



SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13A-16 OR 15D-16 OF  
THE SECURITIES EXCHANGE ACT OF 1934

For the month of November 2017 (Report No. 1)

Commission File Number: 0-27466

NICE LTD.

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(Translation of Registrant's Name into English)

13 Zarchin Street, P.O. Box 690, Ra'anana 4310602, Israel

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(Address of Principal Executive Offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): \_\_\_\_\_

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): \_\_\_\_\_

THE GAAP FINANCIAL STATEMENTS ATTACHED TO THE PRESS RELEASE ATTACHED HERETO AS EXHIBIT 99.1 OF THIS REPORT ON FORM 6-K ARE HEREBY INCORPORATED BY REFERENCE INTO NICE LTD.'S ("NICE") REGISTRATION STATEMENTS ON FORM S-8 (REGISTRATION STATEMENT NOS. 333-166364, 333-168100, 333-171165, 333-162795, 333-162110, 333-06784, 333-08146, 333-11842, 333-09350, 333-11154, 333-11112, 333-11113, 333-134355, 333-144589, 333-145981, 333-153230, 333-177510, 333-179408, 333-181375, 333-191176, 333-199904, 333-210341, 333-210343, 333-210344 and 333-214584), AND TO BE A PART THEREOF FROM THE DATE ON WHICH THIS REPORT IS SUBMITTED, TO THE EXTENT NOT SUPERSEDED BY DOCUMENTS OR REPORTS SUBSEQUENTLY FILED OR FURNISHED.

## CONTENTS

This Report on Form 6-K of NICE consists of the following documents, which are attached hereto and incorporated by reference herein:

- 99.1 Press Release: NICE Exceeds Revenue Guidance with 36% Growth Driven by Continued Strong Cloud Momentum for the Third Quarter 2017, Dated November 2, 2017

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned, thereunto duly authorized.

### NICE-SYSTEMS LTD.

By: /s/ Yechiam Cohen  
Name: Yechiam Cohen  
Title: Corporate VP Finance

Dated November 2, 2017

## **EXHIBIT INDEX**

- 99.1 Press Release: NICE Exceeds Revenue Guidance with 36% Growth Driven by Continued Strong Cloud Momentum for the Third Quarter 2017, Dated November 2, 2017

# NICE Exceeds Revenue Guidance with 36% Growth Driven by Continued Strong Cloud Momentum for the Third Quarter 2017

*Recurring Revenue Accounted for Nearly 70% of Total Revenue*

*Cash Flow from Operations for the First Three Quarters of 2017 Exceeds \$300 Million*

Hoboken, New Jersey, November 2, 2017 - NICE (NASDAQ: NICE) today announced results for the third quarter 2017 ended September 30, 2017.

## **Third Quarter 2017 Financial Highlights**

<b>GAAP</b>	<b>Non-GAAP</b>
<i>Revenue growth of 36% year-over-year</i>	<i>Revenue growth of 36% year-over-year</i>
<i>Gross profit increased 30% year-over-year to \$207 million</i>	<i>Gross profit increased 34% year-over-year to \$233 million</i>
<i>Operating income of \$33 million, down 8% year-over-year</i>	<i>Operating income of \$78 million, up 22% year-over-year</i>
<i>Operating margin of 10.3% compared to 15.2% last year</i>	<i>Operating margin of 24.0% compared to 26.7% last year</i>
<i>Diluted EPS from continuing operations of \$0.42 versus \$0.53 last year, down 21% year-over-year</i>	<i>Diluted EPS from continuing operations of \$0.95 versus \$0.83 last year, up 14% year-over-year</i>
<i>Cash flow from operations increased 155% year-over-year to \$106 million</i>	

"We are pleased to report another excellent quarter as all four of our strategic pillars - omni-channel, cloud, analytics and artificial intelligence - are powering the strong momentum we are seeing in our business. These pillars have given us the ability to address a much larger market, further widen our industry lead and drive a meaningful shift in market share," said Barak Eilam, CEO of NICE.

Mr. Eilam continued, "In the third quarter, recurring revenue accounted for nearly 70% of total revenue and we saw a double-digit sequential increase in cloud revenue compared to the second quarter of 2017. These solid results were bolstered by CXone, which is the industry's first fully integrated, open, customer experience cloud platform for companies of all sizes. Since the launch of CXone, which happened just three months ago, we are now addressing cloud opportunities in all market segments, and even more so in the higher end of the market, and our pipeline is rapidly building. Moreover, we have seen strong growth in our CXone DEVone partner ecosystem, now encompassing over 80 partners, providing further evidence of market acceptance of our platform."

### **GAAP Financial Highlights for the Third Quarter Ended September 30:**

*The following GAAP financial data, excluding cash flow and cash balance, are from continuing operations, which exclude the results of the Intelligence and the Physical Security divisions for both 2017 and 2016.*

**Revenues:** Third quarter 2017 total revenues increased 36.1% to \$322.8 million compared to \$237.2 million for the third quarter of 2016.

**Gross Profit:** Third quarter 2017 gross profit increased to \$207.4 million compared to \$159.1 million for the third quarter of 2016, and gross margin was 64.3% compared to 67.1% for the third quarter of 2016.

