# Cboe®

THIRD QUARTER 2023 EARNINGS PRESENTATION

November 3, 2023



# **Agenda**

**♦ Strategic Review** 

### **Fredric Tomczyk**

Chief Executive Officer

### **Dave Howson**

Executive Vice President, Global President

**♦ Financial Review** 

### **Jill Griebenow**

Executive Vice President, Chief Financial Officer and Chief Accounting Officer

Questions & Answers

### **Fredric Tomczyk**

**Dave Howson** 

**Jill Griebenow** 

### **Chris Isaacson**

Executive Vice President, Chief Operating Officer

### **John Deters**

Executive Vice President, Chief Strategy Officer

# **Cautionary Statements Regarding Forward-Looking Information**

This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 that involve a number of risks and uncertainties. You can identify these statements by forward-looking words such as "may," "might," "should," "expect," "plan," "anticipate," "believe," "estimate," "predict," "potential" or "continue," and the negative of these terms and other comparable terminology. All statements that reflect our expectations, assumptions or projections about the future other than statements of historical fact are forward-looking statements. These forward-looking statements, which are subject to known and unknown risks, uncertainties and assumptions about us, may include projections of our future financial performance based on our growth strategies and anticipated trends in our business. These statements are only predictions based on our current expectations and projections about future events. There are important factors that could cause our actual results, level of activity, performance or achievements to differ materially from those expressed or implied by the forward-looking statements.

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Some factors that could cause actual results to differ include: the loss of our right to exclusively list and trade certain index options and futures products; economic, political and market conditions; compliance with legal and regulatory obligations; price competition and consolidation in our industry; decreases in trading or clearing volumes, market data fees or a shift in the mix of products traded on our exchanges; legislative or regulatory changes or changes in tax regimes; our ability to protect our systems and communication networks from security vulnerabilities and breaches; our ability to attract and retain skilled management and other personnel, including compensation inflation; increasing competition by foreign and domestic entities; our dependence on and exposure to risk from thind parties; global expansion of operations; factors that impact the quality and integrity of our indices; our ability to main admitted and strategic acquisitions or alliances effectively; our ability to operate our business without violating the intellectual property rights; our ability to minimize the risks, including our credit, counterparty, investment and default risks, associated with operating a European clearing who use our markets or our products or for whom we clear transactions; challenges to our use of open source software code; our ability to meet our complicance obligations, including managing potential conflicts between our regulatory responsibilities and our for-profit status; our ability to maintain BIDS Trading as an independently managed and operated trading venue, separate from and not integrated with our registered national securities exchanges; damage to our reputation; the ability of our compliance and personal managed and operated trading venue, separate from and not integrated with our registered national securities exchanges; damage to our reputation; the ability to complete and risk management methods to effectively monitor and manage our risks; restrictions imposed by our debt obligations and our

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# STRATEGIC REVIEW AND OUTLOOK

- > Fredric Tomczyk, CEO
- > Dave Howson, Global President

# **3Q23: Record Net Revenue and Adjusted Earnings\***

Net revenues grew 9% Y/Y, a product of continued strong transaction and non-transaction growth

### 15% increase in Derivatives Markets organic net revenue<sup>1</sup>

> ADV up 28% in index options and 2% in multi-listed options

### 9% increase in Data and Access Solutions organic net revenue<sup>1</sup>

- > Continued expansion in transaction capabilities drove increased access and capacity units
- > Comprehensive suite of data solutions across geographies and asset classes translated to strong user and unit growth

### 6% decrease in Cash and Spot Markets organic net revenue<sup>1</sup>

- > FX ADNV up 8% y/y and market share up 2.4% to a record 20.2%
- Lower industry volumes in equities weighed on transaction revenues





ADV

### **Cboe's Areas of Focus**

### CEO's Three Key Priorities



Sharpen Choe's Strategic Focus



Effectively Allocate Capital



Develop Talent and Enhance Succession Planning

# **Top Strategic Growth Priorities**

	Key Trends	Market Opportunity	Sizing the Growth Potential	Cboe Progress
Derivatives	<ul> <li>Globalization</li> <li>Access to multi-asset trading capabilities</li> <li>Rise of retail</li> <li>Demand for data</li> <li>ESG</li> </ul>	<ul> <li>Targeting &gt;150mn retail accounts with smaller &amp; more flexible products<sup>2</sup></li> <li>Pan-European equity and index options market is ~1/8 the size of U.S. market</li> <li>Expand expirations &amp; trading hours for prop products toolkit</li> <li>Proprietary Benchmarks</li> </ul>	◆ Derivatives initiatives expected to contribute 2- 4% of total organic net revenue growth over the medium term³	<ul> <li>Derivatives delivered 15% y/y organic net revenue growth<sup>5</sup> in 3Q23</li> <li>Record SPX and overall index ADV in 3Q23</li> <li>ODTE SPX trading made up 48% of 3Q23 SPX activity</li> <li>Launched options on futures functionality on CFE</li> <li>Launched Dispersion and Credit VIX indices</li> </ul>
Data and Access Solutions	<ul> <li>Globalization</li> <li>Access to multi-asset trading capabilities</li> <li>Rise of retail</li> <li>Demand for data</li> <li>ESG</li> </ul>	<ul> <li>\$36bn annual spend on financial market data¹</li> <li>\$5bn annual spend in indices¹</li> </ul>	◆ Targeting organic net revenue growth of 7-10% annually over the medium term <sup>3</sup>	<ul> <li>Delivered 9% organic net revenue growth<sup>5</sup> in 3Q23</li> <li>DnA organic net revenue growth target for 2023<sup>3</sup> is 7-10%</li> </ul>
Cboe Digital	<ul> <li>Globalization</li> <li>Access to multi-asset trading capabilities</li> <li>Rise of retail</li> <li>Demand for data</li> </ul>	<ul> <li>Demand for a trusted, transparent and regulated digital asset marketplace</li> <li>Increasing adoption and investment from traditional finance</li> </ul>	<ul> <li>Expecting strong market CAGR over next 3-5 years<sup>4</sup></li> </ul>	<ul> <li>Continued onboarding of syndication partners and liquidity providers</li> <li>Working towards launch of margin futures in 1Q24<sup>6</sup></li> </ul>

Medium-Term Organic Total Net Revenue Growth Rate of 5-7%<sup>3</sup> Annually 2023 Targeted Organic Total Net Revenue Growth Rate of 7-9%3



# **Expanding the Toolkit**

Solutions for every use case, from the smallest retail client to the most complicated financial institution

# **Any Day**

# Daily expirations for maximum precision in risk management:

- ODTE ADV grew 33% y/y in 3Q23, comprising 48% of SPX volume
- Oct 2023 ODTE ADV was up 33% y/y, making up 48% of overall SPX volume
- Nine of Cboe's Top 10 SPX volume days have occurred in 2023, Six in Oct. 2023

# **Any Time**

# Prop products available 24 hours a day, 5 days a week:

- SPX GTH ADV up 95% y/y in 3Q23
- VIX GTH ADV up 10% y/y in 3Q23

# **Every Customer**

# Retail to institutional, the global leader in risk management:

- A product for every customer, paired with a comprehensive suite of pretrade, at-trade and post-trade services
- Complemented by a suite of proprietary data products



# Derivatives Product Innovation Builds on Strong Foundation



### **Proprietary Benchmark Indices**

- Cboe S&P 500 Dispersion Index (DSPX)
- Cboe/CDX NA High Yield 1-Month Volatility Index (ticker symbol: VIXHY)
- Cboe/CDX NA Investment Grade 1-Month Volatility Index (ticker symbol: VIXIG)
- Cboe/iTraxx Europe Main 1-Month Volatility Index (ticker symbol: VIXIE)
- Cboe/iTraxx Europe Crossover 1-Month Volatility Index (ticker symbol: VIXXO)

### Writing XSP vs. Long SPY ETF Position<sup>1</sup>

- XSP cash settlement means no disruption in long SPY position
- No early assignment with XSP Potential 60/40 tax treatment with XSP

### **1-Day VIX**

- Cboe 1-Day Volatility Index (VIX1D) seeks to measure the expected volatility of the S&P 500 Index over the current trading day
- The non-tradable 1-day volatility index is designed to provide real-time information about the expected volatility of the current trading day (today)

### What's Expected Over The Near Term<sup>2</sup>

- CEDX Single Stock Options Operational Readiness
- > XSP Covered Calls

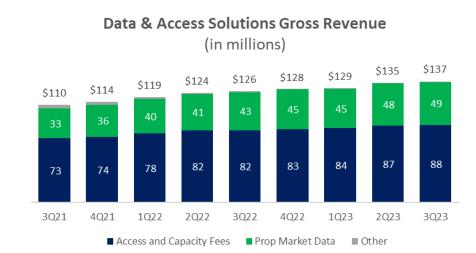
<sup>&</sup>lt;sup>1</sup> Subject to regulatory approvals

