### Earnings Release



### Mastercard Incorporated Reports First-Quarter 2017 Financial Results

- First-quarter net income of \$1.1 billion, or \$1.00 per diluted share
- First-quarter adjusted net income of \$1.1 billion, or \$1.01 per adjusted diluted share
- First-quarter net revenue increase of 12%, to \$2.7 billion
- First-quarter adjusted gross dollar volume up 8% and purchase volume up 9%
- VocaLink acquisition completed

**Purchase, NY - May 2, 2017** - Mastercard Incorporated (NYSE: MA) today announced financial results for the first quarter 2017.

"We're off to a very good start, with strong revenue and earnings growth driven by solid transaction and volume levels this quarter," said Ajay Banga, Mastercard president and CEO. "We continue to execute well against our strategy, and by completing the VocaLink acquisition, we can now offer an even greater set of payment options to our customers. This deal redefines our opportunities and positions us favorably to capture new payment flows."

### Summary of Operating Results for the First Quarter

Amounts in dillions (\$), except per snare data	Q1 2017	Q1 2016	Increase / (Decrease)
Net revenue	\$2.7	\$2.4	12%
Operating expenses	\$1.2	\$1.1	12%
Operating income	\$1.5	\$1.3	12%
Operating margin	55.1%	55.1%	_
Effective income tax rate	26.9%	28.3%	(1.4) ppt
Net income	\$1.1	\$1.0	13%
Diluted earnings per share	\$1.00	\$0.86	16%

Summary of Non-GAAP Results for the First Quarter <sup>1</sup>			Increase / (	(Decrease)
Amounts in billions (\$), except per share data	Q1 2017	Q1 2016	As adjusted	Currency- neutral
Net revenue	\$2.7	\$2.4	12%	12%
Adjusted operating expenses	\$1.2	\$1.1	11%	11%
Adjusted operating margin	55.6%	55.1%	0.5 ppt	0.3 ppt
Adjusted effective income tax rate	26.9%	28.3%	(1.4) ppt	(1.4) ppt
Adjusted net income	\$1.1	\$1.0	14%	13%
Adjusted diluted earnings per share	\$1.01	\$0.86	17%	17%

<sup>&</sup>lt;sup>1</sup>The Summary of Non-GAAP Results excludes the impact of the special item ("Special Item"). See Non-GAAP reconciliations on page 10 for further information on the Special Item, the impact of foreign currency and the reconciliation to U.S. GAAP reported amounts.

The following additional details are provided to aid in understanding Mastercard's first quarter 2017 results, versus the year-ago period:

- Net revenue growth increased 12% both as reported and on a currency-neutral basis, driven by the impact of the following factors:
  - An increase in switched transactions of 17%, to 14.7 billion;
  - An 8% increase in gross dollar volume, on a local currency basis and adjusting for the impact of recent EU regulatory changes, to 1.2 trillion; and
  - An increase in cross-border volumes of 13% on a local currency basis.
  - These increases were partially offset by an increase in rebates and incentives, primarily due to new and renewed agreements and increased volumes.
- Total operating expenses increased 12%. Excluding the special item, total adjusted operating expenses increased 11% on a currency-neutral basis. The increase was primarily due to continued investments in strategic initiatives, as well as higher advertising and marketing spend.
- Other income (expense) growth was mainly driven by higher interest expense related to the company's debt issuance in November 2016.
- The lower effective tax rate in the first quarter of 2017 was primarily due to a more favorable geographic mix of taxable earnings and a small net benefit from discrete items.
- As of March 31, 2017, the company's customers had issued 2.4 billion Mastercard and Maestro-branded cards.

### Return of Capital to Shareholders

During the first quarter of 2017, Mastercard repurchased approximately 9 million shares at a cost of \$1 billion and returned \$238 million in dividends. Quarter-to-date through April 27, the company repurchased an additional 2.4 million shares at a cost of \$272 million, which leaves \$3.8 billion remaining under current repurchase program authorizations.

### First-Quarter Financial Results Conference Call Details

At 9:00 a.m. ET today, the company will host a conference call to discuss its first-quarter financial results.

