The Next Generation Nasdaq: Positioned for Sustained Growth

Executing our strategic pivot to maximize our opportunity

- Tremendous progress executing on our transformation into a higher growth, more scalable platform answering clients’ critical challenges

Strong competitive position in fast growing markets

- Significant and leading positions in large, high growth markets such as Index, Analytics, Anti-Financial Crime, and IR & ESG Services

Clear growth strategy and long runway ahead

- Clear path to unlock growth potential and accelerate transition to a SaaS business model in our technology, data and analytics businesses

Key Metrics for Success

| Solutions Segments Organic Revenue CAGR¹ | 6-9% (3-5 years) |
| SaaS Revenue % ARR | 40-50% (2025) |

¹ Growth outlook assumes stable market backdrop. The medium-term organic revenue growth outlook of 6% - 9% in the Solutions segments includes the impact of Verafin, which will be included in organic revenue growth beginning the middle of the second quarter of 2022.
Agenda

1. Building on a strong foundation
2. Early execution results
3. Future growth opportunities
4. Clear objectives and capital plan
Strong Financial And Competitive Position

Key Highlights / Characteristics

- **Non-Trading Revenues**¹ (LTM’21): 72%
- **Annualized Recurring Rev.**² (1Q21): $1.8B
- **Non-GAAP EBITDA Margin**³ (2017 – LTM’21): >50%
- **Non-GAAP Diluted EPS CAGR**³ (2017-LTM’21): 17%
- **Dividend payout / yield**⁴: 35% / 1.4%

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¹ Represents last twelve months ending March 31, 2021 revenues less transaction-based expenses. Solutions segments include Corporate Platforms, Investment Intelligence and Market Technology segments. Non-trading revenues include Solutions Segments and Trade Management Services business.

² Please see page 50 for more information on Annualized Recurring Revenue, or ARR.

³ The U.S. GAAP to non-GAAP reconciliations may be found at ir.nasdaq.com/Income-Statement-Trend-Summary-and-GAAP-to-Non-GAAP-Reconciliation.

⁴ Dividend payout based on annualizing the 2Q21 quarter dividend of $0.54 per share divided by 2020 non-GAAP EPS of $6.18. Dividend yield calculated on 4/21/21 annualizing the quarterly dividend of $0.54 per share and using a $159 stock price.
Our Business Segments Reflect Our Broad Capabilities

**Market Technology**
- Marketplace and Anti Financial Crime technology solutions
- 130+ MIOs and New Markets clients; 170+ Sell-side and Buy-side firms; 2,000+ bank/credit unions

**Investment Intelligence**
- Trusted data, index and analytics
- 2,100+ Asset Managers, 1,000+ Asset Owners and consultants, market data clients and Index clients

**Corporate Platforms**
- A leading position in listings and C-Suite offerings
- 8,500+ Corporate Platforms clients including 4,000+ listed corporates

**Market Services**
- Diverse portfolio of North American and Nordic markets
- Single largest market in U.S. equities and #1 market share in U.S. equity derivatives and Nordic equities

**Technology & Analytics Growth Platform**

**Foundational Marketplace Core**
Building on a Record of Strong Financial Performance

**Net Revenue¹**

<table>
<thead>
<tr>
<th>Year</th>
<th>Net Revenue ($)</th>
</tr>
</thead>
<tbody>
<tr>
<td>2017</td>
<td>$2.4B</td>
</tr>
<tr>
<td>2018</td>
<td></td>
</tr>
<tr>
<td>2019</td>
<td></td>
</tr>
<tr>
<td>2020</td>
<td></td>
</tr>
<tr>
<td>LTM21</td>
<td>$3.1B</td>
</tr>
</tbody>
</table>

**Non-GAAP Operating Margin²**

<table>
<thead>
<tr>
<th>Year</th>
<th>Margin (%)</th>
</tr>
</thead>
<tbody>
<tr>
<td>2017</td>
<td>47%</td>
</tr>
<tr>
<td>2018</td>
<td></td>
</tr>
<tr>
<td>2019</td>
<td></td>
</tr>
<tr>
<td>2020</td>
<td></td>
</tr>
<tr>
<td>LTM21</td>
<td>52%</td>
</tr>
</tbody>
</table>

**Non-GAAP Diluted EPS²**

<table>
<thead>
<tr>
<th>Year</th>
<th>EPS ($)</th>
</tr>
</thead>
<tbody>
<tr>
<td>2017</td>
<td>$3.95</td>
</tr>
<tr>
<td>2018</td>
<td></td>
</tr>
<tr>
<td>2019</td>
<td></td>
</tr>
<tr>
<td>2020</td>
<td></td>
</tr>
<tr>
<td>LTM21</td>
<td>$6.63</td>
</tr>
</tbody>
</table>

¹ Represents total revenues less transaction-based expenses.
² Non-GAAP operating margin and non-GAAP diluted EPS are non-GAAP measures. The U.S. GAAP to non-GAAP reconciliations may be found at: ir.nasdaq.com/Income-Statement-Trend-Summary-and-GAAP-to-Non-GAAP-Reconciliation.
Agenda

1. Building on a strong foundation
2. Early execution results
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4. Clear objectives and capital plan
Significant Progress on Business Repositioning

- **Market Technology**
  - Repositioned and Upscaled

- **Investment Intelligence**
  - Radically repositioned for growth

- **Divested Non-Core Assets**
  - PR & Multimedia businesses, Bwise, and LCH minority interest

- **Reallocated R&D Spend**
  - Shifted towards higher growth products

- **Increase in pro forma LTM¹ revenues compared to 2016**: ~+100%

- **% of Investment Intelligence LTM’21 revenues from Index and Analytics**: 56%

- **Divestiture proceeds**: >$500M

- **Increase in R&D spend related to Market Technology and Investment Intelligence 2018-20 versus 2015-17**: 2.3x

- **Revenues From Higher-Growth Market Technology and Investment Intelligence Segments**:
  - 2016: $781
  - LTM’21: $1,332

  +71%

¹ Certain disclosures are pro forma for the Verafin acquisition, which was completed in February 2021.
Strategic Pivot Has Accelerated Our Performance

Solutions Segments
Organic Revenue Growth

~2x
Acceleration

9% organic growth average
2018-2020 versus 4% average
between 2016-17

Non-GAAP
Operating Margin

+400
basis points increase

From 46% in 2017 to
50% average 2019-2020

Return on
Invested Capital (ROIC)

+300
basis points increase

From 8% in 2016
to 11% 2020

Note: Please see appendix for reconciliation of organic revenue growth and return on invested capital. Additional U.S. GAAP to non-GAAP reconciliations may be found at: ir.nasdaq.com/Income-Statement-Trend-Summary-and-GAAP-to-Non-GAAP-Reconciliation.
Agenda

