

# BGC PARTNERS, INC.

NASDAQ: BGCP

EARNINGS PRESENTATION 4Q & FY 2022



## DISCUSSION OF FORWARD-LOOKING STATEMENTS ABOUT BGC

Statements in this document regarding BGC that are not historical facts are “forward-looking statements” that involve risks and uncertainties, which could cause actual results to differ from those contained in the forward-looking statements. These include statements about the effects of the COVID-19 pandemic on the Company’s business, results, financial position, liquidity and outlook, which may constitute forward-looking statements and are subject to the risk that the actual impact may differ, possibly materially, from what is currently expected. Except as required by law, BGC undertakes no obligation to update any forward-looking statements. For a discussion of additional risks and uncertainties, which could cause actual results to differ from those contained in the forward-looking statements, see BGC’s Securities and Exchange Commission filings, including, but not limited to, the risk factors and Special Note on Forward-Looking Information set forth in these filings and any updates to such risk factors and Special Note on Forward-Looking Information contained in subsequent reports on Form 10-K, Form 10-Q or Form 8-K.

## NOTE REGARDING FINANCIAL TABLES AND METRICS

Excel versions of certain tables in this document are available for download online. The Excel tables may include other useful information that may not be contained herein, including certain of BGC’s financial results and metrics from the current period to as far back as the first quarter of 2020. These excel tables are accessible in the various financial results press releases at the “Investor Relations” section of <http://www.bgcpartners.com>. They are also available directly at <http://ir.bgcpartners.com/news-releases/news-releases>.

## OTHER ITEMS OF NOTE

Unless otherwise stated, all results provided in this document compare the fourth quarter of 2022 with the year-earlier period. Certain reclassifications/recasts may have been made to previously reported amounts to conform to the current presentation and to show results on a consistent basis across periods.

## NON-GAAP FINANCIAL MEASURES

This presentation should be read in conjunction with BGC’s most recent financial results press releases and filings or reports on Form 10-K, Form 10-Q or Form 8-K. Throughout this presentation, BGC refers to certain non-GAAP financial measures, including Adjusted Earnings, Adjusted EBITDA, Liquidity, and Constant Currency. All non-GAAP results discussed herein are comparable to and reconciled with the most directly comparable GAAP figures. For an updated complete description of Adjusted Earnings, Adjusted EBITDA, Liquidity, and Constant Currency and how, when, and why management uses these and other non-GAAP measures, as well as reconciliations of these measures to the comparable GAAP measures, and more information regarding GAAP and non-GAAP results, see the “Appendix” section of this presentation. Below under “Highlights of Consolidated Results” is a summary of certain GAAP and non-GAAP results for BGC. Results on a GAAP and non-GAAP basis are included towards the end of this presentation, with appropriate reconciliations provided in the “Appendix” section noted above and in our most recent financial results press release and/or are available at <http://ir.bgcpartners.com>.

Note: Certain numbers may not add due to rounding.

# HIGHLIGHTS OF CONSOLIDATED RESULTS: 4Q 2022 & FY 2022



Highlights of Consolidated Results (USD millions, except per share data)	4Q 2022	4Q 2021	Change	Constant Currency Change <sup>1</sup>	FY 2022	FY 2021	Change	Constant Currency Change <sup>1</sup>
Revenues (excluding Insurance) <sup>2</sup>	\$436.5	\$441.7	(1.2)%	1.9%	\$1,795.3	\$1,837.0	(2.3)%	1.4%
Revenues	436.5	461.6	(5.4)%	(2.5)%	1,795.3	2,015.4	(10.9)%	(7.6)%
GAAP income (loss) from operations before income taxes	1.6	104.8	(98.5)%		97.5	176.5	(44.8)%	
GAAP net income (loss) for fully diluted shares	2.8	103.0	(97.3)%		63.5	174.0	(63.5)%	
Adjusted Earnings before noncontrolling interest in subsidiaries and taxes	87.1	86.5	0.6%		373.1	377.0	(1.0)%	
Post-tax Adjusted Earnings	78.4	87.9	(10.8)%		343.8	350.4	(1.9)%	
Adjusted EBITDA <sup>3</sup>	124.0	230.3	(46.2)%		486.2	588.3	(17.4)%	
GAAP fully diluted earnings (loss) per share	\$0.01	\$0.20	(95.0)%		\$0.13	\$0.32	(59.4)%	
Post-tax Adjusted Earnings per share	\$0.16	\$0.17	(5.9)%		\$0.69	\$0.65	6.2%	

1. Constant Currency is defined in the "Non-GAAP Financial Measures" section of this document.

2. On November 1, 2021, BGC closed the sale of its Insurance business to The Ardonagh Group receiving approximately \$535 million in gross proceeds, subject to limited post-closing adjustments. For additional information, please see press release titled "BGC Completes Sale of Insurance Brokerage Business to The Ardonagh Group" dated November 1, 2021. 4Q 2021 and FY 2021 GAAP income (loss) from operations before income taxes, GAAP net income for fully diluted shares and Adjusted EBITDA include a \$312.9 million gain on sale related to the sale of its Insurance Brokerage business.

3. Excluding the \$312.9 million GAAP gain on the sale of the Insurance business and GAAP expenses of \$116.6 million related to one-time employee loan forgiveness, compensation expenses associated with the sale of the Insurance business of \$25.7 million with respect to management incentive and termination payments, and \$26.3 million of employee loan forgiveness related to the sale of the Insurance business, Adjusted EBITDA would have been \$85.9 million in the fourth quarter of 2021.

