UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the **Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): May 9, 2023

Amplitude, Inc.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)

001-40817 (Commission File Number) 201 Third Street, Suite 200

45-3937349 (IRS Employer Identification Number)

San Francisco, California 94103

(Address of Frincipal Executive Offices) (Zip Gode)							
Registrant's telephone number, including area code: (415) 231-2353							
Not Applicable (Former name or former address, if changed since last report)							
Check the approof		ously satisfy the filing obligation of the registrant under any of the					
□ Wr	itten communications pursuant to Rule 425 under the Securities A	Act (17 CFR 230.425)					
□ Sol	iciting material pursuant to Rule 14a-12 under the Exchange Act	t (17 CFR 240.14a-12)					
□ Pre	e-commencement communications pursuant to Rule 14d-2(b) under	der the Exchange Act (17 CFR 240.14d-2(b))					
□ Pre	-commencement communications pursuant to Rule 13e-4(c) unde	ler the Exchange Act (17 CFR 240.13e-4(c))					
Securities regist	ered pursuant to Section 12(b) of the Act:						
Class A Comn	Title of each class Trading S non Stock, \$0.00001 par value per share AMP						
	ck mark whether the registrant is an emerging growth company as e 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of thi	as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this his chapter).					
		Emerging growth company	y 🗆				
	growth company, indicate by check mark if the registrant has electrical accounting standards provided pursuant to Section 13(a) of the	cted not to use the extended transition period for complying with any nethe Exchange Act. $\ \Box$	Ψ				

Item 2.02 Results of Operations and Financial Condition.

On May 9, 2023, Amplitude, Inc. (the "Company") issued a press release announcing its financial results for the three months ended March 31, 2023 (the "Press Release"). A copy of the Press Release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information furnished under this Item 2.02, including Exhibit 99.1, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference into any other filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing, except as expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No. Description

99.1 Press Release, dated May 9, 2023, issued by Amplitude, Inc.

104 Cover Page Interactive Data File (the cover page XBRL tags are embedded within the inline XBRL document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: May 9, 2023

AMPLITUDE, INC.

By: /s/ Christopher Harms

Name: Christopher Harms Title: Chief Financial Officer

Amplitude Announces First Quarter 2023 Financial Results

- First quarter revenue of \$66.5 million, up 25% year-over-year
- Number of paying customers grew 28% year-over-year to 2,175
- Dollar-based Net Retention Rate (NRR) was 106%, with trailing twelve-month NRR of 114%

San Francisco, CA – May 9, 2023 – Amplitude, Inc. (Nasdaq: AMPL), a leading digital analytics platform, today announced financial results for its first quarter ended March 31, 2023.

"Every business with a digital product needs digital analytics," said Spenser Skates, CEO and co-founder of Amplitude. "Amplitude is just scratching the surface of that opportunity, and we're systematically upleveling every part of our business to set us up for success long term. We're now better positioned to navigate the current environment while fully leaning into the opportunities ahead."

First Quarter 2023 Financial Highlights:

(in millions, except per share and percentage amounts)

	First Quarter 2023	First Quarter 2022	Y/Y Change
Revenue	\$66.5	\$53.1	25%
Annual Recurring Revenue	\$262	\$209	25%
GAAP Loss from Operations	\$(29.2)	\$(22.0)	\$(7.2)
Non-GAAP Loss from Operations	\$(7.9)	\$(7.7)	\$(0.2)
GAAP Net Loss Per Share	\$(0.23)	\$(0.20)	\$(0.03)
Non-GAAP Net Loss Per Share	\$(0.04)	\$(0.07)	\$0.03
Net Cash Used in Operating Activities	\$(5.1)	\$(8.3)	\$3.2
Free Cash Flow	\$(5.8)	\$(9.6)	\$3.8
Remaining Performance Obligations	\$240.4	\$194.4	24%
Current Remaining Performance Obligations	\$191.5	\$149.6	28%

Non-GAAP loss from operations and non-GAAP net loss per share exclude expenses related to stock-based compensation expense and related employer payroll taxes, amortization of acquired intangible assets, and non-recurring costs. Stock-based compensation expense and related employer payroll taxes were \$20.9 million in the first quarter of 2023 compared to \$13.8 million in the first quarter of 2022. This increase was primarily driven by increases in employee headcount. Free cash flow is GAAP net cash used in operating activities, less cash used for purchases of property and equipment and capitalized internal-use software costs. The section titled "Non-GAAP Financial Measures" below contains a description of the non-GAAP financial measures and reconciliations between historical GAAP and non-GAAP information are contained in the tables below.

