UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM	8-K
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CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 Date of Report (Date of earliest event reported): June 5, 2023

GITLAB INC.

(Exact name of Registrant as Specified in Its Charter)

Delaware

001-40895

47-1861035

(State or Other Jurisdiction of Incorporation)

(IRS Employer Identification No.)

Address Not Applicable¹

(Commission File Number)

Zip Code Not Applicable¹ (Zip Code)

(Address of Principal Executive Offices)

Registrant's Telephone Number, Including Area Code: Not Applicable Not Applicable
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is into	ended to simultaneously sa	atisfy the filing obligation of the registrant under any of the
following provisions:		
☐ Written communications pursuant to Rule 425 under the	Securities Act (17 CFR 2	30.425)
☐ Soliciting material pursuant to Rule 14a-12 under the Ex	xchange Act (17 CFR 240.	14a-12)
☐ Pre-commencement communications pursuant to Rule 1	4d-2(b) under the Exchan	ge Act (17 CFR 240.14d-2(b))
☐ Pre-commencement communications pursuant to Rule 1	3e-4(c) under the Exchans	ge Act (17 CFR 240.13e-4(c))
	gistered pursuant to Secti	
	Trading	
Title of each class	Symbol(s)	Name of each exchange on which registered
Class A Common Stock, par value \$0.0000025 per share	GTLB	The Nasdaq Stock Market LLC
Indicate by check mark whether the registrant is an emerging chapter) or Rule 12b-2 of the Securities Exchange Act of 1934		efined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this oter).
Emerging growth company □		
_	O	ot to use the extended transition period for complying with any new hange Act.
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We are a remote-only company. Accordingly, we do not maintain a headquarters. For purposes of compliance with applicable requirements of the Securities Act and Securities Exchange Act of 1934, as amended, any stockholder communication required to be sent to our principal executive offices may be directed to the agent for service of process at Corporation Service Company, 251 Little Falls Drive, Wilmington, Delaware 19808, or to the email address: reach.gitlab@gitlab.com.

Item 2.02 Results of Operations and Financial Condition.

On June 5, 2023, GitLab Inc. (the "Company") issued a press release announcing its financial results for the fiscal quarter ended April 30, 2023. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is furnished herewith as Exhibit 99.1. The Company also announced that it would hold a webcast to discuss its financial results for the fiscal first quarter ended April 30, 2023.

The Company makes reference to non-GAAP financial information in the Company's press release and the webcast call. A reconciliation of these non-GAAP financial measures to the comparable GAAP financial measures is contained in the attached press release.

The information contained herein, including the accompanying Exhibit 99.1 hereto, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference into any filing made by the Company under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filings, unless expressly incorporated by specific reference in such filing.

Item 7.01 Regulation FD Disclosure.

On June 5, 2023, the Company posted supplemental investor materials on the Investors Relations section of its website, available at gitlab.gcs-web.com. The Company announces material information to the public through filings with the Securities and Exchange Commission, the investor relations page on the Company's website, press releases, public conference calls, webcasts, the Company's Twitter account (@gitlab), the Company's Facebook page, the Company's LinkedIn page, the Company's news site, available at https://about.gitlab.com/press/ and blog posts on the Company's corporate blog at https://about.gitlab.com/blog/ in order to achieve broad, non-exclusionary distribution of information to the public and for complying with its disclosure obligations under Regulation FD.

The information disclosed by the foregoing channels could be deemed to be material information. As such, the Company encourages investors, the media and others to follow the channels listed above and to review the information disclosed through such channels.

Any updates to the list of disclosure channels through which the Company announces information will be posted on the investor relations page on the Company's website.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
<u>99.1</u>	Press Release dated June 5, 2023.
104	Cover Page Interactive Data File (formatted as Inline XBRL).

SIGNATURES

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

GitLab Inc.

Dated: June 5, 2023 By: /s/ Brian Robins

Brian Robins

Chief Financial Officer



GitLab Reports First Quarter Fiscal Year 2024 Financial Results

Quarterly revenue of \$126.9 million, up 45% year-over-year

Fiscal First Quarter Highlights:

- Total revenue of \$126.9 million
- GAAP operating margin of (46)%; Non-GAAP operating margin of (12)%
- GAAP net loss per share of \$(0.35); Non-GAAP net loss per share of \$(0.06)

San Francisco (June 5, 2023) - All-Remote - GitLab Inc. (NASDAQ: GTLB), The DevSecOps Platform, today reported financial results for its first quarter fiscal year 2024, ended April 30, 2023.

