



2019 Liberty Investor Day

11.21.19



Forward-Looking Statements. Our presentation today, including the slides contained herein, contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. These statements are not historical facts or guarantees of future performance and are based on management's assumptions and expectations, which are inherently subject to difficult to predict uncertainties, risks and changes in circumstances. The use of words such as "intends," "expects," "may," "believes," "should," "seeks," "plans," "potential," "will," "projects," "estimates," "anticipates" or similar expressions generally identify forward-looking statements. However, these words are not the exclusive means of identifying such statements, and any statements that refer to expectations, beliefs, plans, predictions, projections, forecasts, objectives, assumptions, models, illustrations, profiles or other characterizations of future events or circumstances are forward-looking statements, including without limitation statements relating to future revenues, expenses, margins, performance, profitability, cash flows, net income/(loss), earnings per share, growth rates and other measures of results of operations (such as adjusted EBITDA) and future growth prospects for TripAdvisor's business. Actual results and the timing and outcome of events may differ materially from those expressed or implied in the forward-looking statements for a variety of reasons, including, among others, those discussed in the "Risk Factors" section of our Quarterly Report on Form 10-Q. Except as required by law, we undertake no obligation to update any forward-looking or other statements in this presentation, whether as a result of new information, future events or otherwise. Investors are cautioned not to place undue reliance on forward-looking statements.

Non-GAAP Measures. This presentation also includes discussion of both GAAP and non-GAAP financial measures. Important information regarding TripAdvisor's definitions and use of these measures, as well as reconciliations of the non-GAAP financial measure to the most directly comparable GAAP financial measure are included in the earnings release reporting our third quarter 2019 financial results and supplemental financial information, which are available on the Investor Relations section of our website: [www.tripadvisor.com](http://www.tripadvisor.com), and in the "Non-GAAP Reconciliations" section of this document. These non-GAAP measures are intended to supplement, and are not a substitute for comparable GAAP measures. Investors are urged to consider carefully the comparable GAAP measures and reconciliations.

Industry / Market Data. Industry and market data used in this presentation have been obtained from industry publications and sources as well as from research reports prepared for other purposes. We have not independently verified the data obtained from these sources and cannot assure you of the data's accuracy or completeness.



# TripAdvisor is a unique, scaled, **global travel platform...**



**830M**

Reviews &  
Opinions<sup>(1)</sup>



**460M**

Monthly Unique  
Users<sup>(1)</sup>



**65%**

Unique Monthly Users  
on Mobile<sup>(1)</sup>



**\$1.6B**

LTM Revenue<sup>(2)</sup>

**\$117M**

LTM GAAP Net Income<sup>(2)</sup>

**\$433M**

LTM Adjusted EBITDA<sup>(2,3)</sup>

(1) TripAdvisor internal log files from Q3 2019

(2) Based on consolidated results trailing 12 months ended Q3 2019

(3) Adjusted EBITDA a non-GAAP measure and is defined as net income plus: (1) provision for income taxes; (2) other income (expense), net; (3) depreciation of property and equipment, including amortization of internal use software and website development; (4) amortization of intangible assets; (5) stock-based compensation and other stock-settled obligations; (6) goodwill, long-lived asset and intangible asset impairments; (7) legal reserves and settlements; and (8) other non-recurring expenses and income



...and is an influential, **global player** in a category that is shifting online



- Global travel market = **\$1.7 trillion**<sup>(1)</sup>
- Digital advertising dollars following travel content consumption and bookings online
- TripAdvisor's rich content and global community drives brand loyalty, trust and significant influence on travel commerce:

**433M**

*Annual trips influenced* <sup>(2)</sup>

**2.2B**

*Vacation nights influenced* <sup>(2)</sup>

**\$520B**

*Annual Travel Expenditures influenced* <sup>(2)</sup>





# Progress since last year's investor meeting



## LEVERAGE ENGAGED COMMUNITY

**Growing non-auction revenue** (media advertising, Hotel B2B, Experiences and Restaurants)



## ADDED TALENT

**Added key leaders** to drive our Hotel, Media & Platform segment growth strategy



## ENHANCED CUSTOMER FOCUS

Executing key initiatives to **deepen consumer engagement and increase monetization** on our platform