First Quarter and Recent Business Highlights:

- Number of paying customers grew 28% year-over-year to 2,175.
- Annual Recurring Revenue was \$262 million, an increase of 25% year-over-year and an increase of \$7 million compared to the fourth guarter of 2022.
- Dollar-based Net Retention Rate for the trailing twelve months was 114% as of March 31, 2023, compared to 126% as of March 31, 2022.
- Dollar-based Net Retention Rate was 106% as of March 31, 2023, compared to 127%, as of March 31, 2022.
- Amplitude hired Nathaniel Crook as the Company's Chief Revenue Officer.

Financial Outlook:

The second quarter and full year 2023 outlook information provided below is based on Amplitude's current estimates and is not a guarantee of future performance. These statements are forward-looking and actual results may differ materially. Refer to the "Forward-Looking Statements" section below for information on the factors that could cause Amplitude's actual results to differ materially from these forward-looking statements.

For the second guarter and full year 2023, the Company expects:

	Second Quarter 2023	Full Year 2023
Revenue	\$66.5 - \$67.2 million	\$266.0 - \$269.0 million
Non-GAAP Operating Loss	\$(1.1) - \$(0.6) million	\$(8.4) - \$(6.0) million
Non-GAAP Net Income Per Share	\$0.01 - \$0.02	\$0.02 - \$0.04
Weighted Average Shares Outstanding	116.5 million	117.5 million

The impact of restructuring charges, which include employee severance and termination benefits, are excluded from our non-GAAP operating income and non-GAAP net income per common share business outlook.

An outlook for GAAP loss from operations, GAAP operating margin, GAAP net income, GAAP income per share and a reconciliation of expected non-GAAP loss from operations to GAAP loss from operations, expected non-GAAP operating margin to GAAP operating margin, expected non-GAAP net income to GAAP net income, and expected non-GAAP net income per share to GAAP net income per share have not been provided as the quantification of certain items included in the calculation of GAAP loss from operations, GAAP operating margin, GAAP net income and GAAP net income per share cannot be reasonably calculated or predicted at this time without unreasonable efforts. For example, the non-GAAP adjustment for stock-based compensation expense requires additional inputs such as the number and value of awards granted that are not currently ascertainable, and the non-GAAP adjustment for amortization of acquired intangible assets depends on the timing and value of intangible assets acquired that cannot be accurately forecasted.

Conference Call Information:

Amplitude will host a live video webcast to discuss its financial results for its first quarter ended March 31, 2023, as well as the financial outlook for its second quarter and full year 2023 today at 2:00 PM Pacific Time / 5:00 PM Eastern Time. Interested parties may access the webcast, earnings press release, and investor presentation on the events section of Amplitude's investor relations website at investors.amplitude.com. A replay will be available in the same location a few hours after the conclusion of the live webcast.

Forward-Looking Statements:

This press release contains express and implied "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, including statements regarding the Company's financial outlook for the second quarter and full year 2023, the Company's growth strategy and business aspirations and its market position and market opportunity. These statements are often, but not always, made through the use of words or phrases such as "may," "should," "could," "predict," "potential," "believe," "expect," "continue," "will," "anticipate," "seek," "estimate," "intend," "plan," "projection," "would," and "outlook," or the negative version of those words or phrases or other comparable words or phrases of a future or forward-looking nature. These forward-looking statements are not

statements of historical fact, and are based on current expectations, estimates, and projections about the Company's industry as well as certain assumptions made by management, many of which, by their nature, are inherently uncertain and beyond the Company's control. These statements are subject to numerous uncertainties and risks that could cause actual results, performance, or achievement to differ materially and adversely from those anticipated or implied in the statements, including risks related to: the Company's limited operating history and rapid growth over the last several years, which makes it difficult to forecast the Company's future results of operations; the Company's history of losses; any decline in the Company's customer retention or expansion of its commercial relationships with existing customers or an inability to attract new customers; expected fluctuations in the Company's financial results, making it difficult to project future results; the Company's focus on sales to larger organizations and potentially increased dependency on those relationships, which may increase the variability of the Company's sales cycles and results of operations; downturns or upturns in new sales, which may not be immediately reflected in the Company's results of operations and may be difficult to discern; unfavorable conditions in the Company's industry or the global economy, or reductions in information technology spending, which could limit the Company's ability to grow its business; the Company's recent restructuring plan, which may not result in anticipated savings or operational efficiencies and could result in total costs and expenses that are greater than expected; the market for SaaS applications, which may develop more slowly than the Company expects or decline; the Company's intellectual property rights, which may not protect its business or provide the Company with a competitive advantage; and evolving privacy and other data-related laws. Additional risks and uncertainties that could cause actual outcomes and results to differ materially from those contemplated by the forward-looking statements are or will be included under the caption "Risk Factors" and elsewhere in the reports and other documents that the Company files with the Securities and Exchange Commission (the "SEC") from time to time, including the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2022, which was filed with the SEC on February 16, 2023, and the Company's Quarterly Report on Form 10-Q, which is being filed with the SEC at or around the date hereof. The forward-looking statements made in this press release relate only to events as of the date on which the statements are made. The Company undertakes no obligation to update any forward-looking statements made in this press release to reflect events or circumstances after the date of this press release or to reflect new information or the occurrence of unanticipated events, except as required by law.