**Operating Income:** Third quarter 2017 operating income was \$33.1 million compared to \$36.0 million for the third quarter of 2016, and operating margin was 10.3% compared to 15.2% for the third quarter of 2016.

**Net Income from Continuing Operations:** Third quarter 2017 net income and net margin were \$26.2 million and 8.1%, respectively, compared to \$32.4 million and 13.7%, respectively, for the third quarter of 2016.

**Fully Diluted Earnings Per Share from Continuing Operations:** Fully diluted earnings per share for the third quarter of 2017 were \$0.42, compared to \$0.53 in the third quarter of 2016.

**Operating Cash Flow and Cash Balance:** Third quarter 2017 operating cash flow was \$105.8 million. In the third quarter, \$4.3 million was used for share repurchases. As of September 30, 2017, total cash and cash equivalents, short term investments and marketable securities were \$494.1 million, and total debt was \$445.6 million net of issuance costs and the equity component associated with our convertible debt.

### **Non-GAAP Financial Highlights for the Third Quarter Ended September 30:**

*The following non-GAAP financial data are from continuing operations, which exclude the results of the Intelligence and the Physical Security divisions for both 2017 and 2016.*

**Revenues:** Third quarter 2017 non-GAAP total revenues were \$326.8 million, up 36.0% from \$240.3 million for the third quarter of 2016.

**Gross Profit:** Third quarter 2017 non-GAAP gross profit increased to \$232.5 million compared to \$173.6 million for the third quarter of 2016, and non-GAAP gross margin was 71.2%, compared to 72.2% for the third quarter of 2016.

**Operating Income:** Third quarter 2017 non-GAAP operating income increased to \$78.3 million compared to \$64.2 million for the third quarter of 2016, and non-GAAP operating margin was 24.0% compared to 26.7% for the third quarter of 2016.

**Net Income from Continuing Operations:** Third quarter 2017 non-GAAP net income increased to \$58.9 million compared to \$50.7 million for the third quarter of 2016, and non-GAAP net income margin was 18.0% compared to 21.1% for the third quarter of 2016.

**Fully Diluted Earnings Per Share from Continuing Operations:** Third quarter 2017 non-GAAP fully diluted earnings per share increased 14.5% to \$0.95, compared to \$0.83 for the third quarter of 2016.

### **Full Year 2017 Guidance:**

For the full year 2017, due to better visibility, the Company is narrowing the expected ranges and increasing the expected midpoints of non-GAAP revenue and non-GAAP earnings per share guidance.

Full year 2017 non-GAAP revenue guidance is expected to be in a range of \$1,338 million to \$1,350 million and the expected midpoint of non-GAAP revenue guidance increased to \$1,344 million. Full year 2017 non-GAAP earnings per share guidance is expected to be in a range of \$4.00 to \$4.10 and the expected midpoint of non-GAAP earnings per share guidance increased to \$4.05.

## **Quarterly Results Conference Call**

NICE management will host its earnings conference call today, November 2<sup>nd</sup>, 2017 at 8:30 AM ET, 12:30 GMT, 14:30 Israel, to discuss the results and the company's outlook. To participate in the call, please dial in to the following numbers: United States 1-866-804-8688 or +1-718-354-1175, International +44(0)1296-480-100, United Kingdom 0-800-783-0906, Israel 1-809-344-364. The Passcode is 351 941 47. Additional access numbers can be found at [http://www.btconferencing.com/globalaccess/?bid=54\\_attended](http://www.btconferencing.com/globalaccess/?bid=54_attended). The call will be webcast live on the Company's website at <http://www.nice.com/news-and-events/ir-events>. An online replay will also be available approximately two hours following the call. A telephone replay of the call will be available for 7 days after the live broadcast, and may be accessed by dialing: United States 1-877-482-6144, International +44(0)20-7136-9233, United Kingdom 0-800-032-9687. The Passcode for the replay is 741 301 21.

Non-GAAP financial measures consist of GAAP financial measures adjusted to exclude: amortization of acquired intangible assets, re-organization expenses, share-based compensation, and certain business combination accounting entries, amortization of discount on long term debt, realized gain from substantial liquidation of marketable securities and tax adjustment re non-GAAP adjustments. The purpose of such adjustments is to give an indication of our performance exclusive of non-cash charges and other items that are considered by management to be outside of our core operating results. Our non-GAAP financial measures are not meant to be considered in isolation or as a substitute for comparable GAAP measures, and should be read only in conjunction with our consolidated financial statements prepared in accordance with GAAP. Our management regularly uses our supplemental non-GAAP financial measures internally to understand, manage and evaluate our business and make operating decisions. These non-GAAP measures are among the primary factors management uses in planning for and forecasting future periods. Business combination accounting rules requires us to recognize a legal performance obligation related to a revenue arrangement of an acquired entity. The amount assigned to that liability should be based on its fair value at the date of acquisition. The non-GAAP adjustment is intended to reflect the full amount of such revenue. We believe this adjustment is useful to investors as a measure of the ongoing performance of our business. We believe these non-GAAP financial measures provide consistent and comparable measures to help investors understand our current and future operating cash flow performance. These non-GAAP financial measures may differ materially from the non-GAAP financial measures used by other companies. Reconciliation between results on a GAAP and non-GAAP basis is provided in a table immediately following the Consolidated Statements of Income.

