement of foreign currency transactions and realized and unrealized gains and losses on derivative contracts that do not qualify for hedge accounting. The reported amounts for non-GAAP net income and non-GAAP EPS for the three months ended February 29, 2024 include adjustments to exclude these foreign currency losses (gains), net, which were not adjusted in similar non-GAAP measures previously reported for the corresponding period in fiscal year 2023. In order to enhance comparability, similar adjustments were made for non-GAAP net income and non-GAAP EPS for the three months ended February 28, 2023.

Liquidity and Capital Resources

Our primary uses of cash are working capital, capital expenditures to expand our delivery footprint and enhance our technology solutions, debt repayments and acquisitions, including our combination with Webhelp in September 2023 and our acquisitions of PK and ServiceSource in fiscal year 2022, 2023. Our financing needs for these uses of cash have been a combination of operating cash flows and third-party debt arrangements. Our working capital needs are primarily to finance accounts receivable. When our revenue is increasing, our net investment in working capital typically increases. Conversely, when revenue is decreasing, our net investment in working capital typically decreases. To increase our market share and better serve our clients, we may further expand our operations through investments or acquisitions. We expect that such expansion would require an initial investment in working capital, personnel, facilities, and operations. These investments or acquisitions would likely be funded primarily by our existing cash and cash equivalents, available liquidity, including capacity on our debt arrangements, or the issuance of securities. We funded the Webhelp combination through (i) proceeds from our August 2023 offering and sale of senior notes, (ii) term loan borrowings under our senior credit facility, and (iii) cash on hand.

In September 2021, considering our strong free cash flow, low leverage and adequate liquidity to support capital return to stockholders while maintaining flexibility to pursue acquisitions, our board of directors authorized a share repurchase program. Under the share repurchase program, the board of directors authorized us to purchase the repurchase of up to \$500 million of our common stock from time to time as market and business conditions warrant, including through open market purchases or Rule 10b5-1 trading plans. The share repurchase program has no termination date and may be suspended or discontinued at any time. During the three and nine months ended August 31, 2023 February 29, 2024 and February 28, 2023, we purchased 320,105 repurchased 237,105 and 430,529 71,340 shares, respectively, of our common stock under the share repurchase program for approximately \$27.0 \$21.7 million and \$41.9 million, respectively, in the aggregate. During the three and nine months ended August 31, 2022, we purchased 359,355 and 726,059 shares, respectively, of our common stock under the share repurchase program for approximately \$49.0 and \$106.8 million \$10.0 million, respectively, in the aggregate. At August 31, 2023 February 29, 2024, approximately \$312.1 million \$268.5 million remained available for share repurchases under the existing authorization from our board of directors.

During September 2023, March 2024, we repurchased 95,111 184,251 shares of our common stock for an aggregate purchase price of \$7.1 million \$12.0 million.

During fiscal years 2023 2024 and 2022, 2023, we have paid the following dividends per share approved by our board of directors:

Announcement Date	Record Date	Per Share Dividend Amount	Payment Date
January 18, 2022	January 28, 2022	\$0.25	February 8, 2022
March 29, 2022	April 29, 2022	\$0.25	May 10, 2022
June 27, 2022	July 29, 2022	\$0.25	August 9, 2022
September 28, 2022	October 28, 2022	\$0.275	November 8, 2022
January 19, 2023	January 30, 2023	\$0.275	February 10, 2023
March 29, 2023	April 28, 2023	\$0.275	May 9, 2023
June 28, 2023	July 28, 2023	\$0.275	August 8, 2023
September 27, 2023	October 27, 2023	\$0.3025	November 7, 2023
January 24, 2024	February 5, 2024	\$0.3025	February 15, 2024

On September 27, 2023 March 26, 2024, we announced a cash dividend of \$0.3025 per share to stockholders of record as of October 27, 2023 April 26, 2024, payable on November 7, 2023 May 7, 2024.

We expect that future cash dividends will be paid on a quarterly basis. However, any decision to pay future cash dividends will be subject to our board of directors' approval, and will depend on many factors, such as our financial condition, earnings, capital requirements, debt service obligations, restrictive covenants in our debt agreements, industry practice, legal requirements, regulatory constraints, and other factors that our board of directors deems relevant. Our ability to pay dividends will depend on our ongoing ability to generate cash from operations and on our access to the capital markets. We cannot guarantee that we will continue to pay a dividend in the future.

Debt Arrangements

Senior Notes

On August 2, 2023, the Company we issued and sold (i) \$800 million aggregate principal amount of 6.650% Senior Notes due 2026 (the "2026 Notes"), (ii) \$800 million aggregate principal amount of 6.600% Senior Notes due 2028 (the "2028 Notes") and (iii) \$550 million aggregate principal amount of 6.850% Senior Notes due 2033 (the "2033 Notes") and, together with the 2026 Notes and 2028 Notes, the "Senior Notes"). The Senior Notes were sold in a registered public offering pursuant to the Company's our Registration Statement on Form S-3, which became effective upon filing, and a Prospectus Supplement dated July 19, 2023, to a Prospectus dated July 17, 2023.