<sup>&</sup>lt;sup>2</sup> Certain potential initiatives and timing are subject to regulatory approval and vendor/customer readiness

# Data and Access Solutions: Driving Durable Growth

### DnA growth trends have been strong:

- Averaged 14% year-over-year quarterly growth in total DnA gross revenues since 3Q21
- Anticipate new opportunities across the data and access solutions ecosystem will help drive future growth
  - Global indices
  - Prop data feeds
  - Demand for Australian data and access post integration



### **Many Avenues of Potential Future Growth**

#### Distribution as a Service

### Distributing 3<sup>rd</sup> party data across the Cboe network

- Strengthens Cboe's streaming data services, Cboe Global Indices Feed, of more than 400 real-time indices
- Leverages global footprint and extensive list of industry vendors and partners
- 24x7 distribution service with a quick to market contributor API, leading to the partnership with Morningstar

### Packaging our Global Content

# Providing a cohesive, low-cost global data offering Develop proprietary benchmark products

- Leverages Cboe's market-leading position in multiple asset classes around the globe
- Reduces friction through a consistent and uniform data feed, across geographies
- Ability to price competitively against incumbents
- Expanded Cboe One functionality
- Disseminating real-time cryptocurrency values sourced from the Cboe Digital Exchange spot market over the Cboe Global Indices feed

### **Expanding Global Data Distribution**

#### Improving global access through technology

- Launched Cboe Global Cloud in Nov. 2021, added European data to Cboe Global Cloud
- Lower connectivity costs to obtain data in key locations globally
- Greater ability for regional data vendors to redistribute Cboe data
- Recent integration in Australia driving data sales



# **Building an Unrivaled Global Derivatives and Securities Network**

### **North America**

- Monthly high ADV of more than 3.9mn index options traded in Sept 2023
- Quarterly record for index and SPX options ADV in 3Q23 of 3.7mn and 2.9mn contracts, respectively.
- SPX and VIX 3Q23 global trading hours ADV up 95% and 10% vs. 3Q22, respectively

### Global FX

- Grew net revenues 6% y/y in 3Q23
- Expanded market share to a record 20.2% in 3Q23 from 17.8% in 3Q22

# **Europe**

- ◆ In 3Q23, Cboe BIDS Europe remained the largest European block trading platform¹
- Cboe Clear Europe market share<sup>2</sup> grew to 34% in 3Q23 from 33% in 3Q22

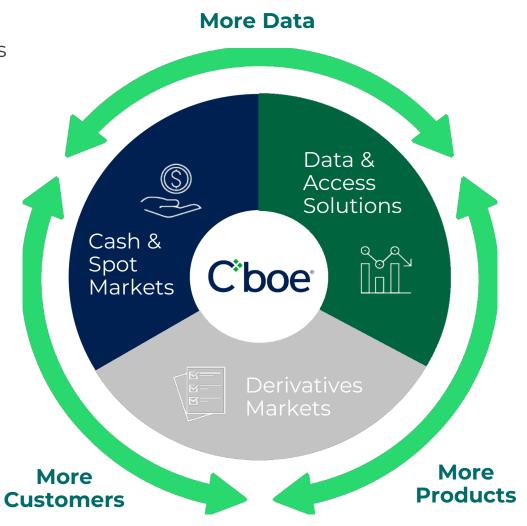
### **Asia Pacific**

- ◆ Completed Cboe Australia tech migration and BIDS launch in March 2023
- On track for Cboe Japan tech migration completion and BIDS launch scheduled for Nov 2023<sup>3</sup>

### **Uniform Data, Access & Listings**

# Harvesting Investments Across Seasons to Drive Consistent Growth





# FINANCIAL OVERVIEW AND GUIDANCE

>Jill Griebenow, EVP, CFO and CAO

# **3Q23 Financial Summary**

\$481mn

Net Revenue +9% Y/Y

Net Revenue (in millions)



\$321mn

Adjusted EBITDA<sup>1</sup>
+12% Y/Y

(Adjusted EBITDA margin<sup>1</sup> of 66.7%)

Adjusted EBITDA<sup>1</sup> (in millions) \$321 \$310 \$292 \$293 \$287 66.7% 65.8% 64.9% 63.9% 62.8% 3Q22 4Q22 1Q23 2Q23 3Q23

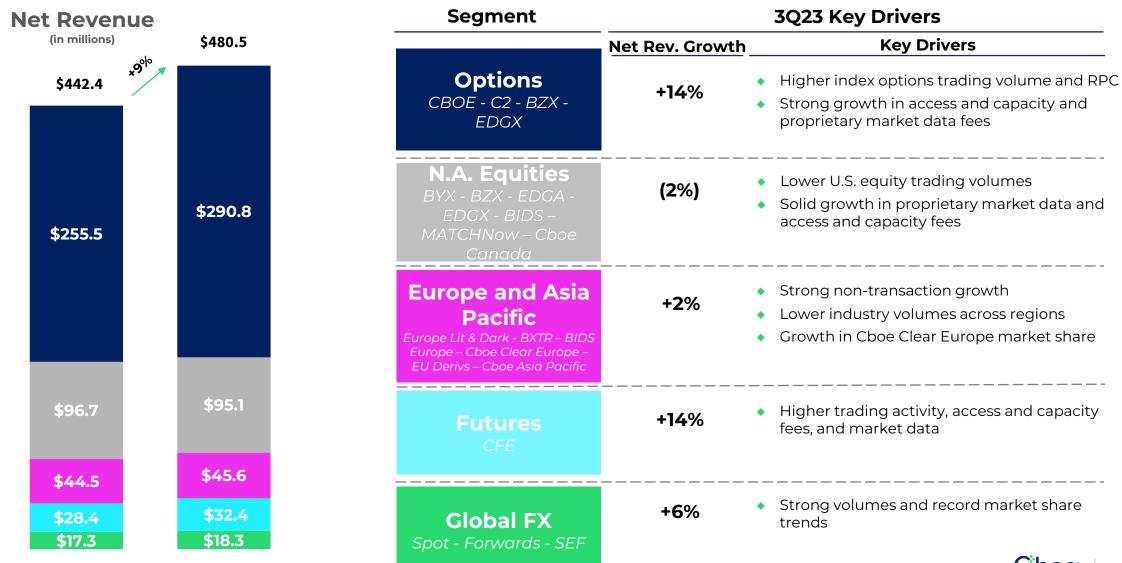
\$2.06

Adjusted Diluted EPS¹
+18% Y/Y





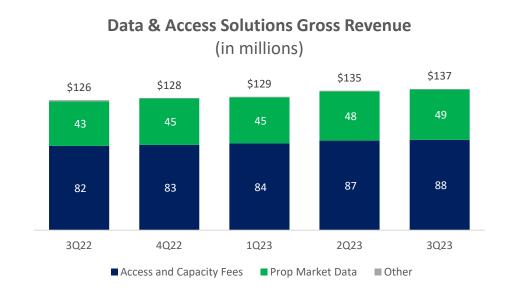
# **3Q23 Net Revenue by Segment<sup>1</sup> and Key Drivers**



## Grew Data and Access Solutions Net Revenue 9% YoY Organically<sup>1</sup>

# Reaffirmed targeted 2023 organic net revenue growth rate<sup>1</sup> for Data and Access Solutions business of 7-10%, in line with our medium-term guidance<sup>2</sup>

- 3Q23 Data and Access Solutions net revenue of \$135 million up 9% YoY¹ organically
- 2023 outlook for Data and Access Solutions organic net revenue<sup>1</sup> within medium-term guided range
  - ◆ Reaffirmed 2023 annual organic net revenue growth target of 7-10%
- Anticipate new opportunities across the data and access solutions ecosystem will help drive future growth
  - Prop data feeds
  - ◆ Cboe Global Indices
  - Demand for Australian data and access post integration
- An estimated 51% of organic access and capacity fee revenue growth and 67% of organic market data growth in 3Q23 was driven by additional subscriptions or incremental units



C boe

# 3Q23 Adjusted Operating Expenses<sup>1</sup> Up 4%, Driven by Technology, Professional Services, and Travel and Promotional

- 3Q23 expense increase driven by higher technology support services, professional fees and outside services, and travel and promotional
  - \$6 million increase in technology support services,
  - \$4 million increase in professional fees and outside services,
  - \$3 million increase in travel and promotional fees
- Compensation and benefits declined \$6 million, due to a \$10 million benefit from executive changes

Adjusted Operating Expenses <sup>1</sup> (in millions)	3Q23	3Q22	\$ Chg	% Chg
Compensation and benefits	\$96.1	\$102.0	(\$5.9)	-6%
Depreciation and amortization <sup>1</sup>	10.6	10.6	-	0%
Technology support services	25.0	19.1	5.9	31%
Professional fees and outside services	24.4	20.4	4.0	20%
Travel and promotional	8.9	6.1	2.8	46%
Facilities costs	6.2	6.2	-	0%
Other expenses	9.1	8.4	0.7	8%
Total <sup>1</sup>	\$180.3	\$172.8	\$7.5	4%

<sup>&</sup>lt;sup>1</sup>Adjusted to reflect the impact of certain items. See Appendix for "Non-GAAP Information."