## **About NICE**

NICE (Nasdaq: NICE) is the worldwide leading provider of both cloud and on-premises enterprise software solutions that empower organizations to make smarter decisions based on advanced analytics of structured and unstructured data. NICE helps organizations of all sizes deliver better customer service, ensure compliance, combat fraud and safeguard citizens. Over 25,000 organizations in more than 150 countries, including over 85 of the Fortune 100 companies, are using NICE solutions. [www.nice.com](http://www.nice.com).

## **Investors**

Marty Cohen, +1 551 256 5354, [ir@nice.com](mailto:ir@nice.com), ET  
Yisca Erez, +972 9 775-3798, [ir@nice.com](mailto:ir@nice.com), CET

## **Media Contact**

Ilana Hart, +972 9 775-3818, [ilana.hart@nice.com](mailto:ilana.hart@nice.com)

**Trademark Note:** NICE and the NICE logo are trademarks or registered trademarks of NICE. All other marks are trademarks of their respective owners. For a full list of NICE' marks, please see: <http://www.nice.com/nice-trademarks>.

## **Forward-Looking Statements**

This press release contains forward-looking statements as that term is defined in the Private Securities Litigation Reform Act of 1995. Such forward-looking statements, including the statements by Mr. Eilam, are based on the current beliefs, expectations and assumptions of the management of NICE Ltd. (the Company). In some cases, such forward-looking statements can be identified by terms such as believe, expect, may, will, intend, project, plan, estimate or similar words. Forward-looking statements are subject to a number of risks and uncertainties that could cause the actual results or performance of the Company to differ materially from those described herein, including but not limited to the impact of the global economic environment on the Company's customer base (particularly financial services firms) potentially impacting our business and financial condition; competition; changes in technology and market requirements; decline in demand for the Company's products; inability to timely develop and introduce new technologies, products and applications; difficulties or delays in absorbing and integrating acquired operations, products, technologies and personnel; loss of market share; an inability to maintain certain marketing and distribution arrangements; the effect of newly enacted or modified laws, regulation or standards on the Company and our products, and the risk that we will not be able to successfully execute on the Company's cloud business strategy and generate profitability. For a more detailed description of the risk factors and uncertainties affecting the company, refer to the Company's reports filed from time to time with the Securities and Exchange Commission, including the Company's Annual Report on Form 20-F. The forward-looking statements contained in this press release are made as of the date of this press release, and the Company undertakes no obligation to update or revise them, except as required by law.

**NICE LTD. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS of INCOME**

U.S. dollars in thousands (except per share amounts)

	Quarter ended September 30,		Year to date September 30,	
	2017 Unaudited	2016 Unaudited	2017 Unaudited	2016 Unaudited
Revenue:				
Product	\$ 66,931	\$ 68,617	\$ 204,124	\$ 195,277
Services	159,441	155,444	476,093	459,141
Cloud	96,383	13,126	259,700	37,264
Total revenue	<u>322,755</u>	<u>237,187</u>	<u>939,917</u>	<u>691,682</u>
Cost of revenue:				
Product	12,944	11,815	39,668	39,786
Services	52,618	61,122	165,892	181,412
Cloud	49,812	5,127	139,152	13,773
Total cost of revenue	<u>115,374</u>	<u>78,064</u>	<u>344,712</u>	<u>234,971</u>
Gross profit	207,381	159,123	595,205	456,711
Operating Expenses:				
Research and development, net	45,135	33,606	130,975	100,646
Selling and marketing	87,363	61,878	254,258	176,366
General and administrative	31,197	24,456	91,758	72,227
Amortization of acquired intangible assets	10,566	3,155	31,319	10,412
Total operating expenses	<u>174,261</u>	<u>123,095</u>	<u>508,310</u>	<u>359,651</u>
Operating income	33,120	36,028	86,895	97,060
Finance and other income (expense), net	<u>(4,335)</u>	<u>4,968</u>	<u>(16,713)</u>	<u>11,665</u>
Income from continuing operations before tax	28,785	40,996	70,182	108,725
Taxes on income	<u>2,612</u>	<u>8,554</u>	<u>6,279</u>	<u>15,647</u>
Net income from continuing operations	26,173	32,442	63,903	93,078
Discontinued operations				
Loss from discontinued operations	-	(2,143)	-	(2,259)
Net loss from discontinued operations	-	(2,143)	-	(2,259)
Net income	<u>\$ 26,173</u>	<u>\$ 30,299</u>	<u>\$ 63,903</u>	<u>\$ 90,819</u>
Basic earnings per share from continuing operations	\$ 0.43	\$ 0.54	\$ 1.06	\$ 1.56
Basic earnings (loss) per share from discontinued operations	\$ -	\$ (0.03)	\$ -	\$ (0.04)
Basic earnings per share	<u>\$ 0.43</u>	<u>\$ 0.51</u>	<u>\$ 1.06</u>	<u>\$ 1.52</u>
Diluted earnings per share from continuing operations	\$ 0.42	\$ 0.53	\$ 1.03	\$ 1.53
Diluted earnings (loss) per share from discontinued operations	\$ -	\$ (0.03)	\$ -	\$ (0.04)
Diluted earnings per share	<u>\$ 0.42</u>	<u>\$ 0.50</u>	<u>\$ 1.03</u>	<u>\$ 1.49</u>
Weighted average number of shares outstanding used to compute:				
Basic earnings (loss) per share	60,502	59,765	60,304	59,563
Diluted earnings (loss) per share	62,220	61,119	61,979	60,930

