



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 August 2019 (Report No. 1)

Commission File Number: 0-27466

NICE LTD.

(Translation of Registrant's Name into English)

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

(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, 333-111112, 333-111113, 333-134355, 333-144589, 333-145981, 333-153230, 333-177510, 333-179408, 333-181375, 333-191176, 333-199904, 333-210341, 333-210343, 333-210344, 333-214584, 333-226930 and 333-228911), AND TO BE A PART THEREOF FROM THE DATE ON WHICH THIS REPORT IS SUBMITTED, TO THE EXTENT NOT SUPERSEDED BY DOCUMENTS OR REPORTS SUBSEQUENTLY FILED OR FURNISHED.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 Reports 31% Increase in Cloud Revenue and 11% Growth in Total Revenue for the Second Quarter 2019, Dated August 8, 2019.

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 LTD.

By: /s/ Tali Mirsky
Name: Tali Mirsky
Title: Corporate VP, General Counsel and Corporate Secretary

Dated: August 8, 2019

EXHIBIT INDEX

- 99.1 Press Release: NICE Reports 31% Increase in Cloud Revenue and 11% Growth in Total Revenue for the Second Quarter 2019, Dated August 8, 2019.

NICE Reports 31% Increase in Cloud Revenue and 11% Growth in Total Revenue for the Second Quarter 2019

Double-Digit Growth in Operating Income and Earnings Per Share Company Raises Full Year Revenue and EPS Guidance

Hoboken, New Jersey, August 8, 2019 - NICE (NASDAQ: NICE) today announced results for the second quarter ended June 30, 2019.

Second Quarter 2019 Financial Highlights

| GAAP | Non-GAAP |
|--|---|
| <i>Revenue of \$380 million, growth of 11% year-over-year</i> | <i>Revenue of \$381 million, growth of 11% year-over-year</i> |
| <i>Cloud revenue of \$142 million, growth of 31% year-over-year</i> | <i>Cloud revenue of \$143 million, growth of 30% year-over-year</i> |
| <i>Gross margin of 65.6% compared to 65.3% last year</i> | <i>Gross margin of 70.9% compared to 70.5% last year</i> |
| <i>Operating income of \$53 million compared to \$46 million last year, an increase of 15%</i> | <i>Operating income of \$101 million compared to \$89 million last year, an increase of 14%</i> |
| <i>Operating margin of 14.1% compared to 13.6% last year</i> | <i>Operating margin of 26.6% compared to 25.8% last year</i> |
| <i>Diluted EPS of \$0.65 versus \$0.54 last year, 20% growth year-over-year</i> | <i>Diluted EPS of \$1.25 versus \$1.10 last year, 14% growth year-over-year</i> |

“We are very pleased with the strong results we reported for the second quarter of 2019, including double digit growth in all key financial metrics,” said Barak Eilam, CEO of NICE. “What continues to stand out is the rapid growth we are seeing in the cloud, driven by the penetration of our two profoundly market differentiating cloud platforms – CXone for Customer Engagement and X-Sight for Financial Crime and Compliance – into all segments of the market, including large enterprises, where we have witnessed robust demand and strong growth.”

Mr. Eilam continued, “Our strong performance has been supported by our partner ecosystem, which continues to expand globally. We now have 135 engaged partners in our CXone DEVone program. The recently announced X-Sight marketplace is gaining rapid traction with more than 20 partners signing in a very short time frame. Furthermore, earlier this week we announced a significant partnership with Atos, in which its large global presence will help bring CXone to new customers around the globe.”

GAAP Financial Highlights for the Second Quarter Ended June 30:

Revenues: Second quarter 2019 total revenues increased 11.2% to \$380.4 million compared to \$342.0 million for the second quarter of 2018.

Gross Profit: Second quarter 2019 gross profit and gross margin increased to \$249.6 million and 65.6%, respectively, from \$223.4 million and 65.3%, respectively, for the second quarter of 2018.

Operating Income: Second quarter 2019 operating income and operating margin increased to \$53.5 million and 14.1%, respectively, compared to \$46.4 million and 13.6%, respectively, for the second quarter of 2018.

Net Income: Second quarter 2019 net income and net income margin increased to \$42.1 million and 11.1%, respectively, compared to \$34.2 million and 10.0%, respectively, for the second quarter of 2018.

Fully Diluted Earnings Per Share: Fully diluted earnings per share for the second quarter of 2019 increased 20.4% to \$0.65, compared to \$0.54 in the second quarter of 2018.

