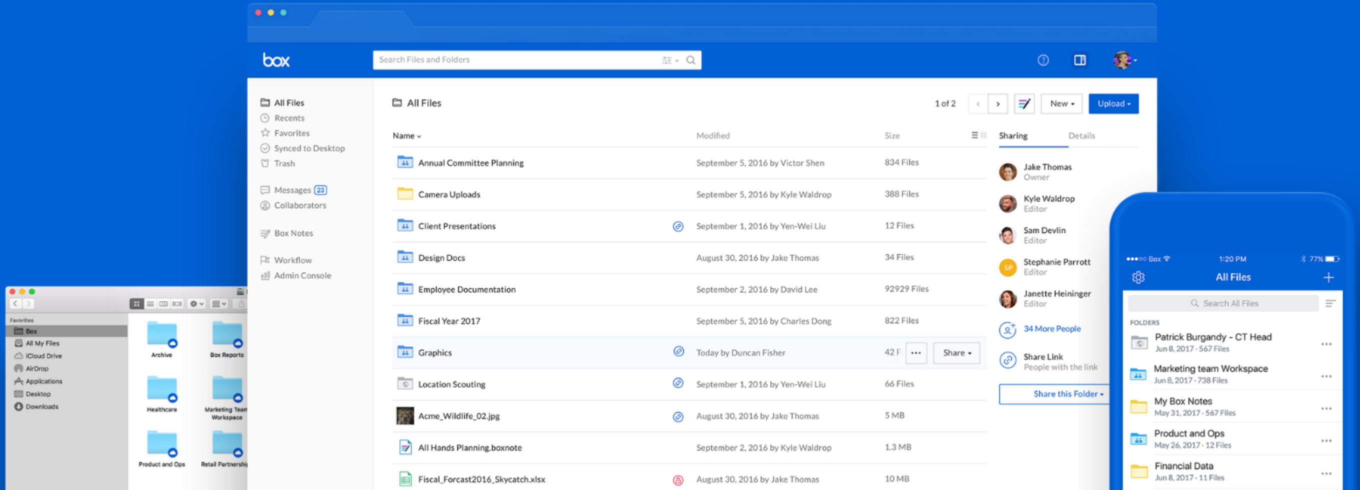
Third Fiscal Quarter FY19 Financial Results

November 28, 2018



Forward-Looking Statements and Non-GAAP Financial Measures

This presentation contains forward-looking statements that involve risks and uncertainties, including statements regarding Box's expectations regarding the size of its market opportunity, the demand for its products, its ability to scale its business and drive operating efficiencies, its ability to achieve its revenue target of $1 billion in the coming years, expectations regarding its ability to achieve profitability on a quarterly or ongoing basis, its expectations regarding free cash flow, the timing of recent and planned product introductions and enhancements, the short- and long-term success, market adoption and retention, capabilities, and benefits of such product introductions and enhancements, and the success of strategic partnerships, as well as expectations regarding the amount and timing of its revenue, gross margin, GAAP and non-GAAP earnings per share, the related components of GAAP and non-GAAP earnings per share, and weighted average basic and diluted outstanding share count expectations for Box's fiscal fourth quarter and full fiscal year 2019.

There are a significant number of factors that could cause actual results to differ materially from statements made in this press release, including: (1) adverse changes in general economic or market conditions; (2) delays or reductions in information technology spending; (3) factors related to Box's highly competitive market, including but not limited to pricing pressures, industry consolidation, entry of new competitors and new applications and marketing initiatives by Box's current or future competitors; (4) the development of the cloud content management market; (5) Box's limited operating history, which makes it difficult to predict future results; (6) the risk that Box's customers do not renew their subscriptions, expand their use of Box's services, or adopt new products offered by Box; (7) Box's ability to provide timely and successful enhancements, new features and modifications to its platform and services; (8) actual or perceived security vulnerabilities in Box's services or any breaches of Box's security controls; and (9) Box's ability to realize the expected benefits of its third-party partnerships. Further information on these and other factors that could affect the forward-looking statements we make in this presentation can be found in the documents that we file with or furnish to the US Securities and Exchange Commission, including Box's most recent Quarterly Report on Form 10-Q filed for the fiscal quarter ended July 31, 2018.

You should not rely on any forward-looking statements, and we assume no obligation, nor do we intend, to update them. All information in this presentation is as of November 28, 2018. This presentation contains non-GAAP financial measures and key metrics relating to the company's past and expected future performance. You can find the reconciliation of these measures to the nearest comparable GAAP financial measures in the appendix at the end of this presentation. You can also find information regarding our use of non-GAAP financial measures in our earnings release dated November 28, 2018.