The Senior Notes were issued pursuant to, and are governed by, an indenture, dated as of August 2, 2023 (the "Base Indenture"), between Concentrix and U.S. Bank Trust Company, National Association, as trustee (the "Trustee"), as supplemented by a first supplemental indenture dated as of August 2, 2023 between Concentrix and the Trustee

relating to the 2026 Notes, a second supplemental indenture dated as of August 2, 2023 between Concentrix and the Trustee relating to the 2028 Notes, and a third supplemental indenture dated as of August 2, 2023 between Concentrix and the Trustee relating to the 2033 Notes (such supplemental indentures, together with the Base Indenture, the "Indenture"). The Indenture contains customary covenants and restrictions, including covenants that limit Concentrix Corporation's and certain of its subsidiaries' ability to create or incur liens on shares of stock of certain subsidiaries or on principal properties, engage in sale/leaseback transactions or, with respect to Concentrix Corporation, consolidate or merge with, or sell or lease substantially all its assets to, another person. The Indenture also provides for customary events of default.

In connection with the closing of the Webhelp Combination, we entered into cross-currency swap arrangements with certain financial institutions for a total notional amount of \$500 million of the Senior Notes. In addition to aligning the currency of a portion of our interest payments to our euro-denominated cash flows, the arrangements effectively converted \$250 million of each aggregate principal amount of the 2026 Notes and \$250 million aggregate principal amount of the 2028 Notes into synthetic fixed Euro-based euro-based debt at weighted average interest rates of 5.12% and 5.18%, respectively.

Bridge Facility and Restated Credit Facility

To provide the debt financing required to consummate the Webhelp Combination, we entered into a commitment letter dated March 29, 2023 (the "Bridge Commitment Letter," and the commitments pursuant to the Bridge Commitment Letter, the "Bridge Facility"), under which certain financing institutions committed to provide a 364-day bridge loan facility in an aggregate principal amount of \$5,290 million consisting of (i) a \$1,850 million tranche of term bridge loans (the "Term Loan Amendment Tranche"), (ii) a \$1,000 million tranche of revolving commitments (the "Revolver Amendment Tranche") and (iii) a \$2,440 million tranche of term bridge loans (the "Acquisition Tranche"), each subject to the satisfaction of certain customary closing conditions, including the consummation of the Webhelp Combination.

The incurrence of the acquisition-related indebtedness that would be funded by the Acquisition Tranche of the Bridge Facility (or permanent financing in lieu thereof) and the promissory note to be issued by Concentrix Corporation to certain Sellers at the closing of the Webhelp Combination was not permitted under our prior credit agreement dated as of October 16, 2020 (the "Prior Credit Facility"). Therefore, on April 21, 2023, we entered into an Amendment and Restatement Agreement (the "Amendment Agreement") with the lenders party thereto, JPMorgan Chase Bank, N.A. and Bank of America, N.A. to amend and restate the Prior Credit Facility (as amended and restated, the "Restated Credit Facility"). As a result of having entered into the Amendment Agreement, among other things, we obtained requisite lender consent to incur acquisition-related indebtedness, and pursuant to the terms of the Bridge Commitment Letter, the commitments with respect to the Term Loan Amendment Tranche and the Revolver Amendment Tranche of the Bridge Facility were each reduced to zero, and the Acquisition Tranche was reduced by approximately \$294.7 million. On August 2, 2023, the remaining outstanding commitment of approximately \$2.15 billion under the Bridge Commitment Letter was reduced to zero in connection with the issuance of the Senior Notes previously described.

The Restated Credit Facility provides for the extension of a senior unsecured revolving credit facility not to exceed an aggregate principal amount of \$1,042.5 million. The Restated Credit Facility also provides for a senior unsecured term loan facility in an aggregate principal amount not to exceed approximately \$2,144.7 million (the "Term Loan"), of which \$1,850 million was outstanding as of August 31, 2023 incurred upon the amendment and approximately \$294.7 million was drawn on a delayed draw basis (the "Delayed Draw Term Loans") on the closing date of the Webhelp Combination. Closing Date. Aggregate borrowing capacity under the Restated Credit Facility may be increased by up to an additional \$500 million by increasing the amount of the revolving credit facility or by incurring additional term loans, in each case subject to the satisfaction of certain conditions set forth in the Restated Credit Facility, including the receipt of additional commitments for such increase. In September 2023,

As of November 30, 2023, the outstanding principal balance on the Term Loan was \$1,950 million. During the three months ended February 29, 2024, we voluntarily prepaid \$69.7 million \$100 million of the principal balance on the term loan facility, Term Loan, without penalty, resulting in an outstanding balance at February 29, 2024 of approximately \$2,075 million \$1,850 million.