Operating Cash Flow and Cash Balance: Second quarter 2019 operating cash flow was \$18.0 million. In the second quarter \$4.6 million was used for share repurchases. As of June 30, 2019, total cash and cash equivalents, short term investments and marketable securities were \$867.4 million, and total debt was \$460.3 million.

Non-GAAP Financial Highlights for the Second Quarter Ended June 30:

Revenues: Second quarter 2019 non-GAAP total revenues increased to \$381.4 million, up 10.9% from \$343.7 million for the second quarter of 2018.

Gross Profit: Second quarter 2019 non-GAAP gross profit and non-GAAP gross margin increased to \$270.5 million and 70.9%, respectively, from \$242.3 million and 70.5%, respectively, for the second quarter of 2018.

Operating Income: Second quarter 2019 non-GAAP operating income and non-GAAP operating margin increased to \$101.3 million and 26.6%, respectively, from \$88.7 million and 25.8%, respectively, for the second quarter of 2018.

Net Income: Second quarter 2019 non-GAAP net income and non-GAAP net income margin increased to \$80.9 million and 21.2%, respectively, from \$69.3 million and 20.2%, respectively, for the second quarter of 2018.

Fully Diluted Earnings Per Share: Second quarter 2019 non-GAAP fully diluted earnings per share increased 13.6% to \$1.25, compared to \$1.10 for the second quarter of 2018.

Third Quarter and Full Year 2019 Guidance:

Third Quarter 2019: Third quarter 2019 non-GAAP total revenues are expected to be in a range of \$380 million to \$390 million (2018 non-GAAP: \$358.6 million). Third quarter 2019 non-GAAP fully diluted earnings per share are expected to be in a range of \$1.23 to \$1.33 (2018 non-GAAP: \$1.20).

Full Year 2019: The Company increased full year 2019 non-GAAP total revenues to be in an expected range of \$1,563 million to \$1,583 million (2018 non-GAAP: \$1,453.4 million). The Company increased full year 2019 non-GAAP fully diluted earnings per share to be in an expected range of \$5.13 to \$5.33 (2018 non-GAAP: \$4.75).

Quarterly Results Conference Call

NICE management will host its earnings conference call today, August 8th, 2019 at 8:30 AM ET, 13:30 GMT, 15:30 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 850 810 90. Additional access numbers can be found at http://www.btconferencing.com/globalaccess/?bid=54_attended. The call will be webcast live on the Company's website at <https://www.nice.com/investor-relations/upcoming-event>. 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 644 715 21.

Non-GAAP financial measures consist of GAAP financial measures adjusted to exclude: amortization of acquired intangible assets, share-based compensation, certain business combination accounting entries, amortization of discount on long term debt, 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.

Investors

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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. In some cases, forward-looking statements may be identified by words such as "believe," "expect," "seek," "may," "will," "intend," "should," "project," "anticipate," "plan," and similar expressions. Forward-looking statements are based on the current beliefs, expectations and assumptions of the Company's management regarding the future of the Company's business, future plans and strategies, projections, anticipated events and trends, the economy and other future conditions. Examples of forward-looking statements include guidance regarding the Company's revenue and earnings and the growth of our cloud, analytics and artificial intelligence business.

Forward looking statements are inherently subject to significant economic, competitive and other uncertainties and contingencies, many of which are beyond the control of management. The Company cautions that these statements are not guarantees of future performance, and investors should not place undue reliance on them. There are or will be important known and unknown factors and uncertainties that could cause actual results to differ materially from those expressed or

implied in the forward-looking statements. These factors, include, but are not limited to, risks associated with competition, success and growth of the Company's cloud Software-as-a-Service business, cyber security attacks or other security breaches against the Company, privacy concerns and legislation impacting the Company's business, the Company's dependency on second-party cloud computing platform providers, hosting facilities and service partners, changes in general economic and business conditions, rapidly changing technology, changes in currency exchange rates and interest rates, difficulties in making additional acquisitions or effectively integrating acquired operations, products, technologies and personnel, successful execution of the Company's growth strategy, the effects of tax reforms and of newly enacted or modified laws, regulation or standards on the Company and its products, and other factors and uncertainties discussed in our filings with the U.S. Securities and Exchange Commission (the "SEC"). You are encouraged to carefully review the section entitled "Risk Factors" in our latest Annual Report on Form 20-F and our other filings with the SEC for additional information regarding these and other factors and uncertainties that could affect our future performance. The forward-looking statements contained in this presentation speak only as of the date hereof, and the Company undertakes no obligation to update or revise them, whether as a result of new information, future developments or otherwise, except as required by law.