1. Building on a strong foundation
2. Early execution results
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4. Clear objectives and capital plan
Capitalizing on Powerful Secular Tailwinds

**Capital Markets Megatrends**
- Digitalization of workflows and commerce
- Unlocking value through data capture and analysis
- Changing dynamics of investment management

**Highlight Secular Growth Offerings**
- Cloud Enabled Market Platforms
- AML and Trade Surveillance Automation/Investigative Tools
- Dynamic & Distinctive Index Suite
- Analytics that help professional investors be more effective
- ESG Solutions for Corporate Issuers
Nasdaq Now Positioned in Large, Attractive Markets

<table>
<thead>
<tr>
<th>Market Technology</th>
<th>Analytics</th>
<th>Index</th>
<th>IR &amp; ESG Services</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total Addressable Market¹ (TAM)</td>
<td>$26B</td>
<td>$19B</td>
<td>$3B</td>
</tr>
</tbody>
</table>
| Key Nasdaq Offerings | • Nasdaq Financial Framework  
• Nasdaq Surveillance  
• Verafin³ | • eVestment  
• Solovis  
• Quandl | • Nasdaq-100  
• Nasdaq Biotech  
• OMXS30 | • Boardvantage  
• IR Insight  
• OneReport |
| Serviceable Addressable Market² (SAM) | $9.5B | $7B | $1.6B | $1.5B |
| LTM’21 Revenues ($M) | $480M³ | $183M | $353M | $218M |
| Opportunity: SAM relative to LTM’21 Revenues | ~20x | ~38x | ~5x | ~7x |

¹ Total addressable market based on consulting reports including Oliver Wyman, TABB, Chartis, Forestar and Nasdaq analysis.
² Serviceable addressable market is based on internal estimates reflecting current market opportunity relative to total addressable market. Market Technology SAM is pro forma for the acquisition of Verafin.
³ Certain disclosures are pro forma for the acquisition of Verafin, which was completed in February 2021.
Our Evolution Is Driving Expanding SaaS Contribution

SaaS Revenues ($Ms)

- 4Q16 Annualized: $244
- 4Q20 Annualized: $452
- 1Q21 Annualized: $592

SaaS Contribution to Nasdaq’s Total ARR

- 4Q16 Annualized: 21%
- 4Q20 Annualized: 29%
- 1Q21 Annualized: 34%
- 2025E: Outlook: 40-50%

¹ For 1Q21 total Market Technology ARR and relative calculations are based on proforma annualized Verafin revenues, excluding the purchase price adjustment on deferred revenue.
Key Growth Segments

Market Technology

Marketplace Infrastructure and Anti Financial Crime Technology
• LTM’21 revenues: $376M
• 1Q21 ARR¹: $416M
• Subscription/SaaS % of LTM’21 revenue: 36%
• 2017 – LTM’21 revenue CAGR: 16%

Investment Intelligence

Trusted Data, Index and Analytics
• LTM’21 revenues: $956M
• 1Q21 ARR¹: $542M
• AUM in Nasdaq-licensed ETPs: $385B (3/31/21)
• LTM’21 ETP net flows: $52B

¹ Please see page 50 for more information on Annualized Recurring Revenue, or ARR.
An Industry Leading Market Technology Provider

$480M
LTM’21
Revenues¹

52%

48%

Marketplace Infrastructure Technology
- Complete marketplace solution, including pre/post-trade capabilities, for financial exchanges
- Hosted solutions for single-dealer trading platforms
- Marketplace technology for non-financial markets

Anti Financial Crime Technology
- Verafin anti money laundering & fraud solutions for banks & other financial institutions
- Trade surveillance solutions for markets, regulators, banks/brokers
- Risk solutions for insurance industry

¹ Certain disclosures are pro forma for the acquisition of Verafin
Interoperable SaaS Platforms Benefitting Capital Markets and Beyond

- Global best practice for trade life cycle processing
- Increased flexibility and decrease time to market
- Transform how to transact with client network and serve them with new offerings
- Strong capabilities for detection of misconduct
- Efficiencies through automation and advanced tools
- Increase risk coverage and workflow management across silos
- Capabilities to trade any asset globally, accommodating trading models suited for the industry specifics
- Flexible solutions with short time to market by adopting a cloud first model

Common NFF Platform

Market Infrastructure Operators (MIO)

Buy-Side / Sell-Side

New Markets
Nasdaq’s Acquisition of Verafin: Anti FinCrime Leader with Attractive Financial Profile

**Leading Fraud & AML Ecosystem**
- **17 Years** of continued software, product and services innovation
- **48 Industry Endorsements by National and State Associations**

**Attractive Business Metrics**
- **>2,000 Customers**
- **98% Retention Rate by # of Clients**

**Exceptional Financial Metrics**
- **30%+ Organic revenue CAGR (2017A-2021E)**
- **97% Recurring Revenue**
Anti FinCrime Space is Large and Growing

Anti FinCrime TAM / SAM

Expected to grow at 17%
CAGR through 2024¹

Surveillance + AML
+ Fraud SAM: $6.3B

TAM $12.5B

¹ Source: Oliver Wyman

1. Fraud - prevalence and sophistication continues to rise
2. Regulation – continuously demanding improvements
3. Convergence – firms are combining anti-financial crime teams to better share and analyze information
4. Technology transformation – firms are increasingly turning to outsourced solutions, which leverage disruptive technologies to deliver better insights and automate processes to maximize the impact of their finite compliance resources

Note: TAM refers to estimated total addressable market. SAM refers to estimated serviceable addressable market.
Nasdaq’s Growth and Position as an Anti FinCrime Leader

Combined Platform Sets the Stage for Unparalleled Growth Outlook

Opportunities Unlocked by Combination

1. Accelerate the development of full-service core Anti FinCrime suite to expand client relationships

2. Leverage Nasdaq’s relationships to expand Verafin reach into Tier 1 and 2 banks

3. Expand Verafin into European banking and sell-side institutions

Market Technology’s Enhanced Performance/Profile

13-16% Market Technology organic revenue¹ growth outlook (medium-term CAGR)

36% Subscription/SaaS contribution to Market Technology LTM’21 revenues

“Rule of 40”² by 2023

Achievement for Market Technology segment expected in 2023 versus prior outlook of 2025

¹ The medium-term organic revenue growth outlook of 13% - 16% in the Market Technology segment includes the impact of Verafin, which will be included in organic revenue growth beginning the middle of the second quarter of 2022.