Non-GAAP Financial Measures:

This press release includes financial information that has not been prepared in accordance with GAAP. The Company uses non-GAAP financial measures internally in analyzing its financial results and believes they are useful to investors, as a supplement to GAAP measures, in evaluating the Company's ongoing operational performance. The Company believes that the use of these non-GAAP financial measures provides an additional tool for investors to use in evaluating ongoing operating results and trends and in comparing the Company's financial results with other companies in the industry, many of which present similar non-GAAP financial measures to investors. There are a number of limitations related to the use of non-GAAP financial measures versus comparable financial measures determined under GAAP. For example, other companies in the Company's industry may calculate these non-GAAP financial measures differently or may use other measures to evaluate their performance. In addition, free cash flow does not reflect the Company's future contractual commitments and the total increase or decrease of its cash balance for a given period.

Non-GAAP financial measures should not be considered in isolation from, or as a substitute for, financial information prepared in accordance with GAAP. A reconciliation of the Company's non-GAAP financial measures to their most directly comparable GAAP measures has been provided in the financial statement tables included below in this press release. Investors are encouraged to review the reconciliation of these non-GAAP financial measures to their most directly comparable GAAP financial measures below.

Non-GAAP Gross Profit, Non-GAAP Gross Margin, Non-GAAP Operating Expenses, Non-GAAP Loss from Operations, Non-GAAP Operating Margin, Non-GAAP Net Loss, and Non-GAAP Net Loss per Share.

The Company defines these non-GAAP financial measures as their respective GAAP measures, excluding expenses related to stock-based compensation expense and related employer payroll taxes, amortization of acquired intangible assets, and non-recurring costs. The Company excludes stock-based compensation expense and related employer payroll taxes, which is a non-cash expense, from certain of its non-GAAP financial measures because it believes that excluding this item provides meaningful supplemental information regarding operational performance. The Company excludes amortization of intangible assets, which is a non-cash expense, related to business combinations from certain of its non-GAAP financial measures because such expenses are related to business combinations and have no direct correlation to the operation of the Company's business. Although the Company excludes these expenses from certain non-GAAP financial measures, the revenue from acquired companies subsequent to the date of acquisition is reflected in these measures and the acquired intangible assets contribute to the Company's revenue generation. The Company excludes non-recurring costs from certain of its non-GAAP financial measures because such expenses do not repeat period over period and are not reflective of the ongoing operation of the Company's business.

The Company uses non-GAAP gross profit, non-GAAP gross margin, non-GAAP operating expenses, non-GAAP loss from operations, non-GAAP operating margin, non-GAAP net loss, and non-GAAP net loss per share in conjunction with its traditional GAAP measures to evaluate the Company's financial performance. The Company believes that these measures provide its management, board of directors, and investors consistency and comparability with its past financial performance and facilitates period-to-period comparisons of operations.

Free Cash Flow and Free Cash Flow Margin. The Company defines free cash flow as net cash used in operating activities, less cash used for purchases of property and equipment and capitalized internal-use software costs. Free cash flow margin is calculated as free cash flow divided by total revenue. The Company believes that free cash flow and free cash flow margin are useful indicators of liquidity that provides its management, board of directors, and investors with information about its future ability to generate or use cash to enhance the strength of its balance sheet and further invest in its business and pursue potential strategic initiatives.

Definitions of Business Metrics:

Annual Recurring Revenue

The Company defines Annual Recurring Revenue ("ARR") as the annual recurring revenue of subscription agreements, including certain premium professional services that are subject to contractual subscription terms, at a point in time based on the terms of customers' contracts. ARR should be viewed independently of revenue, and does not represent the Company's GAAP revenue on an annualized basis, as it is an operating metric that can be impacted by contract start and end dates and renewal rates. ARR is also not intended to be a forecast of revenue.