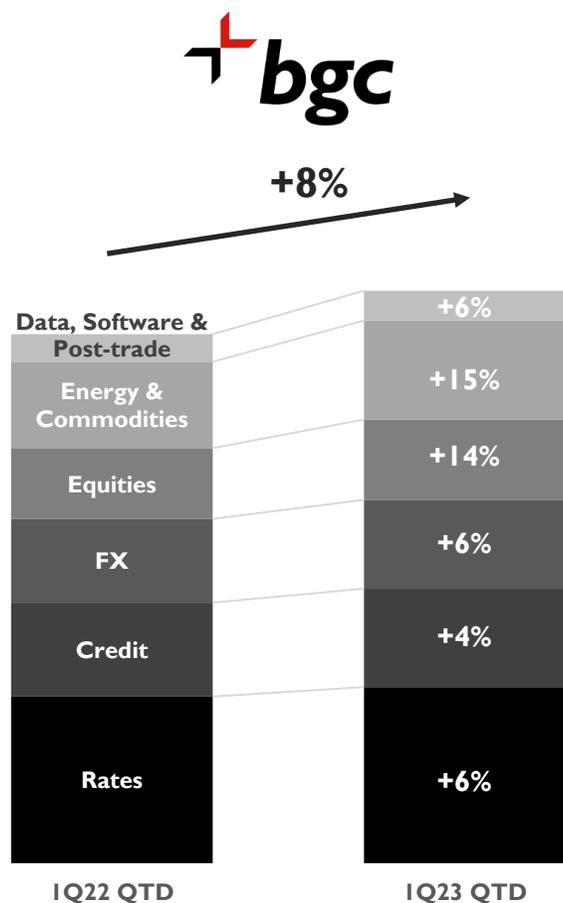
# HIGHLIGHTS OF IQ 2023 PERFORMANCE QUARTER-TO-DATE



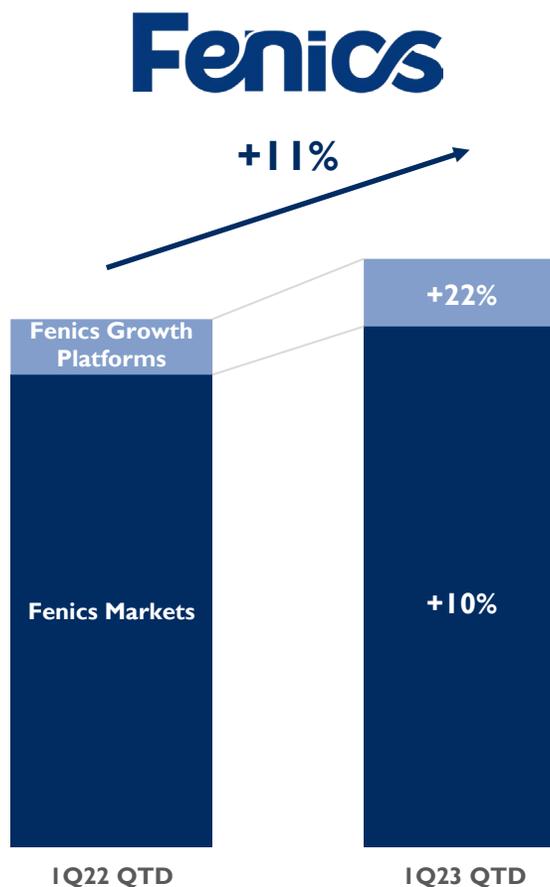
## FIRST QUARTER-TO-DATE 2023 REVENUE PERFORMANCE

## FIRST QUARTER OUTLOOK

### GROWTH ACROSS ALL ASSET CLASSES



### FENICS GROWTH ACCELERATING



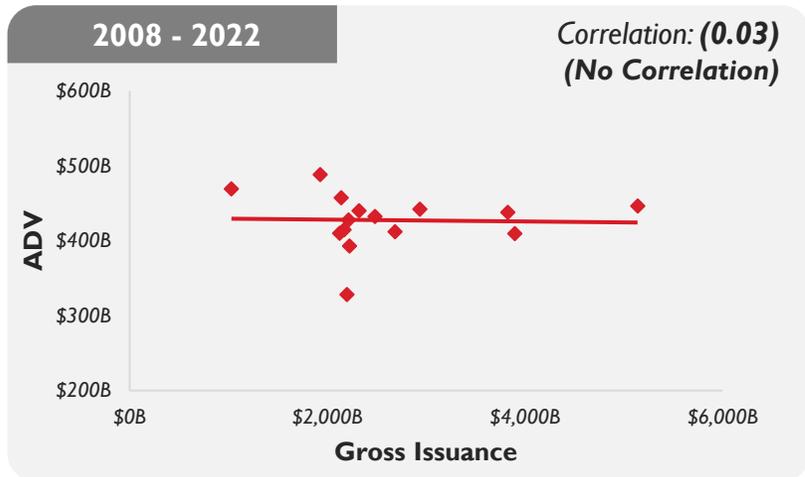
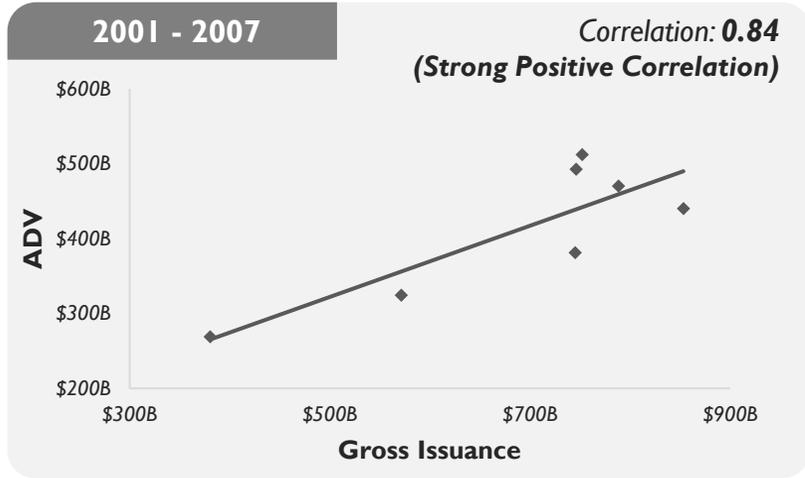
Metric (USD million)	Guidance	Actual
	IQ 2023	IQ 2022
Revenues	\$515 – \$565	\$506.5
Revenues <i>Constant Currency basis</i>	\$525 – \$575	
Pre-tax Adjusted Earnings	\$118 – \$138	\$113.1

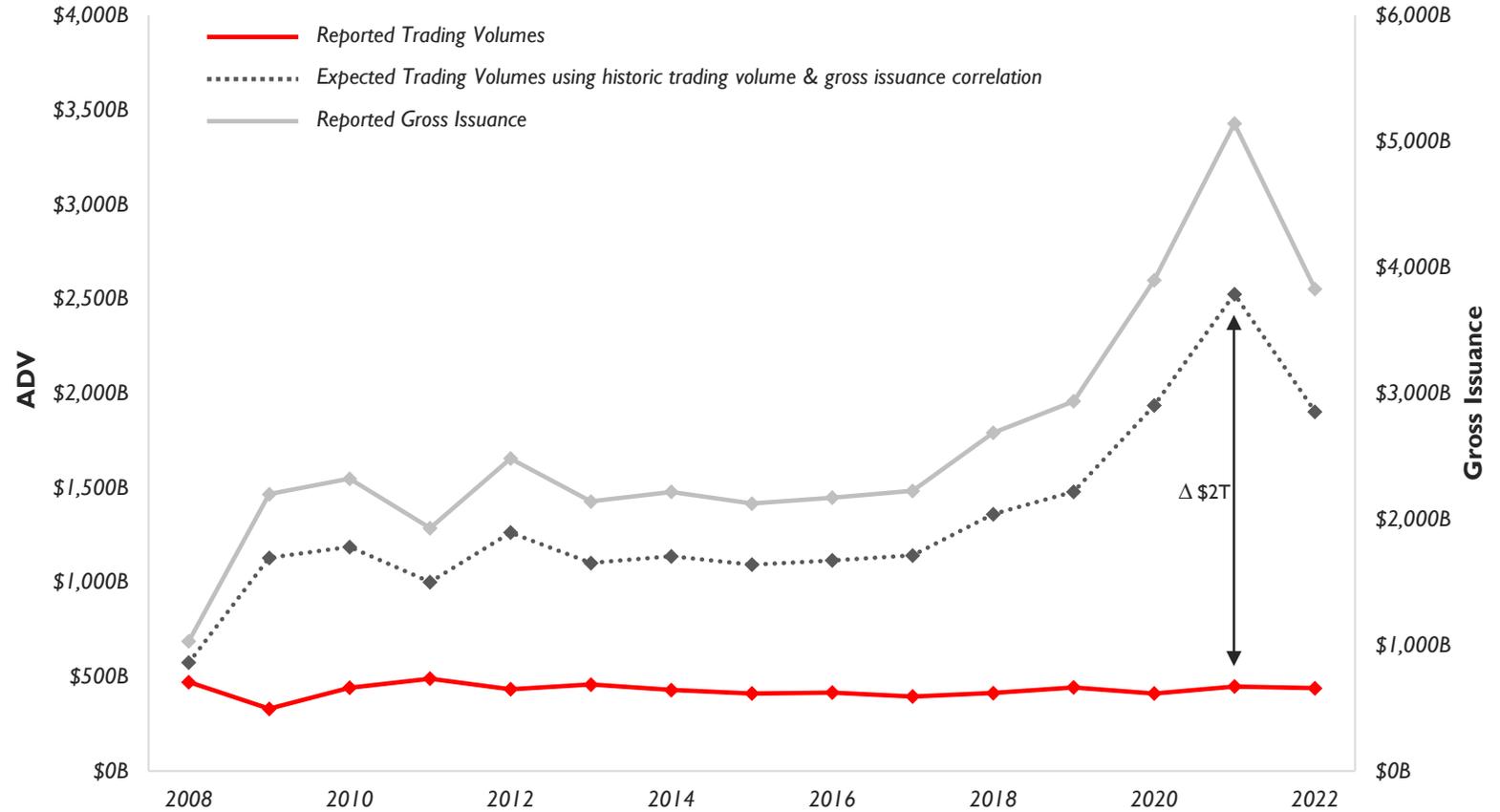
Metric (%)	FY 2023	FY 2022
Pre-Corporate Conversion Adjusted Earnings Tax Rate	8.4% – 10.4%	7.3%

- BGC's revenue outlook would be approximately \$10 million higher on a Constant Currency basis.
- BGC expects to update its quarterly outlook towards the end of March 2023.

Primary Dealer Trading Volumes for U.S. Government Coupon Securities were historically strongly correlated to Gross Issuance<sup>1</sup>

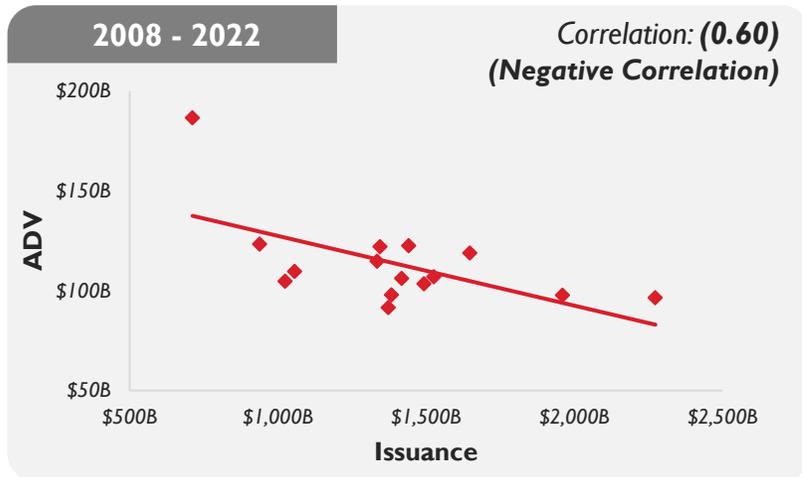
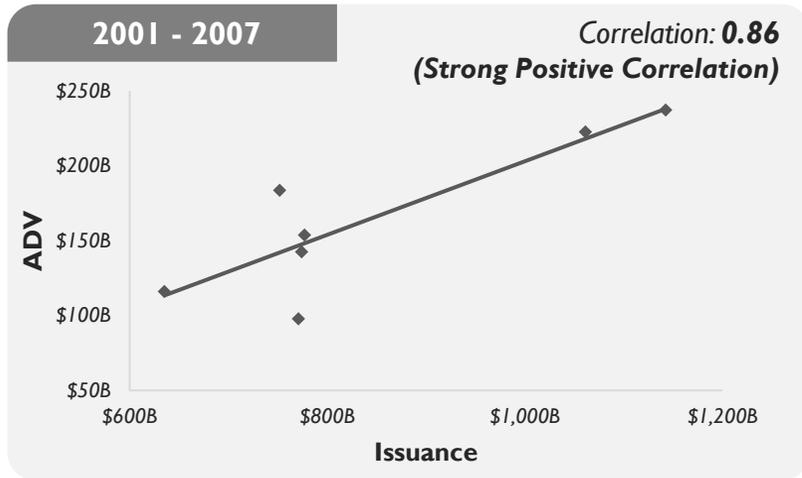


“Historically, huge new issuance, as we have seen over the past decade, would have produced record trading volumes. Instead, zero interest rates over the last 14-years have caused Rates trading volumes to remain flat.”