The maturity date of the Restated Credit Facility remains December 27, 2026, subject, in the case of the revolving credit facility, to two one-year extensions upon our prior notice to the lenders and the agreement of the lenders to extend such maturity date. The Due to the voluntary prepayments previously described, no principal payment on the term loans is due until fiscal year 2026 with the remaining outstanding principal amount of the term loan is payable in quarterly installments in an amount equal to 1.25% of the existing principal balance, plus the Delayed Draw Term Loans advanced on the closing date of the Webhelp Combination, commencing on December 31, 2024, with the outstanding principal amount of the term loans due in full on the maturity date.

Borrowings under the Restated Credit Facility bear interest, in the case of SOFR rate loans, at a per annum rate equal to the applicable SOFR rate (but not less than 0.0%), plus an applicable margin, which ranges from 1.125% to 2.000%, based on the credit ratings of our senior unsecured non-credit enhanced long-term indebtedness for borrowed money plus a credit spread adjustment to the SOFR rate of 0.10%. Borrowings under the Restated Credit Facility that are base rate loans bear interest at a per annum rate (but not less than 1.0%) equal to (i) the greatest of (A) the Prime Rate (as defined in the Restated Credit Facility) in effect on such day, (B) the NYFRB Rate (as defined in the Restated Credit Facility) in effect on such day plus 1/2% of 1.0%, and (C) the adjusted one-month term SOFR rate plus 1.0% per annum, plus (ii) an applicable margin, which ranges from 0.125% to 1.000%, based on the credit ratings of our senior unsecured non-credit enhanced long-term indebtedness for borrowed money.

The Restated Credit Facility contains certain loan covenants that are customary for credit facilities of this type and that restrict our ability to take certain actions, including the creation of liens, mergers or consolidations, changes to the nature of our business, and, solely with respect to our subsidiaries, incurrence of indebtedness. In addition, the Restated Credit Facility contains financial covenants that require us to maintain at the end of each fiscal quarter, (i) a consolidated leverage ratio (as defined in the Restated

Credit Facility) not to exceed 3.75 to 1.0 (or for certain periods following certain qualified acquisitions, including the Webhelp Combination, 4.25 to 1.0) and (ii) a consolidated interest coverage ratio (as defined in the Restated Credit Facility) equal to or greater than 3.00 to 1.0. The Restated Credit Facility also contains various customary events of default, including payment defaults, defaults under certain other indebtedness, and a change of control of Concentrix Corporation.

None of our subsidiaries guarantees the obligations under the Restated Credit Facility.

Prior to entering into the Amendment Agreement, obligations under the Prior Credit Facility were secured by substantially all of the assets of Concentrix Corporation and certain of our U.S. subsidiaries and were guaranteed by certain of our U.S. subsidiaries. Borrowings under the Prior Credit Facility bore interest, in the case of term or daily SOFR loans, at a per annum rate equal to the applicable SOFR rate (but not less than 0.0%), plus an adjustment of between 0.10% and 0.25% depending on the interest period of each SOFR loan, plus an applicable margin, which ranged from 1.25% to 2.00%, based on our consolidated leverage ratio. Borrowings under the Prior Credit Facility that were base rate loans bore interest at a per annum rate equal to (i) the greatest of (a) the Federal Funds Rate in effect on such day plus 1/2 of 1.00%, (b) the rate of interest last publicly announced by Bank of

America as its "prime rate" and (c) the term SOFR rate plus 1.00%, plus (ii) an applicable margin, which ranged from 0.25% to 1.00%, based on our consolidated leverage ratio. From August 31, 2022 through the date of the Amendment Agreement, the outstanding principal of the term loans under the Prior Credit Facility was payable in quarterly installments of \$26.25 million.

At **August 31, 2023** **February 29, 2024** and **November 30, 2022** **November 30, 2023**, no amounts were outstanding under our revolving credit facility.

During the **nine** **three** months ended **August 31, 2023** **February 28, 2023**, we paid \$25.0 million the Company voluntarily prepaid \$25,000 of voluntary the principal prepayments, without penalty, balance on the term loans under the Prior Credit Facility, without penalty.

Securitization Facility

On July 6, 2022, we entered into We have an amendment to our amended Securitization Facility which was initially entered into on October 30, 2020, to (i) increase the commitment of the lenders to provide that provides for available borrowings from of up to \$350 million to up to \$500 million, (ii)

extend the with a termination date of the Securitization Facility from October 28, 2022 to July 5, 2024, and (iii) replace LIBOR with SOFR as one of the reference rates used to calculate interest on borrowings under the Securitization Facility. In addition, the interest rate margins were amended, such that borrowings. Borrowings under the Securitization Facility that are funded through the issuance of commercial paper bear interest at the applicable commercial paper rate plus a spread of 0.70% and, otherwise, at a per annum rate equal to the applicable SOFR rate (which includes a credit spread adjustment to the SOFR related adjustment rate of 0.10%), plus a spread of 0.80%.