"With AI revolutionizing how companies develop, secure, and operate software, we believe GitLab is positioned as the leading AI-powered DevSecOps platform," said Sid Sijbrandij, GitLab CEO and Co-Founder. "Today, we deliver more AI-powered capabilities to customers than any other DevSecOps platform. Our vision builds on that foundation to encompass the full software development lifecycle - from planning and development to security, deployment, and maintenance. With GitLab customers accelerate the time to value of their digital transformation efforts."

"Revenue of \$126.9 million grew 45% organically year-over-year, and our non-GAAP operating margin improved by approximately 1,700 basis points year-over-year as the team continued to focus on addressing customer priorities and improving operating efficiency," said Brian Robins, GitLab Chief Financial Officer. "Against a backdrop of macroeconomic uncertainty, customers are looking to our Al-powered DevSecOps platform to drive efficiencies, increase productivity, and accelerate their pace of innovation. We are poised to make the most of the estimated \$40B total addressable market opportunity before us."

First Quarter Fiscal Year 2024 Financial Highlights (in millions, except per share data and percentages):

	Q:	L FY 2024		Q1 FY 2023	Y/Y Change
Revenue	\$	126.9	\$	87.4	 45 %
GAAP Gross margin		89 %)	89 %	
Non-GAAP Gross margin		91 %)	90 %	
GAAP Operating loss	\$	(58.2)	\$	(42.9)	\$ (15.3)
Non-GAAP Operating loss	\$	(15.0)	\$	(24.8)	\$ 9.8
GAAP Net loss attributable to GitLab	\$	(52.5)	\$	(26.1)	\$ (26.4)
Non-GAAP Net loss attributable to GitLab	\$	(8.8)	\$	(26.5)	\$ 17.7
GAAP Net loss per share attributable to GitLab	\$	(0.35)	\$	(0.18)	\$ (0.17)
Non-GAAP Net loss per share attributable to GitLab	\$	(0.06)	\$	(0.18)	\$ 0.12

A reconciliation between GAAP and non-GAAP financial measures is contained in this release under the section titled "Non-GAAP Financial Measures."

Business Highlights:

- Customers with more than \$5,000 of ARR increased to 7,406, up 43% from Q1 of fiscal year 2023.
- Customers with more than \$100,000 of ARR increased to 760, up 39% from Q1 of fiscal year 2023.
- Dollar-Based Net Retention Rate was 128% in Q1 of fiscal year 2024.
- Announced Al-powered workflows in a single DevSecOps platform with the introduction of Code Suggestions, Al-assisted vulnerability guidance, and Value Streams Dashboards to improve developer productivity across every phase of the software development lifecycle.
- Partnered with Google Cloud to expand Al-assisted capabilities with customizable foundation models and open generative Al
 infrastructure to deliver secure Al offerings to joint customers.
- Announced an expanded strategic collaboration with Oracle and a new AI/ML offering enabling customers to speed up model training
 and inference to drive innovation and enhance customer experiences.
- Issued the 7th annual Global DevSecOps Report, which found that 65% of developers are using AI/ML in testing efforts or will be in the next three years.
- Released new security features to automatically enforce security policies, reduce false positives, and protect organizations from credential exposure while reducing risk to production applications.

Second Quarter and Fiscal Year 2024 Financial Outlook

For the second quarter and fiscal year 2024, GitLab Inc. expects (in millions, except share and per share data):

	Q2 FY 2024 Guidance	FY 2024 Guidance
Revenue	\$129.0 - \$130.0	\$541.0 - \$543.0
Non-GAAP operating loss	\$(11.0) - \$(10.0)	\$(47.0) - \$(43.0)
Non-GAAP net loss per share assuming approximately 153 million and 153 million weighted average shares outstanding as of Q2 FY2024 and FY24, respectively	\$(0.03) - \$(0.02)	\$(0.18) - \$(0.14)

These statements are forward-looking and actual results may differ materially as a result of many factors. Refer to the Forward-Looking Statements safe harbor below for information on the factors that could cause our actual results to differ materially from these forward-looking statements.