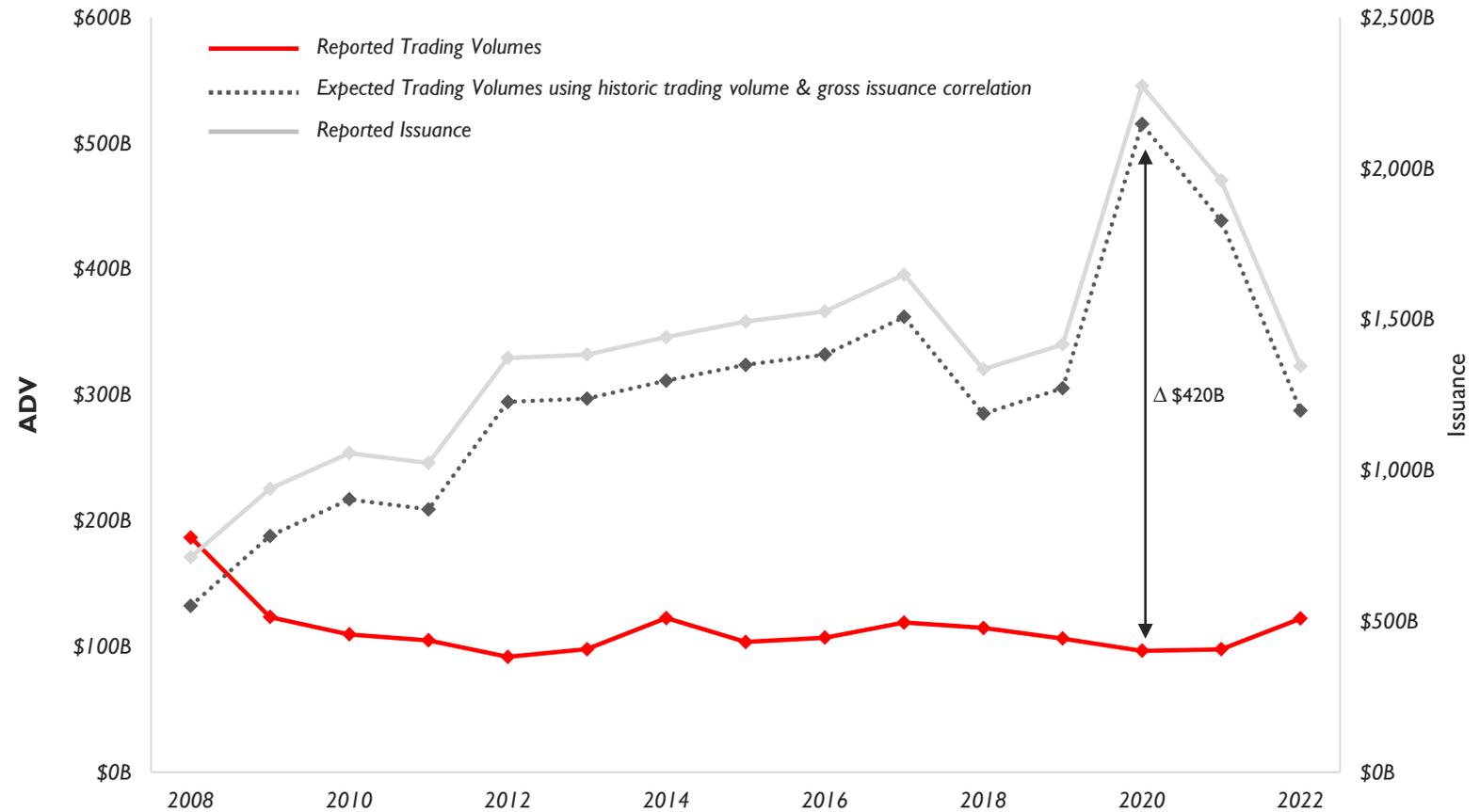


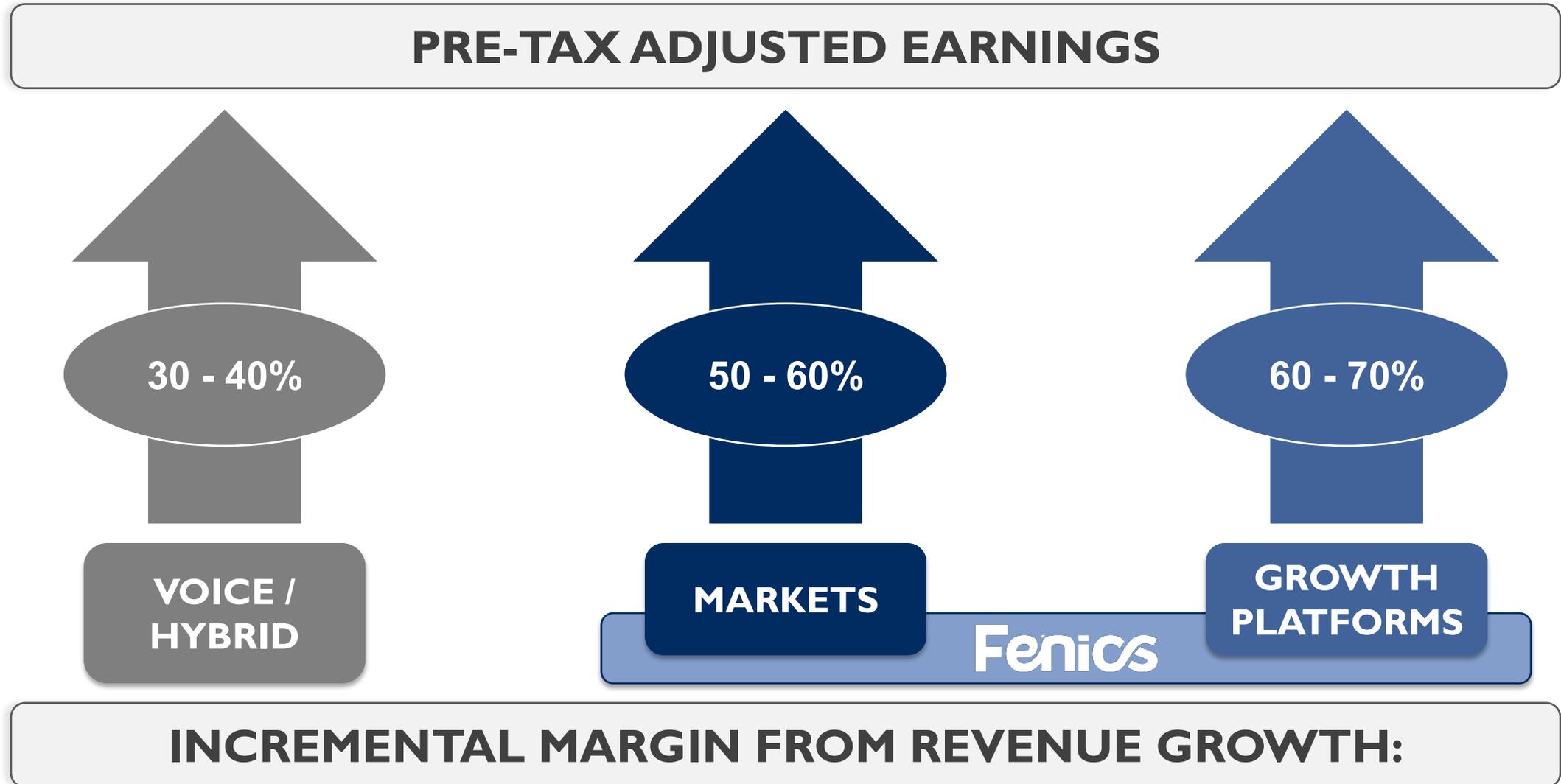
“With meaningful interest rates returning and issuance, that is multiples above 2008 levels, we believe the return of this strong positive correlation will drive our trading volumes significantly higher.”

Primary Dealer Trading Volumes for U.S. Corporate Securities were historically strongly correlated to Gross Issuance<sup>1</sup>



“During the last 14-years of zero interest rates, the relationship between new issuance and trading volume growth broke down.”



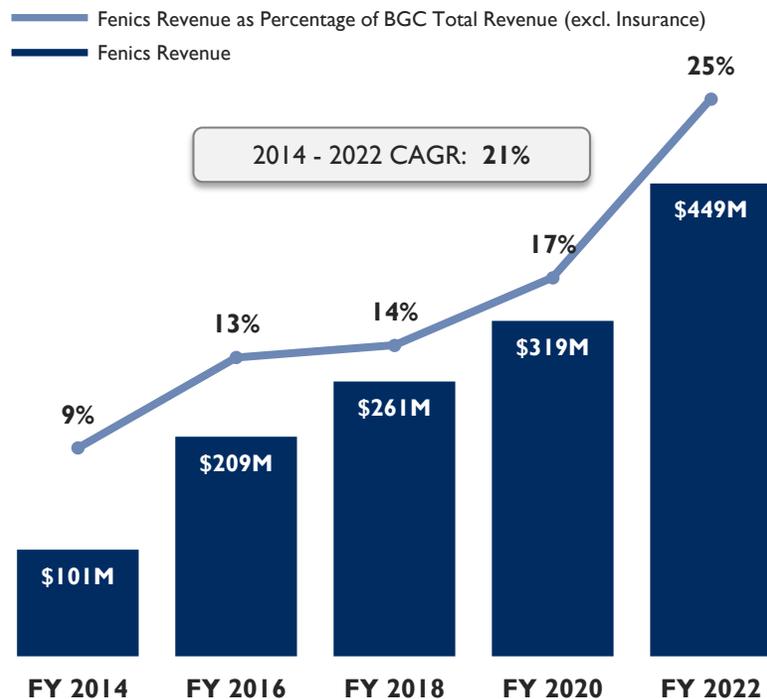


## FENICS' OPERATING STRATEGY FOCUSES ON:

1

**CONVERTING VOICE / HYBRID BUSINESS INTO HIGHER-MARGIN TECHNOLOGY DRIVEN FENICS REVENUE**

FENICS REPRESENTED 25% OF BGC'S OVERALL REVENUE IN 2022



**Fenics Revenue**

2

**CONTINUING TO GROW AND SCALE BGC'S FENICS GROWTH PLATFORMS**

## Fenics Growth Platforms

FY 2022 Revenue: \$52.9M

+16% yrlyr (+18% yrlyr in Constant Currency)

### RATES

**Fenics | UST**

**U.S. Treasury Platform (Part of FMX)**

- FY 2022 ADV: \$34B (+9% yrlyr)

**FMX | Futures Exchange**

**U.S. Rate Futures Exchange (Part of FMX)**

- Remains on track for soft launch<sup>1</sup>

### FX

**Fenics | FX**

**Spot FX & NDF Electronic Communication Network**

- FY 2022 ADV: \$6B (+34% yrlyr)

### SOFTWARE

**LUCERA**

**Aggregation & Connectivity Software**

- FY 2022 revenue up over 30% yrlyr

### CREDIT

**Portfolio Match**

**Global Session-based Credit Platform**

- 4Q 2022 U.S. ADV up over 7x yrlyr
- FY 2022 U.S. ADV up over 2x yrlyr

### EQUITIES

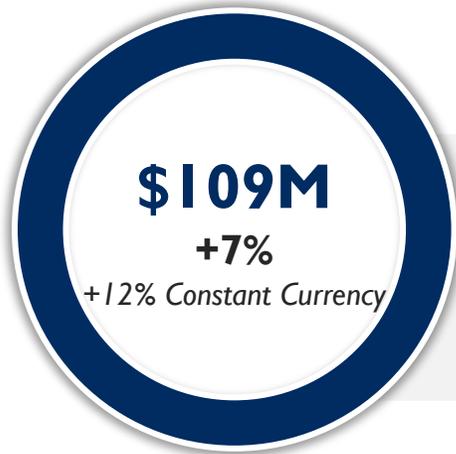
**Fenics | GO**

**Equity Index Options Platform**

- Asian Index Volumes up approximately 4x yrlyr (FY22)
- Ranked #1 by Eurex 5 of 15 MSCI Asian Indices (4Q22)