Digital transformation is challenging every organization

Employees expect a digital workplace

- Agile internal and external team collaboration
- Access to information anytime, anywhere on any device
- Support for work across a best-of-breed cloud stack

Businesses need to evolve in the digital age

- Accelerate process across the extended enterprise
- Deliver modern digital experiences for customers
- Automate processes and drive efficiency with AI

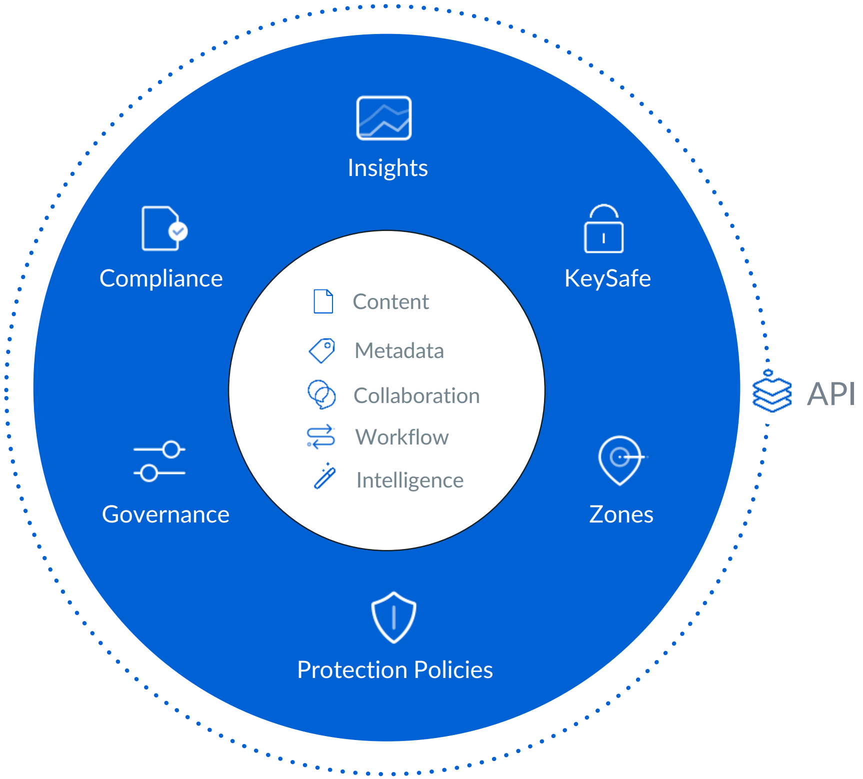
Cyber threats and regulations are constantly changing

- Protect the flow of content across the extended enterprise
- Shadow IT creating security and compliance gaps
- Address complicated global regulations (e.g., GDPR)

Cloud Content Management

- Seamless and secure internal and external collaboration
- Single source of truth of content for best-of-breed apps
- Automated business workflows across the extended enterprise
- Advanced ML/AI technologies from all major vendors
- Security and compliance for every industry and geo without sacrificing simplicity

Box, one platform that works for all of your content



Box for Cloud Content Management

Box apps

- Web
- Drive
- Mobile
- Capture
- Notes
- Relay

1500+ integrations

- G Suite
- Office 365
- slack
- IBM
- salesforce
- servicenow
- Workplace by facebook
- Adobe
- DocuSign
- PEGA

Custom apps

- Secure client portals
- Custom digital process
- Mobile field support
- Content submission apps

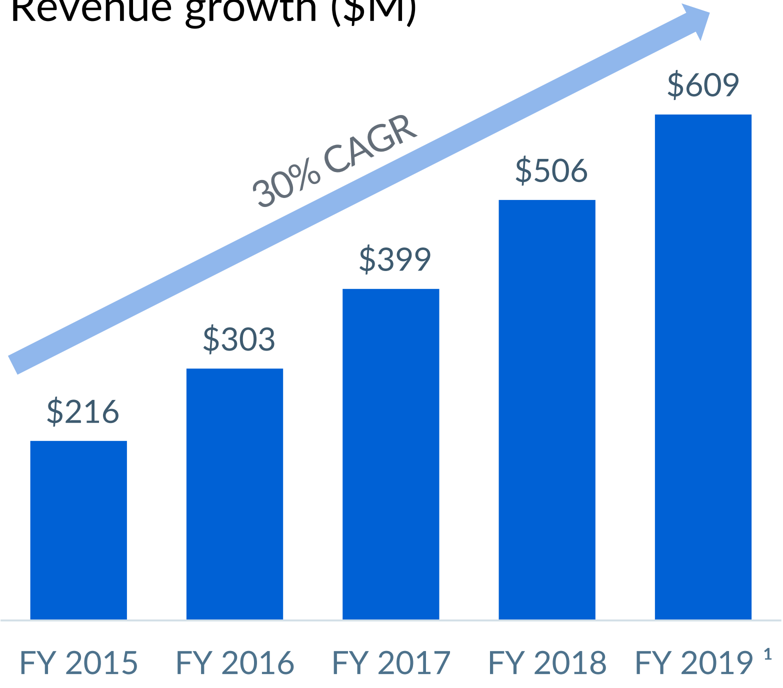
APIs

- Content
- Metadata
- Collaboration
- Workflow
- Intelligence

- Zones
- Policies
- Compliance
- Insights
- Governance
- KeySafe

A Leader in Cloud Content Management

Revenue growth ($M)