A reconciliation of GAAP to non-GAAP financial measures has been provided in the financial statement tables included in this press release. An explanation of these measures is also included below in Non-GAAP Financial Measures. We have not provided the most directly comparable GAAP financial guidance measures because certain items are out of our control or cannot be reasonably predicted. Accordingly, a reconciliation of non-GAAP guidance for operating loss and net loss per share to the corresponding GAAP measures is not available.

Conference Call Information

GitLab will host a conference call today, June 5, 2023, at 1:30 p.m. (PT) / 4:30 p.m. (ET) to discuss its first quarter of fiscal 2024 financial results. Investors and analysts should register for the call in advance by visiting https://gitlab.zoom.us/webinar/register/WN_7n1uFYVQT2qK7EdYJhTAuQ#/registration. A replay of the call will be available on GitLab's investor relations website (ir.gitlab.com).

About GitLab

GitLab is the most comprehensive DevSecOps Platform that empowers organizations to maximize the overall return on software development by delivering software faster and efficiently, while strengthening security and compliance. GitLab's single application is easier to use, leads to faster cycle time and allows visibility throughout and control over all stages of the DevSecOps lifecycle. With GitLab, every team in your organization can collaboratively plan, build, secure, and deploy software to drive business outcomes faster with complete transparency, consistency and traceability.

Non-GAAP Financial Measures

GitLab believes non-GAAP measures are useful in evaluating its operating performance. GitLab uses this supplemental information to evaluate its ongoing operations and for internal planning and forecasting purposes. GitLab believes that non-GAAP financial information, when taken collectively with its GAAP financial information, may be helpful to investors because it provides consistency and comparability with past financial performance. However, non-GAAP financial information is presented for supplemental informational purposes only, has limitations as an analytical tool, and should not be considered in isolation or as a substitute for financial information presented in accordance with GAAP. Reconciliations of non-GAAP financial measures to the most directly comparable financial results as determined in accordance with GAAP are included at the end of this press release following the accompanying financial data. We define non-GAAP financial measures as GAAP measures, excluding stock-based compensation expense, amortization of acquired intangible assets, foreign exchange (gain) loss, (gain) loss from a deconsolidation of a subsidiary, equity method investment (gain) loss, changes in the fair value of acquisition related contingent consideration, charitable donation of common stock, and restructuring charges. A reconciliation of non-GAAP guidance measures to corresponding GAAP measures is not available on a forward-looking basis without unreasonable effort due to the uncertainty of expenses that may be incurred in the future. Investors are encouraged to review the related GAAP financial measures and the reconciliation of these non-GAAP financial measures to their most directly comparable GAAP financial measures and not rely on any single financial measure to evaluate our business.

Forward-Looking Statements

This press release and the accompanying earnings call contain "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934. Although we believe that the expectations reflected in the forward-looking statements contained in this release and the accompanying earnings call are reasonable, they are subject to known and unknown risks, uncertainties, assumptions and other factors that may cause actual results or outcomes to be materially different from any future results or outcomes expressed or implied by the forward-looking statements. These risks, uncertainties, assumptions, and other factors include, but are not limited to the following:

- our ability to effectively manage future growth;
- our revenue growth rate in the future;
- our ability to achieve and sustain profitability, our business, financial condition, and operating results;
- our intense competition and loss of market share to our competitors;
- the market for our services may not grow;
- a decline in our customer renewals and expansions;
- · fluctuations in our operating results;
- our ability to manage our growth effectively;
- · our transparency;
- · our publicly available company Handbook;
- security and privacy breaches;
- customers staying on our free self-managed or SaaS product offering;

- our limited operating history;
- our ability to respond to rapid technological changes;
- our ability to accurately predict the long-term rate of customer subscription renewals or adoption, or the impact of these renewals and adoption;
- our hiring model;
- the effects of regional and global conflict, including armed conflict in Ukraine, on our business; and
- general economic conditions (including changes in interest rates, inflation, increased volatility in the capital markets and instability in the global banking sector) and slow or negative growth of our markets.

Further information on these and additional risks, uncertainties, and other factors that could cause actual outcomes and results to differ materially from those included in or contemplated by the forward-looking statements contained in this release are included under the caption "Risk Factors" and elsewhere in the filings and reports we make with the Securities and Exchange Commission. We do not undertake any obligation to update or release any revisions to any forward-looking statement or to report any events or circumstances after the date of this press release or to reflect the occurrence of unanticipated events, except as required by law.