# Adjusted Operating Expense Guidance for 20231

(\$ in millions) \$51-55 \$754-762 \$21-24 \$30-31 \$6521 Core 2023 2022 Adi 2022 Growth Operating Expense Adj Operating Acquisitions Investments Growth Expenses Expenses Growth Rate Total Organic Inorganic Growth Core Total Composition Growth Growth Growth Growth Investments 2022 4.5% 8.9% 13.4% 9.4% 22.8% 2023 11.6% 3.4% 8.1% 4.7% 16.3%

Specific quantifications of the amounts that would be required to reconcile the company's organic and inorganic growth guidance, adjusted operating expenses guidance and the effective tax rate on adjusted earnings guidance are not available. The company believes that there is uncertainty and unpredictability with respect to certain of its GAAP measures, primarily related to acquisition-related revenues and expenses that would be required to reconcile to GAAP revenues less costs of revenues, GAAP operating expenses and GAAP effective tax rate, which preclude the company from providing accurate guidance on certain forward-looking GAAP to non-GAAP reconciliations. The company believes that providing estimates of the amounts that would be required to reconcile the range of the company's organic growth, adjusted operating expenses and the effective tax rate on adjusted earnings would imply a degree of precision that would be confusing or misleading to investors for the reasons identified above.



# **Updated 2023 Guidance**

2023 Full-Year Guidance <sup>1, 2</sup>	2023 Guidance as of	2023 Guidance as of	2023 Guidance as of	2023 Guidance as of	2022 Actual <sup>3</sup>
(\$ in millions)	November 3, 2023	August 4, 2023	May 5, 2023	Feb. 3, 2023	
Data and Access Solutions <sup>4</sup> organic net revenue growth rate	7 to 10%	7 to 10%	7 to 10%	7 to 10%	12%
Net revenue growth from acquisitions held <12 months <sup>5</sup>	0.4%	0.4%	0.5%	0.5%	2%
Total organic net revenue growth rate	7 to 9%	7 to 9%	7 to 9%	7 to 9%	16%
Adjusted operating expenses <sup>6</sup>	\$754 to 762	\$766 to 774	\$769 to 779	\$769 to 779	\$652
Other income (expense) benefit from minority investments	\$38 to 44	\$34 to 40	\$27 to 33	\$27 to 33	\$7
Depreciation and amortization  (excluding amortization of acquired intangible assets)	\$40 to 44	\$40 to 44	\$48 to 52	\$48 to 52	\$43
Effective tax rate on adjusted earnings	27.5 to 29.5%	28.5 to 30.5%	28.5 to 30.5%	28.5 to 30.5%	28.4%
Capital expenditures	\$42 to 48	\$48 to 54	\$60 to 66	\$60 to 66	\$60

Specific quantifications of the amounts that would be required to reconcile the company's organic and inorganic growth guidance, adjusted operating expenses guidance and the effective tax rate on adjusted earnings guidance are not available. The company believes that there is uncertainty and unpredictability with respect to certain of its GAAP measures, primarily related to acquisition-related revenues and expenses that would be required to reconcile to GAAP revenues less costs of revenues, GAAP operating expenses and GAAP effective tax rate, which preclude the company from providing accurate guidance on certain forward-looking GAAP to non-GAAP reconciliations. The company believes that providing estimates of the amounts that would be required to reconcile the range of the company's organic growth, adjusted operating expenses and the effective tax rate on adjusted earnings would imply a degree of precision that would be confusing or misleading to investors for the reasons identified above.

<sup>2</sup>Guidance includes acquisitions completed through November 3, 2023, and investment in launching pan-European trading and clearing.

<sup>&</sup>lt;sup>3</sup>See "Non-GAAP Information" in the appendix for reconciliations of 2022 actual.

<sup>&</sup>lt;sup>4</sup>Represents Access and Capacity Fees, Proprietary Market Data and revenue generated from licensing and indices related revenue reported in "Other Revenue."

<sup>&</sup>lt;sup>5</sup> Based on Actuals through 3Q23.

<sup>&</sup>lt;sup>6</sup>Adjusted operating expenses exclude acquisition-related expenses and amortization of acquired intangible assets. The amortization of acquired intangible assets was \$124 million for 2022 and is now expected to be \$116 million for 2023. Adjustments included in the non-GAAP reconciliation.

# Efficient Allocation of Capital to Create Long-Term Shareholder Value

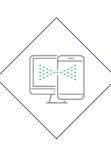
### Preserving balance sheet flexibility remains a priority

- Capital allocation priorities include:
  - Investing in the growth of our business
  - Inorganic opportunities to facilitate growth strategy
  - Consistent dividend payments and growth
  - Opportunistic share repurchases
- Returned \$58.5 million in capital through dividends; \$389.8mn of availability remaining under share repurchase authorizations following \$250 million increase in authorization announced on October 26, 2023

<b>Debt Outstanding</b> (\$ in millions)	Sept. 30, 2022	Dec. 31, 2022	Mar. 31, 2023	June 30, 2023	Sept. 30, 2023
3.650% Senior Notes (10Y; Due 2027)	\$650	\$650	\$650	\$650	\$650
1.625% Senior Notes (10Y; Due 2030)	500	500	500	500	500
3.000% Senior Notes (10Y; Due 2032)	300	300	300	300	300
Revolving Credit Agreement	-	-	-	-	-
Term Loan Facility	425	305	305	165	75
EuroCCP Credit Facility	-	-	-	-	-
Total Debt (Gross)	\$1,875	\$1,755	\$1,755	\$1,615	\$1,525
Debt to Adjusted EBITDA TTM <sup>1</sup>	1.7x	1.5x	1.5x	1.4x	1.3x
Adjusted Cash & Financial Investments <sup>1</sup>	\$355	\$403	\$435	\$403	\$404
Share Repurchases	\$0.0	\$15.3	\$70.0	\$8.1	\$0.0
Dividends Paid	53.4	53.4	53.3	53.2	58.5
Total Capital Returned to Shareholders	\$53.4	\$68.7	\$123.3	\$61.3	\$58.5

# Positioned to Innovate, Integrate and Grow to Create Value







**Innovate** to capture growing demand for trading products and data services, globally

- Increase access to data products and trading solutions
- Unrivaled transaction capabilities
- Global presence in highest value markets

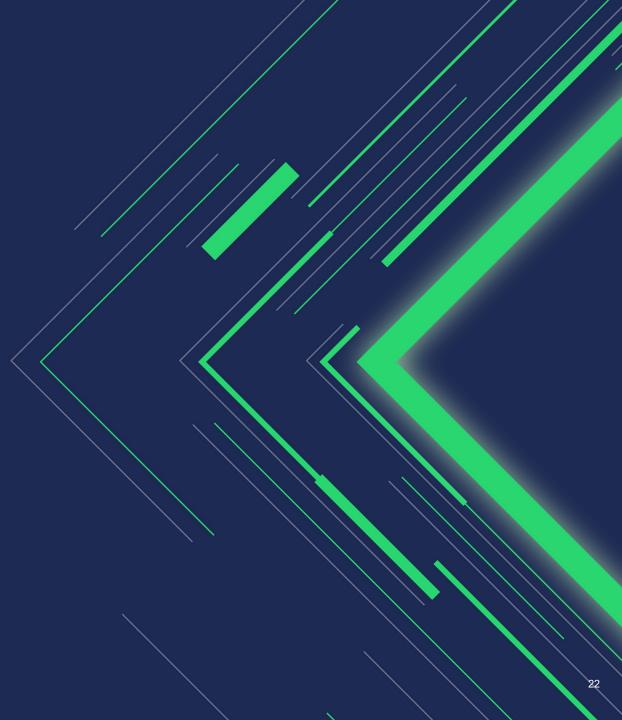
**Integrate** across ecosystem to increase efficiency and better serve customers

