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4280 Hacienda Drive

Pleasanton, California 94588
(Address of principal executive offices) (Zip Code)

(Registrant's telephone number, including area code) (925) 452-6500

(Former name, former address and former fiscal year, if changed since last report) N/A

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

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

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

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

As of November 30, 2018, there were 125,133,660 shares of the Registrant's Class A common stock outstanding and 20,167,850 shares of the Registrant's Class B common stock outstanding.

VEEVA SYSTEMS INC.

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SPECIAL NOTE REGARDING FORWARD-LOOKING STATEMENTS

This report contains forward-looking statements that are based on our beliefs and assumptions and on information currently available to us. Forward-looking statements include information concerning our possible or assumed future results of operations and expenses, business strategies and plans, trends, market sizing, competitive position, industry environment, potential growth opportunities and product capabilities, among other things. Forward-looking statements include all statements that are not historical facts and, in some cases, can be identified by terms such as “aim,” “anticipates,” “believes,” “could,” “estimates,” “expects,” “goal,” “intends,” “may,” “plans,” “potential,” “predicts,” “projects,” “strive,” “will,” “would” or similar expressions and the negatives of those terms.

Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements, including those described in “Risk Factors,” “Management’s Discussion and Analysis of Financial Condition and Results of Operations,” and elsewhere in this report. Given these uncertainties, you should not place undue reliance on these forward-looking statements.

Any forward-looking statement made by us in this report speaks only as of the date on which it is made. Except as required by law, we disclaim any obligation to update these forward-looking statements publicly, or to update the reasons actual results could differ materially from those anticipated in these forward-looking statements, even if new information becomes available in the future.

As used in this report, the terms “Veeva,” the “Company,” “Registrant,” “we,” “us,” and “our” mean Veeva Systems Inc. and its subsidiaries unless the context indicates otherwise.

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PART I. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS.
VEEVA SYSTEMS INC.

CONDENSED CONSOLIDATED BALANCE SHEETS

(In thousands, except number of shares and par value)

	October 31, 2018	January 31, 2018 *As adjusted
	(Unaudited)	
Assets		
Current assets:		
Cash and cash equivalents	\$ 467,643	\$ 320,183
Short-term investments	584,283	441,779
Accounts receivable, net of allowance for doubtful accounts of \$491 and \$345, respectively	90,053	224,668
Unbilled accounts receivable	19,989	13,348
Prepaid expenses and other current assets	21,226	12,443
Total current assets	1,183,194	1,012,421
Property and equipment, net	53,614	52,284
Deferred costs, net	28,035	30,306
Goodwill	95,804	95,804
Intangible assets, net	26,188	31,490
Deferred income taxes, noncurrent	3,468	2,222
Other long-term assets	6,978	5,806
Total assets	\$ 1,397,281	\$ 1,230,333
Liabilities and stockholders' equity		
Current liabilities:		
Accounts payable	\$ 10,859	\$ 6,944
Accrued compensation and benefits	14,515	17,054
Accrued expenses and other current liabilities	12,091	13,152
Income tax payable	3,092	2,080
Deferred revenue	196,159	266,939
Total current liabilities	236,716	306,169
Deferred income taxes, noncurrent	14,143	10,949
Other long-term liabilities	8,117	6,977
Total liabilities	258,976	324,095
Commitments and contingencies (Note 12)		
Stockholders' equity:		
Class A common stock, \$0.00001 par value; 800,000,000 shares authorized,	1	1

124,897,004 and 117,246,735 issued and outstanding at October 31, 2018 and

January 31, 2018, respectively

Class B common stock, \$0.00001 par value; 190,000,000 shares authorized,

20,171,413 and 24,822,661 issued and outstanding at October 31, 2018 and January 31,

2018, respectively

	—	—
Additional paid-in capital	591,497	515,272
Accumulated other comprehensive income	(1,239)	1,600
Retained earnings	548,046	389,365
Total stockholders' equity	1,138,305	906,238
Total liabilities and stockholders' equity	\$ 1,397,281	\$ 1,230,333

See Notes to Condensed Consolidated Financial Statements.

* See note 1 of the notes to the condensed consolidated financial statements for a summary of adjustments.

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VEEVA SYSTEMS INC.

CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(In thousands, except per share data)

	Three months ended		Nine months ended	
	October 31, 2018	2017 *As adjusted	October 31, 2018	2017 *As adjusted
Revenues:				
Subscription services	\$178,214	\$142,802	\$503,809	\$407,483
Professional services and other	46,517	34,206	126,078	97,092
Total revenues	224,731	177,008	629,887	504,575
Cost of revenues(1):				
Cost of subscription services	28,335	27,758	87,394	80,696
Cost of professional services and other	33,039	25,476	93,361	71,815
Total cost of revenues	61,374	53,234	180,755	152,511
Gross profit	163,357	123,774	449,132	352,064
Operating expenses(1):				
Research and development	40,001	34,035	116,024	95,024
Sales and marketing	37,699	31,892	110,306	94,103
General and administrative	22,563	15,352	62,934	43,512
Total operating expenses	100,263	81,279	289,264	232,639
Operating income	63,094	42,495	159,868	119,425
Other income, net	4,606	1,359	10,087	4,808
Income before income taxes	67,700	43,854	169,955	124,233
Provision for income taxes	3,615	8,929	11,274	13,710
Net income	\$64,085	\$34,925	\$158,681	\$110,523
Net income attributable to Class A and Class B common				
stockholders, basic and diluted	\$64,085	\$34,925	\$158,681	\$110,523
Net income per share attributable to Class A and Class B common				
stockholders:				
Basic	\$0.44	\$0.25	\$1.10	\$0.79
Diluted	\$0.41	\$0.23	\$1.02	\$0.72
Weighted-average shares used to compute net income per share				
attributable to Class A and Class B common stockholders:				
Basic	144,737	140,857	143,765	139,858
Diluted	156,025	154,256	155,706	153,409
Other comprehensive income:				

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Net change in unrealized gain (losses) on available-for-sale investments	\$33	\$(243)	\$695	\$(315)
Net change in cumulative foreign currency translation gain (loss)	(1,153)	(6)	(3,534)	1,226
Comprehensive income	\$62,965	\$34,676	\$155,842	\$111,434

(1) Includes stock-based compensation as follows:

Cost of revenues:				
Cost of subscription services	\$405	\$377	\$1,166	\$1,095
Cost of professional services and other	2,782	2,288	7,767	6,110
Research and development	5,820	4,765	16,282	12,916
Sales and marketing	4,825	4,130	13,743	12,150
General and administrative	6,086	2,458	17,689	6,915
Total stock-based compensation	\$19,918	\$14,018	\$56,647	\$39,186

See Notes to Condensed Consolidated Financial Statements.

* See note 1 of the notes to the condensed consolidated financial statements for a summary of adjustments.

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VEEVA SYSTEMS INC.

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

(In thousands)

	Three months ended		Nine months ended	
	October 31, 2018	October 31, 2017	October 31, 2018	October 31, 2017
		* As adjusted		* As adjusted
	(Unaudited)			
Cash flows from operating activities				
Net income	\$64,085	\$34,925	\$158,681	\$