Operating Metrics

Annual Recurring Revenue ("ARR"): We define annual recurring revenue as the annual run-rate revenue of subscription agreements, including our self-managed and SaaS offerings but excluding professional services, from all customers as measured on the last day of a given month. We calculate ARR by taking the monthly recurring revenue ("MRR") and multiplying it by 12. MRR for each month is calculated by aggregating, for all customers during that month, monthly revenue from committed contractual amounts of subscriptions, including our self-managed license, self-managed subscription, and SaaS subscription offerings but excluding professional services.

Dollar-Based Net Retention Rate: We calculate Dollar-Based Net Retention Rate as of a period end by starting with our customers as of the 12 months prior to such period end ("Prior Period ARR"). We then calculate the ARR from these customers as of the current period end ("Current Period ARR"). The calculation of Current Period ARR includes any upsells, price adjustments, user growth within a customer, contraction, and attrition. We then divide the total Current Period ARR by the total Prior Period ARR to arrive at the Dollar-Based Net Retention Rate.

GitLab Inc. Condensed Consolidated Balance Sheets (in thousands, except per share data) (unaudited)

CURRENT ASSETS: 3 15,933 \$ 25,000 641,229 Accounts receivable, net of allowance for doubtful accounts of \$593 and \$1,564 as of April 30,2023 and January 31, 2023, respectively 126,007 130,479 Deferred contract acquisition costs, current 25,093 26,505 Prepaid expenses and other current assets 25,093 26,505 Total current assets 1,115,220 1,117,962 Property and equipment, net respectively 4,936 5,797 Operating lease right-of-use assets 1,100 998 Equity method investment 1,1735 12,682 Condwill 1,1735 12,682 Opter long-terms assets 1,1735 12,682 Opter long-terms assets 1,1735 12,682 Opter long-term assets 1,1735 12,682 Opter long-terms assets 1,1735 1,582 Opter long-terms assets 1,1512 1,562 Opter long-terms assets 3,321 1,562 Opter long-terms assets 3,321 1,562 Opter long-terms assets 3,321 1,562 Opter long-t	(
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TOTAL ASSETS \$ 1,164,108 \$ 1,169,200	Deferred contract acquisition costs, non-current		15,014		15,628		
LIABILITIES AND STOCKHOLDERS' EQUITY S 3,029 \$ 5,184 Accounts payable \$ 3,029 \$ 5,184 Accrued expenses and other current liabilities 28,885 25,954 Accrued compensation and benefits 15,716 20,776 Deferred revenue, current 263,423 254,382 Total current liabilities 311,053 306,296 Deferred revenue, non-current 28,043 28,355 Other non-current liabilities 9,411 9,824 TOTAL LIABILITIES 348,507 344,475 STOCKHOLDERS' EQUITY: Preferred stock, \$0,0000025 par value; 50,000 shares authorized as of April 30, 2023 and January 31, 2023; no shares issued and outstanding as of April 30, 2023 and January 31, 2023, respectively — — Class A Common stock, \$0,0000025 par value; 1,500,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0,0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0,0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class A Common	Other long-term assets		4,437		4,087		
CURRENT LIABILITIES:	TOTAL ASSETS	\$	1,164,108	\$	1,169,200		
Accounts payable \$ 3,029 \$ 5,184 Accrued expenses and other current liabilities 28,885 25,954 Accrued compensation and benefits 15,716 20,776 Deferred revenue, current 263,423 254,382 Total current liabilities 311,053 306,296 Deferred revenue, non-current 28,043 28,355 Other non-current liabilities 9,411 9,824 TOTAL LIABILITIES 348,507 344,475 STOCKHOLDERS' EQUITY: Preferred stock, \$0,0000025 par value; 50,000 shares authorized as of April 30, 2023 and January 31, 2023; no shares issued and outstanding as of April 30, 2023 and January 31, 2023; no shares issued and outstanding as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0,0000025 par value; 1,500,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — — Class B Common stock, \$0,0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — — Class B Common stock, \$0,0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — — Class B Common stock, \$0,0000025 par value; 250,000 shares authorized as	LIABILITIES AND STOCKHOLDERS' EQUITY						