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NICE LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME

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

| | Quarter ended June 30, | | Year to date June 30, | |
|--|---------------------------|-------------------|--------------------------|-------------------|
| | 2019 Unaudited | 2018 Unaudited | 2019 Unaudited | 2018 Unaudited |
| Revenue: | | | | |
| Product | \$ 62,018 | \$ 49,397 | \$ 132,049 | \$ 110,767 |
| Services | 176,420 | 184,128 | 347,338 | 354,345 |
| Cloud | 141,976 | 108,517 | 278,054 | 212,372 |
| Total revenue | <u>380,414</u> | <u>342,042</u> | <u>757,441</u> | <u>677,484</u> |
| Cost of revenue: | | | | |
| Product | 5,651 | 7,395 | 11,532 | 15,532 |
| Services | 54,619 | 57,153 | 109,742 | 115,538 |
| Cloud | 70,495 | 54,138 | 140,541 | 106,131 |
| Total cost of revenue | <u>130,765</u> | <u>118,686</u> | <u>261,815</u> | <u>237,201</u> |
| Gross profit | 249,649 | 223,356 | 495,626 | 440,283 |
| Operating expenses: | | | | |
| Research and development, net | 46,456 | 43,455 | 93,022 | 89,322 |
| Selling and marketing | 94,878 | 89,820 | 196,945 | 179,746 |
| General and administrative | 44,029 | 33,116 | 78,743 | 69,488 |
| Amortization of acquired intangible assets | 10,795 | 10,586 | 21,496 | 21,171 |
| Total operating expenses | <u>196,158</u> | <u>176,977</u> | <u>390,206</u> | <u>359,727</u> |
| Operating income | 53,491 | 46,379 | 105,420 | 80,556 |
| Finance and other expense, net | <u>724</u> | <u>2,937</u> | <u>4,142</u> | <u>6,905</u> |
| Income before tax | 52,767 | 43,442 | 101,278 | 73,651 |
| Taxes on income | 10,709 | 9,207 | 22,156 | 15,890 |
| Net income | <u>\$ 42,058</u> | <u>\$ 34,235</u> | <u>\$ 79,122</u> | <u>\$ 57,761</u> |
| Earnings per share: | | | | |
| Basic | \$ 0.68 | \$ 0.56 | \$ 1.28 | \$ 0.94 |
| Diluted | \$ 0.65 | \$ 0.54 | \$ 1.23 | \$ 0.92 |
| Weighted average shares outstanding: | | | | |
| Basic | 62,116 | 61,212 | 61,980 | 61,133 |
| Diluted | 64,650 | 63,031 | 64,205 | 62,904 |