The dial-in information for this call is 877-201-0168 (within the U.S.) and 647-788-4901 (outside the U.S.), and the passcode is 89097079. A replay of the call will be available for 30 days and can be accessed by dialing 855-859-2056 (within the U.S.) and 416-621-4642 (outside the U.S.), using passcode 89097079.

This call can also be accessed through the Investor Relations section of the company's website at www.mastercard.com/investor. Presentation slides used on this call will also be available on the website.

### **Non-GAAP Financial Information**

The company has presented certain financial data that are considered non-GAAP financial measures that are reconciled to their most directly comparable GAAP measures in the accompanying tables.

The presentation of growth rates on a currency-neutral basis represent a non-GAAP measure and are calculated by remeasuring the prior period's results using the current period's exchange rates for both the translational and transactional impacts in our operating results.

### **About Mastercard Incorporated**

Mastercard (NYSE: MA), www.mastercard.com, is a technology company in the global payments industry. We operate the world's fastest payments processing network, connecting consumers, financial institutions, merchants, governments and businesses in more than 210 countries and territories. Mastercard products and solutions make everyday commerce activities - such as shopping, traveling, running a business and managing finances - easier, more secure and more efficient for everyone. Follow us on Twitter @MastercardNews, join the discussion on the Beyond the Transaction Blog and subscribe for the latest news on the Engagement Bureau.

### **Forward-Looking Statements**

This press release contains forward-looking statements pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. All statements other than statements of historical facts may be forward-looking statements. When used in this press release, the words "believe", "expect", "could", "may", "would", "will", "trend" and similar words are intended to identify forward-looking statements. Examples of forward-looking statements include, but are not limited to, statements that relate to the Mastercard's future prospects, developments and business strategies. We caution you to not place undue reliance on these forward-looking statements, as they speak only as of the date they are made. Except for the company's ongoing obligations under the U.S. federal securities laws, the company does not intend to update or otherwise revise the forward-looking information to reflect actual results of operations, changes in financial condition, changes in estimates, expectations or assumptions, changes in general economic or industry conditions or other circumstances arising and/or existing since the preparation of this press release or to reflect the occurrence of any unanticipated events.

Many factors and uncertainties relating to our operations and business environment, all of which are difficult to predict and many of which are outside of our control, influence whether any forward-looking statements can or will be achieved. Any one of those factors could cause our actual results to differ materially from those expressed or implied in writing in any forward-looking statements made by Mastercard or on its behalf, including, but not limited to, the following factors:

- payments system-related legal and regulatory challenges (including interchange fees, surcharging and the extension of current regulatory activity to additional jurisdictions or products);
- the impact of preferential or protective government actions;
- regulation to which we are subject based on our participation in the payments industry;
- regulation of privacy, data protection and security;
- potential or incurred liability and limitations on business resulting from litigation;

- the impact of competition in the global payments industry (including disintermediation and pricing pressure);
- the challenges relating to rapid technological developments and changes;
- the impact of information security failures, breaches or service disruptions on our business;
- issues related to our relationships with our financial institution customers (including loss of substantial business from significant customers, competitor relationships with our customers and banking industry consolidation);
- the impact of our relationships with other stakeholders, including merchants and governments;
- exposure to loss or illiquidity due to settlement guarantees and other significant third-party obligations;
- the impact of global economic and political events and conditions (including global financial market activity, declines in cross-border activity, negative trends in consumer spending and the effect of adverse currency fluctuation);
- reputational impact, including impact related to brand perception, account data breaches and fraudulent activity; and
- issues related to acquisition integration, strategic investments and entry into new businesses.

For additional information on these and other factors that could cause Mastercard's actual results to differ materially from expected results, please see the company's filings with the Securities and Exchange Commission, including the company's Annual Report on Form 10-K for the year ended December 31, 2016 and any subsequent reports on Forms 10-Q and 8-K.