1. Excluding Insurance.  
2. Subject to customary regulatory approvals.

## FENICS REPRESENTS BGC'S HIGHLY VALUABLE FINTECH ASSETS



### 4Q 2022 Revenue

#### Fenics Markets

\$94M +7% yr/yr

(+13% in Constant Currency)

#### Fenics Growth Platforms

\$15M +8% yr/yr

(+8% in Constant Currency)

### FY 2022 Revenue



#### Fenics Markets

\$397M +11% yr/yr

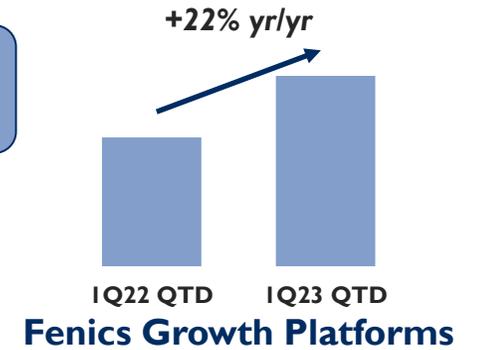
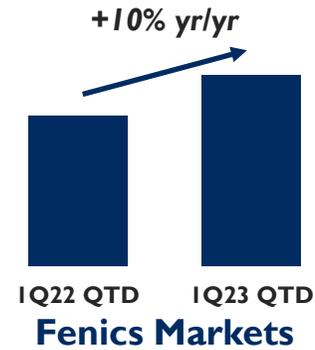
(+17% in Constant Currency)

#### Fenics Growth Platforms

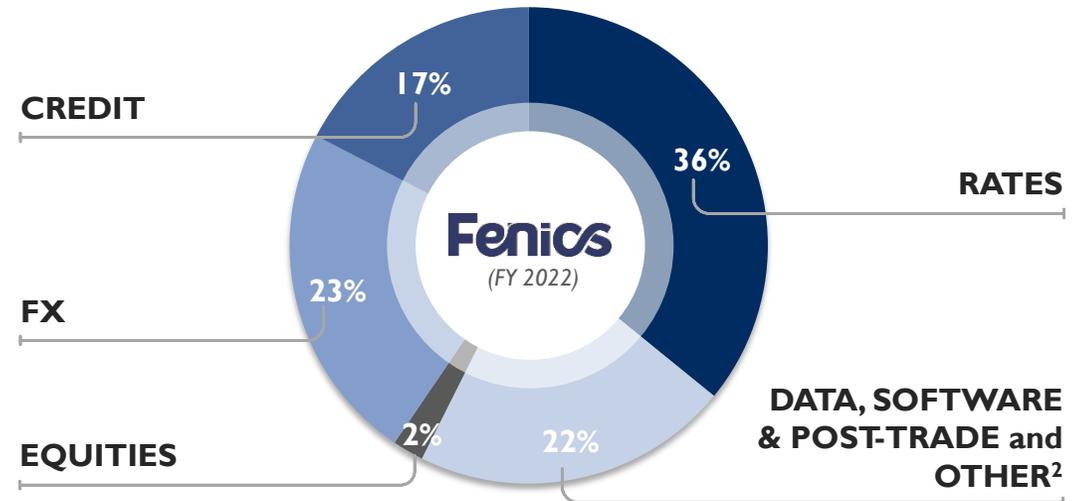
\$53M +16% yr/yr

(+18% in Constant Currency)

### REVENUE PERFORMANCE IQ 2023 QTD<sup>1</sup>



### REVENUE BY ASSET CLASS



1. IQ23 QTD ("Quarter-to-Date") versus IQ22 QTD compares the first 35 trading days of 2023 against the first 35 trading days of 2022.  
2. Other includes Other Revenues.

## FMX OVERVIEW



### Fenics | UST

- World's second largest UST CLOB Platform
- Tightest pricing, inside of competing platforms' bid / offer spreads
- Wide range of protocols for all market participants
- Over 100 active clients
- Actively expanding product set: T-Bills, off-the-runs



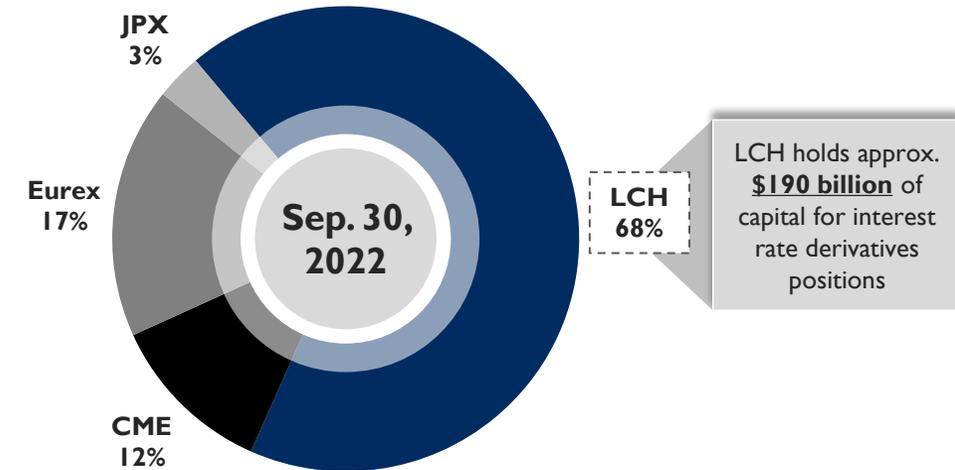
### FMX | Futures Exchange

- Developed to challenge the status quo of the current futures market
- Will deliver a comprehensive and efficient cross margining platform across U.S. dollar-based futures and interest rate swaps
- Will offer a U.S. Rates futures platform for U.S. Treasury & SOFR futures products

## LCH CLEARING AGREEMENT

*Cross margining FMX U.S. Rates Futures with LCH U.S. Rates collateral will provide powerful capital efficiencies*

### IRS Initial Margin at Major CCPs<sup>1</sup>



## UPDATE



- Continued to work with regulators & all requisite reviews are underway
- FMX remains on track for a soft launch of its futures platform and expects to announce its strategic investors prior to the launch.

## CLEARING AGREEMENT BENEFITS

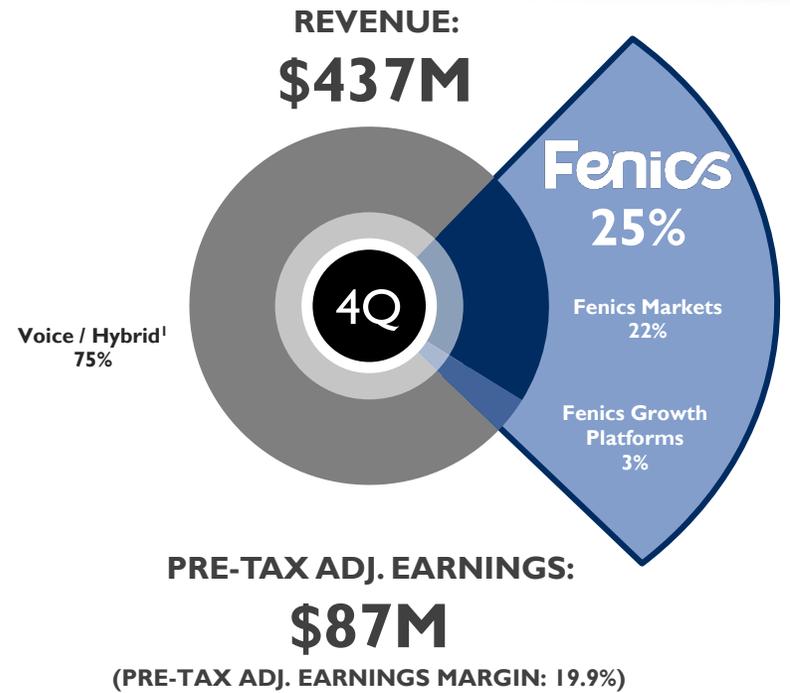


- U.S. futures clearing and cross margining via LCH Clearing Agreement
- Opportunity to unlock capital efficiencies by cross margining U.S. futures against the world's deepest IRS clearing pool
- U.S. futures and swaps cleared at a single central counterparty (CCP)

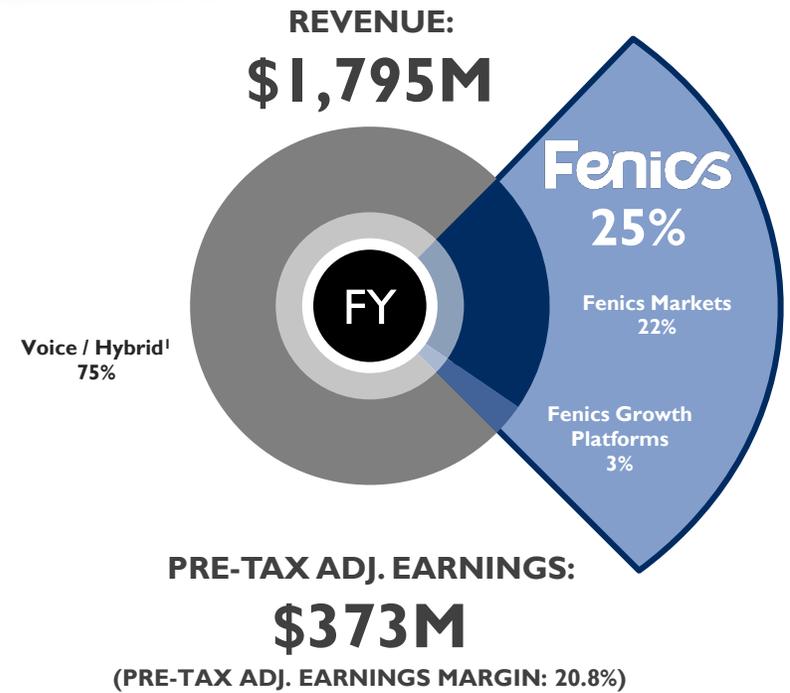
# BUSINESS OVERVIEW: 4Q 2022 & FY 2022



## 4Q 2022



## FY 2022



## BUSINESS HIGHLIGHTS



Ninth consecutive quarter of year-over-year pre-tax Adjusted Earnings margin expansion