² “Rule of 40” (growth + EBITDA margin = ~40%)
Market Technology Segment Outlook/Objectives

2025 Objectives

- **13-16% organic revenue CAGR**¹
- **SaaS becoming majority of total Market Technology revenue**
- **Advance margins** so that segment increasingly meets "Rule of 40"² (now expected 2023 pro forma acquisition of Verafin¹)
- **Continue retention** rate of 95-98%

¹ Growth outlook assumes stable market backdrop. The medium-term organic revenue growth outlook of 13% - 16% in the Market Technology segment includes the impact of Verafin, which will be included in organic revenue growth beginning the middle of the second quarter of 2022.

² "Rule of 40" (growth + EBITDA margin =~40).
Our Technology & Analytics Growth Platforms

Market Technology

Marketplace Infrastructure and Anti Financial Crime Technology

- LTM’21 revenues: $376M
- 1Q21 ARR¹: $416M
- Subscription/SaaS % of LTM’21 revenue: 36%
- 2016 – 2020 revenue CAGR: 10%

Investment Intelligence

Trusted Data, Index and Analytics

- LTM’21 revenues: $956M
- 1Q21 ARR¹: $542M
- AUM in Nasdaq-licensed ETPs: $385B (3/31/21)
- LTM’21 ETP net flows: $52B

Key Growth Segments

¹ Please see page 50 for more information on Annualized Recurring Revenue, or ARR.
Complementary Products
With Distinct Growth Opportunities

LTM’21 Investment Intelligence

$956M Revenues

Analytics
- Deepen existing client relationships
- Expand private market capabilities
- Extend asset class coverage and content

Index
- Capitalize on rising demand for passive investing
- Globalizing products based on Nasdaq’s popular indices
- ~35% AUM benchmarked to Nasdaq’s smart beta indexes

Market Data
- Continue growth of new customers through global distribution
- Cloud-delivered market data serves new use-cases and customers
Our Elite Information Business

Innovative Index Franchise
- Distinctive index franchise used to create ETPs and other instruments
- Full ETP life cycle: ideation, listing, marketing, launch, research & distribution
- Strong Nasdaq-100 products, smart beta, derivatives and broad thematic suite

Differentiated Market Data
- Unique real-time and historical data created by our leading markets
- New cloud data delivery unlocks new use cases while ensuring consistent quality
- Global reach to power a range of trading and investment functions

Actionable Investment Insights
- Leading source for institutional investment research and intelligence
- Workflow solutions helping investment managers, asset owners and consultants
- Insights and capabilities extend across public and private markets

Well-known brand + Broad and trusted relationships + Strong offerings and suite of capabilities
Investment Intelligence Segment Outlook/Objectives

2025 Objectives

- 5 - 8% organic revenue CAGR¹
- Raise Index & Analytics revenue contribution >60% of segment
- Consistent growth of ARR
- Expand private market offerings
- Structurally expand Index offering

¹ Growth outlook assumes stable market backdrop.
**Our Marketplace Core**

### Corporate Platforms

**A leading position in Listing Services and IR & ESG Services**

- LTM’21 Revenue: $557M
- 1Q21 ARR\(^1\): $487M
- LTM’21 Operating margin: 38%

### Market Services

**Diverse portfolio of North American and Nordic markets**

**#1 Positions (2020):**
- U.S. equity options
- Nasdaq-listed U.S./Nordic equities
- Nordic derivatives

- LTM’21 net revenues: $1,164M
- 1Q21 ARR\(^2\): $315M
- LTM’21 operating margin: 63%

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\(^1\) Annualized recurring revenue includes U.S. and Nordic annual listing fees, IR and ESG products, including subscription contracts for IR Insight, Boardvantage and OneReport, and IR advisory services.

\(^2\) Annualized recurring revenue includes Trade Management Services business, excluding one-time service requests.
Our Unique Combination of Businesses Enhance and Support Each Other in Critical Ways...

- Listing Services success drives a more robust Market Services platform
- IR & ESG Services and Index offerings drive Listing Services value proposition
- Nasdaq’s own marketplaces bolster credibility of Market Technology offerings
- Standard-setting Market Technology platform helps Market Services succeed
- Market Data business benefits from leading Market Services liquidity pools
Special Focus: Corporate ESG Opportunity

**ESG Advisory**
Help companies analyze, assess and action best-practices ESG to attract long-term capital and enhance value

**Board Engagement**
Expertise to assist issuers in accelerating progress toward leading governance practices

**OneReport**
Technology enabling issuers to organize critical ESG data and report efficiently to an expanding list of recipients

- ESG program building
- Benchmarking & prioritization
- Stakeholder identification & engagement
- Ongoing ESG program monitoring & guidance
- Board evaluations & assessments
- CEO evaluations
- Director self assessments & peer assessments
- Code of conduct & conflict of interest
- Workflow for ESG data collection and management
- Guidance on completion of surveys & questionnaires
- Mapping of data points to multiple frameworks
Targeted ESG Product Offerings Met by Rising Demand

Growing Opportunity

Current SAM for Nasdaq ESG products¹
$500M

Additional corporate spending on ESG-focused products by 2025E¹
$5B+

10x

Early Progress

Clients receiving ESG products and services
300+

Growth in ESG advisory engagements YoY
3x

Board engagement projects in first year since CBE acquisition
150+

Increase in number of OneReport clients since acquisition close
+69%

¹ Reflects ESG products such as ESG advisory, data management & reporting, ratings and analytics, and investing & trading. It does not include the market for established governance products such as board portals. Sources: Nasdaq analysis and third-party research: Verdantix, EHS Software Market Size And Forecast 2019-2024 (Global) Feb 2019; UBS Equities Investment Research, Information Services, ESG: A Rapidly Growing Market; Who Can Benefit Most? Feb 2019.
Corporate Platforms Segment Outlook/Objectives

- 3-5% organic revenue CAGR\(^1\)
- Continue to gain share of U.S.-listed corporate issuers
- Increase ESG to be a key component of segment revenue, with 2025 objective of ~$50M
- Maintain or enhance IR & ESG Services client retention >90%

\(^{1}\) Growth outlook assumes stable market backdrop.
Agenda

1. Building on a strong foundation
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Revenue Growth and SaaS Contribution Outlooks\(^1\)

<table>
<thead>
<tr>
<th>Business Segment</th>
<th>Organic Revenue Outlook(^1) (3-5 years)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Market Technology</td>
<td>13 - 16%</td>
</tr>
<tr>
<td>Investment Intelligence</td>
<td>5 - 8%</td>
</tr>
<tr>
<td>Corporate Platforms</td>
<td>3 - 5%</td>
</tr>
<tr>
<td>Solutions Segments</td>
<td>6 - 9%</td>
</tr>
<tr>
<td>Market Services</td>
<td>Variable with market activity</td>
</tr>
</tbody>
</table>