## RE-IMAGINE CONSUMER VALUE

**Accelerated member growth** and developing impactful, new brand advertising, loyalty initiatives and re-imagined app



## Healthy Balance Sheet

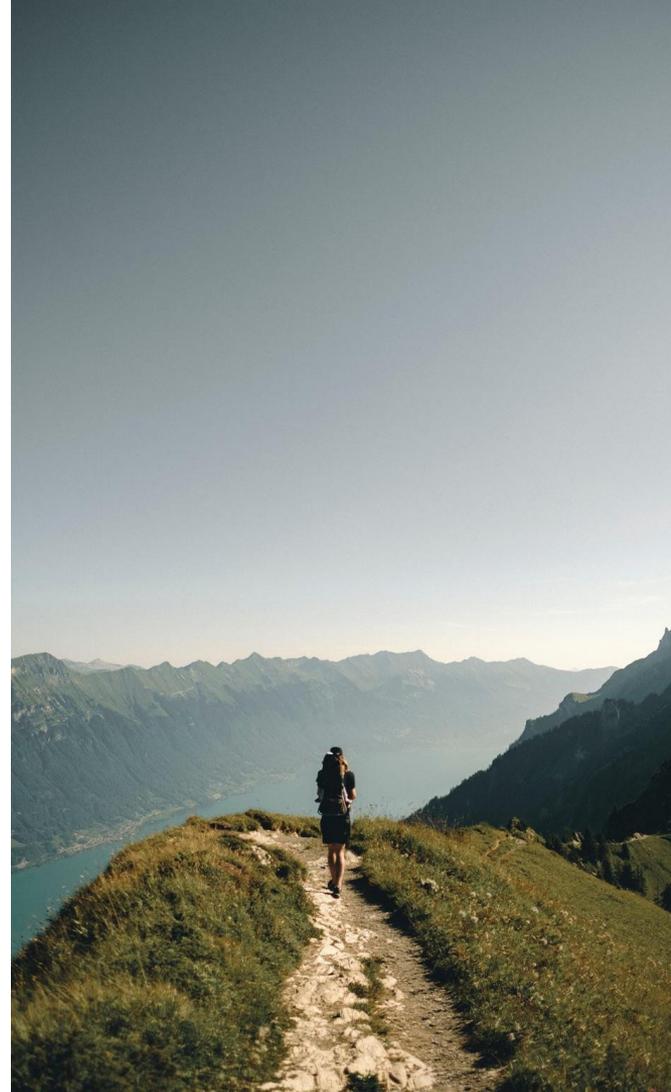
**Strong profitability** and cash flow gives flexibility to invest prudently and return capital to shareholders



# **Taking action** following dissatisfying Q3 and YTD 2019 results

## **We're taking action in three ways:**

1. Prioritizing strategic investment areas for diverse growth
2. Operating prudently and evaluating our cost structure
3. Focused on improving shareholder returns





# Aiming to return **Hotels, Media & Platform segment (HM&P)** to growth

**Strongly profitable** while growing - and investing in - a number of non-auction revenue lines:

- **Growing Hotel B2B revenue double digits**, with more growth opportunity ahead
- Laying the foundation to accelerate **high-margin media advertising revenue**
- Executing customer-focused product, brand, loyalty and membership initiatives to **drive direct engagement**





# New talent driving HM&P growth initiatives



**Kanika Soni**  
President, Hotels

**PAST:**  
SVP/GM, Global eCommerce,  
The Walt Disney Company



**Lindsay Nelson**  
President, Core Experiences

**PAST:**  
Chief Commercial Officer &  
Chief Marketing Officer, Vox



**Christine Maguire**  
VP, Global Advertising Revenue

**PAST:**  
SVP, Business Operations &  
Strategy, Condé Nast



**Matt Dacey**  
VP, Membership & Loyalty

**PAST:**  
VP, Loyalty &  
Personalization, CVS Health





## Growing diverse **Hotel B2B** services

**Deepening relationships with hoteliers** to better serve their needs.

- Hotel **Sponsored Placements** revenue nearly doubling this year
- Building **demand-independent** solutions
- Targeting at least **two new product launches** in 2020



# Tapping into **large media advertising revenue growth** opportunity

Digital advertising is a **huge and growing market:**

- Total market: **\$479B**<sup>(1)</sup>
- **14% CAGR** through 2022<sup>(1)</sup>
- At **\$153M in 2018**, TripAdvisor under-indexing vs. smaller internet platforms
- Believe we can **double high-margin media revenue in three to five years**



# Tapping into **large media advertising revenue growth** opportunity

Our **keys to success:**

- **Huge global audience (460M UUs in 3Q19<sup>(1)</sup>);** significant travel ecommerce influence
- Offering **brand-safe channel** to a broader, non-endemic advertiser base
- Leveraging **1st party data** and **proprietary insights**
- Modernizing **high-powered advertising suite** spanning native, video and programmatic



Expedia Flights Hotels Bundle and Save Cars Cruises Things to Do Event Tickets All travel List your property Your Expect

Going to Key West, FL, United States (EYW-Key West ...) Check-out Dec 6 Check-in Dec 8 Guests 1 room, 2 guests Search

What we are paid may impact our sort order

**Crowne Plaza Key West-La Concha** **\$347**  
3.03 mi from Key West Intl. (EYW) 4.1/5 Very Good (2,208 reviews)

**Pier House Resort & Spa** **\$520**  
3.26 mi from Key West Intl. (EYW) 4.6/5 Wonderful (1,971 reviews) **We have 2 left at \$1,009 for 2 nights**

**Hyatt Residence Club Key West, Windward P...** **\$339**  
0.23 mi from Key West Intl. (EYW) **16% off \$399** \$878 for 2 nights

Sort by: Recommended, Price, Best Deals, Guest Rating, Distance from airport, Property Class, Vacation Rentals

Search by property: Enter property name

Filter by: Popular Filters



trivago Log In Menu USD EN

Key West Fri, 12/06/19 Check in Sun, 12/08/19 Room Two-person ... Search

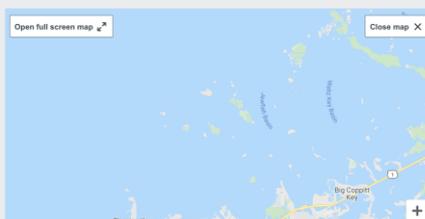
Price / night \$600+ Accommodation All types Guest rating All Hotel location City center More filters Select