Ninth consecutive quarter of average front office productivity growth<sup>2</sup>:

- 4Q: \$213k +7% yr/yr
- FY: \$861k +6% yr/yr



Fenics Revenue:

- Record 4Q: \$109M +7% yr/yr (+12% in Constant Currency)
- Record FY: \$449M +12% yr/yr (+17% in Constant Currency)



Record low compensation ratio under Adjusted Earnings:

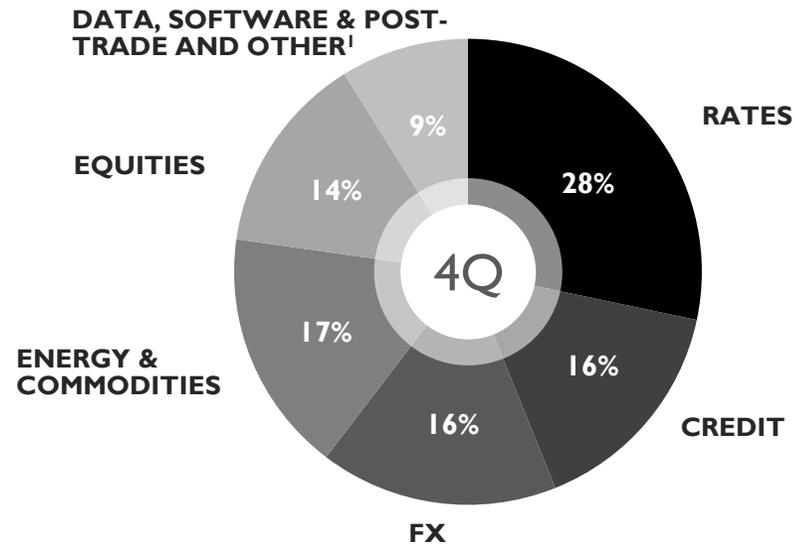
- 4Q: 46.9%
- FY: 48.6%

1. Voice / Hybrid includes fees from related parties, interest and dividend income, and other revenues, not related to Fenics  
 2. Average front office productivity excludes Insurance.

# BGC REVENUE BY ASSET CLASS

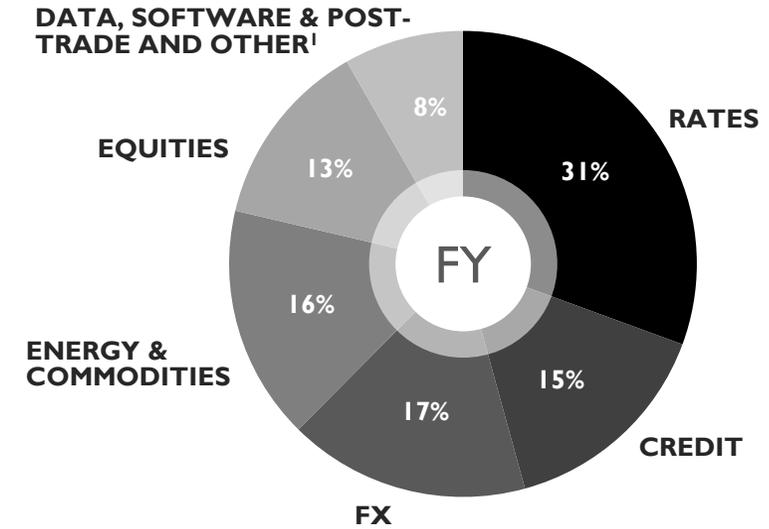


## 4Q 2022 REVENUE BY ASSET CLASS



Revenue By Asset Class (USD millions)	4Q 2022	Change	Constant Currency Change
Rates	\$123.6	(6.2)%	(0.7)%
FX	71.9	(0.3)%	0.6%
Credit	68.1	3.2%	7.5%
Energy & commodities	73.6	2.9%	4.2%
Equities	60.7	(1.6)%	2.2%
Data, Software & Post-trade	25.1	3.8%	4.3%
Other	13.6	(6.5)%	(9.1)%

## FY 2022 REVENUE BY ASSET CLASS

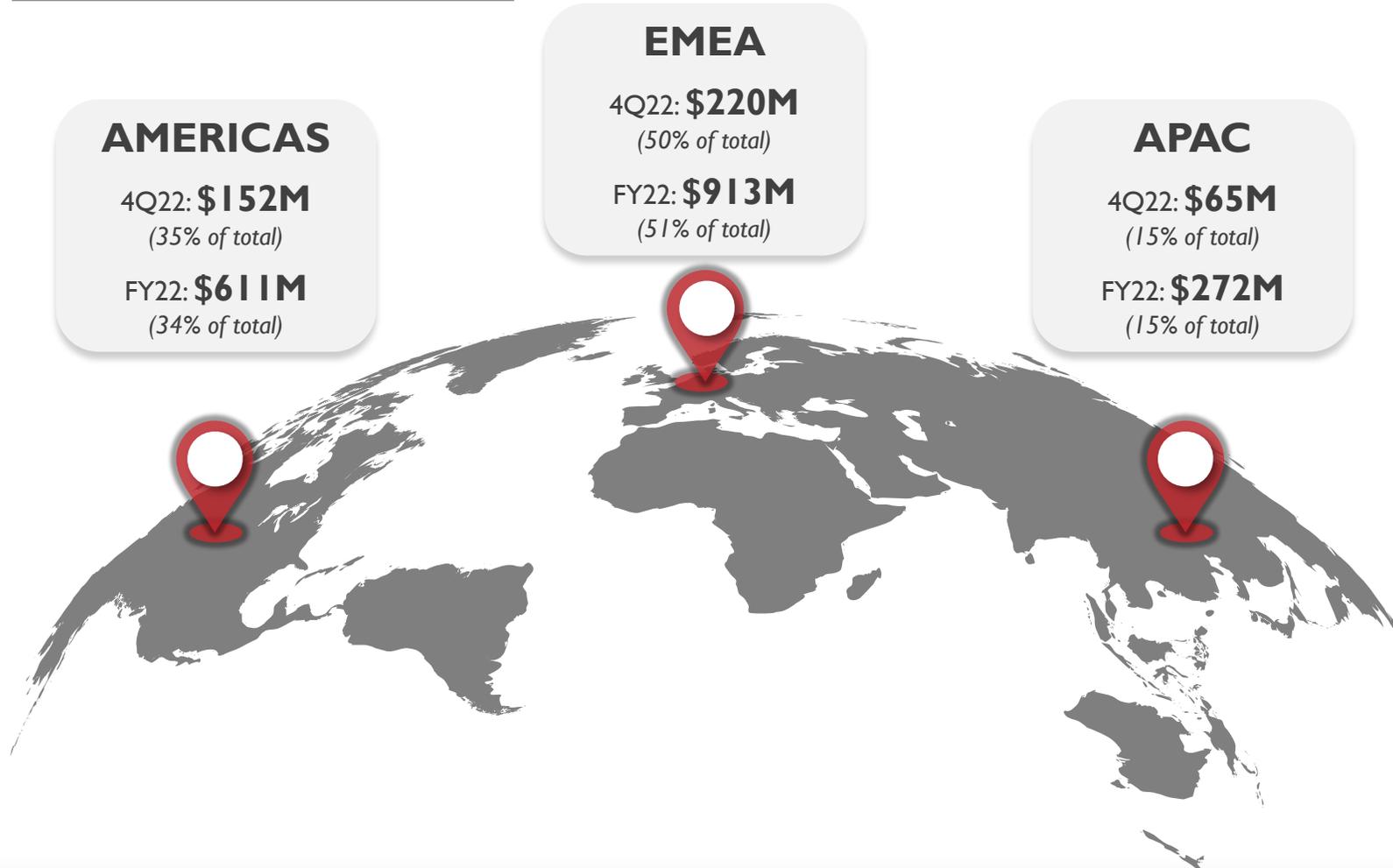


Revenue By Asset Class (USD millions)	FY 2022	Change	Constant Currency Change
Rates	\$549.5	(1.6)%	4.3%
FX	299.7	(0.5)%	0.5%
Credit	271.4	(5.6)%	(1.0)%
Energy & commodities	291.7	(1.6)%	(0.2)%
Equities	234.5	(5.3)%	(0.8)%
Data, Software & Post-trade	96.4	7.1%	7.8%
Other	52.1	(6.1)%	(3.6)%