- ◆ Industry-leading technology
- Non-siloed integrations expand ecosystem & fuels flywheel
- Strong cash flow generation and operating efficiency

**Grow** by accessing untapped addressable markets

- Proven organic investment and M&A track record
- Expands and diversifies revenue opportunity set

G&A



# Appendix

# Options 3Q23 Net Revenue Up 14%, Reflecting Y/Y Increase in ADV and Recurring Non-transaction Revenue

Options Selected Revenue Data (\$ in millions)	3Q23	3Q22	Chg
Net Revenue	\$290.8	\$255.5	14%
Net transaction and clearing fees <sup>1</sup>	\$248.3	\$210.1	18%
Index options	210.9	168.0	26%
Multi-listed options	37.4	42.1	-11%
Access and capacity	\$40.4	\$38.6	5%
Market data	\$31.4	\$26.4	19%
Market data – proprietary	22.1	18.4	20%
Market data – industry	9.3	8.0	16%
Options Key Operating Stats	3Q23	3Q22	Chg
Total market share	33.6%	33.8%	-0.2pts
Multi-listed options	27.4%	28.6%	-1.2pts
Total ADV (in thousands)	14,592	13,521	8%
Index options	3,743	2,929	28%
Multi-listed options	10,848	10,592	2%
Total RPC	\$0.270	\$0.242	12%
Index options	\$0.894	\$0.896	0%
Multi-listed options	\$0.055	\$0.061	-11%

- Higher transaction fees from index options given stronger volumes and RPC
- Access and capacity fees plus proprietary market data were up a combined 10%

# North American (N.A.) Equities 3Q23 Net Revenue down 2% Given N.A. Equities Industry Volumes and Market Share

N.A. Equities Selected Revenue Data (\$ in millions)	3Q23	3Q22	Chg
Net Revenue	\$95.1	\$96.7	<b>-2</b> %
Net transaction and clearing fees <sup>1</sup>	\$29.0	\$32.5	-11%
Market data	\$33.4	\$34.0	<b>-2</b> %
Market data - proprietary	14.7	14.1	4%
Market data - SIP <sup>2</sup>	18.7	19.9	-6%
Access and capacity fees	\$29.6	\$27.8	6%
N.A. Equities Key Operating Stats	3Q23	3Q22	Chg
U.S. Equities Exchange (shares in billions)			
Total Market Share	12.7%	13.3%	-0.6pts
Market ADV	10.4	10.9	-4%
ADV (matched shares)	1.3	1.5	-9%
Net capture (per 100 touched shares)	\$0.022	\$0.023	-5%
U.S. Equities Off-Exchange (shares in millions)			
Off-Exchange ATS Block Market Share % <sup>3</sup>	20.1%	21.7%	-1.6pts
ADV (matched shares)	71.4	80.1	-11%
Net capture (per 100 touched shares)	\$0.129	\$0.114	13%
Canadian Equities (shares in millions)			
Total Market Share Percent	15.2%	12.2%	3.0pts
ADV (matched shares, in millions)	127.5	113.2	13%
Net capture (per 10,000 touched shares, in CAD)	CAD 3.976	CAD 4.316	-8%

- U.S. equities transaction and clearing fees were impacted by lower industry volumes and market share
- Access and capacity fees were up 6% as compared to 3Q22
- Proprietary market data grew 4% as compared to 3Q22



<sup>&</sup>lt;sup>1</sup>See appendix for "Non-GAAP Information."

<sup>&</sup>lt;sup>2</sup>Includes SIP audit recoveries of \$2.0 million in 3Q23 and \$1.0 million in 3Q22.

<sup>&</sup>lt;sup>3</sup>Represents market share for 3Q22 through Sept 2023.

# Europe and APAC Net Revenue up 2% for 3Q23, Driven by Non-Transaction Growth

<b>Europe and APAC Selected Revenue Data</b> (\$ in millions)	3Q23	3Q22	Chg
Net Revenue	\$45.6	\$44.5	2%
Net transaction and clearing fees <sup>1</sup>	\$20.9	\$23.5	-11%
Net transaction fees	14.4	16.6	-13%
Net clearing fees	6.5	6.9	-6%
Market data	\$9.2	\$8.4	10%
Access and capacity fees	\$9.3	\$8.1	15%
Other <sup>3</sup>	\$6.2	\$4.5	38%
Europe Key Operating Stats	3Q23	3Q22	Chg
European Equities:			
Total market share	23.2%	24.6%	-1.4pts
Market ADNV (in billions)	€ 34.3	€ 39.2	-13%
Net capture (per matched notional value, in bps)	0.232	0.229	1%
Cboe Clear Europe			
Trades cleared (in millions)	255.2	343.1	-26%
Fee per trade cleared	€ 0.010	€ 0.008	26%
Net settlement volume (in millions)	2.5	2.5	0%
Net fee per settlement	€ 0.927	€ 0.902	3%
European equities market share cleared	33.8%	33.2%	0.6pts
APAC Key Operating Stats	3Q23	3Q22	Chg
Australian Equities:			
Total market share	17.9%	16.7%	1.2pts
ADNV (AUD in billions)	\$0.7	\$0.7	0%
Net capture (per matched notional value)	0.155	0.168	-8%
Japanese Equities:			
Total market share	3.3%	4.4%	-1.1pts
ADNV (JYP in billions)	¥148.7	¥160.6	-7%
Net capture (per matched notional value)	0.257	0.259	-1%

- Market data, access fees and other were up a combined 18% in 3Q23
- In 3Q23, Cboe BIDS Europe was the largest block trading platform<sup>2</sup>

<sup>&</sup>lt;sup>1</sup>See appendix for "Non-GAAP Information."

<sup>&</sup>lt;sup>2</sup>Source: big xyt

<sup>&</sup>lt;sup>3</sup> Primarily includes trade reporting and Cboe Clear Europe net interest income

# Futures 3Q23 Net Revenue up 14%, Higher Volumes, Access and Capacity Fees, and Market Data

Futures Selected Revenue Data (\$ in millions)	3Q23	3Q22	Chg
Net Revenue	\$32.4	\$28.4	14%
Net transaction and clearing fees <sup>1</sup>	\$25.4	\$22.3	14%
Access and capacity	\$5.7	\$5.0	14%
Market data	\$2.2	\$1.9	16%
Futures Key Operating Stats	7027	7022	Cha
<b>Futures Key Operating Stats</b> (in thousands, except RPC)	3Q23	3Q22	Chg
	<b>3Q23</b> 230.0	<b>3Q22</b> 205.0	<b>Chg</b> 12%

- Higher volumes drove an increase in net transaction and clearing fees
- Access and capacity and market data saw strong year-over-year improvement during the quarter

# Global FX Net 3Q23 Revenue Up 6%

FX Selected Revenue Data (\$ in millions)	3Q23	3Q22	Chg
Net Revenue	\$18.3	\$17.3	6%
Net transaction and clearing fees <sup>1</sup>	15.3	14.6	5%
Non-transaction revenue	3.0	2.7	11%
FX Key Operating Stats	3Q23	3Q22	Chg
FX Key Operating Stats  Market share <sup>2</sup>	<b>3Q23</b> 20.2%	<b>3Q22</b> 17.8%	Chg 2.4pts
		Ť	

- Revenue increase driven by higher volumes and continued market share gains
- Market share hit a record at 20.2% for the quarter

<sup>&</sup>lt;sup>1</sup>See appendix for "Non-GAAP Information."

<sup>&</sup>lt;sup>2</sup>Market share represents Cboe FX volume divided by the total volume of publicly reporting spot FX venues (Cboe FX, EBS, Refinitiv, and FastMatch).

# **Third Quarter 2023 Financial Overview**

Adjusted Financial Results <sup>1</sup>	3Q23	3Q22	% Chg
(\$ in millions, except per share)			
Net Revenue <sup>2</sup>	\$480.5	\$442.4	9%
Adjusted Operating Expenses <sup>1</sup>	\$180.3	\$172.8	4%
Adjusted Operating Income <sup>1</sup>	\$300.2	\$269.6	11%
Adjusted Operating Margin <sup>1</sup>	62.5%	60.9%	1.6pts
Adjusted Net Income Allocated to Common Stockholders <sup>1</sup>	\$218.9	\$185.2	18%
Adjusted Diluted EPS <sup>1</sup>	\$2.06	\$1.74	18%
Adjusted EBITDA <sup>1</sup>	\$320.5	\$287.1	12%
Adjusted EBITDA Margin¹	66.7%	64.9%	1.8pts

<sup>&</sup>lt;sup>1</sup>Adjusted to reflect the impact of certain items. See Appendix for "Non-GAAP Information."