Under the Securitization Facility, Concentrix Corporation and certain of its U.S. based subsidiaries (the "Originators") sell or otherwise transfer all of their accounts receivable to a special purpose bankruptcy-remote subsidiary of Concentrix Corporation that grants a security interest in the receivables to the lenders in exchange for available borrowings of up to \$500 million. Borrowing availability under the Securitization Facility may be limited by our accounts receivable balances, changes in the credit ratings of our clients comprising the receivables, client concentration levels in the receivables, and certain characteristics of the accounts receivable being transferred (including factors tracking performance of the accounts receivable over time).

The Securitization Facility contains various affirmative and negative covenants, including a consolidated leverage ratio covenant that is consistent with the Restated Credit Facility and customary events of default, including payment defaults, defaults under certain other indebtedness, a change in control of Concentrix Corporation, and certain events negatively affecting the overall credit quality of the transferred accounts receivable.

Sellers' Note

On September 25, 2023, as part of the consideration for the Webhelp Combination, we issued a promissory note the Sellers' Note in the aggregate principal amount of €700 million (the "Sellers' Note") to certain Sellers (the "Noteholders"). Sellers. Pursuant to the Sellers' Note, the unpaid principal amount outstanding will accrue accrues interest from time to time at a rate of two percent (2%) per annum, and all principal and accrued interest will be due and payable on September 25, 2025. The stated rate of interest is below our expected borrowing rate. As a result, we discounted the Sellers' Note by €31,500. The discounted value is being amortized into interest expense over the two-year term.

As of **August 31, 2023** **February 29, 2024** and **November 30, 2022** **November 30, 2023**, we were in compliance with the debt covenants related to our debt arrangements.

Cash Flows – Nine Three Months Ended **August 31, 2023** **February 29, 2024** and **2022** **February 28, 2023**

The following summarizes our cash flows for the **nine** **three** months ended **August 31, 2023** **February 29, 2024** and **2022**, **February 28, 2023**, as reported in our consolidated statement of cash flows in the accompanying consolidated financial statements.

Three Months Ended		Three Months Ended	
February 29, 2024		February 29, 2024	
Nine Months Ended		February 28, 2023	
August 31, 2023	August 31, 2022		
(\$ in thousands)			
Net cash provided by operating activities	\$ 448,744	\$ 365,041	
	(\$ in thousands)		
	(\$ in thousands)		
	(\$ in thousands)		
Net cash provided by (used in) operating activities			

Net cash used in investing activities	Net cash used in investing activities	(115,717)	(1,803,723)
Net cash provided by financing activities		1,636,260	1,455,982
Net cash provided by (used in) financing activities			
Effect of exchange rate changes on cash, cash equivalents and restricted cash	Effect of exchange rate changes on cash, cash equivalents and restricted cash	(2,715)	(21,809)
Net increase (decrease) in cash, cash equivalents and restricted cash	Net increase (decrease) in cash, cash equivalents and restricted cash	\$1,966,572	\$ (4,509)
Cash, cash equivalents and restricted cash at beginning of year	Cash, cash equivalents and restricted cash at beginning of year	157,463	183,010
Cash, cash equivalents and restricted cash at the end of the period	Cash, cash equivalents and restricted cash at the end of the period	\$2,124,035	\$ 178,501

Operating Activities

Net cash provided by used in operating activities was \$448.7 million \$46.9 million for the nine three months ended August 31, 2023 February 29, 2024, compared to \$365.0 million for the nine months ended August 31, 2022. The increase in net cash provided by operating activities of \$103.9 million for the three months ended February 28, 2023. The change over the prior year period was primarily due to favorable unfavorable changes in working capital partially offset by a and the decrease in net income over the prior year period, income.

Investing Activities

Net cash used in investing activities for the nine three months ended August 31, 2023 February 29, 2024 was \$115.7 million \$60.6 million, compared to \$1,803.7 million \$39.6 million for the nine three months ended August 31, 2022 February 28, 2023. The decrease increase in net cash used in investing activities over the prior year period primarily related to an increase in capital expenditures as a result of the aggregate expanded business due to the Webhelp Combination and payment of deferred cash consideration of \$1,705.4 million paid in connection with our acquisitions of PK and ServiceSource \$4.5 million related to the Webhelp Combination in the prior year period, first quarter of 2024.

Financing Activities

Net cash provided by financing activities for the nine three months ended August 31, 2023 February 29, 2024 was \$1,636.3 million \$14.4 million, consisting primarily of proceeds, before expenses, net borrowings of \$2,137.0 million from the issuance of the Senior Notes in August 2023, \$197.5 million under our Securitization Facility partially offset by principal

payments of \$25.0 million \$100.0 million made on term loan borrowings under our senior credit facility, net repayments of \$356.5 million under our Securitization Facility, share repurchases of \$41.9 million \$21.7 million, a change in funds held for clients of \$37.9 million, and dividends of \$42.9 million, and cash paid of \$30.5 million related to debt issuance costs for the Senior Notes, financing fees for the Bridge Facility and amendment fees related to our Restated Credit Facility, \$20.6 million.