Accrued expenses and other current liabilities 29,885 25,954 Accrued compensation and benefits 15,716 20,776 Deferred revenue, current 263,423 254,382 Total current liabilities 311,053 306,298 Deferred revenue, non-current 28,043 28,355 Other non-current liabilities 9,411 9,824 TOTAL LIABILITIES 348,507 344,475 STOCKHOLDERS' EQUITY: """ """ Preferred stock, \$0,0000025 par value; 50,000 shares authorized as of April 30, 2023 and January 31, 2023; no shares issued and outstanding as of April 30, 2023 and January 31, 2023; no shares issued and outstanding as of April 30, 2023 and January 31, 2023, respectively """ """ Class A Common stock, \$0,0000025 par value; 1,500,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively """ """ """ Class B Common stock, \$0,0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively """ """ """ Class B Common stock, \$0,0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively """ """ """ Class B Common stock, \$0,0000025 par value; 250,000 shares authorized as of April 30, 2023 an	CURRENT LIABILITIES:						
Accrued compensation and benefits 15,716 20,776 Deferred revenue, current 263,423 254,382 Total current liabilities 311,053 306,296 Deferred revenue, non-current 28,043 28,355 Other non-current liabilities 9,411 9,824 TOTAL LIABILITIES 348,507 344,475 STOCKHOLDERS' EQUITY: Freferred stock, \$0.0000025 par value; 50,000 shares authorized as of April 30, 2023 and January 31, 2023; no shares issued and outstanding as of April 30, 2023 and January 31, 2023, respectively — — Class A Common stock, \$0.0000025 par value; 1,500,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Additional paid-in capital 1,542,603 1,497,373 Accumulated deficit (778,117) (725,648) Accumulated o	Accounts payable	\$	3,029	\$	5,184		
Deferred revenue, current 263,423 254,382 Total current liabilities 311,053 306,296 Deferred revenue, non-current 28,043 28,355 Other non-current liabilities 9,411 9,824 TOTAL LIABILITIES 348,507 344,475 STOCKHOLDERS' EQUITY: Preferred stock, \$0.0000025 par value; 50,000 shares authorized as of April 30, 2023 and January 31, 2023; no shares issued and outstanding as of April 30, 2023 and January 31, 2023 — Class A Common stock, \$0.0000025 par value; 1,500,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — —	Accrued expenses and other current liabilities		28,885		25,954		
Total current liabilities 311,053 306,296 Deferred revenue, non-current 28,043 28,355 Other non-current liabilities 9,411 9,824 TOTAL LIABILITIES 348,507 344,475 STOCKHOLDERS' EQUITY: Freferred stock, \$0.0000025 par value; 50,000 shares authorized as of April 30, 2023 and January 31, 2023; no shares issued and outstanding as of April 30, 2023 and January 31, 2023 — Class A Common stock, \$0.000025 par value; 1,500,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023, respectively — — Accumulated deficit (778,117) (725,648) Accumulated deficit (778,117)	Accrued compensation and benefits		15,716		20,776		
Deferred revenue, non-current 28,043 28,355 Other non-current liabilities 9,411 9,824 TOTAL LIABILITIES 348,507 344,475 STOCKHOLDERS' EQUITY: Freferred stock, \$0.0000025 par value; 50,000 shares authorized as of April 30, 2023 and January 31, 2023; no shares issued and outstanding as of April 30, 2023 and January 31, 2023; no shares issued and outstanding as of April 30, 2023 and January 31, 2023, respectively — Class A Common stock, \$0.0000025 par value; 1,500,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Accumulated deficit (778,117) (725,648) Accumulated oth	Deferred revenue, current		263,423		254,382		
Other non-current liabilities 9,411 9,824 TOTAL LIABILITIES 348,507 344,475 STOCKHOLDERS' EQUITY: Freferred stock, \$0.0000025 par value; 50,000 shares authorized as of April 30, 2023 and January 31, 2023; no shares issued and outstanding as of April 30, 2023 and January 31, 2023 and January 31, 2023; no shares issued and outstanding as of April 30, 2023 and January 31, 2023, respectively — — Class A Common stock, \$0.0000025 par value; 1,500,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Accumulated deficit (778,117) (725,648) Accumulated deficit (778,117) (725,648) Accumulated other comprehensive income (loss) 1,003 (705) Total GitLab stockholders' equity	Total current liabilities	·	311,053		306,296		