**NICE LTD. AND SUBSIDIARIES**  
**RECONCILIATION OF GAAP TO NON-GAAP RESULTS**

U.S. dollars in thousands (except per share amounts)

	Quarter ended		Year to date	
	September 30,		September 30,	
	2017	2016	2017	2016
GAAP revenues	\$ 322,755	\$ 237,187	\$ 939,917	\$ 691,682
Valuation adjustment on acquired deferred product revenue	37	75	302	1,450
Valuation adjustment on acquired deferred service revenue	824	1,572	3,915	4,004
Valuation adjustment on acquired deferred cloud revenue	3,135	1,454	5,994	4,672
Non-GAAP revenues	<u>\$ 326,751</u>	<u>\$ 240,288</u>	<u>\$ 950,128</u>	<u>\$ 701,808</u>
GAAP cost of revenue	\$ 115,374	\$ 78,064	\$ 344,712	\$ 234,971
Amortization of acquired intangible assets on cost of product	(6,072)	(6,285)	(18,486)	(20,167)
Amortization of acquired intangible assets on cost of services	(987)	(3,208)	(5,354)	(6,681)
Amortization of acquired intangible assets on cost of cloud	(11,756)	-	(33,706)	-
Valuation adjustment on acquired deferred cost of services	371	-	1,133	-
Cost of product revenue adjustment (1,3)	(158)	(124)	(494)	(314)
Cost of services revenue adjustment (1,2,3)	(1,903)	(1,638)	(5,625)	(4,847)
Cost of cloud revenue adjustment (1,2)	(649)	(85)	(2,132)	(207)
Non-GAAP cost of revenue	<u>\$ 94,220</u>	<u>\$ 66,724</u>	<u>\$ 280,048</u>	<u>\$ 202,755</u>
GAAP gross profit	\$ 207,381	\$ 159,123	\$ 595,205	\$ 456,711
Gross profit adjustments	25,150	14,441	74,875	42,342
Non-GAAP gross profit	<u>\$ 232,531</u>	<u>\$ 173,564</u>	<u>\$ 670,080</u>	<u>\$ 499,053</u>
GAAP operating expenses	\$ 174,261	\$ 123,095	\$ 508,310	\$ 359,651
Research and development (1,2,3)	(2,204)	(1,385)	(6,651)	(4,462)
Sales and marketing (1,2,3)	(5,651)	(4,069)	(17,160)	(11,139)
General and administrative (1,2,3)	(1,640)	(5,153)	(7,027)	(13,246)
Amortization of acquired intangible assets	(10,566)	(3,155)	(31,319)	(10,412)
Non-GAAP operating expenses	<u>\$ 154,200</u>	<u>\$ 109,333</u>	<u>\$ 446,153</u>	<u>\$ 320,392</u>
GAAP finance & other income (expense), net	\$ (4,335)	\$ 4,968	\$ (16,713)	\$ 11,665
Amortization of discount on long term debt	2,139	-	11,398	-
Realized gain from substantial liquidation of marketable securities	-	(2,711)	-	(2,711)
Non-GAAP finance & other income (expense), net	<u>\$ (2,196)</u>	<u>\$ 2,257</u>	<u>\$ (5,315)</u>	<u>\$ 8,954</u>
GAAP taxes on income	\$ 2,612	\$ 8,554	\$ 6,279	\$ 15,647
Tax adjustments re non-GAAP adjustments	14,611	7,228	42,298	23,753
Non-GAAP taxes on income	<u>\$ 17,223</u>	<u>\$ 15,782</u>	<u>\$ 48,577</u>	<u>\$ 39,400</u>
GAAP net income	\$ 26,173	\$ 32,442	\$ 63,903	\$ 93,078
Valuation adjustment on acquired deferred revenue	3,996	3,101	10,211	10,126
Valuation adjustment on acquired deferred cost of service of revenue	(371)	-	(1,133)	-
Amortization of acquired intangible assets	29,381	12,648	88,865	37,260
Share-based compensation (1)	14,016	9,458	40,900	25,714
Re-organization expenses (2)	(3,067)	1,523	(3,067)	3,293
Acquisition related expenses (3)	1,256	1,473	1,256	5,208
Amortization of discount on long term debt	2,139	-	11,398	-
Realized gain from substantial liquidation of marketable securities	-	(2,711)	-	(2,711)
Tax adjustments re non-GAAP adjustments	(14,611)	(7,228)	(42,298)	(23,753)
Non-GAAP net income	<u>\$ 58,912</u>	<u>\$ 50,706</u>	<u>\$ 170,035</u>	<u>\$ 148,215</u>
GAAP diluted earnings per share	<u>\$ 0.42</u>	<u>\$ 0.53</u>	<u>\$ 1.03</u>	<u>\$ 1.53</u>
Non-GAAP diluted earnings per share	<u>\$ 0.95</u>	<u>\$ 0.83</u>	<u>\$ 2.74</u>	<u>\$ 2.43</u>
Shares used in computing GAAP diluted earnings per share	62,220	61,119	61,979	60,930
Shares used in computing Non-GAAP diluted earnings per share	62,220	61,119	61,979	60,930