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

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

| | Quarter ended June 30, | | Year to date June 30, | |
|---|---------------------------|-------------------|--------------------------|-------------------|
| | 2019 | 2018 | 2019 | 2018 |
| GAAP revenues | \$ 380,414 | \$ 342,042 | \$ 757,441 | \$ 677,484 |
| Valuation adjustment on acquired deferred product revenue | - | 70 | 15 | 85 |
| Valuation adjustment on acquired deferred services revenue | - | 200 | 2 | 506 |
| Valuation adjustment on acquired deferred cloud revenue | 953 | 1,416 | 1,825 | 3,302 |
| Non-GAAP revenues | <u>\$ 381,367</u> | <u>\$ 343,728</u> | <u>\$ 759,283</u> | <u>\$ 681,377</u> |
| GAAP cost of revenue | \$ 130,765 | \$ 118,686 | \$ 261,815 | \$ 237,201 |
| Amortization of acquired intangible assets on cost of product | (979) | (1,336) | (1,849) | (3,925) |
| Amortization of acquired intangible assets on cost of services | (1,534) | (987) | (3,069) | (1,810) |
| Amortization of acquired intangible assets on cost of cloud | (15,043) | (12,705) | (29,848) | (25,460) |
| Valuation adjustment on acquired deferred cost of cloud | 632 | 324 | 1,318 | 660 |
| Cost of product revenue adjustment (1) | (102) | - | (207) | (188) |
| Cost of services revenue adjustment (1) | (2,001) | (1,896) | (4,145) | (3,649) |
| Cost of cloud revenue adjustment (1) | (877) | (645) | (1,784) | (1,414) |
| Non-GAAP cost of revenue | <u>\$ 110,861</u> | <u>\$ 101,441</u> | <u>\$ 222,231</u> | <u>\$ 201,415</u> |
| GAAP gross profit | \$ 249,649 | \$ 223,356 | \$ 495,626 | \$ 440,283 |
| Gross profit adjustments | 20,857 | 18,931 | 41,426 | 39,679 |
| Non-GAAP gross profit | <u>\$ 270,506</u> | <u>\$ 242,287</u> | <u>\$ 537,052</u> | <u>\$ 479,962</u> |
| GAAP operating expenses | \$ 196,158 | \$ 176,977 | \$ 390,206 | \$ 359,727 |
| Research and development (1,2) | (1,587) | (1,795) | (3,149) | (4,139) |
| Sales and marketing (1,2) | (5,798) | (6,851) | (11,474) | (13,154) |
| General and administrative (1,2) | (8,806) | (4,168) | (15,416) | (8,950) |
| Amortization of acquired intangible assets | (10,794) | (10,586) | (21,496) | (21,171) |
| Valuation adjustment on acquired deferred commission | 76 | - | 169 | - |
| Non-GAAP operating expenses | <u>\$ 169,249</u> | <u>\$ 153,577</u> | <u>\$ 338,840</u> | <u>\$ 312,313</u> |
| GAAP finance & other expense (income), net | \$ 724 | \$ 2,937 | \$ 4,142 | \$ 6,905 |
| Amortization of discount on long-term debt | (2,162) | (2,094) | (4,470) | (4,257) |
| Non-GAAP finance & other expense (income), net | <u>\$ (1,438)</u> | <u>\$ 843</u> | <u>\$ (328)</u> | <u>\$ 2,648</u> |
| GAAP taxes on income | \$ 10,709 | \$ 9,207 | \$ 22,156 | \$ 15,890 |
| Tax adjustments re non-GAAP adjustments | 11,052 | 9,316 | 19,934 | 19,091 |
| Non-GAAP taxes on income | <u>\$ 21,761</u> | <u>\$ 18,523</u> | <u>\$ 42,090</u> | <u>\$ 34,981</u> |
| GAAP net income | \$ 42,058 | \$ 34,235 | \$ 79,122 | \$ 57,761 |
| Valuation adjustment on acquired deferred revenue | 953 | 1,686 | 1,842 | 3,893 |
| Valuation adjustment on acquired deferred cost of cloud revenue | (632) | (324) | (1,318) | (660) |
| Amortization of acquired intangible assets | 28,350 | 25,614 | 56,262 | 52,366 |
| Valuation adjustment on acquired deferred commission | (76) | - | (169) | - |
| Share-based compensation (1) | 18,328 | 15,355 | 35,332 | 31,494 |
| Acquisition related expenses (2) | 843 | - | 843 | - |
| Amortization of discount on long term debt | 2,162 | 2,094 | 4,470 | 4,257 |
| Tax adjustments re non-GAAP adjustments | (11,052) | (9,316) | (19,934) | (19,091) |
| Non-GAAP net income | <u>\$ 80,934</u> | <u>\$ 69,344</u> | <u>\$ 156,450</u> | <u>\$ 130,020</u> |
| GAAP diluted earnings per share | <u>\$ 0.65</u> | <u>\$ 0.54</u> | <u>\$ 1.23</u> | <u>\$ 0.92</u> |
| Non-GAAP diluted earnings per share | <u>\$ 1.25</u> | <u>\$ 1.10</u> | <u>\$ 2.44</u> | <u>\$ 2.07</u> |
| Shares used in computing GAAP diluted earnings per share | 64,650 | 63,031 | 64,205 | 62,904 |
| Shares used in computing non-GAAP diluted earnings per share | 64,650 | 63,031 | 64,205 | 62,904 |

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

U.S. dollars in thousands

(1) Share-based Compensation

| | Quarter ended June 30, | | Year to date June 30, | |
|----------------------------|---------------------------|--------------------|--------------------------|--------------------|
| | 2019 | 2018 | 2019 | 2018 |
| Cost of product revenue | \$ (102) | \$ - | \$ (207) | \$ (188) |
| Cost of services revenue | (2,001) | (1,896) | (4,145) | (3,649) |
| Cost of cloud revenue | (877) | (645) | (1,784) | (1,414) |
| Research and development | (1,582) | (1,795) | (3,144) | (4,139) |
| Sales and marketing | (5,768) | (6,851) | (11,444) | (13,154) |
| General and administrative | (7,998) | (4,168) | (14,608) | (8,950) |
| | <u>\$ (18,328)</u> | <u>\$ (15,355)</u> | <u>\$ (35,332)</u> | <u>\$ (31,494)</u> |