TOTAL LIABILITIES 348,507 344,475 STOCKHOLDERS' EQUITY: Preferred stock, \$0.0000025 par value; 50,000 shares authorized as of April 30, 2023 and January 31, 2023; no shares issued and outstanding as of April 30, 2023 and January 31, 2023 — — Class A Common stock, \$0.0000025 par value; 1,500,000 shares authorized as of April 30, 2023 and January 31, 2023; 96,240 and 94,655 shares issued and outstanding as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Additional paid-in capital 1,542,603 1,497,373 Accumulated deficit (778,117) (725,648) Accumulated other comprehensive income (loss) 1,003 (705) Total GitLab stockholders' equity 765,489 771,020 Noncontrolling interests 50,112 53,705	Deferred revenue, non-current		28,043		28,355		
STOCKHOLDERS' EQUITY: Preferred stock, \$0.0000025 par value; 50,000 shares authorized as of April 30, 2023 and January 31, 2023; no shares issued and outstanding as of April 30, 2023 and January 31, 2023 — — — Class A Common stock, \$0.0000025 par value; 1,500,000 shares authorized as of April 30, 2023 and January 31, 2023; 96,240 and 94,655 shares issued and outstanding as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Additional paid-in capital 1,542,603 1,497,373 Accumulated deficit (778,117) (725,648) Accumulated other comprehensive income (loss) 1,003 (705) Total GitLab stockholders' equity 765,489 771,020 Noncontrolling interests 50,112 53,705	Other non-current liabilities		9,411		9,824		
Preferred stock, \$0.0000025 par value; 50,000 shares authorized as of April 30, 2023 and January 31, 2023; no shares issued and outstanding as of April 30, 2023 and January 31, 2023 Class A Common stock, \$0.0000025 par value; 1,500,000 shares authorized as of April 30, 2023 and January 31, 2023; 96,240 and 94,655 shares issued and outstanding as of April 30, 2023 and January 31, 2023, respectively Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively ———————————————————————————————————	TOTAL LIABILITIES		348,507		344,475		
shares issued and outstanding as of April 30, 2023 and January 31, 2023 Class A Common stock, \$0.0000025 par value; 1,500,000 shares authorized as of April 30, 2023 and January 31, 2023; 96,240 and 94,655 shares issued and outstanding as of April 30, 2023 and January 31, 2023, respectively Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023; 56,453 and 56,489 shares issued and outstanding as of April 30, 2023 and January 31, 2023, respectively Additional paid-in capital Accumulated deficit Accumulated other comprehensive income (loss) Total GitLab stockholders' equity Noncontrolling interests — — — — — — — — — — — — — — — — — — —	STOCKHOLDERS' EQUITY:						
2023; 96,240 and 94,655 shares issued and outstanding as of April 30, 2023 and January 31, 2023, respectively — — Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 31, 2023, respectively — — Additional paid-in capital 1,542,603 1,497,373 Accumulated deficit (778,117) (725,648) Accumulated other comprehensive income (loss) 1,003 (705) Total GitLab stockholders' equity 765,489 771,020 Noncontrolling interests 50,112 53,705	Preferred stock, \$0.000025 par value; 50,000 shares authorized as of April 30, 2023 and January 31, 2023 shares issued and outstanding as of April 30, 2023 and January 31, 2023	; no	_		_		
2023; 56,453 and 56,489 shares issued and outstanding as of April 30, 2023 and January 31, 2023, respectively — — Additional paid-in capital 1,542,603 1,497,373 Accumulated deficit (778,117) (725,648) Accumulated other comprehensive income (loss) 1,003 (705) Total GitLab stockholders' equity 765,489 771,020 Noncontrolling interests 50,112 53,705			_		_		
Accumulated deficit (778,117) (725,648) Accumulated other comprehensive income (loss) 1,003 (705) Total GitLab stockholders' equity 765,489 771,020 Noncontrolling interests 50,112 53,705	Class B Common stock, \$0.0000025 par value; 250,000 shares authorized as of April 30, 2023 and January 2023; 56,453 and 56,489 shares issued and outstanding as of April 30, 2023 and January 31, 2023, respecti	31, ively	_		_		
Accumulated other comprehensive income (loss) 1,003 (705) Total GitLab stockholders' equity 765,489 771,020 Noncontrolling interests 50,112 53,705	Additional paid-in capital		1,542,603		1,497,373		
Accumulated other comprehensive income (loss) 1,003 (705) Total GitLab stockholders' equity 765,489 771,020 Noncontrolling interests 50,112 53,705	Accumulated deficit		(778,117)		(725,648)		
Total GitLab stockholders' equity 765,489 771,020 Noncontrolling interests 50,112 53,705	Accumulated other comprehensive income (loss)		1,003		(705)		
Noncontrolling interests 50,112 53,705							
	TOTAL STOCKHOLDERS' EQUITY				· · · · · · · · · · · · · · · · · · ·		
TOTAL LIABILITIES AND STOCKHOLDERS' FOLLITY \$ 1,164,108 \$ 1,169,200	TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$	1,164,108	\$	1,169,200		