**NICE SYSTEMS LTD. AND SUBSIDIARIES**  
**RECONCILIATION OF GAAP TO NON-GAAP RESULTS (continued)**

U.S. dollars in thousands

**(1) Share-based Compensation**

	Quarter ended September 30,		Year to date September 30,	
	2017	2016	2017	2016
Cost of product revenue	\$ (158)	\$ (114)	\$ (494)	\$ (304)
Cost of service revenue	(1,903)	(1,630)	(5,625)	(4,570)
Cost of cloud revenue	(649)	(85)	(2,132)	(231)
Research and development	(2,204)	(1,383)	(6,651)	(3,541)
Sales and marketing	(5,576)	(4,008)	(17,085)	(10,441)
General and administrative	(3,526)	(2,238)	(8,913)	(6,627)
	<u>\$ (14,016)</u>	<u>\$ (9,458)</u>	<u>\$ (40,900)</u>	<u>\$ (25,714)</u>

**(2) Re-organization expenses**

	Quarter ended September 30,		Year to date September 30,	
	2017	2016	2017	2016
Cost of service revenue	\$ -	\$ (1)	\$ -	\$ (270)
Cost of cloud revenue	-	-	-	24
Research and development	-	-	-	(896)
Sales and marketing	-	-	-	(150)
General and administrative	3,067	(1,522)	3,067	(2,001)
	<u>\$ 3,067</u>	<u>\$ (1,523)</u>	<u>\$ 3,067</u>	<u>\$ (3,293)</u>

**(3) Acquisition related expenses**

	Quarter ended September 30,		Year to date September 30,	
	2017	2016	2017	2016
Cost of product revenue	\$ -	\$ (10)	\$ -	\$ (10)
Cost of service revenue	-	(7)	-	(7)
Research and development	-	(2)	-	(25)
Sales and marketing	(75)	(61)	(75)	(548)
General and administrative	(1,181)	(1,393)	(1,181)	(4,618)
	<u>\$ (1,256)</u>	<u>\$ (1,473)</u>	<u>\$ (1,256)</u>	<u>\$ (5,208)</u>

**NICE LTD. AND SUBSIDIARIES**  
**CONDENSED CONSOLIDATED BALANCE SHEETS**

U.S. dollars in thousands

	<u>September 30,</u> <u>2017</u>	<u>December 31,</u> <u>2016</u>
	Unaudited	Unaudited
<b>ASSETS</b>		
<b>CURRENT ASSETS:</b>		
Cash and cash equivalents	\$ 320,929	\$ 157,026
Short-term investments	53,675	30,287
Trade receivables	195,346	260,220
Prepaid expenses and other current assets	75,173	57,966
Current assets of discontinued operations	<u>2,009</u>	<u>3,734</u>
Total current assets	<u>647,132</u>	<u>509,233</u>
<b>LONG-TERM ASSETS:</b>		
Long-term investments	119,472	98,726
Property and equipment, net	114,654	87,678
Deferred tax assets	15,706	14,093
Other intangible assets, net	557,387	618,735
Goodwill	1,302,756	1,284,710
Other long-term assets	<u>18,845</u>	<u>18,701</u>
Total long-term assets	<u>2,128,820</u>	<u>2,122,643</u>
<b>TOTAL ASSETS</b>	<u>\$ 2,775,952</u>	<u>\$ 2,631,876</u>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
<b>CURRENT LIABILITIES:</b>		
Current maturities of long term loan	\$ -	\$ 21,164
Trade payables	27,163	25,634
Current portion of deferred revenues and advances from customers	201,898	149,801
Accrued expenses and other liabilities	275,921	273,134
Current liabilities of discontinued operations	<u>176</u>	<u>3,077</u>
Total current liabilities	<u>505,158</u>	<u>472,810</u>
<b>LONG-TERM LIABILITIES:</b>		
Deferred revenues and advances from customers	42,855	22,710
Deferred tax liabilities	98,403	146,952
Long-term debt	445,574	444,016
Other long-term liabilities	<u>28,618</u>	<u>34,056</u>
Total long-term liabilities	<u>615,450</u>	<u>647,734</u>
<b>SHAREHOLDERS' EQUITY</b>	<u>1,655,344</u>	<u>1,511,332</u>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>	<u>\$ 2,775,952</u>	<u>\$ 2,631,876</u>