Sort by Our recommendations

How payments to us affect ranking

**Heron House Court** **\$154**  
Key West, 0.4 miles to City center 8.7 Excellent (2491 reviews) **Hotels.com \$154 2 nights for \$309**

**Key West Marriott Beach...** **\$247**  
Key West, 3.2 miles to City center 8.3 Excellent (2425 reviews) **Hotels.com \$247 2 nights for \$493**




Booking.com The World's #1 Choice for Booking Accommodations List your property Register Sign In

Accommodations Flights Flight + Hotel Car Rentals Tours & Activities Airport Transfers

Search: Destination/property name: Key West, Check-in date: Friday, December 6, 2019, Check-out date: Sunday, December 8, 2019, 2 nights, 2 adults, 1 room, No children, 1 room

Key West is a top pick among travelers on your selected dates. 77% of travelers on our site. Dec 4 - Dec 8: \$43 less per night, Dec 6 - Dec 7: \$23 less per night, Dec 6 - Dec 8: \$19 less per night, Dec 7 - Dec 8: \$23 less per night, Dec 8 - Dec 10: \$43 less per night

Key West: 74 properties found - including 27 great value stays! 3 reasons to visit: sunsets, relaxation & nightlife

Nearby Beaches: Fort Zachary Taylor Beach, Smathers Beach, South Beach

Our Top Picks: Price (lowest first), Distance from Downtown, Review Score & Price, Stars

Prices shown are for your 2-night stay

**The Laureate Key West** **\$511**  
Key West, Show on map, 2.8 miles from center - Beach Nearby, Booked 3 times for your dates in the last 24 hours, 100V Queen Suite with Sea View - 4.8/5, 2 nights, 2 adults, 1 bedroom, 2 queen beds, Bigger than most in Key West, Only 7 like this left on our site, Free cancellation



KAYAK trivago.com Flights Hotels Cars Packages Cruises Deals More Trips Sign In

1 room, 2 guests Fri 12/6 Sun 12/8 Key West, FL Set Price Alert OFF

91 of 335 hotels and homes

Key West Marriott Beachside Hotel **\$248** Great 1,077 reviews Free airport shuttle Deal includes Free WiFi

Crowne Plaza Key West-LA Concha **\$347** Great 1,121 reviews Location Old Town North of Truman

See how far you can fly on your budget. Try KAYAK Explore

Compare vs. KAYAK: hotwire, trivago, priceline, Hotels.com





# Online travel sites have become **increasingly homogenous**

**Reality:** TripAdvisor can lay claim to “**Category of One**” position in travel

- TripAdvisor is a **force for good**
- Delivering consumers **people-powered planning** for considered trips
- Opportunity to **deepen consumer engagement** with all that TripAdvisor offers.



# Transforming the TripAdvisor consumer experience

## Coming in 2020:

1. New, **impactful brand advertising** leveraging TripAdvisor's uniqueness as a category of one (anticipated Q2 2020 launch)
2. Completely **reimagined mobile app** experience (anticipated Q3 2020 launch)
3. Serving members **new reasons to join (accelerated membership growth) and engage (deepen loyalty)**





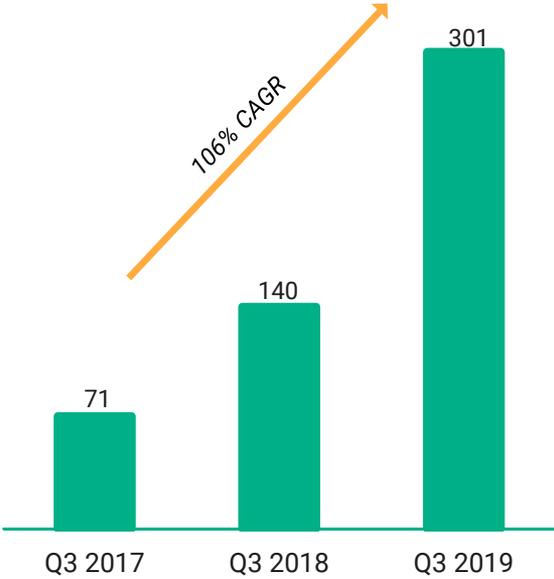
# Our Experiences & Dining (E&D) offerings are **key to planning considered trips**

- **Leadership position** in Experiences and Restaurants (regionally)
- Driving **mid-30s % bookings / seated diner** growth and layering in Restaurant media ad revenue
- Strategic investment areas – bookable inventory, TripAdvisor channel, mobile and non-English – **driving consumer adoption and revenue growth**

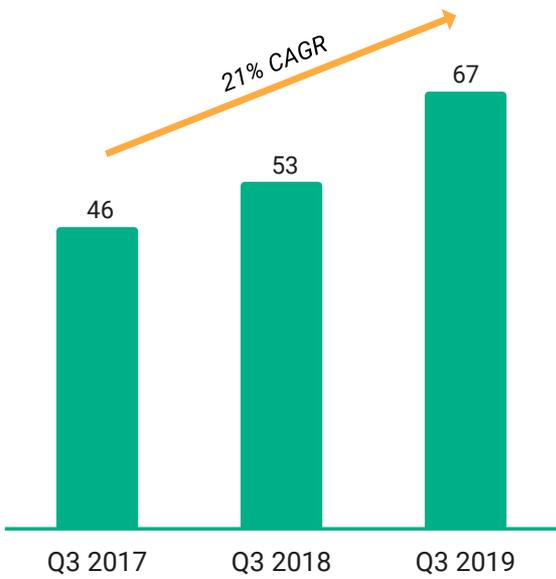


# Having set a strong foundation of bookable Experiences and Restaurants inventory...

Experiences Bookable Products <sup>(1)</sup>  
(in thousands, except CAGR)