<sup>&</sup>lt;sup>2</sup>Net revenue represents revenue less cost of revenues.

# **Net Revenue Detail**

<b>Net Revenue¹</b> (in millions)	3Q23	3Q22	% Chg
Cash and Spot Markets	\$92.1	\$98.1	-6%
Data and Access Solutions	134.7	123.9	9%
Derivatives Markets	253.7	220.4	15%
Total	\$480.5	\$442.4	9%

- Derivatives Markets driven by strong transaction and clearing fees
- Data and Access Solutions benefited from strong new subscription / unit growth

# **Expense Bridge Summary**

# **Prioritizing investments to:**

- Broaden geographic footprint (Cboe APAC, Euro Derivs)
- Leverage core capabilities (Derivatives toolkit) and
- Expand access (Derivatives, Cloud)

Adjusted Operating E	xpense	s Brid	ge for 2021	to 2022	
(\$ in millions)					
					Contribution
2021 Adjusted Operating Expenses <sup>1</sup>	\$	531	Act	tual	to y/y growth
2021 Acquisitions				26	4.9%
Core				37	7.0%
Revenue Investments				24	4.5%
Infrastructure Investments				10	1.9%
ErisX and Neo				24	4.5%
				121	22.8%
Total				652	

Adjusted Operating Ex	pens	ses Bric	lge for 2022	to 2023	
(\$ in millions)					
					Contribution
2022 Adjusted Operating Expenses <sup>1</sup>	\$	652	*Guidan	ce Range	to y/y growth
2022 Acquisitions			30	31	4.7%
Core <sup>2</sup>			51	55	8.1%
Growth Investments			21	24	3.4%
			102	110	16.3%
2023 Guidance as of November 3, 2023			754	762	

<sup>&</sup>lt;sup>1</sup>Adjusted to reflect the impact of certain items. See Appendix for "Non-GAAP Information."



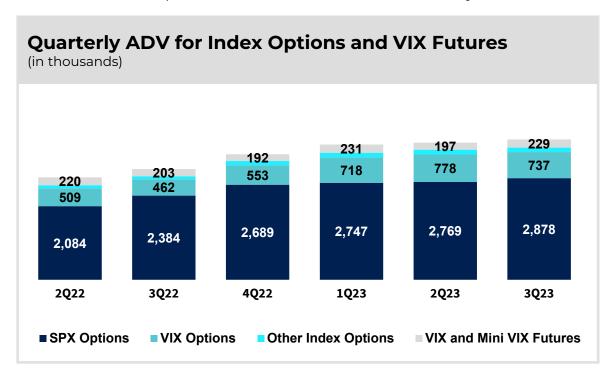
<sup>&</sup>lt;sup>2</sup> Core includes CAT charges and Infrastructure Investments

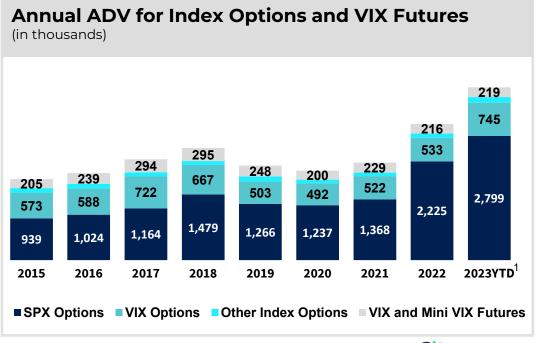
<sup>\*</sup>Totals may not foot due to rounding; % PT Contribution to y/y growth assumes midpoint for 2023

# **Focused on Growing the Proprietary Index Suite**

# Index customers at Cboe typically use the toolkit of Cboe proprietary products interchangeably or in tandem, depending on market conditions

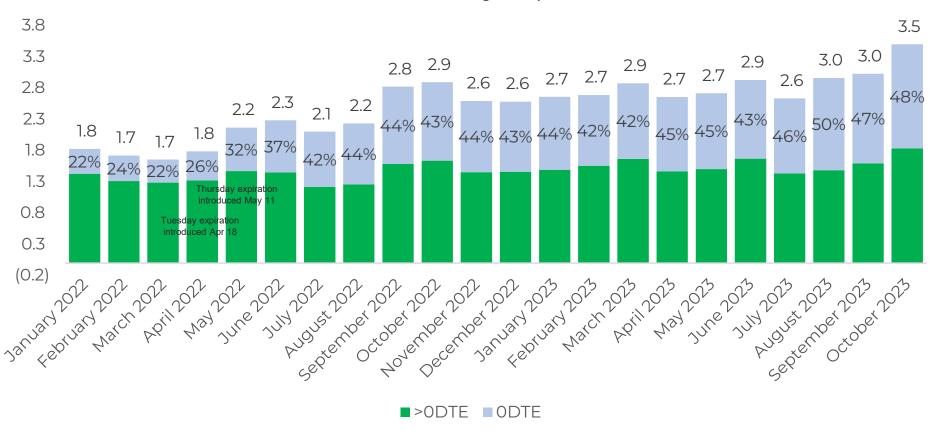
- Plan to further penetrate existing markets with an emphasis on education, targeting key market segments and geographies
  - Expanded global trading hours for SPX and VIX options in November 2021, XSP options in December 2022.
  - Launched Nanos by Cboe in March 2022
  - Launched Tuesday-expiring SPX Weeklys April 2022, Thursday expirations on May 2022
  - Launched options on IBHY and IBIG futures in July 2023





# **ODTE Adding Stability to SPX Volumes**

### SPX Volume by Expiration





# M&A Integration Translating to Long-Term Growth Opportunities

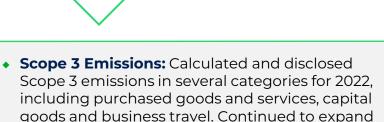
### **Transaction Strategic Rationale Integration Progress FT Options Enhanced Proprietary Products** Foundation for risk Hanweck management and analytic **Trade Alert Touches:** ☐ Cash ✓ DnA ✓ Derivs services Asset Class Diversity Clearing Capability **EuroCCP Touches:** ✓ Cash ✓ DnA ✓ Derivs Geographic Diversity - Market data content and **MATCHNow** network **NEO Touches:** ✓ Cash ✓ DnA ☐ Derivs Geographic Diversity - Asset Class Diversity **BIDS** - Leverage Existing Network **Touches:** ✓ Cash ☐ DnA ☐ Derivs Geographic Diversity Market data content **Chi-X Asia Pacific** and network **Touches:** ✓ Cash ✓ DnA ☐ Derivs Asset Class Diversity Clearing Capability **ErisX Touches:** ✓ Cash ✓ DnA ✓ Derivs

### Integration & Planned Organic Growth Focus<sup>1</sup>

- Hanweck enhanced ticker plant infrastructure supporting distribution of data to our products
- Created Choe Theoretical Options pricing service
- Harmonize client front-ends into cohesive offering
- Reinforced clearinghouse
- Added derivatives clearing
- Launched Euro derivatives
- Extended clearing network
- Expand tradable products (Volatility, Index, ETFs, retail)
- Migrated MATCHNow to Choe technology
- Launched Cboe BIDS Canada
- Add new order types
- Integrate NEO and migrate to Cboe platform
- Expand global listings
- Consistently integrated across the U.S., Europe and Canada
- Expanded into Australia
- Expand into Japan
- Migrated to Choe tech and launched BIDS in Australia
- Migrate to Cboe tech and launch BIDS in Japan
- Cross-sell data and FX
- **Enhance AUS/Global Listings**
- Increase distribution and access of proprietary products
- Enhance flow through syndication
- Margined futures

## **Cboe's Commitment to ESG Initiatives**





 Carbon Reduction: In 2022, addressed our carbon footprint by purchasing renewable energy certificates, and in 2023, supported carbon reduction projects to further address Scope 3 emissions

data coverage of other environmental metrics,

including energy, water and waste

- ESG Exchange Traded Products: Trade ESGthemed ETPs on the BZX Equities Exchange and list options on the S&P 500 ESG Index
- Net Zero Financial Services Provider Alliance (NZFSPA): Joined NZFSPA to engage with peers and develop best practices for our industry as we work toward achieving net zero