**NICE LTD. AND SUBSIDIARIES**  
**CONSOLIDATED CASH FLOW STATEMENTS**

U.S. dollars in thousands

	Quarter ended		Year to date	
	September 30,		September 30,	
	2017	2016	2017	2016
	Unaudited	Unaudited	Unaudited	Unaudited
<b>Operating Activities</b>				
Net income	\$ 26,173	\$ 30,299	\$ 63,903	\$ 90,819
Adjustments to reconcile net income to net cash provided by operating activities				
Depreciation and amortization	39,153	16,932	115,309	50,332
Stock based compensation	14,016	9,457	40,900	25,714
Amortization of premium and discount and accrued interest on marketable securities	273	714	424	2,355
Deferred taxes, net	(12,646)	(4,815)	(34,188)	(17,512)
Changes in operating assets and liabilities:				
Trade Receivables	10,930	(13,691)	72,810	40,678
Prepaid expenses and other current assets	(32,264)	(1,340)	(40,251)	3,428
Trade payables	7,605	(372)	636	4,917
Accrued expenses and other current liabilities	52,829	18,890	17,228	(29,548)
Deferred revenue	1,660	(13,659)	65,176	16,196
Long term liabilities	(3,583)	172	(5,189)	101
Gain on sale and loss on disposal of discontinued operations	-	1,990	-	1,990
Realized gain on marketable securities	-	(2,817)	-	(3,366)
Amortization of discount on long term debt	2,139	-	11,398	-
Other	(461)	(339)	(926)	(283)
Net cash provided by operating activities	<u>105,824</u>	<u>41,421</u>	<u>307,230</u>	<u>185,821</u>
<b>Investing Activities</b>				
Purchase of property and equipment	(7,899)	(7,025)	(31,422)	(18,165)
Purchase of Investments	(53,791)	-	(96,017)	(47,221)
Proceeds from Investments	15,610	340,487	51,626	420,965
Capitalization of software development costs	(7,730)	(1,948)	(21,046)	(4,706)
Repayment from sale of discontinued operations	-	(1,990)	-	(1,990)
Payments for business acquisitions, net of cash acquired	(37,880)	-	(37,880)	(151,328)
Net cash provided by (used in) investing activities	<u>(91,690)</u>	<u>329,524</u>	<u>(134,739)</u>	<u>197,555</u>
<b>Financing Activities</b>				
Proceeds from issuance of shares upon exercise of share options	4,412	8,092	16,787	21,261
Purchase of treasury shares	(4,267)	(2,924)	(20,314)	(35,017)
Dividends paid	-	(9,568)	(9,637)	(28,604)
Capital Lease payments	-	(515)	-	(695)
Repayment of long term debt	-	-	(260,000)	-
Proceeds from issuance of exchangeable notes	-	-	260,842	-
Net cash provided by (used in) financing activities	<u>145</u>	<u>(4,915)</u>	<u>(12,322)</u>	<u>(43,055)</u>
Effect of exchange rates on cash and cash equivalents	<u>2,028</u>	<u>(912)</u>	<u>3,734</u>	<u>(127)</u>
Net change in cash and cash equivalents	16,307	365,118	163,903	340,194
Cash and cash equivalents, beginning of period	<u>304,622</u>	<u>301,007</u>	<u>157,026</u>	<u>325,931</u>
Cash and cash equivalents, end of period	<u>\$ 320,929</u>	<u>\$ 666,125</u>	<u>\$ 320,929</u>	<u>\$ 666,125</u>

\*Certain comparative figures have been reclassified to conform to the current year presentation.

# נייס מדווחת על הכנסות מעל התחזיות עם צמיחה של 36% ברבעון השלישי של 2017 שנבעו מהמשך מומנטום חזק בפתרונות בענן

**הכנסות חוזרות ממנויים (Recurring Revenue) היוו קרוב ל-70% מסך ההכנסות תזרים המזומנים מפעילות שוטפת לשלושת הרבעונים הראשונים של 2017 עבר את ה-300 מיליון דולר**

הבוקר, ניו ג'רזי, 2 בנובמבר, 2017 – נייס (נאסד"ק: NICE) פרסמה היום את התוצאות לרבעון השלישי של 2017 שהסתיימו ב-30 בספטמבר, 2017.

## עיקרי התוצאות לרבעון השלישי:

GAAP	Non-GAAP
גידול של 36% בהכנסות בהשוואה לאשתקד	גידול של 36% בהכנסות בהשוואה לאשתקד
רווח גולמי של 207 מיליון דולר, גידול של 30% מאשתקד	רווח גולמי של 233 מיליון דולר, גידול של 34% מאשתקד
רווח תפעולי של 33 מיליון דולר, ירידה של 8% מאשתקד	רווח תפעולי של 78 מיליון דולר, גידול של 22% מאשתקד
שיעור רווח תפעולי של 10.3% לעומת 15.2% אשתקד	שיעור רווח התפעולי של 24.0% לעומת 26.7% אשתקד
רווח למניה בדילול מלא מפעילות נמשכת של 0.42 דולר בהשוואה ל-0.53 דולר אשתקד, ירידה של 21% מאשתקד	רווח למניה בדילול מלא מפעילות נמשכת של 0.95 דולר בהשוואה ל-0.83 דולר אשתקד, גידול של 14% מאשתקד
תזרים מזומנים מפעילות שוטפת גדל ב-155% בהשוואה לשנה שעברה, ל-106 מיליון דולר	

"אנו שמחים לדווח על רבעון מצוין נוסף כאשר כל ארבעת נדבכי האסטרטגיה שלנו – omni-channel, cloud, analytics, artificial intelligence – מניעים את המומנטום החזק שאנו רואים בעסקים שלנו. ארבעת הנדבכים האלו מאפשרים לנו לפנות לשוק גדול הרבה יותר מבעבר, להמשיך ולהרחיב את המובילות שלנו בתעשייה ולהוביל לשינוי משמעותי בנתח השוק", אמר ברק עילם, מנכ"ל נייס.