- $40+ billion market opportunity
- SaaS model with ~96% recurring revenue
- Strategic partners including IBM, Microsoft, Amazon, and Google
- Focus on path to $1B in annual revenue
- Headquartered in Redwood City, CA; 1,900+ employees worldwide

1. High end of guidance as of November 28 , 2018 under ASC 606 for comparison purposes.

90K+

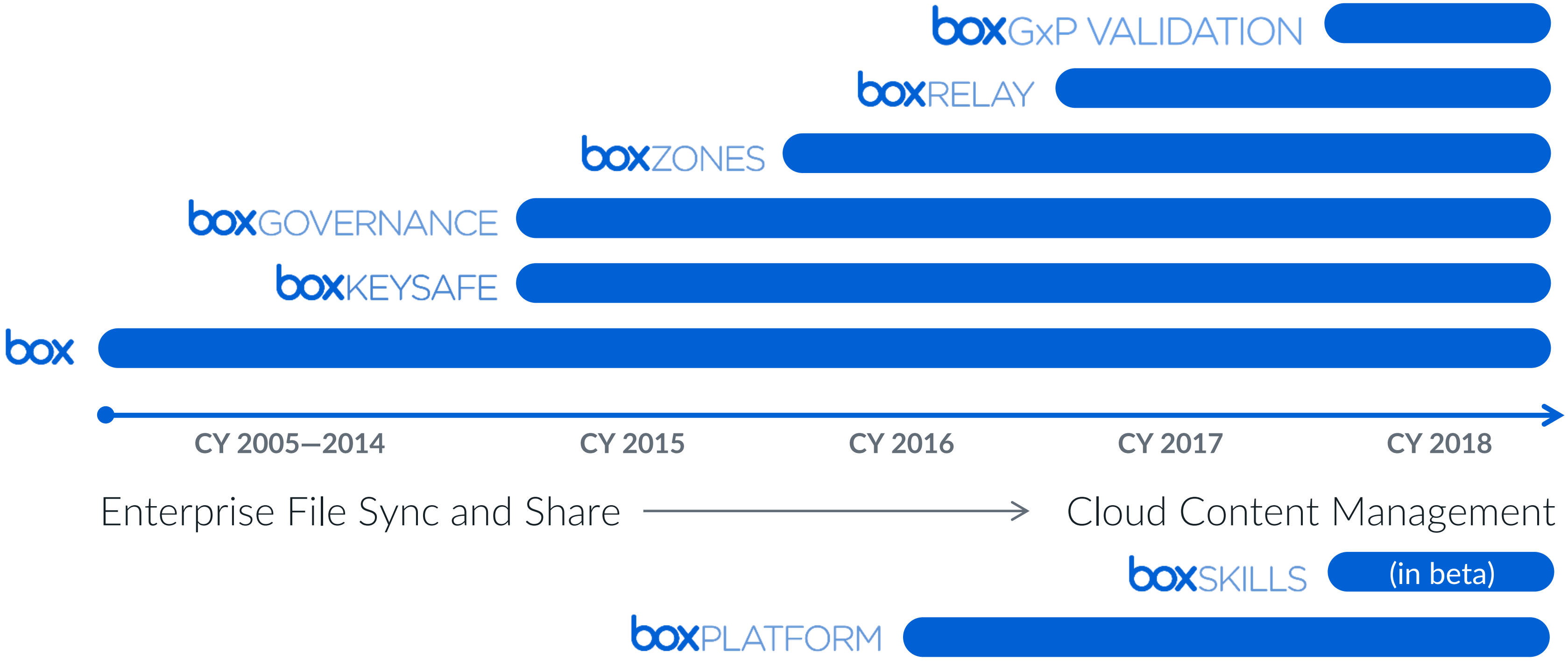
Customers

69%

Fortune 500

Add-on products expand revenue growth

Fast pace of product innovation



Q3 fiscal year 2019 financial highlights

	Q3FY19 under ASC 606*	Q3FY18 under ASC 605	Y/Y Growth (ASC 606 to ASC 605)	Y/Y Growth (ASC 605 to ASC 605)
Revenue	$155.9M	$129.3M	21%	23%
Billings	$155.6M	$141.5M	10%	10%
Deferred revenue	$301.2M	$253.0M	19%	20%
GAAP EPS	(28¢)	(32¢)	4¢	2¢
Non-GAAP EPS	(6¢)	(13¢)	7¢	5¢
Cash flows from operations**	$6.8M	$14.1M	($7.3M)	($7.3M)
Free cash flow**	($4.1M)	$6.3M	($10.4M)	($10.4M)