⁽³⁾ As of April 30, 2023 and January 31, 2023, the consolidated balance sheet includes assets of the consolidated variable interest entity, GitLab Information Technology (Hubei) Co., LTD ("JiHu"), of \$57.0 million and \$62.8 million, respectively, and liabilities of \$7.7 million and \$8.9 million, respectively. The assets of JiHu can be used only to settle obligations of JiHu and creditors of JiHu do not have recourse against the general credit of the Company.

GitLab Inc. Condensed Consolidated Statements of Operations (in thousands, except per share data) (unaudited)

	Three Months Ended April 30,			
		2023		2022
Revenue:				
Subscription—self-managed and SaaS	\$	111,191	\$	76,923
License—self-managed and other		15,687		10,484
Total revenue		126,878		87,407
Cost of revenue:				
Subscription—self-managed and SaaS		10,891		7,933
License—self-managed and other		3,048		1,915
Total cost of revenue		13,939		9,848
Gross profit		112,939		77,559
Operating expenses:				
Sales and marketing		86,537		66,710
Research and development		50,387		31,830
General and administrative		34,248		21,892
Total operating expenses		171,172		120,432
Loss from operations		(58,233)		(42,873)
Interest income		7,315		526
Other income, net		253		18,448
Loss before income taxes and loss from equity method investment		(50,665)		(23,899)
Loss from equity method investment, net of tax		(748)		(203)
Provision for income taxes		1,486		2,511
Net loss	\$	(52,899)	\$	(26,613)
Net loss attributable to noncontrolling interest		(430)		(514)
Net loss attributable to GitLab	\$	(52,469)	\$	(26,099)
Net loss per share attributable to GitLab Class A and Class B common stockholders, basic and diluted	\$	(0.35)	\$	(0.18)
Weighted-average shares used to compute net loss per share attributable to GitLab Class A and Class B common stockholders, basic and diluted		151,692		146,643

GitLab Inc. Condensed Consolidated Statements of Cash Flows (in thousands) (unaudited)

	Three Months Ended April 30,				
		2023		2022	
CASH FLOWS FROM OPERATING ACTIVITIES:					
Net loss, including amounts attributable to noncontrolling interest	\$	(52,899)	\$	(26,613)	
Adjustments to reconcile net loss to net cash used in operating activities:					
Stock-based compensation expense		32,330		17,471	
Charitable donation of common stock		2,675		_	
Amortization of intangible assets		579		581	
Depreciation expense		1,092		558	
Amortization of deferred contract acquisition costs		10,549		10,813	
Gain from deconsolidation of Meltano Inc.		_		(17,798)	
Loss from equity method investment		947		256	
Net amortization of premiums or discounts on short-term investments		(3,596)		_	
Unrealized foreign exchange gain, net		(262)		(231)	
Other non-cash income, net		(59)		(268)	
Changes in assets and liabilities:					
Accounts receivable		4,840		8,674	
Prepaid expenses and other current assets		(2,087)		(2,158)	
Deferred contract acquisition costs		(8,497)		(10,249)	
Other long-term assets		(302)		(61)	
Accounts payable		(2,158)		800	
Accrued expenses and other current liabilities		2,789		1,569	
Accrued compensation and benefits		(5,121)		(20,606)	
Deferred revenue		8,383		6,687	
Other long-term liabilities		(164)		2,419	
Net cash used in operating activities		(10,961)		(28,156)	
CASH FLOWS FROM INVESTING ACTIVITIES:	_			(, ,	
Purchases of short-term investments		(58,864)		(47,361)	
Proceeds from maturities of short-term investments		83,500		50,031	
Purchases of property and equipment		(256)		(1,874)	
Deconsolidation of Meltano Inc.				(9,620)	
Net cash provided by (used in) investing activities		24,380		(8,824)	
CASH FLOWS FROM FINANCING ACTIVITIES:	·-			(-,)	
Proceeds from the issuance of common stock upon exercise of stock options, including early exercises, net of repurchases		7.513		5,317	
Proceeds from short-term borrowings from an investor in JiHu		7,010		2,878	
Contributions received from noncontrolling interests, net of issuance costs		_		35,528	
Net cash provided by financing activities		7,513		43.723	
· · · · · ·	_	(401)	_		
Impact of foreign exchange on cash and cash equivalents				(3,926)	
Net increase in cash and cash equivalents		20,531		2,817	
Cash, cash equivalents, and restricted cash at beginning of period		297,902		887,172	
Cash, cash equivalents, and restricted cash at end of period	\$	318,433	\$	889,989	
Reconciliation of cash, cash equivalents and restricted cash within the condensed consolidated balance sheets to the amounts shown in the condensed consolidated statements of cash flows above:					
Cash and cash equivalents	\$	315,933	\$	887,489	
Restricted cash, included in prepaid expenses and other current assets		2,500		_	
Restricted cash, included in other long-term assets		_		2,500	
Total cash, cash equivalents and restricted cash	\$	318,433	\$	889,989	