1. Other includes fees from related parties, interest and dividend income, and other revenues and excludes Insurance.

## BGC'S REVENUE IS WELL DIVERSIFIED ACROSS GEOGRAPHIES

### GLOBAL REVENUE



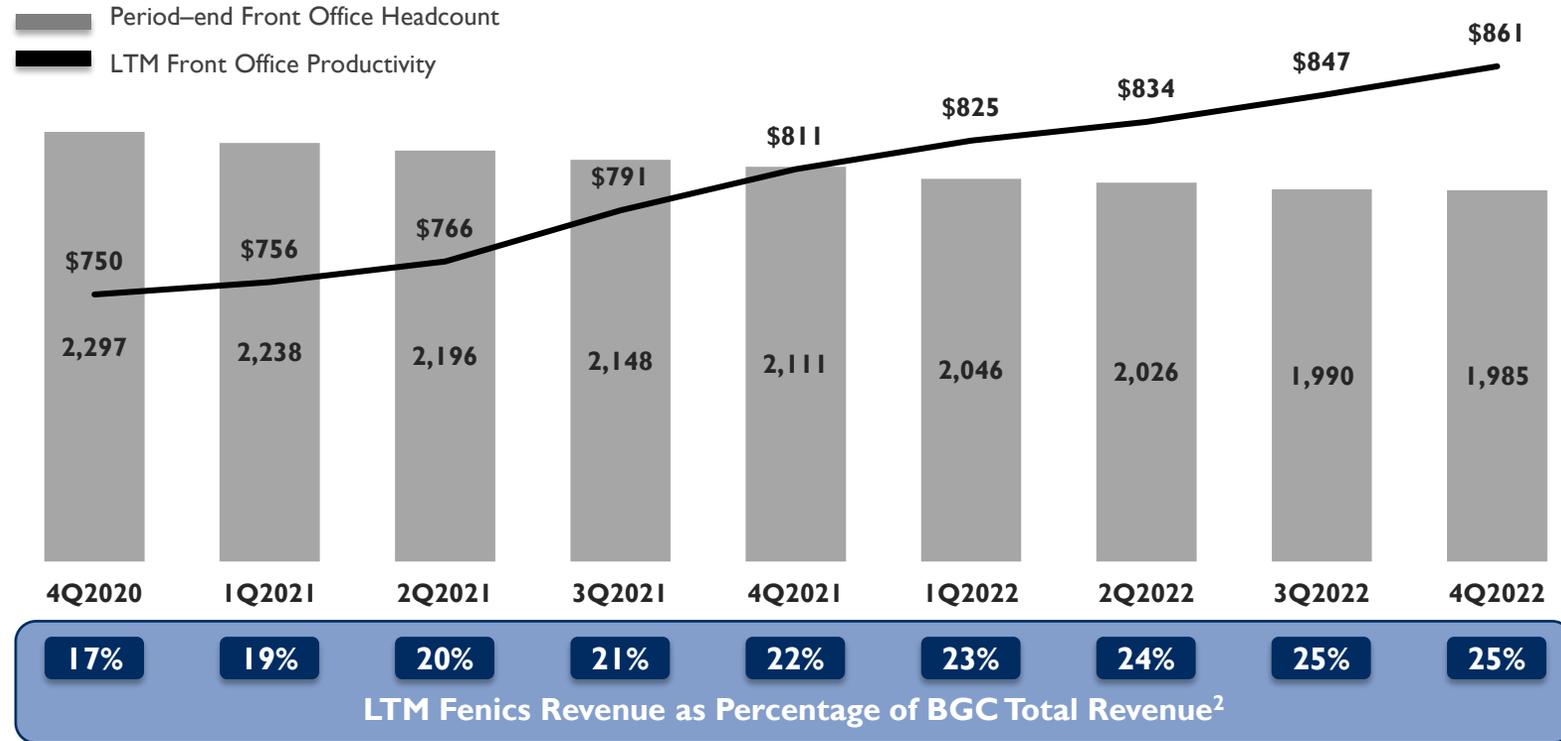
### REVENUE BY CURRENCY (USD equivalent<sup>1</sup>)

	4Q 2022	FY 2022
\$	\$280.4M 64.2%	\$1,106.8M 61.6%
£	\$25.2M 5.8%	\$112.3M 6.3%
€	\$77.1M 17.7%	\$361.2M 20.1%
OTHER	\$53.9M 12.3%	\$215.1M 12.0%

1. GBP to USD average exchange rate of 1.18 and 1.23 for 4Q22 and FY22, respectively and EUR to USD average exchange rate of 1.03 and 1.05 for 4Q22 and FY22, respectively.

# FRONT OFFICE HEADCOUNT & PRODUCTIVITY

## FRONT OFFICE HEADCOUNT AND PRODUCTIVITY (Productivity in USD 000s)<sup>1</sup>



## PRODUCTIVITY STATS

### FY 2022:

**\$861k**  
PRODUCTIVITY

**+6%**  
GROWTH YR/YR

### 4Q 2022:

**\$213k**  
PRODUCTIVITY

**+7%**  
GROWTH YR/YR



Ninth consecutive quarter of front office average productivity growth



Increased use of technology and automation expected to continue to drive productivity higher

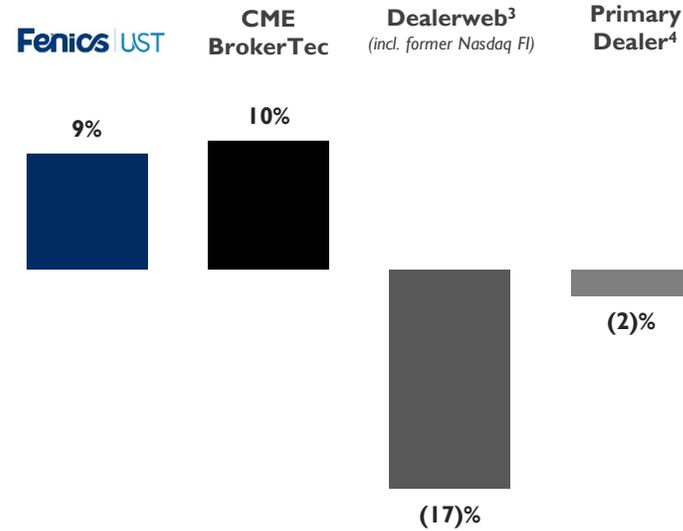


Highest ever fourth quarter productivity

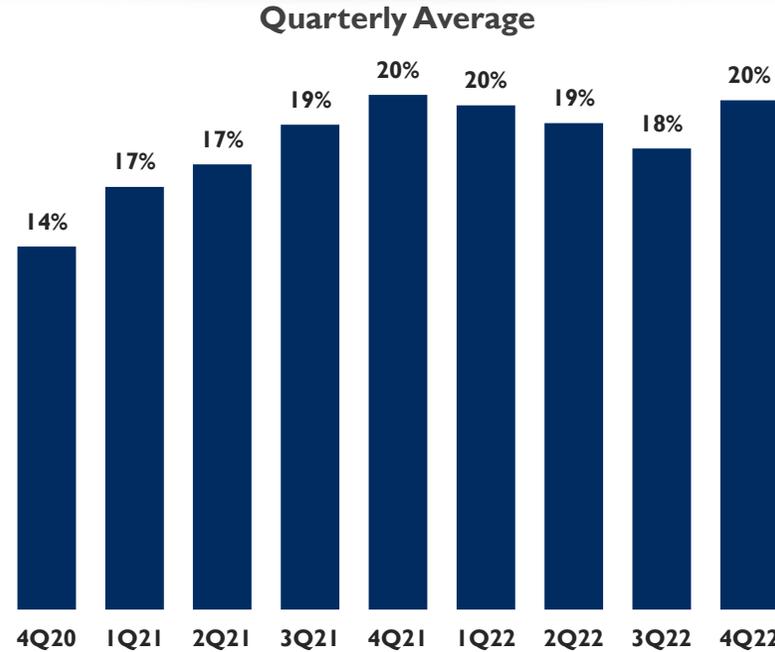
1. The figures in the above table include total brokerage revenues (excluding Insurance) and revenues from data, software and post-trade. The average revenues for all producers ("productivity") are approximate and based on the relevant revenues divided by the average number of producers for the period.  
 2. Fenics revenue excludes intercompany revenue for all periods. BGC total revenue excludes Insurance revenue for all periods, including prior to the completion of the sale in 4Q 2021.

## UST TRADING VOLUME<sup>1</sup>

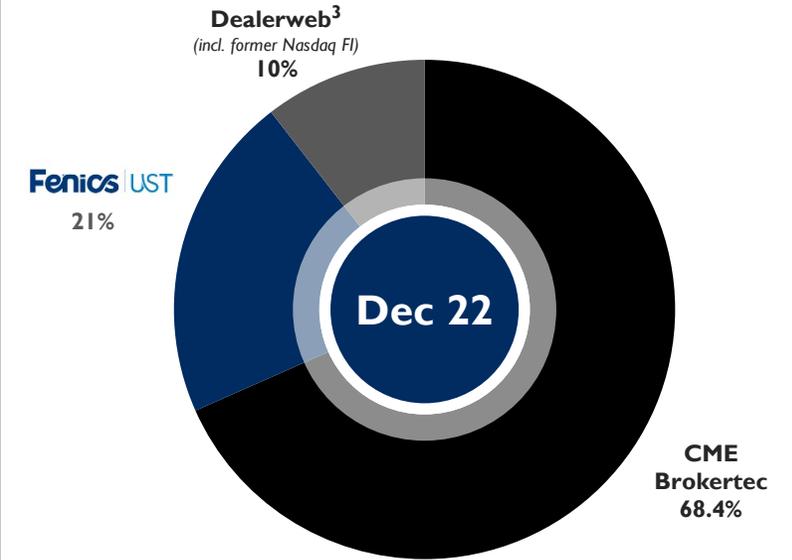
FY 2022  
ADV (yr/yr)



## EST. CLOB MARKET SHARE<sup>2</sup>



## UST CLOB MARKET SHARE<sup>2</sup>

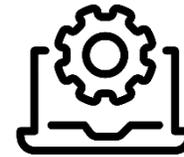


## PERFORMANCE HIGHLIGHTS



- Revenue grew over 22% & ADV grew 9% yr/yr in FY 2022
- Streaming offering reached record levels in 4Q 2022, nearly doubling ADV yr/yr; earns significantly higher fee capture
- Majority of all Fenics UST CLOB trades in 4Q22 executed at prices only offered on the platform<sup>6</sup>

## BUSINESS UPDATES



- Estimated \$104 million in client cost savings in 2022 and \$373 million since Jan-19<sup>5</sup>
- Strong growth in automated off-the-run spread facility launched in 3Q22

1. Source: Company filings and Greenwich Associates 2. Central limit order book ("CLOB") market share is from Greenwich Associates and BGC's internal estimates. From 3Q 2021 onward, Greenwich Associates updated its methodology for calculating CLOB market share to more accurately reflect CLOB-only trading volumes. 3. Tradeweb acquired Nasdaq's U.S. Fixed Income platform on 6/25/2021; Dealerweb prior period ADV includes Nasdaq U.S. Fixed Income platform volumes. 4. Primary Dealer volumes are sourced from SIFMA and represent US Treasury Coupon Securities and US Treasury Bills. 5. BGC internal estimates based on savings per tick (1/16 of 1/32 = \$19.53125) adjusted for tenor multiplied by the quantity of the trade (single counted); 6. Conventional U.S. Treasury market is priced in ticks of 1/32; Fenics UST offers the tightest U.S. Treasury pricing at 1/16 of 1/32 per tick.