LaFourchette Bookable Products <sup>(1)</sup>  
(in thousands, except CAGR)

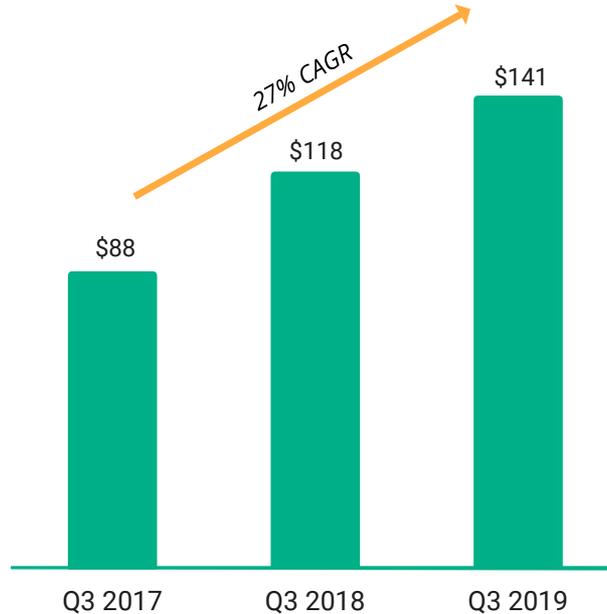


(1) TripAdvisor internal log files



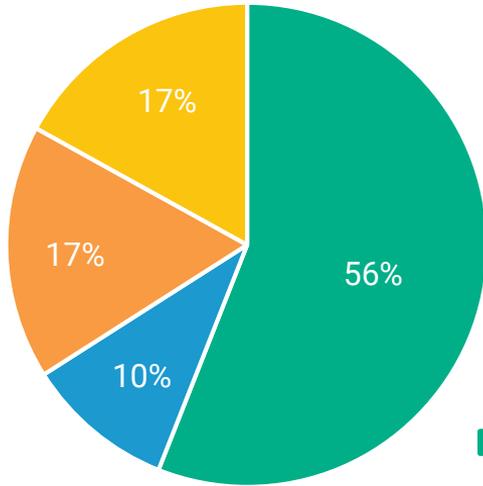
...our focus turns to merchandising to **fuel conversion gains and revenue growth**

Experiences & Dining Segment Revenue  
(in \$ millions, except CAGR)

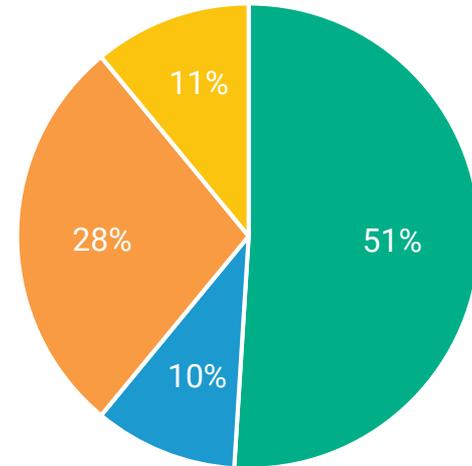


# Driving **diverse revenue streams**

2017 Total Revenue Mix



YTD 2019 Total Revenue Mix



- TripAdvisor-branded hotels
- TripAdvisor-branded display and platform
- Experiences & Dining
- Other