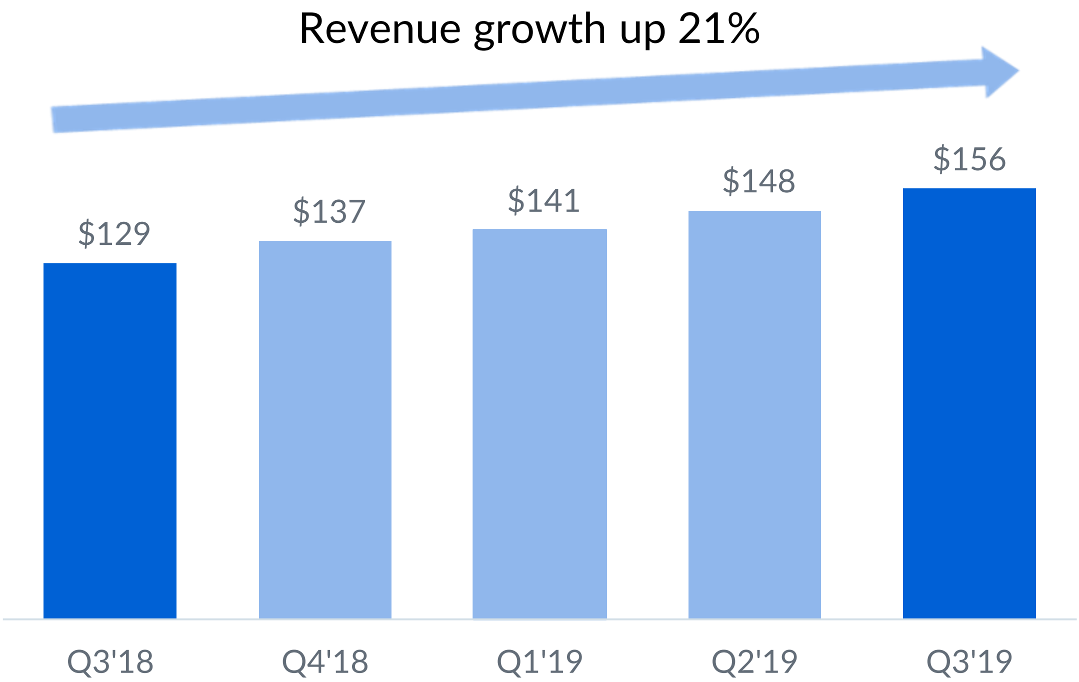
* Box adopted the new revenue recognition standard ASC 606 beginning with its fiscal year 2019 using the modified retrospective transition method. This presentation includes additional information of financial results for the quarter ended October 31, 2018 under ASC 605 for comparison to the prior year.

** Adjusted to reflect the application of ASU 2016-18.

Note: Non-GAAP EPS and Free Cash Flow shown on a non-GAAP basis (reconciliations to the GAAP basis can be found in the Appendix of this presentation).

Revenue

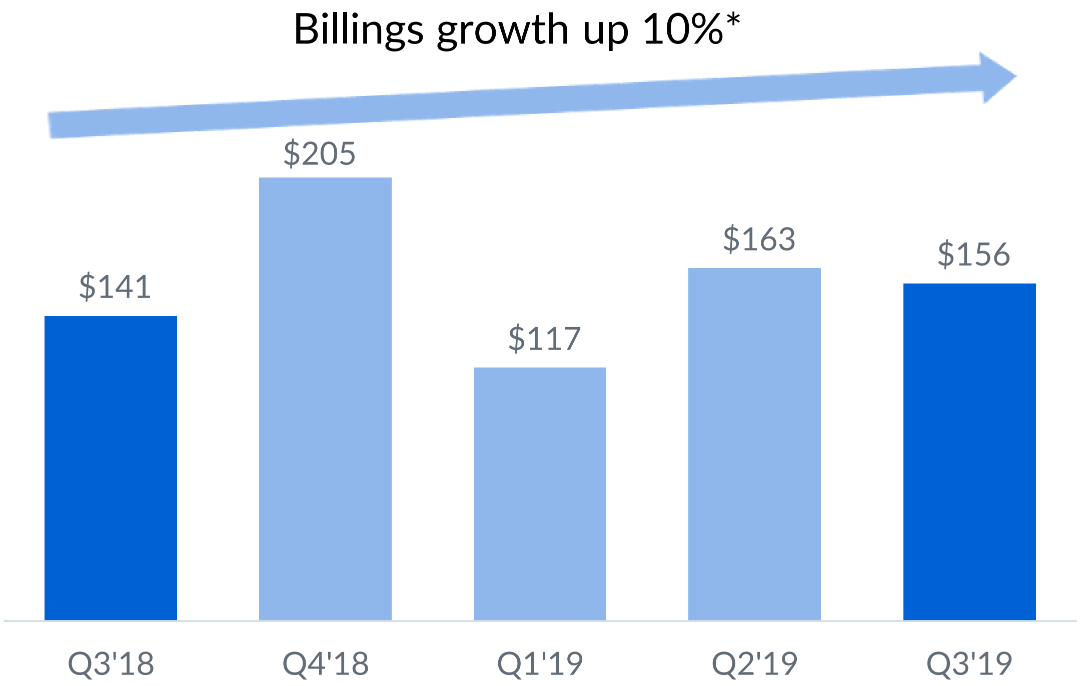
Driven by customer retention and expansion



* Box adopted the new revenue recognition standard ASC 606 beginning with its fiscal year 2019 using the modified retrospective transition method. The reported results for fiscal year 2019 reflect the application of ASC 606 while the reported results for fiscal year 2018 are not adjusted and continue to be reported under the prior revenue recognition standard ASC 605. For comparison to the prior year, revenue growth would otherwise be 23% based on financial results for the quarter ended October 31, 2018 under ASC 605.