- Cboe Empowers: Community engagement program that provides mentorship, scholarships and guidance to under-resourced students throughout their educational journey. In April 2022, provided five full-ride scholarships to Black and Latinx high school students from Chicago to attend the school of their choice. Program expanded to Kansas City area in 2023 providing scholarships for seven new scholars across Chicago and Kansas City
- Expanded DEI Strategy: Continued to expand our diversity, equity and inclusion (DEI) strategy which includes integrating DEI objectives into individual goal planning, expanding our university recruiting portfolio and aspiring to seek a diverse pool of interview candidates for all open roles
- Charity: Cboe made \$6.5mn in charitable contributions through a variety of programs in 2022. In 2023, announced Cboe's 50th Anniversary Charitable Giving Program, donating a total of \$500,000 to five different non-profit organizations that best represent Cboe's five guiding principles



- Independent Board: 10 of the 11 Directors are independent
- Accountability: Pay for performance philosophy, with a strong emphasis on strategy and risk oversight
- Fresh Perspectives: 9 years average tenure of Board
- Diverse Board: 55% of Directors represent gender and ethnic diversity: 27% of Directors women and 27% African American/Asian-American

In addition to disclosing results determined in accordance with GAAP, Cboe Global Markets has disclosed certain non-GAAP measures of operating performance. These measures are not in accordance with, or a substitute for, GAAP, and may be different from or inconsistent with non-GAAP financial measures used by other companies. The non-GAAP measures provided in this presentation include net transaction and clearing fees, adjusted operating expenses, adjusted operating income, organic net revenue, inorganic net revenue, adjusted operating margin, adjusted net income allocated to common stockholders, adjusted diluted earnings per share, effective tax rate on adjusted earnings, adjusted cash, EBITDA, EBITDA margin, adjusted EBITDA and adjusted EBITDA margin.

Management believes that the non-GAAP financial measures presented in this presentation provide additional and comparative information to assess trends in our core operations and a means to evaluate period-to-period comparisons. Non-GAAP financial measures disclosed by management are provided as additional information to investors in order to provide them with an alternative method for assessing our financial condition and operating results.

Organic net revenue, inorganic net revenue, organic non-transaction revenue and organic net revenue guidance: These are non-GAAP financial measures that exclude or have otherwise been adjusted for the impact of our acquisitions for the period or guidance, as applicable. Management believes the organic net revenue growth and guidance measures provide users with supplemental information regarding the company's ongoing and future potential revenue performances and trends by presenting revenue growth and guidance excluding the impact of the acquisitions. Revenues from acquisitions that have been owned for at least one year are considered organic and are no longer excluded from organic net revenue from either period for comparative purposes.

Amortization expense of acquired intangible assets: We amortize intangible assets acquired in connection with various acquisitions. Amortization of intangible assets is inconsistent in amount and frequency and is significantly affected by the timing and size of our acquisitions. As such, if intangible asset amortization is included in performance measures, it is more difficult to assess the day-to-day operating performance of the businesses, the relative operating performance of the businesses between periods and the earnings power of the company. Therefore, we believe performance measures excluding intangible asset amortization expense provide investors with an additional basis for comparison across accounting periods.

Acquisition-related expenses: From time to time, we have pursued acquisitions, which have resulted in expenses which would not otherwise have been incurred in the normal course of the company's business operations. These expenses include integration costs, as well as legal, due diligence, impairment charges, and other third-party transaction costs. The frequency and the amount of such expenses vary significantly based on the size, timing and complexity of the transaction. Accordingly, we exclude these costs for purposes of calculating non-GAAP measures which provide an additional analysis of Cboe's ongoing operating performance or comparisons in Cboe's performance between periods.

#### **Reconciliation of Net Transaction and Clearing Fees by Segment**

For the Three Months					Europe	and Asia								
Ended	Opti	ions	N.A. Ed	quities	Pac	ific	Fut	ures	Glob	al FX	Dig	jital	То	tal
Dec 31 (in millions)	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021
Transaction and clearing														
fees	\$ 392.7	\$ 330.9	\$ 255.4	\$ 270.1	\$ 35.3	\$ 41.1	\$ 20.5	\$ 24.2	\$ 14.4	\$ 12.5	\$ 0.1	\$ -	\$ 718.4	\$ 678.8
Liquidity payments	(157.7)	(162.2)	(214.4)	(226.3)	(8.8)	(7.2)	-	-	-	-	(0.5)	-	(381.4)	(395.7)
Routing and clearing	(7.3)	(6.9)	(8.2)	(9.8)	(4.2)	(4.9)	-	-	(0.1)	(0.2)	-	-	(19.8)	(21.8)
Net transaction and														
clearing fees	\$ 227.7	\$ 161.8	\$ 32.8	\$ 34.0	\$ 22.3	\$ 29.0	\$ 20.5	\$ 24.2	\$ 14.3	\$ 12.3	\$ (0.4)	\$ -	\$ 317.2	\$ 261.3

For the Three Months					Europ	oe a	nd Asia														
Ended	Opti	ons	N.A. E	quities	F	Pac	ific		Futi	ures	5		Glob	al F	X		Dig	ital		To	tal
March 31 (in millions)	2023	2022	2023	2022	2023	;	2022	20	023	2	022	2	023	2	022	20	023	202	22	2023	2022
Transaction and clearing																					
fees	\$ 395.8	\$ 348.3	\$ 255.0	\$ 330.8	\$ 42	2.1	\$ 50.1	\$	24.8	\$	25.8	\$	15.8	\$	14.6	\$	(1.0)	\$	-	\$ 732.5	\$ 769.6
Liquidity payments	(144.2)	(167.6)	(215.9)	(288.3)	(11	.3)	(11.6)		-				-		-		(0.4)		-	(371.8	(467.5)
Routing and clearing	(9.7)	(6.7)	(9.4)	(10.5)	(4	.6)	(4.9)		-		-		(0.3)		(0.2)		-		-	(24.0	(22.3)
Net transaction and																					
clearing fees	\$ 241.9	\$ 174.0	\$ 29.7	\$ 32.0	\$ 26.	.2	\$ 33.6	\$	24.8	\$	25.8	\$	15.5	\$	14.4	\$	(1.4)	\$	-	\$ 336.7	\$ 279.8

For the Three Months					Europe	and Asia								
Ended	Opti	ions	N.A. Ed	quities	Pac	Pacific		Futures		Global FX		gital	To	tal
June 30 (in millions)	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022
Transaction and clearing														
fees	\$ 384.3	\$ 353.0	\$ 229.4	\$ 304.5	\$ 35.6	\$ 40.6	\$ 22.4	\$ 23.0	\$ 15.0	\$ 14.1	\$ (1.0)	\$ 0.1	\$ 685.7	\$ 735.3
Liquidity payments	(135.8)	(158.4)	(193.1)	(261.4)	(8.1)	(9.1)	-	-	-	-	(0.4)	(0.1)	(337.4)	(429.0)
Routing and clearing	(8.1)	(5.9)	(8.0)	(10.5)	(4.4)	(4.3)	-	-	(0.3)	(0.2)	-	-	(20.8)	(20.9)
Net transaction and														
clearing fees	\$240.4	\$ 188.7	\$ 28.3	\$ 32.6	\$ 23.1	\$ 27.2	\$ 22.4	\$ 23.0	\$ 14.7	\$ 13.9	\$ (1.4)	\$ -	\$ 327.5	\$ 285.4

For the Three Months					Europe	and Asia								
Ended	Opti	ions	N.A. Ed	quities	Pac	ific	Fut	ures	Glob	al FX	Dig	jital	Tot	tal
Sept 30 (in millions)	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022
Transaction and clearing														
fees	\$ 384.6	\$ 377.7	\$ 221.9	\$ 264.6	\$ 32.6	\$ 35.9	\$ 25.4	\$ 22.3	\$ 15.6	\$ 14.9	\$ (1.5)	\$ 0.1	\$ 678.6	\$ 715.5
Liquidity payments	(130.5)	(160.3)	(185.6)	(223.5)	(7.3)	(8.4)	-	-	-	-	(0.3)	(0.1)	(323.7)	(392.3)
Routing and clearing	(5.8)	(7.3)	(7.3)	(8.6)	(4.4)	(4.0)	-	-	(0.3)	(0.3)	-	-	(17.8)	(20.2)
Net transaction and														
clearing fees	\$ 248.3	\$ 210.1	\$ 29.0	\$ 32.5	\$ 20.9	\$ 23.5	\$ 25.4	\$ 22.3	\$ 15.3	\$ 14.6	\$ (1.8)	\$ -	\$ 337.1	\$ 303.0

### **Reconciliation of GAAP Net Revenues to Net Revenues in Constant Currency**

	Three Months	Nine Months
Net Revenue (in millions)	Ended,	Ended,
	Sept 30, 2023	Sept 30, 2023
Europe and Asia Pacific net revenues	\$45.6	\$142.2
Constant currency adjustment	(2.4)	1.5
Europe and Asia Pacific net revenues in constant currency <sup>1</sup>	\$43.2	\$143.7

<sup>&</sup>lt;sup>1</sup> Net revenues in constant currency is calculated by converting the current period GAAP net revenues in local currency using the foreign currency exchange rates that were in effect during the previous comparable period.