Net cash provided by used in financing activities for the **nine** three months ended **August 31, 2022** **February 28, 2023** was \$1,456.0 million \$34.5 million, consisting primarily of principal payments of \$25.0 million made on the Term Loan, share repurchases of \$10.0 million and dividends of \$14.3 million, partially offset by net proceeds of \$20.5 million from the refinancing of the term loan facility borrowings under our senior credit facility of \$1,400.0 million and net proceeds from the Securitization Facility of \$335.0 million, offset by repayments of \$125.0 million on the term loan, share repurchases of \$106.8 million, cash paid for debt issuance costs of \$9.3 million and dividends of \$39.1 million.

We believe our current cash balances and credit availability are enough to support our operating activities for at least the next twelve months.

Free Cash Flow (a non-GAAP measure) and Adjusted Free Cash Flow (non-GAAP measures)

	Three Months Ended		Three Months Ended	
	February 29, 2024		February 29, 2024	February 28, 2023
	Nine Months Ended			
	August 31, 2023	August 31, 2022		
	(\$ in thousands)	(\$ in thousands)	(\$ in thousands)	(\$ in thousands)
Net cash provided by operating activities	\$448,744	\$365,041		
Net cash provided by (used in) operating activities				
Purchases of property and equipment	Purchases of property and equipment	(115,717)	(97,276)	
Free cash flow (a non-GAAP measure)	Free cash flow (a non-GAAP measure)	\$333,027	\$267,765	
Change in outstanding factoring balances				
Adjusted free cash flow (a non-GAAP measure)				

Our free cash flow was \$333.0 million a use of cash of \$102.9 million for the **nine** three months ended **August 31, 2023** **February 29, 2024** compared to \$267.8 million generation of cash of \$64.3 million for the **nine** three months ended **August 31, 2022** **February 28, 2023**. The **increase** decrease in free cash flow for the **nine** three months ended **August 31, 2023** **February 29, 2024** compared to the prior year period was due to the **increase** decrease in cash provided by operating activities partially offset by an increase in capital expenditures resulting from the Webhelp Combination.

Our adjusted free cash flow was a use of cash of \$81.3 million for the three months ended February 29, 2024 compared to generation of cash of \$64.3 million for the three months ended February 28, 2023. The decrease in adjusted free cash flow for the three months ended February 29, 2024 compared to the prior year period was due to a decrease in free cash flow offset by the change in outstanding factoring balances of \$21.6 million.

Capital Resources

Excluding cash held related to Senior Notes proceeds that were subsequently used to fund the combination with Webhelp, as of **August 31, 2023** **February 29, 2024**, we had total liquidity of \$1,766.3 million \$1,451.3 million, which includes undrawn capacity on our revolving credit facility of \$1,042.5 million, undrawn capacity of \$500.0 million \$174.0 million under our Securitization Facility and remaining cash and cash equivalents.

Our cash and cash equivalents totaled \$2,112.8 million \$234.8 million and \$145.4 million \$295.3 million as of August 31, 2023 February 29, 2024 and November 30, 2022 November 30, 2023, respectively. Cash and cash equivalents included \$1,889.0 of Senior Notes proceeds that were subsequently used to fund the combination with Webhelp. Of our total cash and cash equivalents, excluding the Senior Notes proceeds, 98% and 99% and 97% were held by our non-U.S. legal entities as of August 31, 2023 February 29, 2024 and November 30, 2022, 2023, respectively. The cash and cash equivalents held by our non-U.S. legal entities are no longer subject to U.S. federal tax on repatriation into the United States; repatriation of some non-U.S. balances is restricted by local laws. Historically, we have fully utilized and reinvested all non-U.S. cash to fund our international operations and expansions; however, we have recorded deferred tax liabilities related to non-U.S. withholding taxes on the earnings of certain previously acquired non-U.S. entities that are likely to be repatriated in the future. If in the future our intentions change, and we repatriate the cash back to the United States, we will report in our consolidated financial statements the impact of the state and withholding taxes depending upon the planned timing and manner of such repatriation.