(2) Acquisition related expenses

| | Quarter ended June 30, | | Year to date June 30, | |
|----------------------------|---------------------------|-------------|--------------------------|-------------|
| | 2019 | 2018 | 2019 | 2018 |
| Research and development | \$ (5) | \$ - | \$ (5) | \$ - |
| Sales and marketing | (30) | - | (30) | - |
| General and administrative | (808) | - | (808) | - |
| | <u>\$ (843)</u> | <u>\$ -</u> | <u>\$ (843)</u> | <u>\$ -</u> |

NICE LTD. AND SUBSIDIARIES
CONSOLIDATED CASH FLOW STATEMENTS
U.S. dollars in thousands

| | Quarter ended June 30, | | Year to date June 30, | |
|--|---------------------------|-------------------|--------------------------|-------------------|
| | 2019 Unaudited | 2018 Unaudited | 2019 Unaudited | 2018 Unaudited |
| <u>Operating Activities</u> | | | | |
| Net income | \$ 42,058 | \$ 34,235 | \$ 79,122 | \$ 57,761 |
| Depreciation and amortization | 43,012 | 36,920 | 84,820 | 74,857 |
| Stock based compensation | 18,312 | 15,355 | 35,316 | 31,494 |
| Amortization of premium and discount and accrued interest on marketable securities | (233) | (9) | (574) | (307) |
| Deferred taxes, net | (10,764) | (10,245) | (18,622) | (19,912) |
| Changes in operating assets and liabilities: | | | | |
| Trade Receivables | (10,611) | 18,842 | 20,112 | 2,688 |
| Prepaid expenses and other assets | (51,949) | (15,809) | (72,531) | (28,228) |
| Trade payables | 4,543 | 7,833 | 3,718 | 2,332 |
| Accrued expenses and other current liabilities | (22,822) | (6,044) | 9,616 | (10,464) |
| Operating lease right-of-use assets, net | 3,379 | - | 7,496 | - |
| Deferred revenue | 5,462 | (19,011) | 58,869 | 87,106 |
| Long term liabilities | (403) | (404) | (280) | (787) |
| Operating lease liabilities | (3,654) | - | (9,159) | - |
| Amortization of discount on long term debt | 2,162 | 2,094 | 4,469 | 4,257 |
| Other | (516) | 56 | (1,984) | (127) |
| Net cash provided by operating activities | <u>17,976</u> | <u>63,813</u> | <u>200,388</u> | <u>200,670</u> |
| <u>Investing Activities</u> | | | | |
| Purchase of property and equipment | (6,566) | (8,248) | (14,982) | (13,564) |
| Purchase of Investments | (114,834) | (52,278) | (306,142) | (187,923) |
| Proceeds from Investments | 93,558 | 40,692 | 170,508 | 59,709 |
| Capitalization of software development costs | (8,897) | (7,672) | (17,391) | (15,476) |
| Payments for business and asset acquisitions, net of cash acquired | (25,788) | - | (25,788) | - |
| Net cash used in investing activities | <u>(62,527)</u> | <u>(27,506)</u> | <u>(193,795)</u> | <u>(157,254)</u> |
| <u>Financing Activities</u> | | | | |
| Proceeds from issuance of shares upon exercise of share options | 1,401 | 4,199 | 3,018 | 7,443 |
| Purchase of treasury shares | (4,615) | (6,361) | (14,715) | (10,613) |
| Capital Lease payments | (187) | - | (440) | - |
| Net cash used in financing activities | <u>(3,401)</u> | <u>(2,162)</u> | <u>(12,137)</u> | <u>(3,170)</u> |
| Effect of exchange rates on cash and cash equivalents | <u>(433)</u> | <u>(3,790)</u> | <u>(244)</u> | <u>(3,732)</u> |
| Net change in cash and cash equivalents | (48,385) | 30,355 | (5,788) | 36,514 |
| Cash and cash equivalents, beginning of period | <u>\$ 284,696</u> | <u>\$ 334,461</u> | <u>\$ 242,099</u> | <u>\$ 328,302</u> |
| Cash and cash equivalents, end of period | <u>\$ 236,311</u> | <u>\$ 364,816</u> | <u>\$ 236,311</u> | <u>\$ 364,816</u> |