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# MASTERCARD INCORPORATED CONSOLIDATED STATEMENT OF OPERATIONS (UNAUDITED)

	Three Months E	nded March 31,		
	2017	2016		
	(in millions, excep	pt per share data)		
Net Revenue	\$ 2,734	\$ 2,446		
Operating Expenses				
General and administrative	951	868		
Advertising and marketing	170	135		
Depreciation and amortization	92	95		
Provision for litigation settlement	15			
Total operating expenses	1,228	1,098		
Operating income	1,506	1,348		
Other Income (Expense)				
Investment income	15	10		
Interest expense	(39)	(20)		
Other income (expense), net	(4)	(1)		
Total other income (expense)	(28)	(11)		
Income before income taxes	1,478	1,337		
Income tax expense	397	378		
Net Income	\$ 1,081	\$ 959		
Basic Earnings per Share	\$ 1.00	\$ 0.86		
Basic Weighted-Average Shares Outstanding	1,078	1,109		
Diluted Earnings per Share	\$ 1.00	\$ 0.86		
Diluted Weighted-Average Shares Outstanding	1,082	1,112		

# MASTERCARD INCORPORATED CONSOLIDATED BALANCE SHEET (UNAUDITED)

	Ma	rch 31, 2017	Dec	December 31, 2016		
	(i	n millions, excep	t per	share data)		
ASSETS						
Cash and cash equivalents	\$	6,006	\$	6,721		
Restricted cash for litigation settlement		543		543		
Investments		1,654		1,614		
Accounts receivable		1,553		1,416		
Settlement due from customers		1,085		1,093		
Restricted security deposits held for customers		984		991		
Prepaid expenses and other current assets		1,060		850		
Total Current Assets		12,885		13,228		
Property, plant and equipment, net of accumulated depreciation of \$625 and \$603, respectively		748		733		
Deferred income taxes		313		307		
Goodwill		1,775		1,756		
Other intangible assets, net of accumulated amortization of \$1,007 and \$974, respectively		702		722		
Other assets		2,147		1,929		
Total Assets	\$	18,570	\$	18,675		
LIABILITIES AND EQUITY						
Accounts payable	\$	680	\$	609		
Settlement due to customers		822		946		
Restricted security deposits held for customers		984		991		
Accrued litigation		734		722		
Accrued expenses		3,158		3,318		
Other current liabilities		717		620		
Total Current Liabilities		7,095		7,206		
Long-term debt		5,216		5,180		
Deferred income taxes		83		81		
Other liabilities		538		524		
Total Liabilities		12,932		12,991		
Commitments and Contingencies						
Stockholders' Equity						
Class A common stock, \$0.0001 par value; authorized 3,000 shares, 1,377 and 1,374 shares issued and 1,056 and 1,062 outstanding, respectively		_		_		
Class B common stock, \$0.0001 par value; authorized 1,200 shares, 18 and 19 issued and outstanding, respectively		_		_		
Additional paid-in-capital		4,191		4,183		
Class A treasury stock, at cost, 321 and 312 shares, respectively		(17,980)		(17,021)		
Retained earnings		20,263		19,418		
Accumulated other comprehensive income (loss)		(863)		(924)		
Total Stockholders' Equity		5,611		5,656		
Non-controlling interests		27		28		
Total Equity		5,638		5,684		
Total Liabilities and Equity	\$	18,570	\$	18,675		