**INFRASTRUCTURE & CONNECTIVITY OFFERING WITH HIGHLY RECURRING, COMPOUNDING SUBSCRIPTION REVENUE MODEL**

**LUCERA™**

**LUMEMARKETS**

- Low latency aggregator, providing a single access point across multiple fragmented marketplaces and exchanges (FX, Rates, Futures, Credit)
- Additional features include market data aggregation, market access, smart-order routing, execution algorithms, trading controls and data analysis tools

**LUCERA CONNECT**

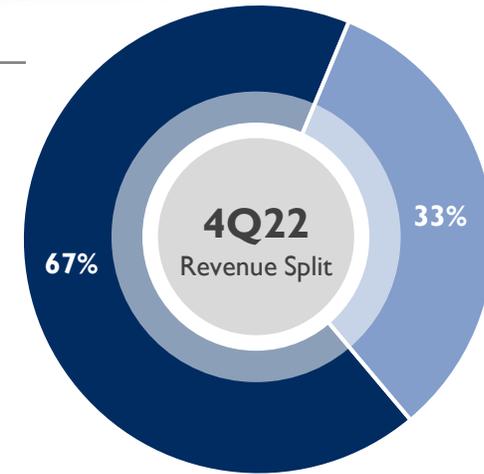
- On-demand connectivity to over one thousand endpoints across buy-side clients, trading platforms, marketplaces, and exchanges
- The leading infrastructure network in FX and rapidly expanding in other asset classes, including cryptocurrencies

**LUCERA COMPUTE**

- Provides multiple levels of infrastructure services from basic hosting & connectivity to a fully procured, managed and operated data centre install
- Features include monitoring, alerting & packet capture standard in all co-location environments as well as 24/7 operating system and hardware support

**REVENUE**

- LUMEMarkets
- Lucera Connect<sup>1</sup>



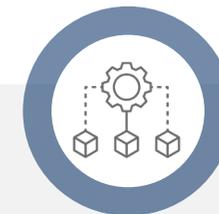
4Q22 Revenue  
**+19%**

FY22 Revenue  
**+31%**

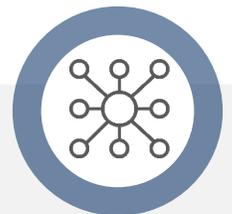
**BUSINESS HIGHLIGHTS**



Compute hosting has a global footprint and is currently expanding into Equities



Added new clients across the LUMEMarkets platform and Compute hosting service



Recently launched a cryptocurrency hosting offering for exchanges and traders

<sup>1</sup> Includes Lucera Compute hosting services.

## LEVERAGING BGC'S GLOBAL CAPITAL MARKETS ECOSYSTEM TO DEVELOP HIGHLY VALUABLE MARKET DATA PRODUCTS

### Fenics | MarketData

- Revenue increased over 20% yr/yr in 4Q22
- Recurring, compounding subscription-based model
- Signed 48 new contracts in 4Q22
- Independent data sourced from BGC's global wholesale liquidity pools
- Introducing new datasets generated by BGC's artificial intelligence and machine learning data & analytics products
- Data utilized by broad range of market participants (Investment Banks / Broker-Dealers, Hedge Funds, Institutional Clients, Exchanges & Third-party Vendors)

#### MULTIPLE DISTRIBUTION CHANNELS

Direct feed & API, Third-party Vendors, Public Cloud & Secure File Transfer Protocol (SFTP)

#### VARIETY OF DATA FREQUENCIES

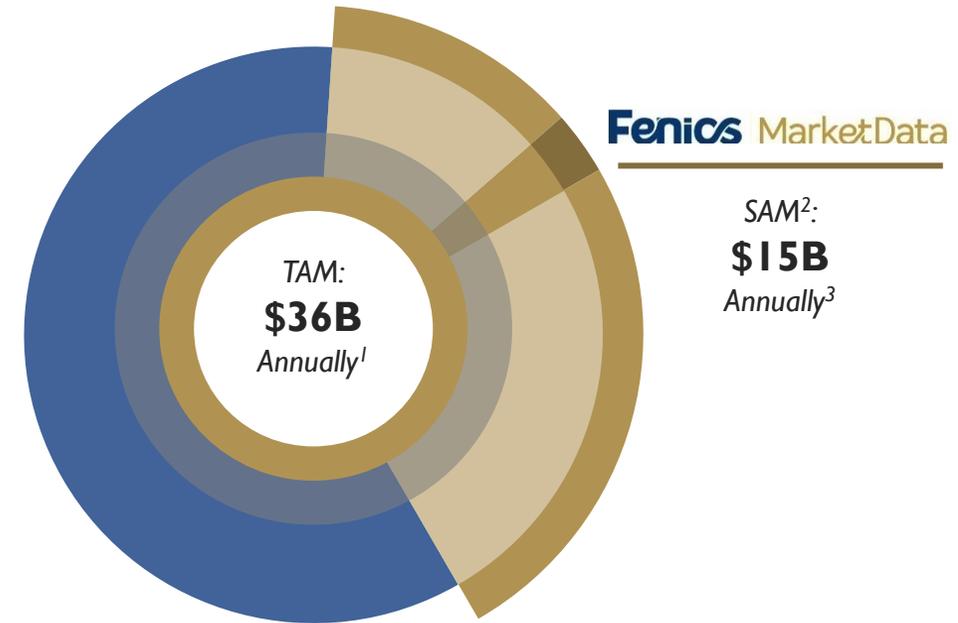
Real-time, Intra-day, End-of-Day, Month-End & Historical Data

#### PRODUCTS ACROSS GLOBAL ASSET CLASS

Fixed Income, Fixed Income Derivatives, RFRs, FX & Money Markets, FX Options, Energy & Commodities and Equity Derivatives

### MARKET OPPORTUNITY

Record global consumption of financial market data in 2021 totalling **\$36B<sup>1</sup>**



### FENICS MARKET DATA GROWTH DRIVERS

- Market-leading regulatory package
- Risk-free rate data packages
- Increasing number of direct deals
- Geographic & asset class product expansion
- More institutional clients
- Increased salesforce, product specialists and technologists
- Fenics UST data growth

1. Source: Burton-Taylor International Consulting  
 2. SAM = Serviceable Addressable Market  
 3. Source: Burton-Taylor International Consulting and BGC internal estimates

## END-TO-END GLOBAL ELECTRONIC TRADING PLATFORM FOR BLOCK-SIZED LISTED OPTIONS



Web-based platform with API connectivity that offers next generation multi-protocol execution capability



Partnered with leading global liquidity providers to provide fully anonymous request-based liquidity



Leverage's BGC's position as #1 IDB in listed equity derivatives providing aggregated product access from multiple exchanges



Support compliance with regulatory requirements, such as best execution

### INDEX OPTION PRODUCTS

EURO STOXX 50

NIKKEI 225

EURO STOXX BANKS

HSCEI

DAX

KOSPI 200

MSCI

### BUSINESS HIGHLIGHTS

**+77%**

Increase in 4Q 2022 revenue yr/yr



Strong volume growth across Asian business:

- HSCEI up over **470%** yr/yr
- KOSPI up approx. **150%** yr/yr

**+400%**

Volume growth across EURO STOXX 50 index options



Fenics GO's newer MSCI index options offering ranked #1 across 5 of 15 MSCI Asia indices at Eurex

BGC PARTNERS, INC.



# GAAP FINANCIAL RESULTS



# BGC PARTNERS, INC. CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL CONDITION

(IN THOUSANDS, EXCEPT PER SHARE DATA) (UNAUDITED) (UNDER GAAP)

	December 31, 2022	December 31, 2021
<b>Assets</b>		
Cash and cash equivalents	\$ 484,989	\$ 553,598
Cash segregated under regulatory requirements	17,021	13,201
Financial instruments owned, at fair value	39,319	41,244
Receivables from broker-dealers, clearing organizations, customers and related broker-dealers	559,680	782,446
Accrued commissions and other receivables, net	288,471	296,423
Loans, forgivable loans and other receivables from employees and partners, net	319,612	286,967
Fixed assets, net	183,478	190,112
Investments	38,575	33,039
Goodwill	486,585	486,919
Other intangible assets, net	192,783	207,747
Receivables from related parties	1,444	5,237
Other assets	463,014	445,233
Total assets	<u>\$ 3,074,971</u>	<u>\$ 3,342,166</u>
<b>Liabilities, Redeemable Partnership Interest, and Equity</b>		
Short-term borrowings	\$ 1,917	\$ 3,584
Accrued compensation	176,781	214,379
Payables to broker-dealers, clearing organizations, customers and related broker-dealers	404,675	656,278
Payables to related parties	10,550	53,764
Accounts payable, accrued and other liabilities	683,104	679,254
Notes payable and other borrowings	1,049,217	1,052,831
Total liabilities	<u>2,326,244</u>	<u>2,660,090</u>
Redeemable partnership interest	15,519	18,761
<b>Equity</b>		
Stockholders' equity:		
Class A common stock, par value \$0.01 per share; 750,000 shares authorized; 471,934 and 435,944 shares issued at December 31, 2022 and December 31, 2021, respectively; and 325,858 and 317,023 shares outstanding at December 31, 2022 and December 31, 2021, respectively	4,719	4,359
Class B common stock, par value \$0.01 per share; 150,000 shares authorized; 45,884 shares issued and outstanding at each of December 31, 2022 and December 31, 2021, convertible into Class A common stock	459	459
Additional paid-in capital	2,559,418	2,451,135
Treasury stock, at cost: 146,076 and 118,921 shares of Class A common stock at December 31, 2022 and December 31, 2021, respectively	(711,454)	(623,734)
Retained deficit	(1,138,066)	(1,171,919)
Accumulated other comprehensive income (loss)	(45,431)	(40,548)
Total stockholders' equity	<u>669,645</u>	<u>619,752</u>
Noncontrolling interest in subsidiaries	63,563	43,563
Total equity	<u>733,208</u>	<u>663,315</u>
Total liabilities, redeemable partnership interest and equity	<u>\$ 3,074,971</u>	<u>\$ 3,342,166</u>