NICE LTD. AND SUBSIDIARIES
CONDENSED CONSOLIDATED BALANCE SHEETS

U.S. dollars in thousands

| | June 30, 2019 | December 31, 2018 |
|---|----------------------------|------------------------------|
| | <u>Unaudited</u> | <u>Audited</u> |
| ASSETS | | |
| CURRENT ASSETS: | | |
| Cash and cash equivalents | \$ 236,311 | \$ 242,099 |
| Short-term investments | 272,968 | 243,729 |
| Trade receivables | 268,993 | 287,963 |
| Prepaid expenses and other current assets | <u>121,619</u> | <u>87,450</u> |
| Total current assets | <u>899,891</u> | <u>861,241</u> |
| LONG-TERM ASSETS: | | |
| Long-term investments | 358,151 | 244,998 |
| Property and equipment, net | 140,957 | 140,338 |
| Deferred tax assets | 12,532 | 12,309 |
| Other intangible assets, net | 467,495 | 508,232 |
| Operating lease right-of-use assets | 117,030 | - |
| Goodwill | 1,380,751 | 1,366,206 |
| Other long-term assets | <u>114,317</u> | <u>74,042</u> |
| Total long-term assets | <u>2,591,233</u> | <u>2,346,125</u> |
| TOTAL ASSETS | <u><u>\$ 3,491,124</u></u> | <u><u>\$ 3,207,366</u></u> |
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| CURRENT LIABILITIES: | | |
| Trade payables | \$ 30,862 | \$ 29,617 |
| Deferred revenues and advances from customers | 280,601 | 221,387 |
| Current maturities of operating leases | 17,348 | - |
| Accrued expenses and other liabilities | <u>374,171</u> | <u>373,908</u> |
| Total current liabilities | <u>702,982</u> | <u>624,912</u> |
| LONG-TERM LIABILITIES: | | |
| Deferred revenues and advances from customers | 35,762 | 35,112 |
| Operating leases | 116,549 | - |
| Deferred tax liabilities | 29,057 | 44,140 |
| Long-term debt | 460,291 | 455,985 |
| Other long-term liabilities | <u>15,974</u> | <u>30,604</u> |
| Total long-term liabilities | <u>657,633</u> | <u>565,841</u> |
| SHAREHOLDERS' EQUITY | <u>2,130,509</u> | <u>2,016,613</u> |
| TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY | <u><u>\$ 3,491,124</u></u> | <u><u>\$ 3,207,366</u></u> |

נייס מדווחת על צמיחה של 31% בהכנסות מענן וצמיחה של 11% בסך ההכנסות ברבעון השני של 2019

גידול דו ספרתי ברווח התפעולי וברווח למניה

החברה מעלה את התחזית השנתית להכנסות ולרווח למניה

הובוקן, ניו ג'רזי, 8 באוגוסט, 2019 – נייס (נאסד"ק: NICE) פרסמה היום את התוצאות לרבעון השני של 2019 שהסתיים ב-30 ביוני, 2019.

עיקרי התוצאות לרבעון השני של 2019:

| GAAP | Non-GAAP |
|---|--|
| הכנסות של 380 מיליון דולר, גידול של 11% בהשוואה לאשתקד | הכנסות של 381 מיליון דולר, גידול של 11% בהשוואה לאשתקד |
| הכנסות מענן בסך 142 מיליון דולר, גידול של 31% מאשתקד | הכנסות מענן בסך 143 מיליון דולר, גידול של 30% מאשתקד |
| שיעור רווח גולמי של 65.6% לעומת 65.3% אשתקד | שיעור רווח גולמי של 70.9% לעומת 70.5% אשתקד |
| רווח תפעולי של 53 מיליון דולר בהשוואה ל-46 מיליון דולר, גידול של 15% בהשוואה לאשתקד | רווח תפעולי של 101 מיליון דולר בהשוואה ל-89 מיליון דולר, גידול של 14% בהשוואה לאשתקד |
| שיעור רווח תפעולי של 14.1% לעומת 13.6% אשתקד | שיעור רווח תפעולי של 26.6% לעומת 25.8% אשתקד |
| רווח למניה בדילול מלא של 0.65 דולר בהשוואה ל-0.54 דולר אשתקד, גידול של 20% | רווח למניה בדילול מלא של 1.25 דולר בהשוואה ל-1.10 דולר אשתקד, גידול של 14% |

"אנו שמחים לדווח על תוצאות חזקות לרבעון השני של 2019, הכוללות צמיחה דו ספרתית בכל המדדים המרכזיים", אמר ברק עילם, מנכ"ל נייס. "הצמיחה החזקה בענן ממשיכה לבלוט והיא מונעת ע"י הצלחת שתי פלטפורמות הענן שלנו – Cxone עבור Customer Engagement ו-X-Sight עבור Financial Crime and Compliance – בכל חלקי השוק, כולל בארגונים גדולים, שם היינו עדים לביקושים חזקים".