SaaS Revenue as % of ARR:

40-50% by 2025

\(^1\) Revenue growth outlook assumes a stable market backdrop. The medium-term organic revenue growth outlook of 6% - 9% in the Solutions segments and 13% - 16% in the Market Technology segment includes the impact of Verafin, which will be included in organic revenue growth beginning the middle of the second quarter of 2022.
Clear Objectives to Measure Strategy’s Success

**Organic Revenue Growth**¹
- Accelerate SaaS and recurring revenue base

**Operational Focus**
- Drive operating leverage

**Return on Invested Capital**
- Deliver attractive enterprise-wide ROIC

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**6-9% Solutions Segments**
- (3-5 year time frame)

**3-6%**
- Average Annual Organic Expense Growth
- (3-5 year time frame)

**≥10%**
- Total Enterprise
- (Long-term outlook, with variation in short-term)

---

¹ Revenue growth outlook assumes a stable market backdrop. The medium-term organic revenue growth outlook of 6% - 9% in the Solutions segments includes the impact of Verafin, which will be included in organic revenue growth beginning the middle of the second quarter of 2022.
High Quality, Growing Free Cash Flow Stream

**Free Cash Flow**¹
(Ex. Sec 31 Fees) in millions

<table>
<thead>
<tr>
<th>Year</th>
<th>Free Cash Flow (in millions)</th>
</tr>
</thead>
<tbody>
<tr>
<td>2017</td>
<td>$756</td>
</tr>
<tr>
<td>2018</td>
<td>$926</td>
</tr>
<tr>
<td>2019</td>
<td>$822</td>
</tr>
<tr>
<td>2020</td>
<td>$1,007</td>
</tr>
<tr>
<td>LTM'21</td>
<td>$1,028</td>
</tr>
</tbody>
</table>

**10% CAGR**

**107% Conversion¹**
FCF Ex. Sec 31 Fees Vs. Non-GAAP Net Income (2017-1Q21)

**4.6% FCF Yield²**
vs.
**4.2% S&P 500²**

¹ Free cash flow defined as cash flow from operations less capital expenditures, net of the change in Section 31 fees receivables. See page 47 for additional details. Conversion defined as free cash flow divided by non-GAAP net income.

² Refers to next 12 months free cash flow yield as of 4/21/2021. Source: FactSet.
Clear And Transparent Capital Priorities

- **Invest to Support Growth**
  - Strategically aligned
  - Enhance enterprise performance
  - Attractive returns
  - ≥ 10% Nasdaq enterprise ROIC
  - Medium to Long-Term

- **Grow Dividend as Earnings/FCF Grow**
  - 35% Payout Ratio\(^1\)
  - 1.4% Yield\(^1\)
  - 11% Dividend CAGR
  - Last 5 years\(^3\)

- **Share Repurchase Program**
  - Buyback
  - Primarily to offset dilution
  - ~$180M Annualized average repurchases 2017-20\(^2\)

- **Investment-Grade Debt Issuer**
  - Manage leverage
  - Optimize cost of capital and fund growth
  - Maintain Investment-grade issuer status

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\(^1\) Dividend payout based on annualizing the 2Q21 dividend of $0.54 per share divided by 2020 non-GAAP EPS of $6.18. Dividend yield calculated on 4/21/21 annualizing the 2Q21 dividend of $0.54 per share and using a $159 stock price.

\(^2\) Excludes $290 million in repurchases funded by sale of the Public Relations Solutions & Digital Media Services businesses.

\(^3\) Reflects a quarterly dividend per share of $0.54 in 2Q21 compared to $0.32 per share in 2Q16.
Nasdaq’s Comprehensive Commitment To ESG

**Areas of Focus**

**Environment**
- Achieved and committed to maintain carbon neutrality
- Commitment to reduce emissions, source renewable energy and minimize consumable waste products

**Social**
- Committed to advancing gender parity at all levels of organization and increased disclosure of diversity metrics
- Increased philanthropy and volunteerism through the Nasdaq Foundation and Nasdaq GoodWorks

**Governance**
- Diverse, engaged and independent board
- Expanded responsibilities and renamed Nominating & ESG Committee to add environmental and social oversight

**Notable Recognition**

- Sustainalytics ESG Risk Rating 15.1 (top 7th percentile globally)
- Human Rights Campaign (HRC) Corporate LGBTQ Equality Index score of 100%
- Rated Best Places for Women to Advance by Parity.org and Best Place to Work by HRC
- ISS Governance QualityScore 1 (1st decile)
- Included in the Dow Jones Sustainability Index and Bloomberg Gender-Equality Index
The Next Generation Nasdaq: Positioned for Sustained Growth

Executing our strategic pivot to maximize our opportunity

- Tremendous progress executing on our transformation into a higher growth, more scalable platform answering clients’ critical challenges

Strong competitive position in fast growing markets

- Significant and leading positions in large, high growth markets such as Index, Analytics, Anti-Financial Crime, and IR & ESG Services

Clear growth strategy and long runway ahead

- Clear path to unlock growth potential and accelerate transition to a SaaS business model in our technology, data and analytics businesses

Key Metrics for Success

Solutions Segments Organic Revenue CAGR\(^1\):
- \(6\text{-}9\%\)
- (3-5 years)

SaaS Revenue % ARR:
- \(40\text{-}50\%\)
- (2025)

Double-digit TSR

\(^1\) Revenue growth outlook assumes a stable market backdrop. The medium-term organic revenue growth outlook of 6\% - 9\% in the Solutions segments includes the impact of Verafin, which will be included in organic revenue growth beginning the middle of the second quarter of 2022.
Appendix
Market Technology Metrics
Market Infrastructure Technology & Anti-Financial Crime Technology

**KEY METRICS ($M)**

<table>
<thead>
<tr>
<th>Year</th>
<th>2017</th>
<th>2018</th>
<th>2019</th>
<th>2020</th>
<th>LTM'21</th>
</tr>
</thead>
<tbody>
<tr>
<td>REVENUES¹ ($M)</td>
<td>$247</td>
<td>$270</td>
<td>$338</td>
<td>$357</td>
<td>$376</td>
</tr>
</tbody>
</table>

**TOTAL ORDER INTAKE¹**
- Total contract value of new business wins in the period

<table>
<thead>
<tr>
<th>Year</th>
<th>2017</th>
<th>2018</th>
<th>2019</th>
<th>2020</th>
<th>LTM'21</th>
</tr>
</thead>
<tbody>
<tr>
<td>$249</td>
<td>$223</td>
<td>$366</td>
<td>$239</td>
<td>$200</td>
<td></td>
</tr>
</tbody>
</table>

**ANNUALIZED RECURRING REVENUE (ARR)²**
- Annualized revenue of software support and SaaS subscription contracts

<table>
<thead>
<tr>
<th>Year</th>
<th>4Q17</th>
<th>4Q18</th>
<th>4Q19</th>
<th>4Q20</th>
<th>LTM'21</th>
</tr>
</thead>
<tbody>
<tr>
<td>$206</td>
<td>$222</td>
<td>$260</td>
<td>$283</td>
<td>$416</td>
<td></td>
</tr>
</tbody>
</table>

**REVENUES¹ ($M)**

- ARR of $416 million in the first quarter of 2021 includes $134 million of ARR associated with the acquisition of Verafin.