We believe that our available cash and cash equivalents balances, the cash flows expected to be generated from operations, and our sources of liquidity will be sufficient to satisfy our current and planned working capital and investment needs for the next twelve months. We also believe that our longer-term working capital, planned capital expenditures, and other general corporate funding requirements will be satisfied through cash flows from operations and, to the extent necessary, from our borrowing facilities and future financing activities.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

Market Risk

We are and will be exposed to a variety of market risks, including the effects of changes in foreign currency exchange rates and interest rates. Market risk is the potential loss arising from changes in market rates and prices. Our risk management strategy includes managing these risks through our regular operating and financing activities and, when appropriate, through the use of derivative financial instruments. We utilize derivative financial instruments to hedge economic exposures, as well as reduce earnings and cash flow volatility resulting from shifts in market rates. In using derivative financial instruments to hedge our exposures to changes in exchange rates, we expose ourselves to counterparty credit risk. We manage our exposure to counterparty credit risk by entering into derivative financial instruments with investment grade-rated institutions that can be expected to perform fully under the terms of the agreements and by diversifying the financial institutions with which we enter into such agreements. There can be no guarantee that the risk management activities that we have entered into will be sufficient to fully offset market risk or reduce earnings and cash flow volatility resulting from shifts in market rates. See Note 6 of the consolidated financial statements included elsewhere in this Quarterly Report on Form 10-Q for additional discussion of our financial risk management.

Foreign Currency Risk

While approximately 68% 50% of our revenue is priced in U.S. dollars, we recognize a substantial amount of revenue under contracts that are denominated in euros, British pounds, Australian dollars Japanese yen, and Japanese yen, Brazilian real, among other currencies. A significant increase in the value of the U.S. dollar relative to these currencies may have a material adverse effect on the value of those services when translated into U.S. dollars.

We serve many of our U.S.-based, European and British clients from our CX delivery centers located around the world. As a result, a substantial portion of the costs to deliver these services are denominated in the local currency of the country where the services are performed. This creates foreign exchange exposure for us. As of August 31, 2023 February 29, 2024, we have hedged a portion of our exposure related to the anticipated cash flow requirements denominated in certain foreign currencies by entering into hedging contracts with institutions to acquire a total of PHP 40,940.0 million 41,580.0 million at a fixed price of \$728.1 million \$736.7 million at various dates through August 2025, February 2026; and INR 23,030.0 million 23,010.0 million at a fixed price of \$274.0 million \$270.7 million at various dates through August 2025, February 2026. The fair value of these derivative instruments as of August 31, 2023 February 29, 2024 is presented in Note 7 of the consolidated financial statements included elsewhere in this Quarterly Report on Form 10-Q. The potential loss in fair value at August 31, 2023 February 29, 2024 for such contracts resulting from a hypothetical 10% adverse change in the underlying foreign currency exchange rates is approximately \$99.5 million \$101.3 million. This loss would be substantially mitigated by corresponding gains on the underlying foreign currency exposures.

Other foreign currency exposures arise from transactions denominated in a currency other than the functional currency. We periodically enter into hedging contracts that are not denominated as hedges. The purpose of these derivative instruments is to mitigate the risk of foreign currency exposure related to receivables, payables, and intercompany transactions that are denominated in currencies that are different from the functional currencies of our respective legal entities that are party to the transactions. As of August 31, 2023 February 29, 2024, the fair value of these derivatives not designated as hedges was a net payable receivable of \$11.6 million \$1.0 million.

Interest Rate Risk

At August 31, 2023 February 29, 2024, all of our outstanding debt under our Restated Credit Facility and our Securitization Facility is variable rate debt, which exposes the Company to changes in interest rates. Holding other variables constant, including the total amount of outstanding indebtedness, a one hundred basis point increase in interest rates on our variable-rate debt would cause an estimated increase in interest expense of approximately \$18.5 million \$21.8 million per year.

ITEM 4. CONTROLS AND PROCEDURES

Evaluation of disclosure controls and procedures

Based on the evaluation of our disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act) as required by Rules 13a-15(b) or 15d-15(b) under the Exchange Act, our principal executive officer and principal financial officer have concluded that, as of the end of the period covered by this report, our disclosure controls and procedures were effective to ensure that information required to be disclosed by the Company Concentrix in reports that it files or submits under the Exchange Act is recorded, processed, summarized, and reported within the time periods specified in Securities and Exchange Commission SEC rules and forms, and include controls and procedures designed to ensure that information required to be disclosed by us in such reports is accumulated and communicated to our management, including the principal executive officer and principal financial officer, as appropriate, to allow timely decisions regarding required disclosure.

Changes in internal control over financial reporting

There We acquired Webhelp in the fourth quarter of fiscal year 2023. We are currently in the process of evaluating and integrating the acquired operations, processes, and internal controls. See Note 3 of the consolidated financial statements included in this report for additional information on this acquisition.

Except for this acquisition, there were no changes in our internal control over financial reporting that occurred during our third first fiscal quarter of fiscal year 2023 2024 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

PART II—OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

From time to time, we are involved in legal proceedings in the ordinary course of business. We do not believe that these proceedings will have a material adverse effect on the results of our operations, our financial position, or the cash flows of our business. During the three months ended August 31, 2023 February 29, 2024, there were no new material legal proceedings and no material developments in any legal proceedings reported in our Annual Report on Form 10-K for the fiscal year ended November 30, 2022 November 30, 2023.