## MASTERCARD INCORPORATED CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)

	Thr	Three Months Ended March		
		2017		
		(in mi	llions)	
Operating Activities				
Net income	\$	1,081	\$	959
Adjustments to reconcile net income to net cash provided by operating activities:				
Amortization of customer and merchant incentives		266		204
Depreciation and amortization		92		95
Share-based compensation		39		32
Tax benefit for share-based payments		_		(22
Deferred income taxes		8		(20
Other		9		(15
Changes in operating assets and liabilities:				
Accounts receivable		(120)		(87
Income taxes receivable		(5)		(3
Settlement due from customers		8		69
Prepaid expenses		(660)		(180
Accrued litigation and legal settlements		13		6
Accounts payable		57		(75
Settlement due to customers		(124)		(41
Accrued expenses		10		27
Net change in other assets and liabilities		71		109
Net cash provided by operating activities		745		1,058
Investing Activities				
Purchases of investment securities available-for-sale		(205)		(446
Purchases of investments held-to-maturity		(377)		(60
Proceeds from sales of investment securities available-for-sale		89		69
Proceeds from maturities of investment securities available-for-sale		151		55
Proceeds from maturities of investments held-to-maturity		320		80
Purchases of property, plant and equipment		(64)		(37
Capitalized software		(30)		(38
Other investing activities		(130)		(8
Net cash used in investing activities		(246)		(385
Financing Activities				
Purchases of treasury stock		(962)		(1,357
Dividends paid		(238)		(212
Tax benefit for share-based payments		_		22
Tax withholdings related to share-based payments		(46)		(50
Cash proceeds from exercise of stock options		19		4
Other financing activities		(10)		(2
Net cash used in financing activities		(1,237)		(1,595
Effect of exchange rate changes on cash and cash equivalents		23		69
Net decrease in cash and cash equivalents		(715)		(853
Cash and cash equivalents - beginning of period		6,721		5,747
Cash and cash equivalents - end of period	\$	6,006	\$	4,894

<sup>\*</sup> Reclassified to reflect the adoption of Accounting Standards Update No: 2016-09, Improvements to Employee Share-Based Payment Accounting, which amends ASC Topic 718, Compensation - Stock Compensation.

### MASTERCARD INCORPORATED OPERATING PERFORMANCE

	For the 3 Months ended March 31, 2017										
				Purchase		Purchase	Purchase	Cash		Cash	
All Mastercard Credit,	GDV	Growth	Growth	Volume	Growth	Trans.	Trans.	Volume	Growth	Trans.	Cards
Charge and Debit Programs	(Bil.)	(USD)	(Local)	(Bil.)	(Local)	(Mil.)	Growth	(Bil.)	(Local)	(Mil.)	(Mil.)
APMEA	\$370	5.9%	7.5%	\$252	8.9%	4,073	24.7%	\$118	4.7%	1,258	639
Canada	34	17.0%	12.3%	32	13.2%	501	12.4%	2	-2.6%	6	52
Europe	312	-2.3%	1.4%	200	-3.1%	5,033	3.5%	112	10.4%	863	442
Europe Adj for Article 8			14%		16%		23%				
Latin America	<u>86</u>	17.2%	15.3%	<u>55</u>	18.2%	1,732	16.8%	<u>32</u>	10.6%	<u>252</u>	<u>170</u>
Worldwide less United States	802	4.0%	6.0%	538	5.1%	11,340	12.7%	263	7.7%	2,379	1,304
WW Less US Adj for Article 8			11%		13%		22%				
United States	<u>380</u>	2.0%	2.0%	324	2.4%	5,784	0.2%	<u>56</u>	0.2%	322	<u>390</u>
Worldwide	1,181	3.4%	4.7%	862	4.1%	17,124	8.1%	319	6.3%	2,701	1,693
Worldwide Adj for Article 8			8%		9%		14%				
Mastercard Credit and Charge Programs											
Worldwide less United States	445	5.6%	7.3%	407	7.5%	6,486	12.3%	38	5.2%	179	582
United States	<u>178</u>	5.4%	5.4%	<u>170</u>	4.9%	1,886	2.3%	<u>8</u>	16.1%	8	201
Worldwide	623	5.5%	6.8%	577	6.7%	8,371	9.9%	47	7.0%	187	783
Mastercard Debit Programs											
Worldwide less United States	357	2.1%	4.3%	132	-1.6%	4,854	13.3%	225	8.2%	2,200	722
United States	<u>201</u>	-0.8%	-0.8%	<u>154</u>	-0.3%	3,899	-0.9%	<u>48</u>	-2.2%	<u>314</u>	<u>189</u>
Worldwide	558	1.0%	2.4%	286	-0.9%	8,753	6.6%	273	6.2%	2,514	910
worlawide	558	1.0%	2.4%	286	-0.9%	8,753	6.6%	2/3	6.2%	2,514	910