מר עילם המשיך, "התוצאות הטובות נתמכו ע"י קהילת השותפים הטכנולוגים שלנו אשר ממשיכה להתרחב גלובלית. נכון להיום יש לנו 135 שותפים בתוכנית CXone DEVone. תוכנית השותפים של X-Sight שהוכרזה רק לאחרונה, גם היא צוברת עניין רב עם למעלה מ-20 שותפים טכנולוגים מאז הושקה התוכנית לפני כחודשיים. בנוסף, מוקדם יותר השבוע הכרזנו על שותפות אסטרטגית עם Atos, שהנוכחות הגלובלית הרחבה שלה בעולם תסייע להביא לקוחות חדשים ל-CXone ברחבי העולם".

עיקרי התוצאות הפיננסיות (GAAP) לרבעון השני שהסתיים ב- 30 ביוני:

הכנסות: ההכנסות ברבעון השני של 2019 גדלו ב-11.2% ל- 380.4 מיליון דולר, לעומת 342.0 מיליון דולר ברבעון השני של 2018.

רווח גולמי: הרווח הגולמי ושיעור הרווח הגולמי ברבעון השני של 2019 גדלו ל- 249.6 מיליון דולר ו- 65.6% בהתאמה, לעומת 223.4 מיליון דולר ו- 65.3% בהתאמה, ברבעון השני של 2018.

רווח תפעולי: הרווח התפעולי ושיעור הרווח התפעולי ברבעון השני של 2019 גדלו ל- 53.5 מיליון דולר ו- 14.1% בהתאמה, לעומת 46.4 מיליון דולר ו- 13.6% בהתאמה, ברבעון השני של 2018.

רווח נקי: הרווח הנקי ושיעור הרווח הנקי ברבעון השני של 2019 גדלו ל- 42.1 מיליון דולר ו- 11.1% בהתאמה, לעומת 34.2 מיליון דולר ו- 10.0% בהתאמה ברבעון השני של 2018.

רווח למניה בדילול מלא: הרווח למניה בדילול מלא ברבעון השני של 2019 גדל ב- 20.4% ל- 0.65 דולר לעומת 0.54 דולר ברבעון השני של 2018.

תזרים המזומנים מפעילות שוטפת ויתרת מזומנים: תזרים המזומנים מפעילות שוטפת ברבעון השני של 2019 היה 18.0 מיליון דולר. ברבעון השני 4.6 מיליון דולר שימשו לרכישה חוזרת של מניות. נכון ל-30 ביוני 2019, יתרות המזומנים ושווי המזומנים, וכן השקעות לטווח קצר וארוך הסתכמו ב- 867.4 מיליון דולר. סך החוב הסתכם ב- 460.3 מיליון דולר.

עיקרי התוצאות הפיננסיות (Non-GAAP) לרבעון השני שהסתיים ב- 30 ביוני:

הכנסות: ההכנסות (non-GAAP) ברבעון השני של 2019 גדלו ל- 381.4 מיליון דולר, גידול של 10.9% לעומת 343.7 מיליון דולר ברבעון השני של 2018.

רווח גולמי: הרווח הגולמי (non-GAAP) ושיעור הרווח הגולמי (non-GAAP) ברבעון השני של 2019 גדלו ל- 270.5 מיליון דולר ו- 70.9% בהתאמה, לעומת 242.3 מיליון דולר ו- 70.5% בהתאמה, ברבעון השני של 2018.

רווח תפעולי: הרווח התפעולי (non-GAAP) ושיעור הרווח התפעולי (non-GAAP) ברבעון השני של 2019 גדלו ל- 101.3 מיליון דולר ו- 26.6% בהתאמה, לעומת 88.7 מיליון דולר ו- 25.8% בהתאמה, ברבעון השני של 2018.