ITEM 1A. RISK FACTORS

You should carefully review and consider the information regarding certain factors that could materially affect our business, results of operations, and financial condition set forth in Part I, Item 1A of our Annual Report on Form 10-K for the fiscal year ended November 30, 2022 and Part II, Item 1A of our Form 10-Q for the six months ended May 31, 2023 November 30, 2023. There have been no material changes from the risk factors disclosed in our Annual Report on Form 10-K for the fiscal year ended November 30, 2022 and our Form 10-Q for the six months ended May 31, 2023 November 30, 2023.

ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS

In September 2021, our board of directors authorized the Company to purchase up to \$500 million of the Company's outstanding shares of common stock from time to time as market and business conditions warrant, including through open market purchases or Rule 10b5-1 trading plans. The repurchase program has no termination date and may be suspended or discontinued at any time.

The following table summarizes the Company's purchases of common stock under the share repurchase program during the fiscal quarter ended August 31, 2023 February 29, 2024:

Period	Total number of shares purchased ^{(1), (2)}	Average price paid per share	Total number of shares purchased as part of publicly announced program	Maximum dollar amount that may yet be purchased under the program (in thousands)
June 1, 2023 - June 30, 2023	81 \$	132.94	— \$	339,143
July 1, 2023 - July 31, 2023	291,883 \$	82.71	284,253 \$	315,143
August 1, 2023 - August 31, 2023	36,640 \$	84.21	35,852 \$	312,144
Total	328,604 \$	84.29	320,105	

Period	Total number of shares purchased ^{(1), (2)}	Average price paid per share	Total number of shares purchased as part of publicly announced program	Maximum dollar amount that may yet be purchased under the program (in thousands)
December 1, 2024 - December 30, 2024	72,720 \$	96.00	65,995 \$	283,780
January 1, 2024 - January 31, 2024	88,483 \$	95.19	73,678 \$	276,721
February 1, 2024 - February 29, 2024	98,766 \$	84.90	97,432 \$	268,452
Total	259,969 \$	91.51	237,105	

(1) Includes shares withheld upon the vesting of certain equity awards to satisfy tax withholding obligations.

(2) Includes shares repurchased as part of the Company's share repurchase program initiated in September of 2021.

ITEM 5. OTHER INFORMATION

During the three months ended August 31, 2023 February 29, 2024, none of our directors or officers (as defined in Rule 16a-1(f) of the Exchange Act) adopted or terminated a "Rule 10b5-1 trading arrangement" or "non-Rule 10b5-1 trading arrangement," as those terms are defined in Item 408 of Regulation S-K. S-K, except for as described below:

Name and Title	Action Taken (Date of Action)	Type of Trading Arrangement	Nature of Trading Arrangement	Aggregate Number of Securities to be Purchased or Sold	Duration of Trading Arrangement
Cormac Twomey <i>Executive Vice President, Customer Success</i>	Adoption (January 29, 2024)	Rule 10b5-1 trading arrangement	Sales	Up to 6,544 shares of common stock ⁽¹⁾	April 4, 2025 ⁽²⁾

(1) Represents the aggregate number of securities designated for sale under the 10b5-1 trading arrangement prior to the reduction of shares related to tax withholding upon vesting of certain individual's equity awards.

(2) This trading arrangement terminates on the earlier of (a) the execution or expiration of all trades or trading orders, (b) notice of termination, or (c) the date listed in the table.