# Committed to **delivering** **shareholder returns**

**Strong balance sheet;** Cash-flow Generative; Operating prudently while **investing for growth and returning capital**

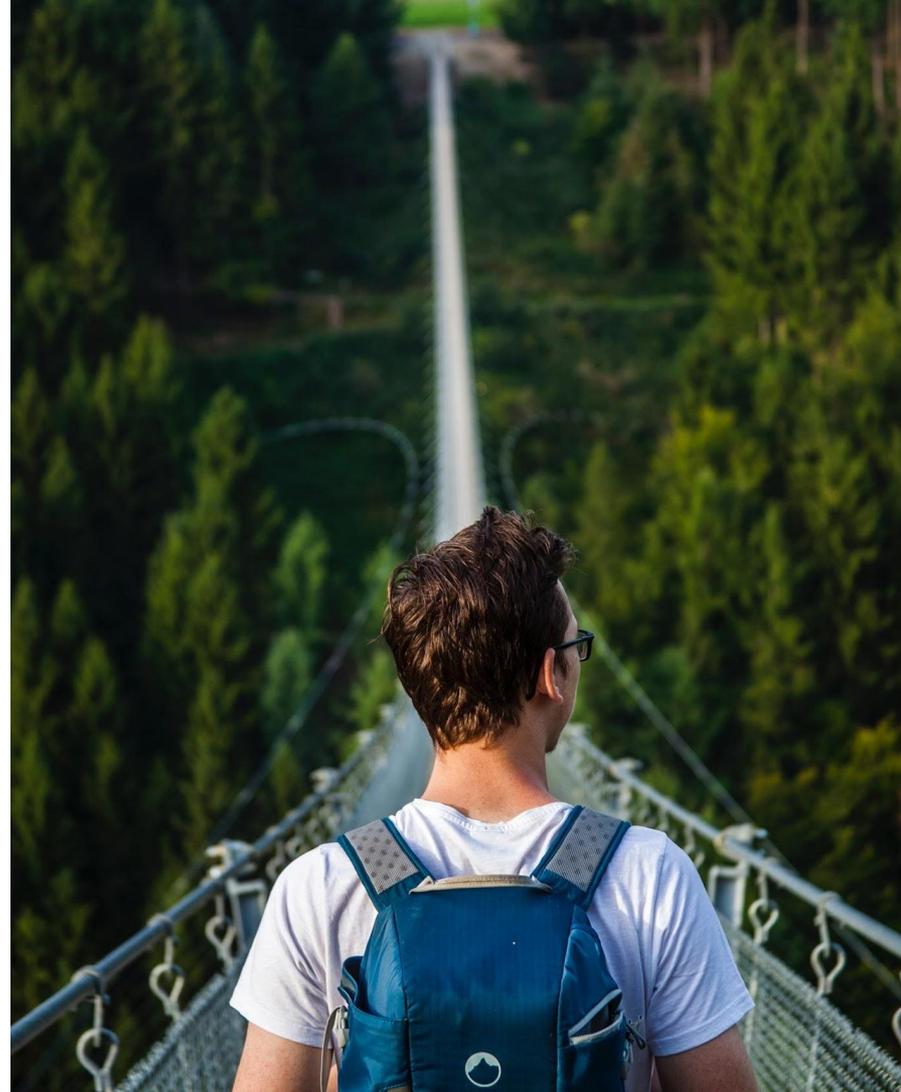
1. Containing costs; maintaining profitability
2. Investing in a number of strategic growth areas and maintain flexibility for opportunistic M&A
3. Returning capital to shareholders



# Reducing and **re-allocating costs**

Three components:

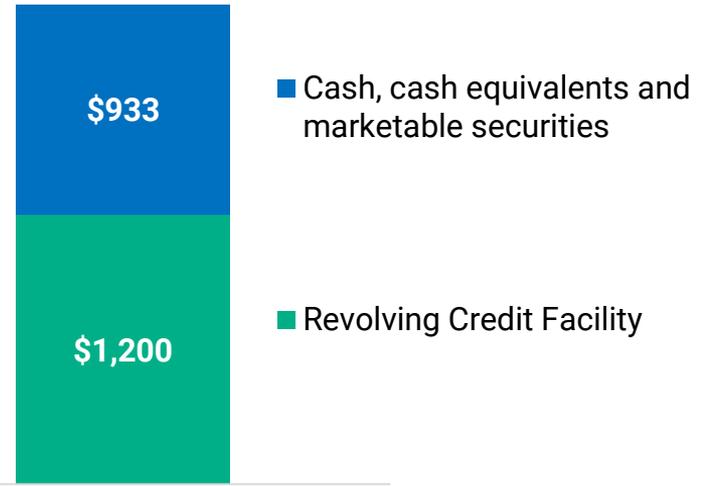
1. Right-sizing E&D following 5-yr investment cycle
2. Targeted other company-wide reductions
3. Optimizing brand advertising across newer mediums





# Ample liquidity and strong cash flow enables **capital allocation flexibility**

Strong Liquidity Position  
(in \$millions)