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¹ Reflects the reclassification of BWise.
² ARR for a given period is the annualized revenue of active Market Technology support and SaaS subscription contracts. ARR is currently one of our key performance metrics to assess the health and trajectory of our recurring business. ARR does not have any standardized definition and is therefore unlikely to be comparable to similarly titled measures presented by other companies. ARR should be viewed independently of revenue and deferred revenue and is not intended to be combined with or to replace either of those items. ARR is not a forecast and the active contracts at the end of a reporting period used in calculating ARR may or may not be extended or renewed by our customers.
³ ARR of $416 million in the first quarter of 2021 includes $134 million of ARR associated with the acquisition of Verafin.
Investment Intelligence Metrics
Market Data, Index, and Analytics

**KEY METRICS ($B)**

- **ETP AUM**
  - Tracking Nasdaq Indexes
  - 12/31/17: $167
  - 12/31/18: $172
  - 12/31/19: $233
  - 12/31/20: $359
  - 3/31/21: $385

- **Net Inflow / Outflows**
  - in ETPs Licensing Nasdaq Indexes
  - 2018: $19
  - 2019: $13
  - 2020: $46
  - LTM'21: $52

**REVENUES ($M)**

- **16% CAGR**
- 2017: $588
- 2018: $714
- 2019: $779
- 2020: $908
- LTM'21: $956
Corporate Platforms Metrics
Listing Services and IR & ESG Services

**Key Metrics**

- **Number of Listings**
  - 2017: 3,933
  - 2018: 4,077
  - 2019: 4,180
  - 2020: 4,463
  - LTM’21: 4,757

- **U.S. IPO Win Rate**
  - 2017: 63%
  - 2018: 72%
  - 2019: 78%
  - 2020: 67%
  - LTM’21: 68%

**Revenues ($M)**

- 2017: $459
- 2018: $487
- 2019: $496
- 2020: $530
- LTM’21: $557

6% CAGR
Market Services Metrics
Derivative, Equity And Fixed Income Trading & Trade Management Services

**KEY METRICS**

<table>
<thead>
<tr>
<th></th>
<th>2017</th>
<th>2018</th>
<th>2019</th>
<th>2020</th>
<th>LTM'21</th>
</tr>
</thead>
<tbody>
<tr>
<td>U.S. Equities ADV (Bs)</td>
<td>1.2</td>
<td>1.4</td>
<td>1.4</td>
<td>2.0</td>
<td>2.1</td>
</tr>
<tr>
<td>U.S. Options Average Daily Contracts (Ms)</td>
<td>6.1</td>
<td>7.1</td>
<td>6.7</td>
<td>10.2</td>
<td>11.5</td>
</tr>
</tbody>
</table>

**NET REVENUES ($M)**

<table>
<thead>
<tr>
<th></th>
<th>2017</th>
<th>2018</th>
<th>2019</th>
<th>2020</th>
<th>LTM'21</th>
</tr>
</thead>
<tbody>
<tr>
<td>NET REVENUES ($M)</td>
<td>$881</td>
<td>$958</td>
<td>$912</td>
<td>$1,108</td>
<td>$1,164</td>
</tr>
</tbody>
</table>

9% CAGR
Market Services Metrics, Continued
Consistent share/capture in largest asset classes by revenue contribution

Net Revenue Composition
LTM’21

- Equity Deriv.: 31%
- Cash Equities: 37%
- Trade Mgmt. Srvcs.: 26%
- FICC: 6%

Market Share
- European Equities
- U.S. Options
- U.S. Equities

Transaction Pricing
- U.S. Options ($ Per Contract)
- Euro. Equities ($ per $1,000 traded)
- U.S. Equities ($ Per 100-shares)

<table>
<thead>
<tr>
<th>Year</th>
<th>U.S. Options (Per Contract)</th>
<th>U.S. Equities (Per 100-shares)</th>
<th>Euro. Equities ($ per $1,000 traded)</th>
<th>Equity Deriv.</th>
<th>Cash Equities</th>
<th>FICC</th>
</tr>
</thead>
<tbody>
<tr>
<td>2017</td>
<td>$0.14</td>
<td>$0.11</td>
<td>$0.12</td>
<td>67%</td>
<td>37%</td>
<td>6%</td>
</tr>
<tr>
<td>2018</td>
<td>$0.15</td>
<td>$0.11</td>
<td>$0.12</td>
<td>67%</td>
<td>37%</td>
<td>6%</td>
</tr>
<tr>
<td>2019</td>
<td>$0.15</td>
<td>$0.12</td>
<td>$0.12</td>
<td>73%</td>
<td>37%</td>
<td>6%</td>
</tr>
<tr>
<td>2020</td>
<td>$0.12</td>
<td>$0.12</td>
<td>$0.12</td>
<td>78%</td>
<td>37%</td>
<td>6%</td>
</tr>
<tr>
<td>LTM’21</td>
<td>$0.11</td>
<td>$0.12</td>
<td>$0.12</td>
<td>78%</td>
<td>37%</td>
<td>6%</td>
</tr>
</tbody>
</table>
Operating And EBITDA Margin

**INVESTMENT INTELLIGENCE**

- Operating margin: 73%, 66%, 64%, 65%, 66%
- EBITDA margin: 71%, 64%, 63%, 64%, 64%

**MARKET SERVICES**

- Operating margin: 60%, 62%, 61%, 66%, 67%
- EBITDA margin: 55%, 57%, 57%, 62%, 63%

**MARKET TECHNOLOGY**

- Operating margin: 28%, 23%, 19%, 21%, 22%
- EBITDA margin: 13%, 16%, 9%, 12%

- 2020 includes $25m reserve related to a single contract, excluding this 2020 margins would be in line with 2019

**CORPORATE PLATFORMS**

- Operating margin: 36%, 36%, 40%, 39%, 41%
- EBITDA margin: 32%, 32%, 36%, 36%, 38%

---

¹ Please see page 48 for additional information

² Investment Intelligence margins reflect the allocation of certain costs that support the operation of various aspects of Nasdaq’s business, including Market Services, to units other than Investment Intelligence.