מר עילם הוסיף, "ברבעון השלישי, הכנסות חוזרות ממנויים היוו כ-70% מסך ההכנסות ודיווחנו על גידול דו ספרתי בהכנסות מענן בהשוואה לרבעון השני של 2017. תוצאות חזקות אלו קיבלו חיזוק ע"י CXone, פלטפורמת חווית הלקוח הראשונה בתעשייה המבוססת ענן, אחודה, פתוחה ומתאימה לארגונים בכל סדר גודל. מאז השקת CXone, לפני שלושה חודשים, אנו מנצלים הזדמנויות בתחום הענן בכל השווקים, ואף יותר מכך בפלח השוק העליון, והזדמנויות המכירה העתידיות שלנו בתחום זה מצטברות במהירות. בנוסף, אנו רואים גידול מהיר בהיקף קהילת השותפים העסקיים והטכנולוגים שלנו במסגרת תכנית CXone DEVone, המונה כיום מעל ל-80 שותפים. הגידול המהיר בקהילה זו מהווה עדות נוספת לאימוץ הפלטפורמה שלנו בשוק".

## עיקרי התוצאות הפיננסיות (GAAP) לרבעון השלישי שהסתיים ב- 30 בספטמבר:

נתוני ה-GAAP המוצגים כאן, מלבד נתוני תזרים המזומנים ויתרת המזומנים, הינם נתונים פיננסיים של הפעילות הנמשכת, ואינם כוללים את תוצאות חטיבות ה-Intelligence וה-Physical Security ל-2017 ול-2016.

**הכנסות:** ההכנסות ברבעון השלישי של 2017 גדלו ב-36.1% ל-322.8 מיליון דולר, לעומת 237.2 מיליון דולר ברבעון השלישי של 2016.

**רווח גולמי:** הרווח הגולמי ברבעון השלישי של 2017 גדל ל-207.4 מיליון דולר לעומת 159.1 מיליון דולר ברבעון השלישי של 2016. שיעור הרווח הגולמי היה 64.3% לעומת 67.1% ברבעון השלישי של 2016.

**רווח תפעולי:** הרווח התפעולי ברבעון השלישי של 2017 הסתכם ב-33.1 מיליון דולר לעומת 36.0 מיליון דולר ברבעון השלישי של 2016. שיעור הרווח התפעולי היה 10.3% לעומת 15.2% ברבעון השלישי של 2016.

**רווח נקי מפעילות נמשכת:** הרווח הנקי ושיעור הרווח הנקי ברבעון השלישי של 2017 הסתכמו ב-26.2 מיליון דולר ו-8.1%, בהתאמה, לעומת 32.4 מיליון דולר ו-13.7%, בהתאמה ברבעון השלישי של 2016.

**רווח למניה בדילול מלא מפעילות נמשכת:** הרווח למניה בדילול מלא ברבעון השלישי של 2017 הסתכם ב-0.42 דולר לעומת 0.53 דולר ברבעון השלישי של 2016.

**תזרים המזומנים מפעילות שוטפת ויתרת מזומנים:** תזרים המזומנים מפעילות שוטפת ברבעון השלישי של 2017 היה 105.8 מיליון דולר. ברבעון השלישי 4.3 מיליון דולר שימשו לרכישה חוזרת של מניות. נכון ל-30 בספטמבר 2017, יתרות המזומנים ושווי המזומנים, וכן השקעות לטווח קצר וארוך הסתכמו ב-494.1 מיליון דולר. סך החוב הסתכם ב-445.6 מיליון דולר, בניכוי הוצאות הנפקה ומרכיב ההמרה באגרות החוב.

## עיקרי התוצאות הפיננסיות (Non-GAAP) לרבעון השלישי שהסתיים ב- 30 בספטמבר:

נתוני ה-Non-GAAP המוצגים כאן הינם נתונים פיננסיים של הפעילות הנמשכת, ואינם כוללים את תוצאות חטיבות ה-Intelligence וה-Physical Security ל-2017 ול-2016.

**הכנסות:** ההכנסות (Non-GAAP) ברבעון השלישי של 2017 הסתכמו ב-326.8 מיליון דולר, גידול של 36.0% לעומת 240.3 מיליון דולר ברבעון השלישי של 2016.

**רווח גולמי:** הרווח הגולמי (Non-GAAP) ברבעון השלישי של 2017 גדל ל-232.5 מיליון דולר לעומת 173.6 מיליון דולר. שיעור הרווח הגולמי (Non-GAAP) הסתכם ב-71.2% לעומת 72.2% ברבעון השלישי של 2016.

**רווח תפעולי:** הרווח התפעולי (Non-GAAP) ברבעון השלישי של 2017 גדל ל-78.3 מיליון דולר לעומת 64.2 מיליון דולר ברבעון השלישי של 2016. שיעור הרווח התפעולי (Non-GAAP) הסתכם ב-24.0% לעומת 26.7% ברבעון השלישי של 2016.

**רווח נקי מפעילות נמשכת:** הרווח הנקי (Non-GAAP) ברבעון השלישי של 2017 גדל ל-58.9 מיליון דולר לעומת 50.7 מיליון דולר ברבעון השלישי של 2016. שיעור הרווח הנקי (Non-GAAP) הסתכם ב-18.0% לעומת 21.1% ברבעון השלישי של 2016.