	For the 3 Months ended March 31, 2016										
				Purchase		Purchase	Purchase	Cash		Cash	
All Mastercard Credit,	GDV	Growth	Growth	Volume	Growth	Trans.	Trans.	Volume	Growth	Trans.	Cards
Charge and Debit Programs	(Bil.)	(USD)	(Local)	(Bil.)	(Local)	(Mil.)	Growth	(Bil.)	(Local)	(Mil.)	(Mil.)
APMEA	\$349	5.8%	12.9%	\$232	11.7%	3,266	21.8%	\$117	15.3%	1,206	565
Canada	29	-2.0%	8.6%	27	9.5%	446	13.4%	2	-4.6%	5	48
Europe	319	11.4%	18.3%	218	14.6%	4,865	23.5%	101	27.3%	814	409
Europe Adj for Article 8			20%		16%		26%				
Latin America	<u>74</u>	-8.1%	15.1%	43	15.2%	1,483	10.7%	<u>31</u>	15.0%	240	<u> 165</u>
Worldwide less United States	771	6.1%	15.1%	520	13.1%	10,060	20.4%	251	19.6%	2,265	1,186
WW Less US Adj for Article 8			16%		14%		21%				
United States	<u>372</u>	9.9%	9.9%	<u>316</u>	10.3%	<u>5,775</u>	12.9%	<u>56</u>	7.2%	<u>338</u>	<u>379</u>
Worldwide	1,143	7.3%	13.4%	836	12.0%	15,834	17.6%	307	17.2%	2,603	1,565
Worldwide Adj for Article 8			14%		12%		18%				
Mastercard Credit and Charge Programs											
Worldwide less United States	421	0.0%	8.6%	385	9.3%	5,777	11.9%	36	1.4%	177	571
United States	<u>169</u>	11.4%	11.4%	<u>162</u>	11.1%	<u>1,843</u>	14.6%	<u>7</u>	19.0%	9	<u>192</u>
Worldwide	590	3.1%	9.4%	547	9.8%	7,620	12.5%	43	4.0%	186	763
Mastercard Debit Programs											
Worldwide less United States	350	14.6%	24.1%	135	25.3%	4,283	34.3%	215	23.4%	2,088	615
United States	<u>203</u>	8.6%	8.6%	<u>154</u>	9.5%	3,932	12.1%	<u>49</u>	5.6%	<u>330</u>	<u>186</u>
Worldwide	553	12.3%	17.9%	289	16.4%	8,215	22.6%	263	19.7%	2,417	802

APMEA = Asia Pacific / Middle East / Africa

Note that the figures in the preceding tables may not sum due to rounding; growth represents change from the comparable year-ago period

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#### **Footnote**

The tables set forth the gross dollar volume ("GDV"), purchase volume, cash volume and the number of purchase transactions, cash transactions, accounts and cards on a regional and global basis for Mastercard™-branded cards. Growth rates over prior periods are provided for volume-based data.

Debit transactions on Maestro® and Cirrus®-branded cards and transactions involving brands other than Mastercard are not included in the preceding tables.

For purposes of the table: GDV represents purchase volume plus cash volume and includes the impact of balance transfers and convenience checks; "purchase volume" means the aggregate dollar amount of purchases made with Mastercard-branded cards for the relevant period; and "cash volume" means the aggregate dollar amount of cash disbursements obtained with Mastercard-branded cards for the relevant period. The number of cards includes virtual cards, which are Mastercard-branded payment accounts that do not generally have physical cards associated with them.

The Mastercard payment product is comprised of credit, charge and debit programs, and data relating to each type of program is included in the tables. Debit programs include Mastercard-branded debit programs where the primary means of cardholder validation at the point of sale is for cardholders either to sign a sales receipt or enter a PIN. The tables include information with respect to transactions involving Mastercard-branded cards that are not switched by Mastercard and transactions for which Mastercard does not earn significant revenues.

Information denominated in U.S. dollars is calculated by applying an established U.S. dollar/local currency exchange rate for each local currency in which Mastercard volumes are reported. These exchange rates are calculated on a quarterly basis using the average exchange rate for each quarter. Mastercard reports period-over-period rates of change in purchase volume and cash volume on the basis of local currency information, in order to eliminate the impact of changes in the value of foreign currencies against the U.S. dollar in calculating such rates of change.