³ In 2020, the Market Technology operating margin of 16% and EBITDA margin 22% exclude the impact of the $25 million reserve related to an implementation project.
SUPPLEMENTAL INFORMATION

Additional GAAP to non-GAAP reconciliations may be found at [ir.nasdaq.com/Income-Statement-Trend-Summary-and-GAAP-to-Non-GAAP-Reconciliation].
## Summary Of Historical Financial Results

<table>
<thead>
<tr>
<th>NON-GAAP RESULTS (1)</th>
<th>2017</th>
<th>2018</th>
<th>2019</th>
<th>2020</th>
<th>LTM’21</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Net Revenues</strong></td>
<td>$2,411</td>
<td>$2,526</td>
<td>$2,535</td>
<td>$2,903</td>
<td>$3,053</td>
</tr>
<tr>
<td><strong>Operating Expenses</strong></td>
<td>1,271</td>
<td>1,320</td>
<td>1,295</td>
<td>1,414</td>
<td>1,472</td>
</tr>
<tr>
<td><strong>Operating Income</strong></td>
<td>1,140</td>
<td>1,206</td>
<td>1,240</td>
<td>1,489</td>
<td>1,581</td>
</tr>
<tr>
<td><strong>Operating Margin</strong></td>
<td>47%</td>
<td>48%</td>
<td>49%</td>
<td>51%</td>
<td>52%</td>
</tr>
<tr>
<td><strong>EBITDA</strong></td>
<td>1,236</td>
<td>1,306</td>
<td>1,328</td>
<td>1,585</td>
<td>1,681</td>
</tr>
<tr>
<td><strong>EBITDA Margin</strong></td>
<td>51%</td>
<td>52%</td>
<td>52%</td>
<td>55%</td>
<td>55%</td>
</tr>
<tr>
<td><strong>Net Income</strong></td>
<td>670</td>
<td>797</td>
<td>835</td>
<td>1,031</td>
<td>1,107</td>
</tr>
<tr>
<td><strong>DILUTED EPS</strong></td>
<td>$3.95</td>
<td>$4.75</td>
<td>$5.00</td>
<td>$6.18</td>
<td>$6.63</td>
</tr>
</tbody>
</table>

2. Operating margin equals operating income divided by net revenues.
3. EBITDA margin equals EBITDA divided by net revenues.
## Historical Cash Flow/ Uses Of Cash Flow

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>YTD Cash flow from operations</td>
<td>$909</td>
<td>$1,028</td>
<td>$963</td>
<td>$1,252</td>
<td>$394</td>
<td>$4,546</td>
</tr>
<tr>
<td>Capital expenditure</td>
<td>(144)</td>
<td>(111)</td>
<td>(127)</td>
<td>(188)</td>
<td>(42)</td>
<td>(612)</td>
</tr>
<tr>
<td>Free cash flow</td>
<td>765</td>
<td>917</td>
<td>836</td>
<td>1,064</td>
<td>352</td>
<td>3,934</td>
</tr>
<tr>
<td>Section 31 fees, net (1)</td>
<td>(9)</td>
<td>9</td>
<td>(14)</td>
<td>(57)</td>
<td>49</td>
<td>(22)</td>
</tr>
<tr>
<td>Free cash flow ex. Section 31 fees</td>
<td>$756</td>
<td>$926</td>
<td>$822</td>
<td>$1,007</td>
<td>$401</td>
<td>$3,912</td>
</tr>
</tbody>
</table>

### Uses of cash flow

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Share repurchases</td>
<td>$203</td>
<td>$394</td>
<td>$200</td>
<td>$222</td>
<td>$162</td>
<td>$1,181</td>
</tr>
<tr>
<td>Net repayment/(borrowing) of debt</td>
<td>(411)</td>
<td>320</td>
<td>430</td>
<td>(1,912)</td>
<td>(435)</td>
<td>(2,008)</td>
</tr>
<tr>
<td>Acquisitions, net of dispositions and other</td>
<td>776</td>
<td>(380)</td>
<td>63</td>
<td>157</td>
<td>2,430</td>
<td>3,046</td>
</tr>
<tr>
<td>Dividends</td>
<td>243</td>
<td>280</td>
<td>305</td>
<td>320</td>
<td>81</td>
<td>1,229</td>
</tr>
<tr>
<td>Total uses of cash flow</td>
<td>$811</td>
<td>$614</td>
<td>$998</td>
<td>$(1,213)</td>
<td>$2,238</td>
<td>$3,448</td>
</tr>
</tbody>
</table>

1. Net of change in Section 31 fees receivables of $11 million in 2017; $(10) million in 2018; $9 million in 2019; $35 million in 2020; $(44) million in 2021 YTD and $1 million in 2016-2021 YTD.
### Segment EBITDA