Dollar-based net retention rate

The Company calculates dollar-based net retention rate as of a period end by starting with the ARR from the cohort of all customers as of 12 months prior to such period-end (the "Prior Period ARR"). The Company then calculates the ARR from these same customers as of the current period-end (the "Current Period ARR"). Current Period ARR includes any expansion and is net of contraction or attrition over the last 12 months, but excludes ARR from new customers as well as any overage charges in the current period. The Company then divides the total Current Period ARR by the total Prior Period ARR to arrive at the dollar-based net retention rate ("NRR"). The Company then calculates the weighted average of the trailing 12-month dollar-based net retention rates, to arrive at the dollar-based net retention rate ("NRR (TTM)").

About Amplitude

Amplitude is a leading digital analytics platform that helps companies unlock the power of their products. Almost 2,200 customers, including Atlassian, Jersey Mike's, NBCUniversal, Shopify, and Under Armour, rely on Amplitude to gain self-service visibility into the entire customer journey. Amplitude guides companies every step of the way as they capture data they can trust, uncover clear insights about customer behavior, and take faster action. When teams understand how people are using their products, they can deliver better product experiences that drive growth. Amplitude is the best-in-class analytics solution for product, data, and marketing teams, ranked #1 in multiple categories in G2's 2023 Spring Report. Learn how to optimize your digital products and business at amplitude.com.

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AMPLITUDE, INC. CONDENSED CONSOLIDATED BALANCE SHEETS (In thousands)

		March 31, 2023 (unaudited)		ecember 31, 2022
Assets				
Current assets:				
Cash and cash equivalents	\$	214,062	\$	218,494
Marketable securities, current		53,232		11,971
Accounts receivable, net		30,581		22,716
Prepaid expenses and other current assets		17,476		20,335
Deferred commissions, current		11,275		10,918
Total current assets		326,626		284,434
Marketable securities, noncurrent		30,878		71,217
Property and equipment, net		9,838		9,408
Intangible assets, net		1,557		2,022
Goodwill		4,073		4,073
Deferred commissions, noncurrent		25,129		25,799
Restricted cash, noncurrent		858		855
Operating lease right-of-use assets		8,690		9,593
Other noncurrent assets		4,882		6,354
Total assets	\$	412,531	\$	413,755
Liabilities and Stockholders' Equity	-			
Current liabilities:				
Accounts payable	\$	3,699	\$	490
Accrued expenses		19,634		18,699
Deferred revenue		89,348		89,993
Total current liabilities		112,681		109,182
Operating lease liabilities, noncurrent		6,109		7,093
Noncurrent liabilities		2,521		2,511
Total liabilities		121,311		118,786
Stockholders' equity:				
Common stock		1		1
Additional paid-in capital		591,183		568,889
Accumulated other comprehensive loss		(482)		(754)
Accumulated deficit		(299,482)		(273,167)
Total stockholders' equity		291,220		294,969
Total liabilities and stockholders' equity	\$	412,531	\$	413,755

CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS (In thousands, except per share amounts) (unaudited)

	Three Months Ended March 31,			/larch 31,	
		2023	2022		
		(unaudited)	(u	inaudited)	
Revenue	\$	66,477	\$	53,065	
Cost of revenue (1)		19,187		16,063	
Gross profit		47,290		37,002	
Operating expenses:					
Research and development (1)		23,708		16,501	
Sales and marketing (1)		39,133		28,130	
General and administrative (1)		13,622		14,362	
Total operating expenses		76,463		58,993	
Loss from operations		(29,173)		(21,991)	
Other income (expense), net		3,138		86	
Loss before provision for (benefit from) income taxes		(26,035)		(21,905)	
Provision for (benefit from) income taxes		280		315	
Net loss	\$	(26,315)	\$	(22,220)	
Net loss per share					
Basic and diluted	\$	(0.23)	\$	(0.20)	
Weighted-average shares used in calculating net loss per share:					
Basic and diluted		114,369		109,553	
(1) Amounts include stock-based compensation expense as follows:					
(1) Amounts include stock-based compensation expense as follows.		Three Months E	nded N	/larch 31,	
		2023		2022	
Cost of revenue	\$	1,792	\$	922	
Research and development	Ψ	8,579	Φ	4,284	
Sales and marketing		6,368		3,240	
General and administrative		3,218		5,057	
Total stock-based compensation expense	\$	19,957	\$	13,503	
Total Stock-based compensation expense	Ψ	13,337	Ψ	13,303	

AMPLITUDE, INC. CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (In thousands) (unaudited)