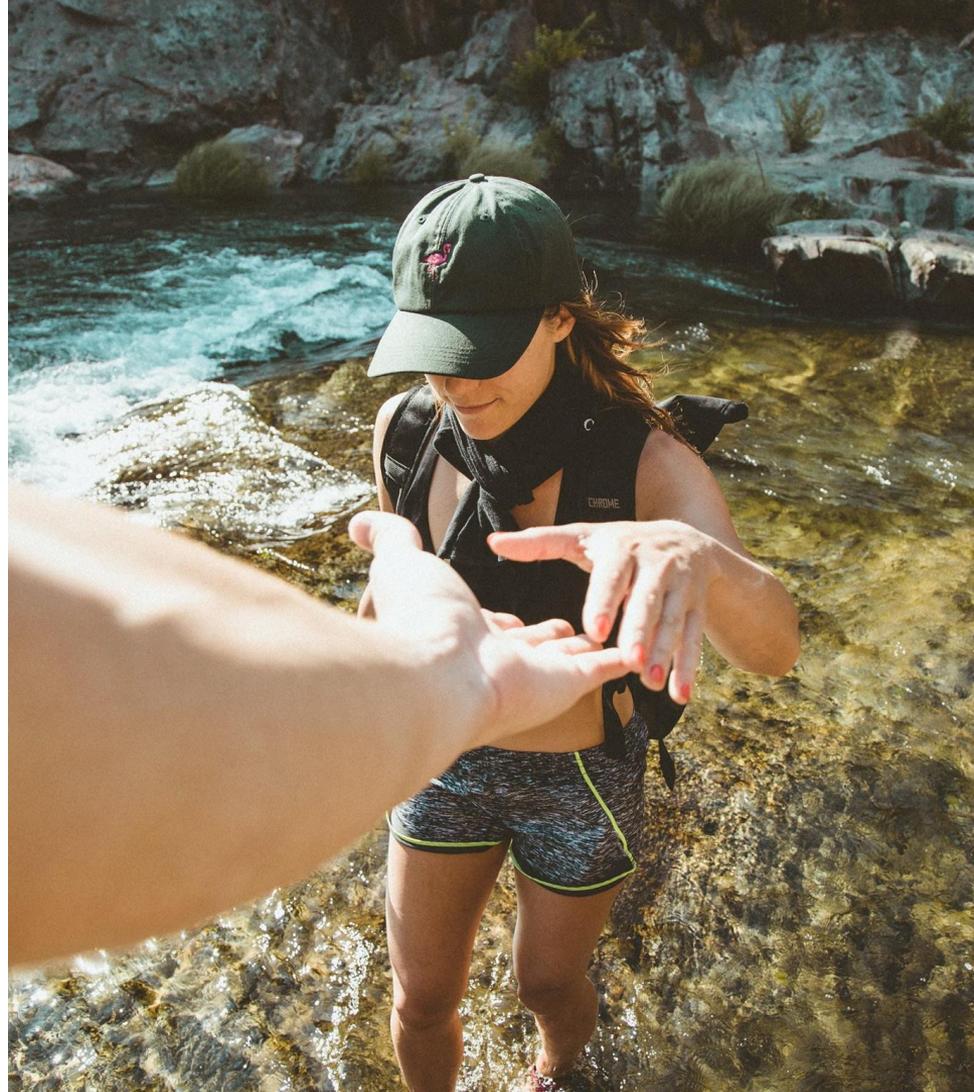
As of September 30, 2019



# Strong balance sheet to **execute capital allocation strategy**

Three components:

- 1. Strong balance sheet enables:**
  - **investing in strategic growth areas**
  - **returning cash to shareholders**
  - **funding opportunistic M&A**



# Strong balance sheet to **execute capital allocation strategy**

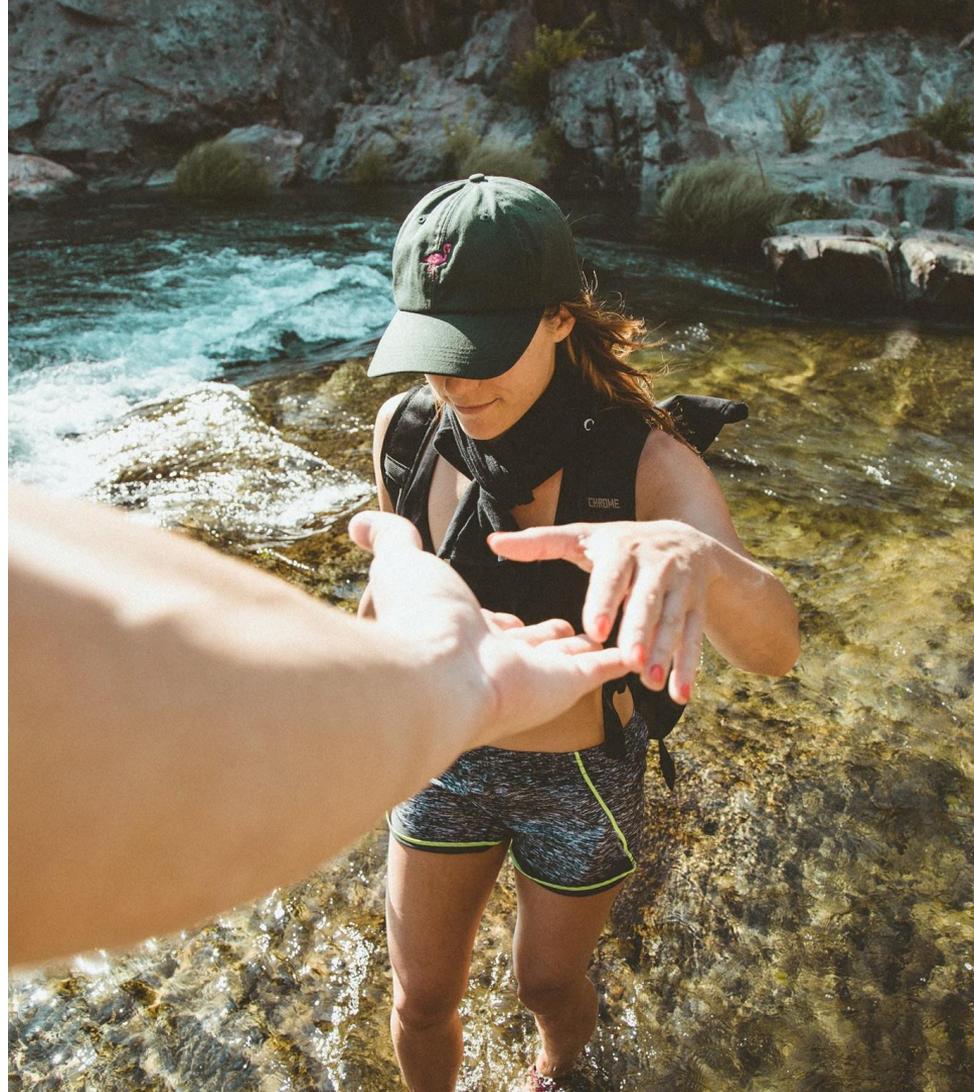
Three components:

1. Strong balance sheet enables capital allocation flexibility
2. **We are very profitable and cash generative, and will remain so**
  - **\$117M LTM GAAP Net Income<sup>(1)</sup>**
  - **\$433M LTM Adj. EBITDA<sup>(1,2)</sup>**
  - **\$395M LTM Operating Cash Flow<sup>(1)</sup>**
  - **\$318M LTM Free Cash Flow<sup>(1,3)</sup>**

(1) Based on consolidated results trailing twelve months ended Q3 2019

(2) Adjusted EBITDA a non-GAAP measure and is defined as net income plus: (1) provision for income taxes; (2) other income (expense), net; (3) depreciation of property and equipment, including amortization of internal use software and website development; (4) amortization of intangible assets; (5) stock-based compensation and other stock-settled obligations; (6) goodwill, long-lived asset and intangible asset impairments; (7) legal reserves and settlements; and (8) other non-recurring expenses and income

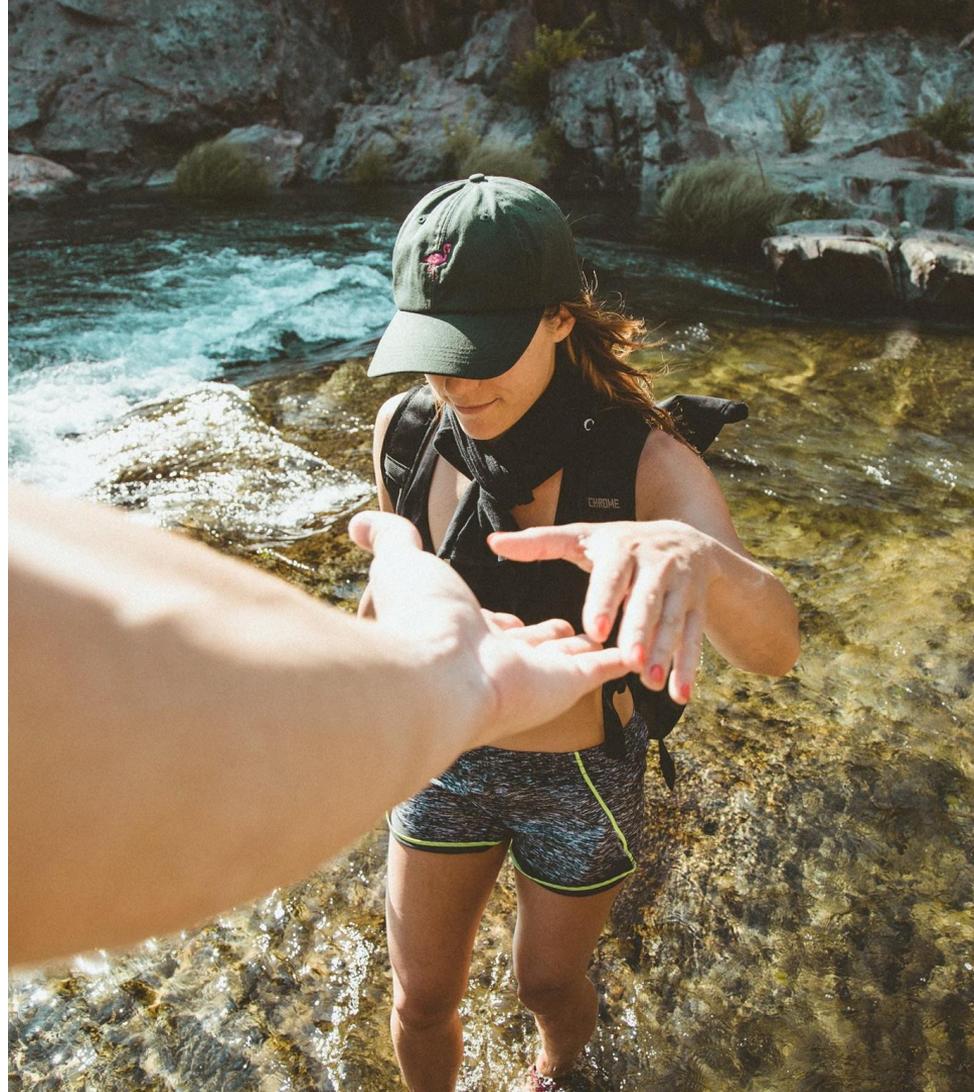
(3) TripAdvisor defines "free cash flow", a non-GAAP measure, as net cash provided by operating activities less capital expenditures, which are purchases of property and equipment, including capitalization of internal-use software development costs



# Strong balance sheet to **execute capital allocation strategy**

Three components:

1. Strong balance sheet enables capital allocation flexibility
2. We are very profitable and cash generative, and will remain so
3. **We are returning more capital to shareholders in two ways:**
  - **Declared a special cash dividend of \$3.50 per share for ~\$490M total**
  - **Increased existing share repurchase authorization to \$250M**