**Earnings Before Interest, Taxes, Depreciation and Amortization**

<table>
<thead>
<tr>
<th></th>
<th>2017</th>
<th>2018</th>
<th>2019</th>
<th>2020</th>
<th>LTM’21</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Market Services</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>net revenue</td>
<td>$881</td>
<td>$958</td>
<td>$912</td>
<td>$1,108</td>
<td>$1,164</td>
</tr>
<tr>
<td>operating income</td>
<td>$481</td>
<td>$544</td>
<td>$516</td>
<td>$687</td>
<td>$736</td>
</tr>
<tr>
<td>Depreciation</td>
<td>46</td>
<td>47</td>
<td>40</td>
<td>43</td>
<td>44</td>
</tr>
<tr>
<td>EBITDA</td>
<td>$527</td>
<td>$591</td>
<td>$556</td>
<td>$730</td>
<td>$780</td>
</tr>
<tr>
<td>EBITDA margin</td>
<td>60%</td>
<td>62%</td>
<td>61%</td>
<td>66%</td>
<td>67%</td>
</tr>
<tr>
<td><strong>Corporate Platforms</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>revenue</td>
<td>$459</td>
<td>$487</td>
<td>$496</td>
<td>$530</td>
<td>$557</td>
</tr>
<tr>
<td>operating income</td>
<td>$149</td>
<td>$155</td>
<td>$178</td>
<td>$190</td>
<td>$210</td>
</tr>
<tr>
<td>Depreciation</td>
<td>17</td>
<td>21</td>
<td>18</td>
<td>17</td>
<td>16</td>
</tr>
<tr>
<td>EBITDA</td>
<td>$166</td>
<td>$176</td>
<td>$196</td>
<td>$207</td>
<td>$226</td>
</tr>
<tr>
<td>EBITDA margin</td>
<td>36%</td>
<td>36%</td>
<td>40%</td>
<td>39%</td>
<td>41%</td>
</tr>
<tr>
<td><strong>Investment Intelligence</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>revenue</td>
<td>$588</td>
<td>$714</td>
<td>$779</td>
<td>$908</td>
<td>$956</td>
</tr>
<tr>
<td>operating income</td>
<td>$418</td>
<td>$460</td>
<td>$490</td>
<td>$580</td>
<td>$614</td>
</tr>
<tr>
<td>Depreciation</td>
<td>9</td>
<td>11</td>
<td>11</td>
<td>14</td>
<td>16</td>
</tr>
<tr>
<td>EBITDA</td>
<td>$427</td>
<td>$471</td>
<td>$501</td>
<td>$594</td>
<td>$630</td>
</tr>
<tr>
<td>EBITDA margin</td>
<td>73%</td>
<td>66%</td>
<td>64%</td>
<td>65%</td>
<td>66%</td>
</tr>
<tr>
<td><strong>Market Technology</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>revenue</td>
<td>$247</td>
<td>$270</td>
<td>$338</td>
<td>$357</td>
<td>$376</td>
</tr>
<tr>
<td>operating income</td>
<td>$57</td>
<td>$34</td>
<td>$54</td>
<td>$32</td>
<td>$21</td>
</tr>
<tr>
<td>Depreciation</td>
<td>12</td>
<td>16</td>
<td>18</td>
<td>22</td>
<td>24</td>
</tr>
<tr>
<td>EBITDA</td>
<td>$69</td>
<td>$50</td>
<td>$72</td>
<td>$54</td>
<td>$45</td>
</tr>
<tr>
<td>EBITDA margin</td>
<td>28%</td>
<td>19%</td>
<td>21%</td>
<td>15%</td>
<td>12%</td>
</tr>
</tbody>
</table>

*Note: Operating margin equals operating income divided by total revenues less total transaction expenses. EBITDA margin equals EBITDA divided by total revenues less total transaction expenses.*
## Organic Revenue Growth

### Solutions Segments

<table>
<thead>
<tr>
<th>All figures in US$ Millions</th>
<th>Current Period</th>
<th>Prior-year Period</th>
<th>Total Variance</th>
<th>Organic Impact</th>
<th>Other Impact (1)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>$M</td>
<td>%</td>
<td>$M</td>
<td>%</td>
</tr>
<tr>
<td><strong>2020 (2)</strong></td>
<td>1,795</td>
<td>1,613</td>
<td>182</td>
<td>11%</td>
<td>159</td>
</tr>
<tr>
<td><strong>2019 (2)</strong></td>
<td>1,613</td>
<td>1,471</td>
<td>142</td>
<td>10%</td>
<td>112</td>
</tr>
<tr>
<td><strong>2018 (2)</strong></td>
<td>1,471</td>
<td>1,294</td>
<td>177</td>
<td>14%</td>
<td>115</td>
</tr>
<tr>
<td><strong>2017</strong></td>
<td>1,530</td>
<td>1,449</td>
<td>81</td>
<td>6%</td>
<td>59</td>
</tr>
</tbody>
</table>

### Market Services Segment

<table>
<thead>
<tr>
<th>All figures in US$ Millions</th>
<th>Current Period</th>
<th>Prior-year Period</th>
<th>Total Variance</th>
<th>Organic Impact</th>
<th>Other Impact (1)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>$M</td>
<td>%</td>
<td>$M</td>
<td>%</td>
</tr>
<tr>
<td><strong>2020</strong></td>
<td>1,108</td>
<td>912</td>
<td>196</td>
<td>21%</td>
<td>191</td>
</tr>
<tr>
<td><strong>2019</strong></td>
<td>912</td>
<td>958</td>
<td>(46)</td>
<td>(5)%</td>
<td>(29)</td>
</tr>
<tr>
<td><strong>2018</strong></td>
<td>958</td>
<td>881</td>
<td>77</td>
<td>9%</td>
<td>75</td>
</tr>
<tr>
<td><strong>2017</strong></td>
<td>881</td>
<td>827</td>
<td>54</td>
<td>7%</td>
<td>(7)</td>
</tr>
</tbody>
</table>

### Total Company

<table>
<thead>
<tr>
<th>All figures in US$ Millions</th>
<th>Current Period</th>
<th>Prior-year Period</th>
<th>Total Variance</th>
<th>Organic Impact</th>
<th>Other Impact (1)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>$M</td>
<td>%</td>
<td>$M</td>
<td>%</td>
</tr>
<tr>
<td><strong>2020</strong></td>
<td>2,903</td>
<td>2,535</td>
<td>368</td>
<td>15%</td>
<td>350</td>
</tr>
<tr>
<td><strong>2019</strong></td>
<td>2,535</td>
<td>2,526</td>
<td>9</td>
<td>—%</td>
<td>83</td>
</tr>
<tr>
<td><strong>2018</strong></td>
<td>2,526</td>
<td>2,411</td>
<td>115</td>
<td>5%</td>
<td>188</td>
</tr>
<tr>
<td><strong>2017</strong></td>
<td>2,411</td>
<td>2,276</td>
<td>135</td>
<td>6%</td>
<td>52</td>
</tr>
</tbody>
</table>

Note: The sum of the percentage changes may not tie to the percent change in total variance due to rounding.

(1) Other impact includes acquisitions, divestitures and changes in FX rates.

(2) Revenues from the BWise enterprise governance, risk and compliance software platform which was sold in March 2019 and the Public Relations Solutions and Digital Media Services businesses which were sold in mid-April 2018 are included in Other Revenues for these periods and therefore not reflected above.
## Organic Revenue Growth

<table>
<thead>
<tr>
<th>Market Technology</th>
<th>Total Variance</th>
<th>Organic Impact</th>
<th>Other Impact (1)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Current Period</td>
<td>Prior-year Period</td>
<td>$M</td>
</tr>
<tr>
<td><strong>Market Technology</strong></td>
<td></td>
<td></td>
<td>$M</td>
</tr>
<tr>
<td>All figures in US$ Millions</td>
<td></td>
<td></td>
<td>$M</td>
</tr>
<tr>
<td>2020</td>
<td>357</td>
<td>338</td>
<td>19</td>
</tr>
<tr>
<td>2019</td>
<td>338</td>
<td>270</td>
<td>68</td>
</tr>
<tr>
<td>2018</td>
<td>270</td>
<td>247</td>
<td>23</td>
</tr>
<tr>
<td>2017 (4)</td>
<td>289</td>
<td>275</td>
<td>14</td>
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</table>