ITEM 6. EXHIBITS

Exhibit No.	Exhibit Description
2.1	Agreement and Plan of Merger dated as of November 19, 2021 by and among Concentrix Corporation, CNXC Merger Sub, Inc., ProKarma Holdings Inc. and Carlyle Partners VI Holdings, L.P. (incorporated by reference to Exhibit 2.1 to the Company's Current Report on Form 8-K filed on November 24, 2021).*
2.2	First Amendment to Agreement and Plan of Merger, dated as of December 20, 2021, by and among Concentrix Corporation, CNXC Merger Sub, Inc., ProKarma Holdings Inc. and Carlyle Partners VI Holdings, L.P. (incorporated by reference to Exhibit 2.1 to the Company's Current Report on Form 8-K filed on December 23, 2021).*
2.3	Share Purchase and Contribution Agreement, dated June 12, 2023, by and among Concentrix Corporation, OSYRIS S.à r.l., Marnix Lux SA, the other beneficiaries party thereto, and Sandrine Asseraf as the PoA Seller Representative (incorporated by reference to Exhibit 10.1 to the Company's Current Report on Form 8-K filed on June 12, 2023).*
2.4 2.2	First Amendment to Share Purchase and Contribution Agreement, dated July 14, 2023, by and among Concentrix Corporation, OSYRIS S.à r.l., Marnix Lux SA, Sandrine Asseraf as the PoA Seller Representative, Priscilla Maters, as the representative of the GBL Sellers and Frédéric Jousset, and Sapiens, as the representative of the Non-PoA Sellers (incorporated by reference to Exhibit 10.1 to the Company's Current Report on Form 8-K filed on July 17, 2023).*
3.1	Amended and Restated Certificate of Incorporation of the Company (incorporated by reference to Exhibit 3.1 to the Company's Current Report on Form 8-K filed on December 2, 2020).
3.2	Amended and Restated Bylaws of the Company, as amended (incorporated by reference to Exhibit 3.2 to the Company's Annual Report on Form 10-K filed on January 28, 2022).
4.1	Indenture, dated as of August 2, 2023, by and between Concentrix Corporation and U.S. Bank Trust Company, National Association, as trustee (incorporated by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K filed on August 2, 2023).
4.2	First Supplemental Indenture, dated as of August 2, 2023, by and between Concentrix Corporation and U.S. Bank Trust Company, National Association, as trustee (incorporated by reference to Exhibit 4.2 to the Company's Current Report on Form 8-K filed on August 2, 2023).
4.3	Second Supplemental Indenture, dated as of August 2, 2023, by and between Concentrix Corporation and U.S. Bank Trust Company, National Association, as trustee (incorporated by reference to Exhibit 4.3 to the Company's Current Report on Form 8-K filed on August 2, 2023).
4.4	Third Supplemental Indenture, dated as of August 2, 2023, by and between Concentrix Corporation and U.S. Bank Trust Company, National Association, as trustee (incorporated by reference to Exhibit 4.4 to the Company's Current Report on Form 8-K filed on August 2, 2023).
10.1	Sellers' Note, dated September 25, 2023, by and among Concentrix Corporation and certain holders party thereto (incorporated by reference to Exhibit 10.3 to the Company's Current Report on Form 8-K filed on September 25, 2023).
10.2	Form of Stock Restriction Agreement by and between Concentrix Corporation and the shareholders of Marnix Lux SA party thereto (incorporated by reference to Exhibit E to Exhibit 10.1 to the Company's Current Report on Form 8-K filed on July 17, 2023).

31.1	Certification of Chief Executive Officer pursuant to Rule 13a-14(a) and Rule 15d-14(a) of the Securities Exchange Act of 1934, as amended.
31.2	Certification of Chief Financial Officer pursuant to Rule 13a-14(a) and Rule 15d-14(a) of the Securities Exchange Act of 1934, as amended.
32.1	Certification of Chief Executive Officer and Chief Financial Officer pursuant to 18 U.S.C. 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
101.INS	Inline XBRL Instance Document - the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document.
101.SCH	Inline XBRL Taxonomy Extension Schema Document
101.CAL	Inline XBRL Taxonomy Extension Calculation Linkbase Document
101.LAB	Inline XBRL Taxonomy Extension Label Linkbase Document
101.PRE	Inline XBRL Taxonomy Extension Presentation Linkbase Document
101.DEF	Inline XBRL Taxonomy Extension Definition Linkbase Document
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

* Schedules and exhibits have been omitted pursuant to Item 601(b)(2) of Regulation S-K. Concentrix Corporation hereby undertakes to furnish copies of any of the omitted schedules and exhibits upon request by the U.S. Securities and Exchange Commission.

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, thereunto duly authorized.

Date: October 6, 2023 April 5, 2024

CONCENTRIX CORPORATION

By: _____ /s/ Christopher Caldwell
Christopher Caldwell
President and Chief Executive Officer

By: _____ /s/ Andre Valentine
Andre Valentine
Chief Financial Officer

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Exhibit 31.1

SECTION 302 CERTIFICATION OF CHIEF EXECUTIVE OFFICER

I, Christopher Caldwell, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Concentrix Corporation;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the periods covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c. Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d. Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

October 6, 2023 April 5, 2024

/s/ Christopher Caldwell

Christopher Caldwell

President and Chief Executive Officer

Exhibit 31.2

SECTION 302 CERTIFICATION OF CHIEF FINANCIAL OFFICER

I, Andre Valentine, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Concentrix Corporation;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the periods covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

- b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
- c. Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
- d. Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

- a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
- b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

October 6, 2023 April 5, 2024

/s/ Andre Valentine

Andre Valentine
Chief Financial Officer

Exhibit 32.1

**CERTIFICATION OF CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER
PURSUANT TO 18 U.S.C. § 1350**

We, Christopher Caldwell, the President and Chief Executive Officer of Concentrix Corporation (the "Company"), and Andre Valentine, the Chief Financial Officer of the Company, certify for the purposes of section 1350 of chapter 63 of title 18 of the United States Code, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, to the best of our knowledge:

(1) The Quarterly Report on Form 10-Q for the period ended **August 31, 2023** **February 29, 2024** fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: **October 6, 2023** **April 5, 2024**

/s/ Christopher Caldwell

Christopher Caldwell
President and Chief Executive Officer

Date: **October 6, 2023** **April 5, 2024**

/s/ Andre Valentine

Andre Valentine
Chief Financial Officer

The foregoing certification is being furnished to the Securities and Exchange Commission as an exhibit to the Report. A signed original of this written statement has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request.

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