**רווח למניה בדילול מלא מפעילות נמשכת:** הרווח (Non-GAAP) למניה בדילול מלא ברבעון השלישי של 2017 גדל ל-0.95 דולר, גידול של 14.5% לעומת 0.83 דולר ברבעון השלישי של 2016.

## **תחזית לשנת 2017:**

בשל ראות טובה יותר, החברה מצמצמת את טווח התחזיות של ההכנסות (non-GAAP) והרווח (non-GAAP) למניה בדילול מלא לשנת 2017, ומעלה את אמצע טווח התחזיות להכנסות (non-GAAP) ולרווח (non-GAAP) למניה בדילול מלא.

סך ההכנסות (Non-GAAP) בשנת 2017 צפוי להסתכם ב- 1,338 מיליון דולר עד 1,350 מיליון דולר, ואמצע טווח תחזית ההכנסות (non-GAAP) עלתה ל- 1,344 מיליון דולר. הרווח (Non-GAAP) למניה בדילול מלא בשנת 2017 צפוי להסתכם ב- 4.00 דולר עד 4.10 דולר, ואמצע טווח תחזית הרווח (non-GAAP) למניה עלתה ל- 4.05 דולר.

### שיחת ועידה לדין בתוצאות הרבעוניות

הנהלת ניס תארח שיחת ועידה לדין בתוצאות הפיננסיות ובתחזית החברה היום, 2 בנובמבר, 2017, בשעה 8:30 בבוקר שעון החוף המזרחי של ארה"ב, ב- 12:30 לפי שעון גריניץ' ו-14:30 לפי שעון ישראל. להשתתפות בשיחה יש לחייג את המספרים הבאים: מארה"ב: 1-866-804-8688 או 1-718-354-1175. ממדינות אחרות 100-480-1296-44(0); מבריטניה 0-800-783-0906; מישראל: 1-809-344-364. קוד הכניסה הוא 47 941 351. מספרי גישה נוספים מוצגים ב- [http://www.btconferencing.com/globalaccess/?bid=54\\_attended](http://www.btconferencing.com/globalaccess/?bid=54_attended). השיחה תשודר באינטרנט בשידור חי באתר החברה בכתובת <http://www.nice.com/news-and-events/ir-events> ותהיה זמינה להאזנה למשך שעותיים אחרי השיחה. הקלטה של השיחה תעמוד לרשות המעוניינים למשך 7 ימים אחרי השידור החי וניתן להאזין לה באמצעות חיוג המספר -1-877-482-6144 מארה"ב, +44(0)20-7136-9233 ממדינות אחרות ו-0-800-032-9687 מבריטניה. קוד הכניסה להקלטה הוא 741 301 21.

### אודות ניס

ניס (NASDAQ: NICE, ת"א: ניס) הינה המובילה העולמית במתן פתרונות תוכנה, הן ברישיונות תוכנה והן בענן, המאפשרים לארגונים לנקוט בפעולה הבאה הטובה ביותר באמצעות כלים אנליטיים המנתחים מידע מובנה ושאינו מובנה. הפתרונות של ניס מסייעים לארגונים לשפר את חוויית הלקוח, להבטיח ציות לרגולציה, להיאבק בפשיעה פיננסית ולשמור על נכסים. הפתרונות של ניס נמצאים בשימוש של יותר מ-25,000 ארגונים ביותר מ-150 מדינות, כולל מעל 85 מהחברות המדורגות ב-Fortune 100.

[www.nice.com](http://www.nice.com)

מסמך זה מהווה תרגום נוחות בלבד לעיקרי הדוחות ולהודעה לעיתונות באנגלית שפורסמה בארה"ב, המחייבת מבחינת החברה, והכוללת מידע נוסף, בין היתר בנוגע להפרשים בין GAAP ל- Non-GAAP.

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### Forward-Looking Statements

This press release contains forward-looking statements as that term is defined in the Private Securities Litigation Reform Act of 1995. Such forward-looking statements, including the statements by Mr. Eilam, are based on the current beliefs, expectations and assumptions of the management of NICE Ltd. (the Company). In some cases, such forward-looking statements can be identified by terms such as believe, expect, may, will, intend, project, plan, estimate or similar words. Forward-looking statements are subject to a number of risks and uncertainties that could cause the actual results or performance of the Company to differ materially from those described herein, including but not limited to the impact of the global economic environment on the Company's customer base (particularly financial services firms) potentially impacting our business and financial condition; competition; changes in technology and market requirements; decline in demand for the Company's products; inability to timely develop and introduce new technologies, products and applications; difficulties or delays in absorbing and integrating acquired operations, products, technologies and personnel; loss of market share; an inability to maintain certain marketing and distribution arrangements; the effect of newly enacted or modified laws, regulation or standards on the Company and our products, and the risk that we will not be able to successfully execute on the Company's cloud business strategy and generate profitability. For a more detailed description of the risk factors and uncertainties affecting the company, refer to the Company's reports filed from time to time with the Securities and Exchange Commission, including the Company's Annual Report on Form 20-F. The forward-looking statements contained in this press release are made as of the date of this press release, and the Company undertakes no obligation to update or revise them, except as required by law.

לפרטים נוספים ניתן ליצור קשר עם: יעל ארנון, שרף תקשורת 052-720-2703, [yaela@scherfcom.com](mailto:yaela@scherfcom.com)