רווח נקי: הרווח הנקי (non-GAAP) ושיעור הרווח הנקי (non-GAAP) ברבעון השני של 2019 גדלו ל- 80.9 מיליון דולר ו- 21.2% בהתאמה, לעומת 69.3 מיליון דולר ו- 20.2% בהתאמה, ברבעון השני של 2018.

רווח למניה בדילול מלא: הרווח למניה (non-GAAP) בדילול מלא ברבעון השני של 2019 גדל ב- 13.6% ל- 1.25 דולר לעומת 1.10 דולר ברבעון השני של 2018.

תחזית לרבעון השלישי ולשנת 2019:

הרבעון השלישי של 2019: סך ההכנסות (non-GAAP) ברבעון השלישי של 2019, צפוי להיות בטווח של 380 מיליון דולר עד 390 מיליון דולר (לעומת 358.6 מיליון דולר non-GAAP ברבעון השלישי של 2018).
הרווח למניה (non-GAAP) בדילול מלא ברבעון השלישי של 2019 צפוי להיות בטווח של 1.23 דולר עד 1.33 דולר (לעומת 1.20 דולר non-GAAP ברבעון השלישי של 2018).

שנת 2019: החברה מעלה את תחזית ההכנסות (non-GAAP) בשנת 2019 וצופה שההכנסות לשנת 2019 יהיו בטווח שבין 1,563 מיליון דולר ל- 1,583 מיליון דולר (לעומת 1,453.4 מיליון דולר non-GAAP בשנת 2018).
החברה מעלה את תחזית הרווח (non-GAAP) למניה בדילול מלא בשנת 2019 וצופה שהרווח למניה לשנת 2019 יהיה בטווח שבין 5.13 דולר ל- 5.33 דולר (לעומת 4.75 דולר non-GAAP בשנת 2018).

שיחת ועידה לדין בתוצאות הרבעוניות

הנהלת ניס תארח שיחת ועידה לדין בתוצאות הפיננסיות ובתחזית החברה היום, 8 באוגוסט, 2019, בשעה 8:30 בבוקר שעון החוף המזרחי של ארה"ב, 13:30 לפי שעון גריניץ' ו-15:30 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: 364-344-809-1. קוד הכניסה הוא 90 810 850. מספרי גישה נוספים מוצגים ב- http://www.btconferencing.com/globalaccess/?bid=54_attended. השיחה תשודר באינטרנט בשידור חי באתר החברה בכתובת <https://www.nice.com/investor-relations/upcoming-event> ותהיה זמינה להאזנה כשעתיים 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, 20-7136-9233+44(0) ממדינות אחרות ו-0-800-032-9687 מבריטניה. קוד הכניסה להקלטה הוא 644 715 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

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. In some cases, forward-looking statements may be identified by words such as "believe," "expect," "seek," "may," "will," "intend," "should," "project," "anticipate," "plan," and similar expressions. Forward-looking statements are based on the current beliefs, expectations and assumptions of the Company's management regarding the future of the Company's business, future plans and strategies, projections, anticipated events and trends, the economy and other future conditions. Examples of forward-looking statements include guidance regarding the Company's revenue and earnings and the growth of our cloud, analytics and artificial intelligence business.

Forward looking statements are inherently subject to significant economic, competitive and other uncertainties and contingencies, many of which are beyond the control of management. The Company cautions that these statements are not guarantees of future performance, and investors should not place undue reliance on them. There are or will be important known and unknown factors and uncertainties that could cause actual results to differ materially from those expressed or implied in the forward-looking statements. These factors, include, but are not limited to, risks associated with competition, success and growth of the Company's cloud Software-as-a-Service business, cyber security attacks or other security breaches against the Company, privacy concerns and legislation impacting the Company's business, the Company's dependency on fourth-party cloud computing platform providers, hosting facilities and service partners, changes in general economic and business conditions, rapidly changing technology, changes in currency exchange rates and interest rates, difficulties in making additional acquisitions or effectively integrating acquired operations, products, technologies and personnel, successful execution of the Company's growth strategy, the effects of tax reforms and of newly enacted or modified laws, regulation or standards on the Company and its products, and other factors and uncertainties discussed in our filings with the U.S. Securities and Exchange Commission (the "SEC"). You are encouraged to carefully review the section entitled "Risk Factors" in our latest Annual Report on Form 20-F and our other filings with the SEC for additional information regarding these and other factors and uncertainties that could affect our future performance. The forward-looking statements contained in this presentation speak only as of the date hereof, and the Company undertakes no obligation to update or revise them, whether as a result of new information, future developments or otherwise, except as required by law.

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