#### Reconciliation of Net Revenue by Revenue Caption

For the Three Months Ended	Cash and Spot Markets д		Data Access S	and Solutions		atives kets	Total		
Sept. 30 (in millions)	2023	2022	2023	2022	2023	2022	2023	2022	
Transaction and clearing fees	\$ 268.6	\$ 315.5	\$ -	\$ -	\$ 410.0	\$ 400.0	\$ 678.6	\$ 715.5	
Access and capacity fees	-	-	87.7	81.8	-	-	87.7	81.8	
Market data fees	18.7	19.9	48.6	43.1	9.3	8.0	76.6	71.0	
Regulatory fees	30.3	90.4	-	-	16.7	24.5	47.0	114.9	
Other revenue	17.5	8.4	0.7	1.2	0.7	0.7	18.9	10.3	
Total revenues	335.1	434.2	137.0	126.1	436.7	433.2	908.8	993.5	
Liquidity payments	192.3	231.3	-	-	131.4	161.0	323.7	392.3	
Routing and clearing fees	12.0	12.9	-	-	5.8	7.3	17.8	20.2	
Section 31 fees	29.1	89.9	-	-	7.0	15.5	36.1	105.4	
Royalty fees and other cost of revenues	9.6	2.0	2.3	2.2	38.8	29.0	50.7	33.2	
Total cost of revenues	243.0	336.1	2.3	2.2	183.0	212.8	428.3	551.1	
Revenues less cost of revenues (net revenue)	92.1	98.1	134.7	123.9	253.7	220.4	480.5	442.4	
Acquisition revenue less cost of revenues									
(inorganic net revenue)	-	-	-	-	-	-	-	-	
Organic net revenue	92.1	98.1	134.7	123.9	253.7	220.4	480.5	442.4	

#### Reconciliation of Net Revenue by Revenue Caption -

For the Twelve Months Ended		and Tarkets					Total		
Dec. 31 (in millions)	2022	2021	2022	- \$ - \$1,563.3 \$ 4.2 280.7 - 8.7 130.0 33.2 - 84.5 4.1 17.0 2.9 7.0 427.7 1,683.9 - 646.2 - 27.2		2021	2022	2021	
Transaction and clearing fees	\$ 1,375.5	\$ 1,366.5	\$ -	\$ -	\$ 1,563.3	\$ 1,326.6	\$ 2,938.8	\$ 2,693.1	
Access and capacity fees	-	-	324.2	280.7	-	-	324.2	280.7	
Market data fees	80.3	91.6	168.7	130.0	33.2	30.5	282.2	252.1	
Regulatory fees	280.2	161.6	-	-	84.5	46.7	364.7	208.3	
Other revenue	41.6	40.8	4.1	17.0	2.9	2.8	48.6	60.6	
Total revenues	1,777.6	1,660.5	497.0	427.7	1,683.9	1,406.6	3,958.5	3,494.8	
Liquidity payments	1,024.0	1,025.4	-	-	646.2	625.3	1,670.2	1,650.7	
Routing and clearing fees	56.0	65.2	-	-	27.2	22.6	83.2	87.8	
Section 31 fees	276.8	159.7	-	-	53.0	19.9	329.8	179.6	
Royalty fees and other cost of revenues	14.1	14.3	9.2	8.4	110.3	77.9	133.6	100.6	
Total cost of revenues	1,370.9	1,264.6	9.2	8.4	836.7	745.7	2,216.8	2,018.7	
Revenues less cost of revenues (net revenue)	406.7	395.9	487.8	419.3	847.2	660.9	1,741.7	1,476.1	
Acquisition revenue less cost of revenues (inorganic net revenue)	(9.5)	-	(19.2)	-	-	-	(28.7)	-	
Organic net revenue	397.2	395.9	468.6	419.3	847.2	660.9	1,713.0	1,476.1	

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Non-GAAP Information								
(in millions, except per share amounts)	1Q22	2Q22	3Q22	4Q22	2022	1Q23	2Q23	3Q23
Reconciliation of Net Income Allocated to Common Stockholders to Non-GAAP	· · · · · · · · · · · · · · · · · · ·							
Net income allocated to common stockholders	\$ 109.2	\$ (184.5)	\$ 149.6	\$ 159.0	\$ 234.2	\$ 172.6	\$ 167.0	\$ 207.1
Acquisition-related expenses (1)	2.0	14.3	1.6	2.0	19.9	6.4	0.7	0.8
Investment establishment costs (2)	3.0	-	-	-	3.0	-	-	-
Gain on investments (3)	-	(7.5)	-	-	(7.5)	-	-	-
Loan forgiveness (4)	-	(1.3)	-	-	(1.3)	-	-	-
Amortization of acquisition-related intangibles (5)	30.6	30.1	30.4	33.2	124.3	30.9	29.3	28.3
Goodwill impairment (6)	-	460.1	0.8	-	460.9	-	-	-
Income from investment (7)	-	-	-	-	-	-	(2.1)	-
Total Non-GAAP adjustments	35.6	495.7	32.8	35.2	599.3	37.3	27.9	-
Impairment of Investment (8)	-	10.6	-	-	10.6	-	-	-
Change in contingent consideration (9)	-	-	-	(5.2)	, ,	-	-	-
Total Non-GAAP adjustments - pretax	35.6	506.3	32.8	30.0	604.7	37.3	27.9	29.0
Income tax expense related to the items above	(8.7)	(143.2)	2.9	5.3	(143.7)	(9.5)	. ,	٠,
Deferred tax remeasurement	-	-	-	(2.0)		-	-	-
Tax reserves (10)	48.5	-	-		48.5	1.5	0.7	(10.2)
Net income allocated to participating securities - effect on reconciling items	(0.3)	(1.3)	(0.1)	(0.1)	. ,	(0.1)		
Adjusted net income allocated to common stockholders	\$ 184.3	\$ 177.3	\$ 185.2	\$ 192.2	\$ 739.8	\$ 201.8	\$ 188.7	\$ 218.9
Reconciliation of Diluted EPS to Non-GAAP								
Diluted earnings per common share	\$ 1.02	\$ (1.74)	\$ 1.41	\$ 1.49	\$ 2.19	\$ 1.63	\$ 1.57	\$ 1.95
Per share impact of non-GAAP adjustments noted above	0.71	3.41	0.33	0.31	4.74	0.27	0.21	0.11
Adjusted diluted earnings per common share	\$ 1.73	\$ 1.67	\$ 1.74	\$ 1.80	\$ 6.93	\$ 1.90	\$ 1.78	\$ 2.06
Reconciliation of Operating Margin to Non-GAAP								
Revenue less cost of revenue	\$ 418.1	\$ 424.1	\$ 442.4	\$ 457.1	\$ 1,741.7	\$ 471.4	\$ 467.1	\$ 480.5
Non-GAAP adjustments noted above	_	_	_	_	_	_	_	_
Adjusted revenue less cost of revenue	\$ 418.1	\$ 424.1	\$ 442.4	\$ 457.1	\$1,741.7	\$ 471.4	\$ 467.1	\$ 480.5
Operating expenses (11)	\$ 178.4	\$ 661.5	\$ 205.6	\$ 206.6	\$ 1.252.1	\$ 223.5	\$ 222.3	\$ 209.3
Non-GAAP expense adjustments noted above	32.6	504.5	32.8	30.0	599.9	37.3	30.0	29.0
Adjusted operating expenses	\$ 145.8	\$ 157.0		\$ 176.6			\$ 192.3	
Non-GAAP expense adjustments to arrive at organic adjusted operating expenses	\$ (6.4)	\$ (13.7)	\$ (7.6)	\$ (10.8)	\$ (38.5)	\$ (12.2)	\$ (5.1)	\$ -
Organic adjusted operating expenses	\$ 139.4	\$ 143.3	\$ 165.2	\$ 165.8	\$ 613.7	\$ 174.0	\$ 187.1	\$ 180.3
Operating income	\$ 239.7	\$ (237.4)	\$ 236.8	\$ 250.5	\$ 489.6	\$ 247.9	\$ 244.8	\$ 271.2
Non-GAAP expense adjustments noted above	32.6	504.5	32.8	30.0	599.9	37.3	30.0	29.0
Adjusted operating income	\$ 272.3	\$ 267.1	\$ 269.6	\$ 280.5	\$1,089.5	\$ 285.2	\$ 274.8	\$ 300.2
Adjusted operating margin (12)	65.1%	63.0%	60.9%	61.4%	62.6%	60.5%	58.8%	62.5%
Reconciliation of Income Tax Rate to Non-GAAP								
Income before income taxes	\$ 224.9	\$ (256.8)	\$ 229.0	\$ 235.8	\$ 432.9	\$ 248.2	\$ 241.8	\$ 270.1
Non-GAAP adjustments noted above	35.6	506.3	32.8	30.0	604.7	37.3	27.9	29.0
Adjusted income before income taxes	\$ 260.5	\$ 249.5	\$ 261.8	\$ 265.8	\$1,037.6	\$ 285.5	\$ 269.7	\$ 299.1
Income tax expense	\$ 115.3	\$ (72.3)	\$ 78.8	\$ 76.1	\$ 197.9	\$ 74.8	\$ 74.0	\$ 61.9
Non-GAAP adjustments noted above	(39.8)	143.2	(2.9)	(3.3)		\$ 74.0 8.0	\$ 74.0 6.1	\$ 01.9 17.1
Adjusted income tax expense	\$ 75.5	\$ 70.9	\$ 75.9	\$ 72.8	\$ 295.1	\$ 82.8	\$ 80.1	\$ 79.0
Adjusted income tax rate	29.0%	28.4%	29.0%			29.0%		
riajantea illonilo tan lute	25.070	201/0	25.070	27170	20.770	25.070	23.770	201/0