	_ т	Three Months Ended March 31,		
		2023		2022
	(u	naudited)	(ι	ınaudited)
Cash flows from operating activities:				
Net loss	\$	(26,315)	\$	(22,220)
Adjustments to reconcile net loss to net cash used in operating activities				
Depreciation and amortization		1,349		901
Stock-based compensation expense		19,957		13,503
Other		(245)		118
Non-cash operating lease costs		985		809
Changes in operating assets and liabilities:				
Accounts receivable		(8,145)		(2,905)
Prepaid expenses and other current assets		2,753		(2,460)
Deferred commissions		312		(2,391)
Other noncurrent assets		1,472		(836)
Accounts payable		3,122		(1,328)
Accrued expenses		1,043		2,946
Deferred revenue		(645)		5,843
Operating lease liabilities		(704)		(269)
Net cash used in operating activities		(5,061)		(8,289)
Cash flows from investing activities:				
Purchase of property and equipment		(329)		(713)
Capitalization of internal-use software costs		(448)		(594)
Net cash used in investing activities		(777)		(1,307)
Cash flows from financing activities:				
Proceeds from the exercise of stock options		1,687		3,989
Cash received for tax withholding obligations on equity award settlements		6,325		7,342
Cash paid for tax withholding obligations on equity award settlements		(5,955)		(8,758)
Repurchase of unvested stock options		(648)		<u> </u>
Net cash provided by financing activities		1,409		2,573
Net increase (decrease) in cash, cash equivalents, and restricted cash		(4,429)	-	(7,023)
Cash, cash equivalents, and restricted cash at beginning of the period		219,349		308,295
Cash, cash equivalents, and restricted cash at end of the period	\$	214,920	\$	301,272

AMPLITUDE, INC. Reconciliation of GAAP to Non-GAAP Data (In thousands, except percentages and per share amounts) (unaudited)

Three Months Ended March 31,			
	2022		
290 \$	37,002		
'92	922		
122	489		
504 \$	38,413		
1.1 %	69.7 %		
3.3%	2.7%		
4.5 %	72.4 %		
'08 \$	16,501		
033)	(4,482)		
575 [°] \$	12,019		
5.7%	31.1%		
2.1%	22.6%		
.33 \$	28,130		
581)	(3,233)		
152 \$	24,897		
8.9%	53.0%		
8.8%	46.9%		
522 \$	14,362		
348)	(5,140)		
274 \$	9,222		
0.5%	27.1%		
5.5%	17.4%		
.73) \$	(21,991)		
354	13,776		
122	489		
<u>\$</u> 97)	(7,726)		
3.9%)	(41.4%		
2.0%	26.9 %		
1.9%)	(14.6 %		
315) \$	(22,220)		
354	13,776		
122	489		
)39) \$	(7,955)		
<u> </u>			
.23) \$	(0.20)		
.19	0.13		
.04) \$	(0.07)		
. <u>0+</u>) <u> </u>	(0.07)		
869	109,553		
	<u> </u>		

AMPLITUDE, INC. Reconciliation of GAAP Cash Flows from Operations to Free Cash Flow (In thousands, except for percentages) (unaudited)

	Three Months I	Ended I	March 31,
	 2023		2022
Net cash used in operating activities	\$ (5,061)	\$	(8,289)
Less:			
Purchases of property and equipment	(329)		(713)
Capitalization of internal-use software costs	(448)		(594)
Free cash flow	\$ (5,838)	\$	(9,596)
Net cash used in operating activities margin	 (7.6 %)		(15.6 %)
Non-GAAP adjustments	(1.2%)		(2.5%)
Free cash flow margin	(8.8 %)		(18.1 %)

Note: Certain figures may not sum due to rounding

AMPLITUDE, INC. Historicals - Key Business Metrics (In millions, except for percentages) (unaudited)

Months	

	March 31, 2021		June 30, 2021	S	eptember 30, 2021		December 3 2021	1,	1	March 31, 2022	,	June 30, 2022	Se	ptember 30, 2022		December 31, 2022		March 31, 2023	_
Annual Recurring Revenue (ARR)	\$ 137	\$	161	\$	179	\$		197	\$	209	\$	227	\$	243	\$	255	\$	262	2
Dollar-based Net Retention Rate (NRR)	118	%	128 9	6	128 %	6		130 9	%	127 9	6	118 %)	113 9	%	110 %	6	106	6 %
Dollar-based Net Retention Rate (NRR TTM)	118	%	119 9	6	121 %	6		123 9	%	126 9	6	126 %)	123 9	%	119 %	6	114	4 %