# Entered exciting **Strategic Partnership** with Trip.com Group (formerly Ctrip)

1. **Joint Venture** pairs Trip.com Group's China travel market expertise and TripAdvisor's brand strength, rich content, and best-in-class bookable experiences and restaurants inventory
2. **Content Agreement** for selected TripAdvisor content distributed onto major Trip.com Group brands
3. **Governance Agreement** gives nomination right for one board seat, pending certain regulatory approvals and minimum equity investment in TripAdvisor



# Investment Summary

- Attractive **\$1.7 trillion global market** <sup>(1)</sup> and travel purchases shifting online
- Huge global audience drives **significant influence**
- Valuable “category of one” platform with **untapped monetization potential**
- Operating prudently and investing for **diverse growth**
- **Cash generation**, now and in the future, funding growth investments, M&A and capital returns
- Advantageous ownership structure; **long-term investment horizon**



# Thank you

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# Non-GAAP Reconciliations

(in \$millions, except per share amounts and percentages)	2018					2019				
	Q1	Q2	Q3	Q4	FY*	Q1	Q2	Q3	FY*	LTM**
<b>Reconciliation from GAAP Net Income to Adjusted EBITDA (Non-GAAP):</b>										
<b>GAAP Net Income</b> <sup>(1)</sup>	\$5	\$32	\$69	\$7	\$113	\$26	\$34	\$50	\$110	\$117
Add: Provision for income taxes <sup>(1)</sup>	16	10	18	15	60	7	34	23	63	79
Add: Other expense (income), net	2	7	2	1	10	(2)	(2)	(5)	(9)	(8)
Add: Legal reserves and settlements	-	-	-	5	5	-	-	-	-	5
Add: Stock-based compensation expense	29	31	29	28	118	27	32	29	91	116
Add: Amortization of intangible assets	8	8	8	10	34	8	7	9	23	34
Add: Depreciation <sup>(2)</sup>	20	21	20	21	82	23	23	23	69	90
<b>Adjusted EBITDA (Non-GAAP)</b> <sup>(3)</sup>	<b>\$80</b>	<b>\$109</b>	<b>\$146</b>	<b>\$87</b>	<b>\$422</b>	<b>\$89</b>	<b>\$128</b>	<b>\$129</b>	<b>\$347</b>	<b>\$433</b>
<b>Reconciliation of GAAP Cash Flow from Operating Activities to Non-GAAP Free Cash Flow:</b>										
<b>Cash flow provided by (used in) operations</b>	<b>\$174</b>	<b>\$186</b>	<b>\$14</b>	<b>\$31</b>	<b>\$405</b>	<b>\$182</b>	<b>\$181</b>	<b>\$1</b>	<b>\$364</b>	<b>\$395</b>
Subtract: Capital expenditures	15	16	15	16	61	17	21	23	60	77
<b>Free Cash Flow (Non-GAAP)</b> <sup>(4)</sup>	<b>\$159</b>	<b>\$170</b>	<b>(\$1)</b>	<b>\$15</b>	<b>\$344</b>	<b>\$165</b>	<b>\$160</b>	<b>(\$22)</b>	<b>\$304</b>	<b>\$318</b>

The Company believes that non-GAAP financial measures provide investors with useful supplemental information about the financial performance of our business, enables comparison of financial results between periods where certain items may vary independent of business performance, and allow for greater transparency with respect to key metrics used by management in operating and analyzing our business.

(1) Includes an estimated U.S. Tax Cuts and Jobs Act of 2017 (the "2017 Tax Act") transition tax expense of \$2 million and \$5 million for the three months ended September 30, 2018 and March 31, 2018, respectively; a transition tax benefit of \$5 million for the three months ended June 30, 2018; as well as a tax benefit of \$2 million related to the remeasurement of deferred taxes for the three months ended December 31, 2018.

(2) *Depreciation*. Includes internal use software and website development amortization.

(3) *Adjusted EBITDA*. A non-GAAP measure which is defined as net income (loss) plus: (1) provision for income taxes; (2) other income (expense), net; (3) depreciation of property and equipment, including amortization of internal use software and website development; (4) amortization of intangible assets; (5) stock-based compensation and other stock-settled obligations; (6) goodwill, long-lived assets and intangible asset impairments; (7) legal reserves and settlements; and (8) non-recurring expenses and income. These items are excluded from our Adjusted EBITDA measure because these items are noncash in nature, or because the amount is not driven by core operating results and renders comparisons with prior periods less meaningful.

(4) *Free Cash Flow*. A non-GAAP measure which is defined as net cash provided by operating activities less capital expenditures, which are purchases of property and equipment, including capitalization of internal-use software development costs. We believe this financial measure can provide useful supplemental information to help investors better understand underlying trends in our business, as it represents the operating cash flow that our operating businesses generate, less capital expenditures but before taking into account other cash movements that are not directly tied to the core operations of our businesses, such as financing activities, foreign exchange or certain investing activities. Free Cash Flow has certain limitations in that it does not represent the total increase or decrease in the cash balance for the period, nor does it represent the residual cash flow for discretionary expenditures. Therefore, it is important to evaluate Free Cash Flow along with the unaudited condensed consolidated statements of cash flows.

\*Year to date totals reflect data as reported and is not necessarily a summation of the quarterly data.

\*\*LTM is calculated by summing the trailing four quarters ending Q3 2019