Billings

Billings impacted by customer driven multi-year prepays a year ago



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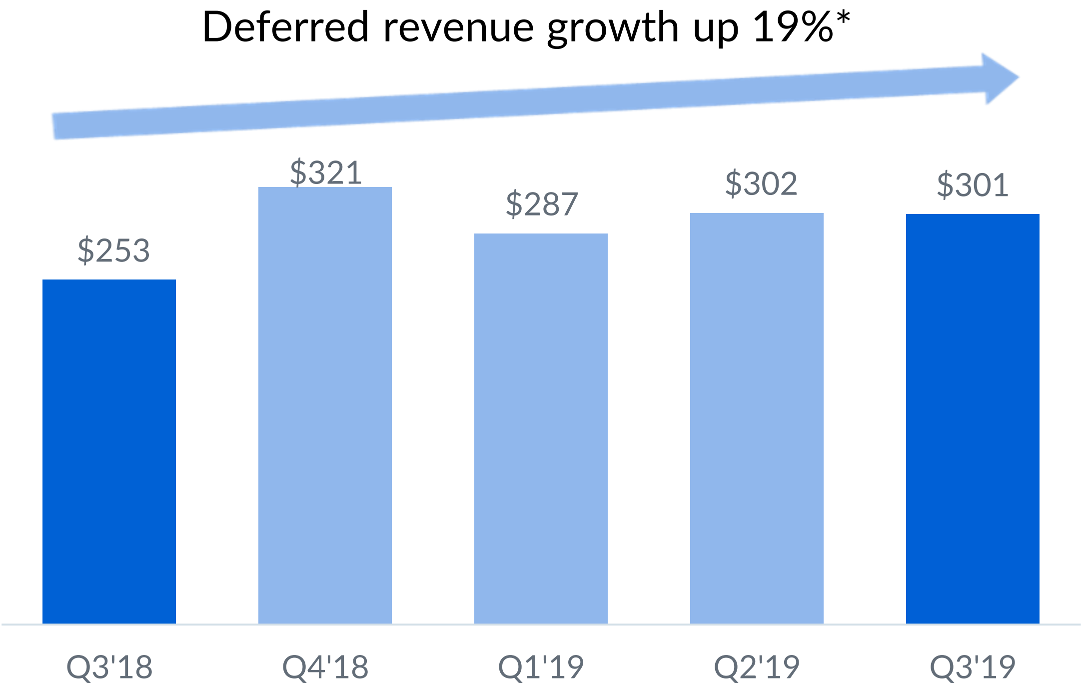
Deferred revenue

Short term deferred revenue up 25% year-over-year



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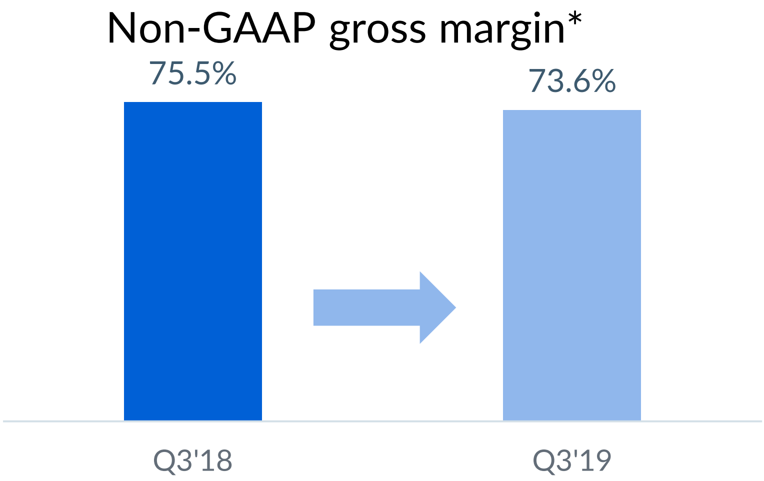
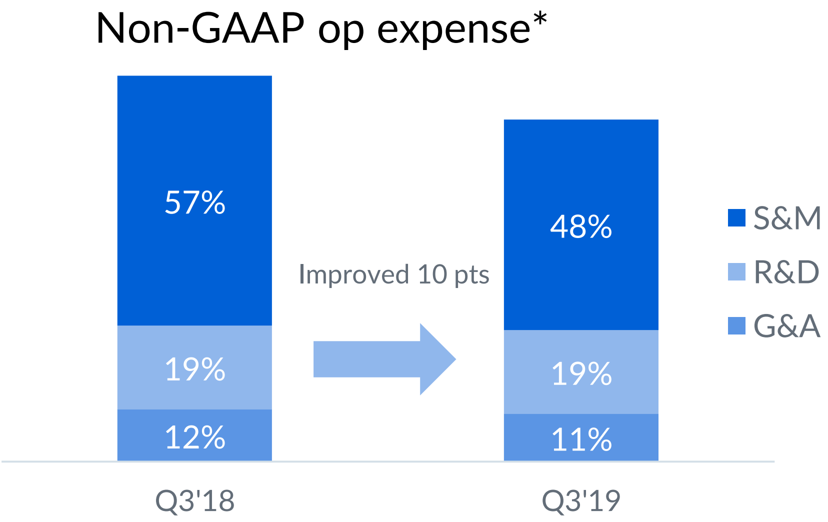
Gross margin and operating expense