GitLab Inc. Reconciliation of GAAP to Non-GAAP (in thousands, except per share data) (unaudited)

		Three Months Ended April 30,		
		2023		2022
Gross profit on GAAP basis	\$	112,939	\$	77,559
Gross margin on GAAP basis		89 %		89
Stock-based compensation expense		1,414		790
Amortization of acquired intangibles		504		504
Restructuring charges		417		_
Gross profit on non-GAAP basis	\$	115,274	\$	78,853
Gross margin on non-GAAP basis		91 %		90 9
Sales and marketing on GAAP basis	\$	86,537	\$	66,710
Stock-based compensation expense		(13,764)		(7,051)
Restructuring charges		(3,559)		_
Sales and marketing on non-GAAP basis	\$	69,214	\$	59,659
Research and development on GAAP basis	\$	50,387	\$	31,830
Stock-based compensation expense	Ψ	(11,702)	Ψ	(5,036)
·		(2,059)		(3,030)
Restructuring charges Research and development on non-GAAP basis	\$	36,626	\$	26,794
Trescaron and development on non-eye a basis	<u>-</u>	,		· · · · · · · · · · · · · · · · · · ·
General and administrative on GAAP basis	\$	34,248	\$	21,892
Amortization of acquired intangibles		(75)		(77)
Stock-based compensation expense		(5,450)		(4,594)
Restructuring charges		(1,618)		_
Charitable donation of common stock		(2,675)		_
General and administrative on non-GAAP basis	\$	24,430	\$	17,221
Loss from operations on GAAP basis	\$	(58,233)	\$	(42,873)
Stock-based compensation expense	Ψ	32,330	Ψ	17,471
Amortization of acquired intangibles		579		581
Restructuring charges		7,653		301
Charitable donation of common stock		2,675		_
Loss from operations on non-GAAP basis	\$	(14,996)	\$	(24,821)
Other income, net on GAAP basis	\$	253	\$	18,448
Gain from deconsolidation of Meltano Inc.		_		(17,798)
Foreign exchange gain, net		(274)		(860)
Other income, net on non-GAAP basis	\$	(21)	\$	(210)
Net loss attributable to GitLab common stockholders on GAAP basis	\$	(52,469)	\$	(26,099)
Stock-based compensation expense	•	32,330	•	17,471
Amortization of acquired intangibles		579		581
Restructuring charges		7,653		_
Charitable donation of common stock		2,675		_
Gain from deconsolidation of Meltano Inc.		_		(17,798)
Loss from equity method investment, net of tax		748		203
Foreign exchange gain, net		(274)		(860)
Net loss attributable to GitLab common stockholders on non-GAAP basis	\$	(8,758)	\$	(26,502)
Nother content of CAAD hadi		(0.05)	•	(0.45)
Net loss per share on GAAP basis	\$	(0.35)	\$	(0.18)
Non-GAAP adjustments to net loss per share		0.29		_
Net loss per share on non-GAAP basis	\$	(0.06)	\$	(0.18)
Shares used in per share calculation - diluted on GAAP and non-GAAP basis		151,692		146,643

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