- (1) This amount includes ongoing acquisition related costs primarily from the Company's Cboe Digital and Cboe Canada acquisitions.
- (2) This amount represents the investment establishment costs related to the company's investment in 7RIDGE Investments 3 LP, which acquired Trading Technologies, Inc.
- (3) This amount represents the gain on the Company's investment in Eris Innovations Holdings, LLC in connection with the full acquisition of Cboe Digital (formerly ErisX).
- (4) This amount represents the forgiveness of a PPP ("Paycheck Protection Program") loan previously held by Cboe Digital.
- (5) This amount represents the amortization of acquired intangible assets related to the company's acquisitions.
- (6) This amount represents the impairment of goodwill recognized in the Digital reporting unit..
- (7) This amount represents the dividend from the Company's minority ownership of Vest Group Inc.
- (8) This amount represents the impairment of investment related to the Company's minority investment in American Financial Exchange, LLC.
- (9) This amount represents the change in contingent consideration related to the adjustment recorded to MATCHNow's contingent consideration.
- (10) This amount represents the tax reserves related to Section 199 matters.
- (11) The company sponsors deferred compensation plans held in a trust. The expenses or income related to the deferred compensation plans are included in "Compensation and benefits" (\$0.8 million and \$0.1 million in expense for the three months ended September 30, 2023 and 2022, respectively, and \$6.0 million and \$2.6 million in expense for the nine months ended September 30, 2023 and 2022, respectively), and are directly offset by deferred compensation income, expenses and dividends included within "Other income, et" (\$0.8 million and \$0.1 million in income, expense and dividends in the three months ended September 30, 2023 and 2022, respectively, and \$6.0 million and \$2.6 million in income, expense and dividends in the nine months ended September 30, 2023 and 2022, respectively), on the condensed consolidated statements of income. The deferred compensation plans' expenses are not excluded from "adjusted operating expenses" and do not have an impact on "Income before income taxes."
- (12) Adjusted operating margin represents adjusted operating income divided by adjusted revenue less cost of revenue.
- Note: 2022 Net Income allocated to common shareholders and non-GAAP EPS may not sum due to ASC 260 treatment of 2Q22 loss.

#### **EBITDA Reconciliations**

EBITDA (earnings before interest, income taxes, depreciation and amortization) and Adjusted EBITDA are widely used non-GAAP financial measures of operating performance. EBITDA margin represents EBITDA divided by revenues less cost of revenues (net revenue). It is presented as supplemental information that the company believes is useful to investors to evaluate its results because it excludes certain items that are not directly related to the company's core operating performance. EBITDA is calculated by adding back to net income interest expense, income tax expense, depreciation and amortization. Adjusted EBITDA is calculated by adding back to EBITDA acquisition-related expenses, gain on investment, loan forgiveness, investment establishment costs, goodwill impairment, impairment of investment, and income from investment. EBITDA and Adjusted EBITDA should not be considered as substitutes either for net income, as an indicator of the company's operating performance, or for cash flow, as a measure of the company's liquidity. In addition, because EBITDA and Adjusted EBITDA may not be calculated identically by all companies, the presentation here may not be comparable to other similarly titled measures of other companies. Adjusted EBITDA margin represents Adjusted EBITDA divided by net revenue.

#### Reconciliation of Net Income Allocated to Common Stockholders to EBITDA and Adjusted EBITDA

(in millions, except per share amounts)	3Q22	4Q22	2022	1Q23	2Q23	3Q23
Net income allocated to common stockholders	\$ 149.6	\$ 159.0	\$ 234.1	\$ 172.6	\$ 167.0	\$ 207.1
Interest expense, net	15.3	15.7	56.4	15.1	13.9	11.9
Income tax provision	78.8	76.1	197.9	74.8	74.0	61.9
Depreciation and amortization	41.0	44.7	166.8	41.4	39.8	38.8
EBITDA	\$ 284.7	\$ 295.5	\$ 655.2	\$ 303.9	\$ 294.7	\$ 319.7
EBITDA Margin	64.4%	64.6%	37.6%	64.5%	63.1%	66.5%
Non-GAAP adjustments not included in above						
Acquisition-related expenses	1.6	2.0	19.9	6.4	0.7	0.8
Change in contingent consideration	-	(5.2)	(5.2)	-	-	-
Gain on investment	-	-	(7.5)	-	-	-
Loan forgiveness	-	-	(1.3)	-	-	-
Goodwill impairment	0.8	-	460.9	-	-	-
Investment establishment costs	-	-	3.0	-	-	-
Impairment of investment	-	-	10.6	-	-	-
Income from investment	-	-	-	-	(2.1)	-
Adjusted EBITDA	\$ 287.1	\$ 292.3	\$ 1,135.6	\$ 310.3	\$ 293.3	\$ 320.5
Adjusted EBITDA Margin	64.9%	63.9%	65.2%	65.8%	62.8%	66.7%

Note: 2022 Net Income allocated to common stockholders and non-GAAP EPS may not sum due to ASC 260 treatment of 2Q22 loss.

#### Adjusted Debt to EBITDA - Trailing Twelve Months<sup>1</sup>

(in millions)	4	4Q22	1Q23	;	2Q23	2	3Q23	LTM
Net income allocated to common stockholders	\$	159.0	\$ 172.6	\$	167.0	\$	207.1	\$ 705.7
Interest expense, net		15.7	15.1		13.9		11.9	56.6
Income tax provision		76.1	74.8		74.0		61.9	286.8
Depreciation and amortization		44.7	41.4		39.8		38.8	164.7
EBITDA	\$	295.5	\$ 303.9	\$	294.7	\$	319.7	\$ 1,213.8
Non-GAAP adjustments not included in above line ite	ms:							
Acquisition-related expenses		2.0	6.4		0.7		0.8	9.9
Change in contingent consideration		(5.2)	-		-		-	(5.2)
Income from investment		-	-		(2.1)		-	(2.1)
Adjusted EBITDA	\$	292.3	\$ 310.3	\$	293.3	\$	320.5	\$ 1,216.4
Debt at end of period								\$ 1,525.0
_								

Debt to EBITDA 1.3x

### **Adjusted Cash**

Adjusted cash is a non-GAAP measure and represents cash and cash equivalents plus financial investments minus deferred compensation plan assets and cash collected for Section 31 fees, which will need to be remitted in the near term. We have presented adjusted cash because we consider it an important supplemental measure of our liquidity and believe that it is frequently used by analysts, investors and other interested parties in the evaluation of companies.

Adjusted Cash (in millions)	_	As of 30/22	As of /31/22	_	As of /31/23	 As of 30/23	As of 30/23
Cash and cash equivalents	\$	353.3	\$ 432.7	\$	435.6	\$ 413.6	\$ 403.1
Financial investments		27.4	91.7		80.2	103.7	34.0
Less deferred compensation plan		(25.4)	(27.5)		(30.7)	(32.7)	(33.5)
Less cash collected for Section 31 fees		-	(93.7)		(50.0)	(81.6)	-
Adjusted Cash	\$	355.3	\$ 403.2	\$	435.1	\$ 403.0	\$ 403.6

<sup>&</sup>lt;sup>1</sup>A full reconciliation of our non-GAAP to our GAAP results are available in this section.

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