Driving operational efficiency



- Continued strength in price per seat; upfront data center infrastructure investments



- S&M improved 9 percentage pts, including a roughly 3% benefit related to the adoption of ASC 606 and improved go-to-market efficiencies
- R&D was flat, including enhancements and expansion of product offerings
- G&A improved by 1 percentage pt from continued operational excellence and scale

*Note: Expenses and operating margin shown on a non-GAAP basis (reconciliations to the GAAP basis can be found in the Appendix of this presentation).

Best-in-class retention rate

Low churn continues to demonstrate product stickiness

4.5%

Churn [1]

Product stickiness

12%

Net expansion[2]

Continued growth within existing customers

108%

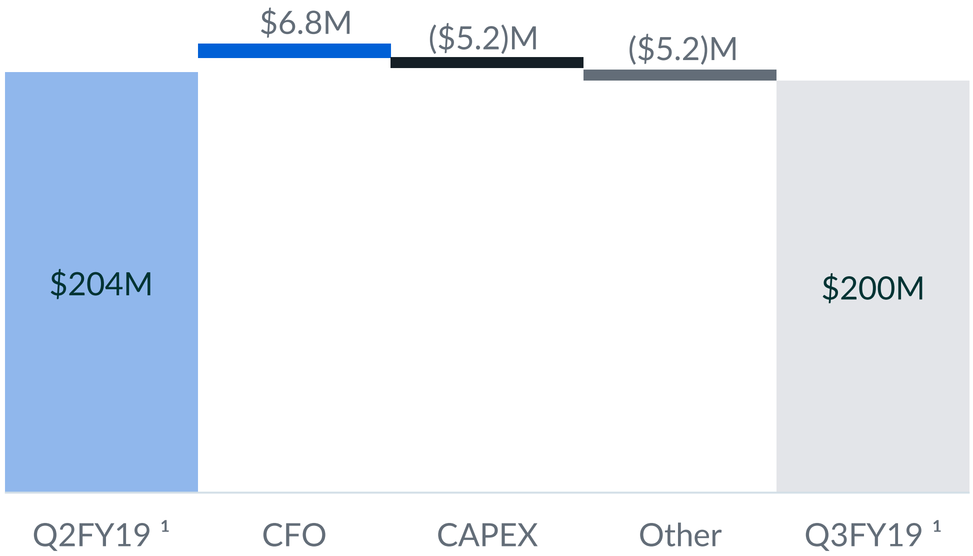
Retention rate[3]

Best-in-class

1. Churn is rounded to the nearest half percentage point.
2. Net expansion defined as the net increase in Total Account Value ("TAV") from our existing customers, who had $5K+ in TAV 12 months ago.
3. Retention rate defined as the net % of Total Account Value ("TAV") retained from existing customers, including expansion. This metric is calculated by dividing current TAV of customers who 12 months ago had $5K+ in TAV by their TAV 12 months ago.

Cash and cash equivalents

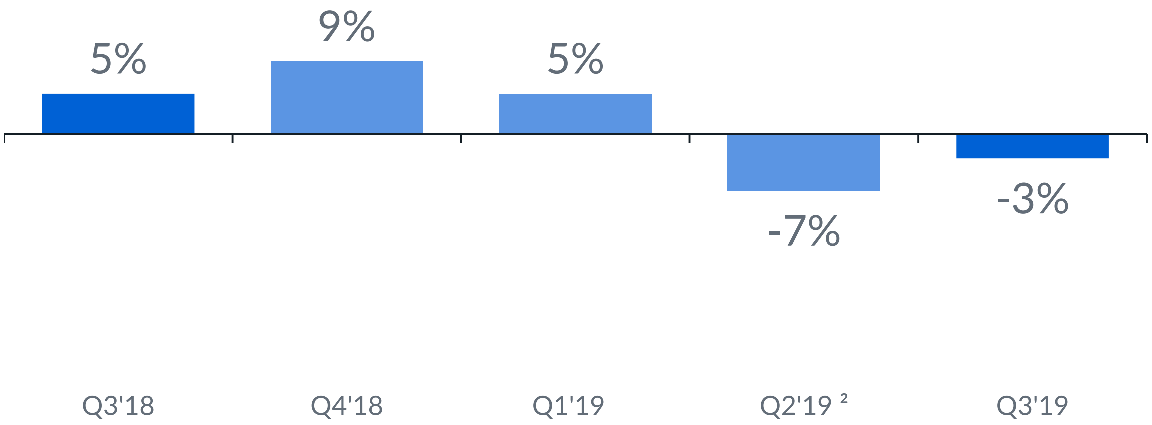
Healthy cash balances for growth



- ~$5.2M of CAPEX, primarily due to facilities investments
- "Other" primarily consists of cash used for RSU taxes and payments of capital lease obligations, partially offset by proceeds from issuance of common stock under employee stock purchase plan