The data set forth in the GDV, purchase volume, purchase transactions, cash volume and cash transactions columns is provided by Mastercard customers and is subject to verification by Mastercard and partial cross-checking against information provided by Mastercard's transaction processing systems. The data set forth in the accounts and cards columns is provided by Mastercard customers and is subject to certain limited verification by Mastercard. A portion of the data set forth in the accounts and cards columns reflects the impact of routine portfolio changes among customers and other practices that may lead to over counting of the underlying data in certain circumstances. All data is subject to revision and amendment by Mastercard's customers subsequent to the date of its release.

Performance information for prior periods can be found in the "Investor Relations" section of the Mastercard website at www.mastercard.com/investor.

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### **Non-GAAP Reconciliations**

(\$ in millions, except per share data)

Three Months Ended March 31, 2017

	Three Months Ended March 31, 2017									
	Operating expenses	Operating margin	Effective income tax rate	Net income	Diluted earnings per share					
Reported - GAAP	\$1,228	55.1%	26.9%	\$1,081	\$1.00					
Special Item <sup>1</sup>	(15)	0.5%	-%	10	0.01					
Non-GAAP	\$1,213	55.6%	26.9%	\$1,091	\$1.01					

### Three Months Ended March 31, 2017 vs. Three Months Ended March 31, 2016

	Increase / (Decrease)									
	Net revenue	Operating expenses	Operating margin	Effective income tax rate	Net income	Diluted earnings per share				
Reported - GAAP	12%	12%	- ppt	(1.4) ppt	13%	16%				
Special Item <sup>1</sup>	-%	(1)%	0.5 ppt	- ppt	1%	1%				
Non-GAAP	12%	11%	0.5 ppt	(1.4) ppt	14%	17%				
Foreign currency <sup>2</sup>	-%	-%	(0.2) ppt	- ppt	-%	-%				
Non-GAAP - currency-neutral	12%	11%	0.3 ppt	(1.4) ppt	13%	17%				

Note: Table may not sum due to rounding.

<sup>&</sup>lt;sup>1</sup>Special Item reflects a provision for litigation of \$15 million (\$10 million after tax, or \$0.01 per diluted share), relating to a proposed settlement for Canadian merchant litigation.  $^{\rm 2}$  Represents the foreign currency translational and transactional impact.

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### Article 8 Impacts on Europe and Worldwide GDV and Purchase Volume Growth Rates

	Growth (Local Currency)										
	2015Q1	2015Q2	2015Q3	2015Q4	2016Q1	2016Q2	2016Q3	2016Q4	2017Q1	FY 2015	FY 2016
GDV											
Europe as reported	15%	17%	17%	16%	18%	14%	5%	3%	1%	16%	10%
Europe normalized for Article 8	19%	20%	20%	18%	20%	19%	17%	16%	14%	19%	18%
Worldwide as reported	12%	13%	13%	13%	13%	12%	7%	5%	5%	13%	9%
Worldwide normalized for Article 8	13%	14%	14%	13%	14%	13%	10%	8%	8%	13%	11%
Purchase Volume											
Europe as reported	13%	15%	15%	13%	15%	9%	(3)%	(3)%	(3)%	14%	4%
Europe normalized for Article 8	18%	19%	18%	16%	16%	16%	16%	16%	16%	18%	16%
Worldwide as reported	12%	12%	12%	12%	12%	9%	5%	4%	4%	12%	7%
Worldwide normalized for Article 8	13%	13%	13%	12%	12%	11%	9%	8%	9%	13%	10%

Note: Article 8 of the EU Interchange Fee Regulation which relates to card payments and which became effective June 9, 2016, states that a network can no longer charge fees on domestic EEA payment transactions that do not use its payment brand. Prior to that, Mastercard collected a de minimis assessment fee in a few countries, particularly France, on transactions with Mastercard co-badged cards if the brands of domestic networks (as opposed to Mastercard) were used. As a result, the non-Mastercard co-badged volume is no longer being included.

To aid in understanding the underlying trends in the business, the table above reflects adjusted growth rates for the impact of Article 8, by eliminating the related co-badged volumes in prior periods.