<table>
<thead>
<tr>
<th>Investment Intelligence</th>
<th>Total Variance</th>
<th>Organic Impact</th>
<th>Other Impact (1)</th>
</tr>
</thead>
<tbody>
<tr>
<td>All figures in US$ Millions</td>
<td>Current Period</td>
<td>Prior-year Period</td>
<td>$M</td>
</tr>
<tr>
<td>2020</td>
<td>908</td>
<td>779</td>
<td>129</td>
</tr>
<tr>
<td>2019</td>
<td>779</td>
<td>714</td>
<td>65</td>
</tr>
<tr>
<td>2018</td>
<td>714</td>
<td>588</td>
<td>126</td>
</tr>
<tr>
<td>2017</td>
<td>588</td>
<td>540</td>
<td>48</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Corporate Platforms</th>
<th>Total Variance</th>
<th>Organic Impact</th>
<th>Other Impact (1)</th>
</tr>
</thead>
<tbody>
<tr>
<td>All figures in US$ Millions</td>
<td>Current Period</td>
<td>Prior-year Period</td>
<td>$M</td>
</tr>
<tr>
<td>2020</td>
<td>530</td>
<td>496</td>
<td>34</td>
</tr>
<tr>
<td>2019</td>
<td>496</td>
<td>487</td>
<td>9</td>
</tr>
<tr>
<td>2018 (2)</td>
<td>528</td>
<td>501</td>
<td>27</td>
</tr>
<tr>
<td>2017 (3)</td>
<td>653</td>
<td>635</td>
<td>18</td>
</tr>
</tbody>
</table>

Note: The sum of the percentage changes may not tie to the percent change in total variance due to rounding.
(1) Other impact includes acquisitions, divestitures and changes in FX rates.
(2) Reflects the impact of our divestiture of the Public Relations Solutions and Digital Media Services businesses.
(3) Does not reflect the impact of our divestiture of the Public Relations Solutions and Digital Media Services businesses and the realignment of BWise.
(4) Does not reflect the realignment of BWise.
# Annualized Recurring Revenue<sup>¹</sup> (ARR)

<table>
<thead>
<tr>
<th>Segment</th>
<th>Included in Annualized Recurring Revenue (ARR)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Market Services</td>
<td>Trade Management Services business, excluding one-time service requests.</td>
</tr>
<tr>
<td>Corporate Platforms</td>
<td>U.S. and Nordic annual listing fees, IR and ESG products, including subscription contracts for IR Insight, Boardvantage and OneReport, and IR advisory services.</td>
</tr>
<tr>
<td>Investment Intelligence</td>
<td>Proprietary market data and index data subscriptions as well as subscription contracts for eVestment, Solovis, DWA tools and services, Nasdaq Fund Network and Quandl. Also includes guaranteed minimum on futures contracts within the Index business.</td>
</tr>
<tr>
<td>Market Technology²</td>
<td>Active Market Technology support and SaaS subscription contracts.</td>
</tr>
</tbody>
</table>

<sup>¹</sup>ARR for a given period is the annualized revenue derived from subscription contracts with a defined contract value. This excludes contracts that are not recurring, are one-time in nature, or where the contract value fluctuates based on defined metrics. ARR is currently one of our key performance metrics to assess the health and trajectory of our recurring business. ARR does not have any standardized definition and is therefore unlikely to be comparable to similarly titled measures presented by other companies. ARR should be viewed independently of revenue and deferred revenue and is not intended to be combined with or to replace either of those items. ARR is not a forecast and the active contracts at the end of a reporting period used in calculating ARR may or may not be extended or renewed by our customers.

<sup>²</sup>The Market Technology ARR of $416 million in the first quarter of 2021 includes $134 million of ARR associated with the acquisition of Verafin.
Disclaimers

Non-GAAP Information

In addition to disclosing results determined in accordance with U.S. GAAP, Nasdaq also discloses certain non-GAAP results of operations, including, but not limited to, non-GAAP net income attributable to Nasdaq, non-GAAP diluted earnings per share, non-GAAP operating income, non-GAAP operating expenses, and non-GAAP EBITDA, that include certain adjustments or exclude certain charges and gains that are described in the reconciliation table of U.S. GAAP to non-GAAP information provided at ir.nasdaq.com/Income-Statement-Trend-Summary-and-GAAP-to-Non-GAAP-Reconciliation. Management uses this non-GAAP information internally, along with U.S. GAAP information, in evaluating our performance and in making financial and operational decisions. We believe our presentation of these measures provides investors with greater transparency and supplemental data relating to our financial condition and results of operations. In addition, we believe the presentation of these measures is useful to investors for period-to-period comparisons of results as certain items do not reflect ongoing operating performance.

These measures are not in accordance with, or an alternative to, U.S. GAAP, and may be different from non-GAAP measures used by other companies. In addition, other companies, including companies in our industry, may calculate such measures differently, which reduces their usefulness as a comparative measure. Investors should not rely on any single financial measure when evaluating our business. This information should be considered as supplemental in nature and is not meant as a substitute for our operating results in accordance with U.S. GAAP. We recommend investors review the U.S. GAAP financial measures included in this presentation. When viewed in conjunction with our U.S. GAAP results and the accompanying reconciliations, we believe these non-GAAP measures provide greater transparency and a more complete understanding of factors affecting our business than U.S. GAAP measures alone.

We understand that analysts and investors regularly rely on non-GAAP financial measures, such as non-GAAP net income attributable to Nasdaq, non-GAAP diluted earnings per share, non-GAAP operating income and non-GAAP operating expenses to assess operating performance. We use these measures because they highlight trends more clearly in our business that may not otherwise be apparent when relying solely on U.S. GAAP financial measures, since these measures eliminate from our results specific financial items that have less bearing on our ongoing operating performance.

*Foreign exchange impact:* In countries with currencies other than the U.S. dollar, revenues and expenses are translated using monthly average exchange rates. Certain discussions in this release isolate the impact of year-over-year foreign currency fluctuations to better measure the comparability of operating results between periods. Operating results excluding the impact of foreign currency fluctuations are calculated by translating the current period’s results by the prior period’s exchange rates.
Disclaimers

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For Additional Investor Relations Information

Investor Relations Website:  
http://ir.nasdaq.com

Investor Relations Contact:  
Ed Ditmire, CFA  
Senior Vice President, Investor Relations  
(212) 401-8737  
ed.ditmire@nasdaq.com

Neil Stratton, CFA  
Associate Vice President, Investor Relations  
(212) 401-8769  
neil.stratton@nasdaq.com