1. Box adopted ASU 2016-18, Restricted Cash, beginning with its fiscal year 2019. The reported results for all periods presented reflect the application of ASU 2016-18. Balance includes restricted cash of $238K for both Q2FY19 and Q3FY19.

Free cash flow margin[1]



- Timing of cash outflows were paid in Q3 that were originally anticipated to be paid in Q4, creating a tailwind for Q4 cash flow
- Expect to achieve positive free cash flow for Q4 and full fiscal year 2019

1. Free Cash Flow Margin - Free Cash Flow as a percentage of Revenue. Free Cash Flow is defined as cash flows from operating activities less purchases of property and equipment, principal payments of capital lease obligations, capitalized internal-use software costs, and other items that did not or are not expected to require cash settlement and which management considers to be outside of Box's core business. Refer to the Appendix for the reconciliation of Free Cash Flow to the nearest comparable GAAP financial measure.
2. Box adopted ASU 2016-18, Restricted Cash, beginning with its fiscal year 2019. The reported results for all periods presented reflect the application of ASU 2016-18.

Q4 and fiscal year 2019 guidance (ASC Topic 606)

Q4 FY19

	Guidance
Revenue	$163.5M – $164.5M
GAAP EPS, Basic & Diluted	(21¢) – (20¢)
Non-GAAP EPS, Diluted	2¢ – 3¢
Weighted-Average Shares Used to Compute GAAP EPS, Basic & Diluted	144 million
Weighted-Average Shares Used to Compute Non-GAAP EPS, Diluted	150 million

Fiscal Year 2019

	Guidance
Revenue	$608.2M – $609.2M
GAAP EPS, Basic & Diluted	($1.02) – ($1.01)
Non-GAAP EPS, Basic & Diluted	(16¢) – (15¢)
Weighted-Average Shares Outstanding	141 million

Appendix

GAAP Revenue to Billings Reconciliation

($ in thousands)	**Q3FY18***	**Q4FY18***	**Q1FY19****	**Q2FY19****	**Q3FY19****
GAAP revenue	**$129,304**	**$136,675**	**$140,507**	**$148,222**	**$155,944**
Deferred revenue, end of period	253,006	320,923	286,949	301,517	301,241
Less: Deferred revenue, beginning of period	(240,839)	(253,006)	(311,109)***	(286,949)	(301,517)
Contract assets, beginning of period ****	-	-	582	195	157
Less: Contract assets, end of period ****	-	-	(195)	(157)	(216)
Billings	**$141,471**	**$204,592**	**$116,734**	**$162,828**	**$155,609**

** As reported under ASC 605*

***As reported under ASC 606*

**** Balance as of February 1, 2018 upon the adoption of ASC 606*

***** Updated as a result of our adoption of ASC 606*

GAAP to Non-GAAP Reconciliation – Gross Margin

($ in thousands)	**Q3FY18***	*As a % of revenue*	**Q4FY18***	*As a % of revenue*	**Q1FY19****	*As a % of revenue*	**Q2FY19****	*As a % of revenue*	**Q3FY19****	*As a % of revenue*
GAAP gross margin	**$94,833**	***73.3%***	**$101,399**	***74.2%***	**$101,439**	***72.2%***	**$105,617**	***71.3%***	**$111,220**	***71.3%***
Add: Stock-based compensation	2,814		2,797		3,121		3,561		3,598	
Add: Intangible assets amortization	-		-		-		-		-	
Non-GAAP gross margin	**$97,647**	***75.5%***	**$104,196**	***76.2%***	**$104,560**	***74.4%***	**$109,178**	***73.7%***	**$114,818**	***73.6%***

** As reported under ASC 605*

*** As reported under ASC 606*

GAAP to Non-GAAP Reconciliation – Operating Expenses

($ in thousands)	**Q3FY18***	*As a % of revenue*	**Q4FY18***	*As a % of revenue*	**Q1FY19****	*As a % of revenue*	**Q2FY19****	*As a % of revenue*	**Q3FY19****	*As a % of revenue*
GAAP research and development	**$34,812**	***27%***	**$34,403**	***25%***	**$38,248**	***27%***	**$41,830**	***28%***	**$42,310**	***27%***
Less: Stock-based compensation	(9,705)		(9,314)		(10,148)		(11,477)		(12,043)	
Non-GAAP research and development	**$25,107**	***19%***	**$25,089**	***18%***	**$28,100**	***20%***	**$30,353**	***20%***	**$30,267**	***19%***
GAAP sales and marketing	**$81,670**	***63%***	**$77,715**	***57%***	**$76,998**	***55%***	**$76,984**	***52%***	**$84,490**	***54%***
Less: Stock-based compensation	(8,208)		(7,860)		(8,061)		(9,932)		(9,708)	
Less: Intangible assets amortization	-		-		(1)		(8)		-	
Non-GAAP sales and marketing	**$73,462**	***57%***	**$69,855**	***51%***	**$68,936**	***49%***	**$67,044**	***45%***	**$74,782**	***48%***
GAAP general and administrative	**$20,910**	***16%***	**$21,768**	***16%***	**$22,053**	***16%***	**$24,022**	***16%***	**$23,884**	***15%***
Less: Stock-based compensation	(4,796)		(4,978)		(5,283)		(5,713)		(6,441)	
Less: Intangible assets amortization	(38)		(38)		(13)		(2)		-	
Non-GAAP general and administrative	**$16,076**	***12%***	**$16,752**	***12%***	**$16,757**	***12%***	**$18,307**	***12%***	**$17,443**	***11%***

** As reported under ASC 605*
*** As reported under ASC 606*

GAAP to Non-GAAP Reconciliation – Operating Margin

($ in thousands)	**Q3FY18***	*As a % of revenue*	**Q4FY18***	*As a % of revenue*	**Q1FY19****	*As a % of revenue*	**Q2FY19****	*As a % of revenue*	**Q3FY19****	*As a % of revenue*
GAAP operating margin	**($42,559)**	*(33%)*	**($32,487)**	*(24%)*	**($35,860)**	*(26%)*	**($37,219)**	*(25%)*	**($39,464)**	*(25%)*
Less: Stock-based compensation	25,523	*20%*	24,949	*19%*	26,613	*19%*	30,683	*21%*	31,790	*20%*
Less: Intangible assets amortization	38	-	38	-	14	-	10	-	-	-
Non-GAAP operating margin	**($16,998)**	*(13%)*	**($7,500)**	*(5%)*	**($9,233)**	*(7%)*	**($6,526)**	*(4%)*	**($7,674)**	*(5%)*

** As reported under ASC 605*
*** As reported under ASC 606*

GAAP to Non-GAAP Reconciliation – Free Cash Flow*

($ in thousands)	**Q3FY18****	*As a % of revenue*	**Q4FY18****	*As a % of revenue*	**Q1FY19*****	*As a % of revenue*	**Q2FY19*****	*As a % of revenue*	**Q3FY19*****	*As a % of revenue*
GAAP net cash provided by (used in) operating activities	**$14,094**	*11%*	**$22,517**	*16%*	**$18,440**	*13%*	**($1,267)**	*(1%)*	**$6,816**	*4%*
Less: Purchases of property and equipment	(3,003)		(7,022)		(4,040)		(3,326)		(5,247)	
Less: Payments of capital lease obligations	(4,781)		(3,359)		(7,150)		(5,752)		(4,290)	
Less: Capitalized internal-use software costs	-		-		-		-		(1,343)	
Free cash flow	**$6,310**	*5%*	**$12,136**	*9%*	**$7,250**	*5%*	**($10,345)**	*(7%)*	**($4,064)**	*(3%)*

** Box adopted ASU 2016-18, Restricted Cash, beginning with its fiscal year 2019. The reported results for all periods presented reflect the application of ASU 2016-18.*
*** As reported under ASC 605*
**** As reported under ASC 606*

GAAP to Non-GAAP Reconciliation – EPS

	For the Three Months Ended October 31, 2017*	For the Three Months Ended October 31, 2018**
GAAP net loss per share, basic and diluted	**$(0.32)**	**$(0.28)**
Stock based compensation	0.19	0.22
Intangible assets amortization	-	-
Non-GAAP net loss per share, basic and diluted	**$(0.13)**	**$(0.06)**
Weighted average shares outstanding, basic and diluted (in thousands)	**134,636**	**142,366**

** As reported under ASC 605*
*** As reported under ASC 606*

GAAP to Non-GAAP Reconciliation – EPS Outlook

	For the Three Months Ended January 31, 2019	For the Year Ended January 31, 2019
GAAP net loss per share range, basic and diluted	**$(0.21– 0.20)**	**$(1.02 - 1.01)**
Stock based compensation	0.23	0.86
Non-GAAP net income (loss) per share range, basic	**$0.02 – 0.03**	**$(0.16 - 0.15)**
Non-GAAP net income (loss) per share range, diluted	**$0.02 – 0.03**	**$(0.16 - 0.15)**
Weighted-average shares used to compute GAAP net loss per share, basic and diluted	**143,701**	**141,362**
Weighted-average shares used to compute Non-GAAP net income (loss) per share		
Basic	**143,701**	**141,362**
Diluted	**149,829**	**141,362**