# BGC PARTNERS, INC. CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

(IN THOUSANDS, EXCEPT PER SHARE DATA) (UNAUDITED) (UNDER GAAP)



	Three Months Ended December 31,		Year Ended December 31,	
	2022	2021	2022	2021
<b>Revenues:</b>				
Commissions	\$ 315,658	\$ 349,896	\$ 1,281,294	\$ 1,541,900
Principal transactions	82,169	73,004	365,507	327,761
Total brokerage revenues	397,827	422,900	1,646,801	1,869,661
Fees from related parties	3,896	3,356	14,734	14,856
Data, software and post-trade	25,063	24,137	96,389	89,963
Interest and dividend income	5,501	4,442	21,007	21,977
Other revenues	4,228	6,756	16,371	18,907
Total revenues	436,515	461,591	1,795,302	2,015,364
<b>Expenses:</b>				
Compensation and employee benefits	181,671	434,807	853,165	1,271,340
Equity-based compensation and allocations of net income to limited partnership units and FPU's	89,332	85,889	251,071	256,164
Total compensation and employee benefits	271,003	520,696	1,104,236	1,527,504
Occupancy and equipment	40,197	46,724	157,491	188,322
Fees to related parties	7,377	8,456	25,662	24,030
Professional and consulting fees	24,286	14,813	68,775	67,884
Communications	26,237	27,611	108,096	117,502
Selling and promotion	14,461	12,356	49,215	38,048
Commissions and floor brokerage	13,591	16,563	58,277	64,708
Interest expense	14,788	16,061	57,932	69,329
Other expenses	26,695	16,465	87,431	80,888
Total non-compensation expenses	167,632	159,049	612,879	650,711
Total expenses	438,635	679,745	1,717,115	2,178,215
<b>Other income (losses), net:</b>				
Gains (losses) on divestitures and sale of investments	(846)	312,941	(1,029)	312,941
Gains (losses) on equity method investments	2,158	2,101	10,920	6,706
Other income (loss)	2,415	7,862	9,373	19,705
Total other income (losses), net	3,727	322,904	19,264	339,352
Income (loss) from operations before income taxes	1,607	104,750	97,451	176,501
Provision (benefit) for income taxes	(1,991)	15,957	38,584	23,013
Consolidated net income (loss)	\$ 3,598	\$ 88,793	\$ 58,867	\$ 153,488
Less: Net income (loss) attributable to noncontrolling interest in subsidiaries	1,382	12,340	10,155	29,481
Net income (loss) available to common stockholders	\$ 2,216	\$ 76,453	\$ 48,712	\$ 124,007
<b>Per share data:</b>				
<i>Basic earnings (loss) per share</i>				
Net income (loss) available to common stockholders	\$ 2,216	\$ 76,453	\$ 48,712	\$ 124,007
Basic earnings (loss) per share	\$ 0.01	\$ 0.21	\$ 0.13	\$ 0.33
Basic weighted-average shares of common stock outstanding	371,174	370,476	371,561	379,215
<i>Fully diluted earnings (loss) per share</i>				
Net income (loss) for fully diluted shares	\$ 2,761	\$ 103,036	\$ 63,479	\$ 173,995
Fully diluted earnings (loss) per share	\$ 0.01	\$ 0.20	\$ 0.13	\$ 0.32
Fully diluted weighted-average shares of common stock outstanding	492,549	509,153	499,414	540,020

BGC PARTNERS, INC.



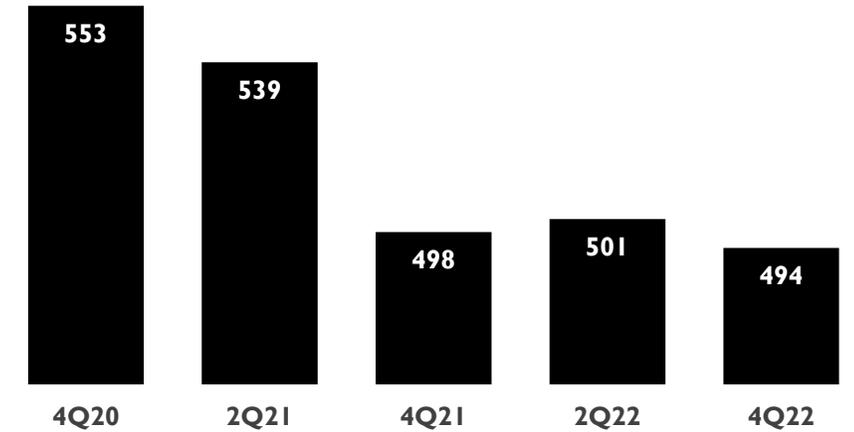
# APPENDIX



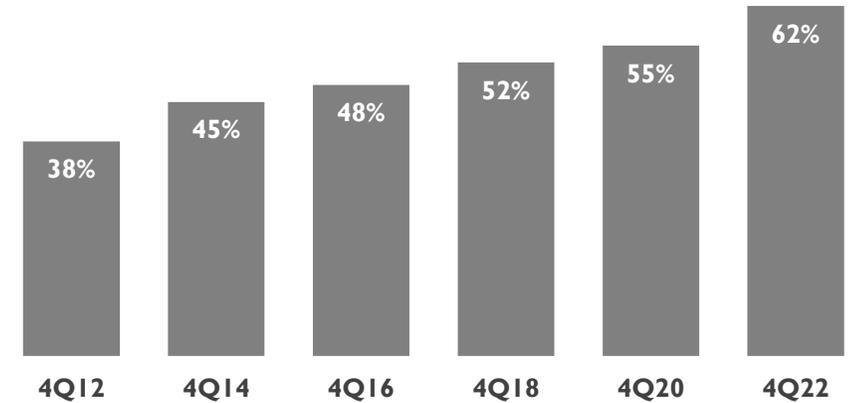
# BGC'S FULLY DILUTED SHARE COUNT SUMMARY AS OF 12/31/2022

BGC Partners, Inc. Fully Diluted Share count Summary (as of December 31, 2022)	Fully-Diluted Shares (millions)	Ownership (%)
<b>PUBLIC</b>	<b>304.8</b>	<b>62%</b>
Class A owned by Public	304.8	62%
<b>EMPLOYEES</b>	<b>85.2</b>	<b>17%</b>
Class A owned by executives, board members and employees	21.0	4%
Partnership units owned by employees	59.1	12%
Other owned by employees	5.2	1%
<b>CANTOR</b>	<b>103.5</b>	<b>21%</b>
Class B owned by Cantor	45.9	9%
Partnership units owned by Cantor	57.6	12%
<b>TOTAL</b>	<b>493.6</b>	<b>100%</b>

FULLY DILUTED SPOT SHARE COUNT (millions)



PUBLIC OWNERSHIP OF FULLY DILUTED SHARE COUNT



1. Class A shares owned by board members or executives and restricted shares owned by other employees of BGC and Newmark. Any Class A share owned by an employee without restriction is included in the "Class A owned by Public".  
 2. Partnership units owned by employees include founding/working partner units and limited partnership units. In conjunction with the spin-off of Newmark, the Partnership units are owned by employees of both Newmark and BGC. Over time, virtually all of the partners of Newmark are expected to only own units and/or shares of Newmark and virtually all of the partners of BGC are expected to only own units and/or shares of BGC. Going forward, partners of BGC will be compensated with BGC partnership units and partners of Newmark will be compensated with Newmark partnership units.  
 3. These primarily represent contingent shares and/or units held by employees of BGC and Newmark for which all necessary conditions have been satisfied except for the passage of time.  
 4. Includes 15.8 million Cantor distribution rights.

# STRONGLY CAPITALIZED; INVESTMENT GRADE CREDIT PROFILE



BGC Partners, Inc.	As of 12/31/2022
<b>Total Liquidity<sup>1</sup></b>	<b>\$524,308</b>
Collateralized Borrowings (Maturity: April 8, 2023 & April 19, 2023)	\$3,251
5.375% Senior Notes due July 24, 2023	449,243
3.750% Senior Notes due October 1, 2024	298,558
4.375% Senior Notes due December 15, 2025	298,165
<b>Total Notes Payable and Other Borrowings</b>	<b>\$1,049,217</b>
<b>Net Notes Payable and Other Borrowings (after adjusting for Total Liquidity)</b>	<b>\$524,909</b>
<b>Total Capital<sup>2</sup></b>	<b>\$748,727</b>
Credit Ratios (Adj. EBITDA and Ratios as of LTM 4Q 2022)	
Adjusted EBITDA	\$486,176
Leverage Ratio: Total Notes Payable and Other Borrowings / Adjusted EBITDA	2.2x
Net Leverage Ratio: Net Notes Payable and Other Borrowings (after adjusting for Total Liquidity) / Adjusted EBITDA	1.1x
Interest Coverage Ratio: Adjusted EBITDA / Interest Expense	8.4x
Total Notes Payable and Other Borrowings / Total Capital <sup>2</sup>	1.4x
Total Net Notes Payable and Other Borrowings (after adjusting for Liquidity) / Total Capital <sup>2</sup>	0.7x

## INVESTMENT GRADE CREDIT RATING

- Investment Grade Credit Rated:
  - Fitch: BBB- (Outlook: Stable)
  - S&P: BBB- (Outlook: Stable)
  - Kroll Bond Rating Agency: BBB (Outlook: Stable)
  - Japanese Credit Rating Agency (JCR): BBB+ (Outlook: Stable)
- Strong balance sheet and liquidity provide financial flexibility
- BGC continues to manage its business to maintain its Investment Grade rating

## BALANCE SHEET STRENGTH

- Liquidity of \$524.3 million<sup>1</sup> as of December 31, 2022
- \$375 million available of undrawn capacity under BGC's revolving credit facility, as of December 31, 2022

1. Includes Cash and Cash Equivalents of \$485.0 million, and Financial instruments owned, at fair value of \$39.3 million as of December 31, 2022.  
 2. Total Capital includes total equity and redeemable partnership interest and therefore is representative of what debt to equity would be on a fully diluted basis, all else equal.

# OPERATING PERFORMANCE NOT REFLECTED IN BGC VALUATION

**BGC HAS A HIGHLY ATTRACTIVE TRADING MULTIPLE; OFFERING THE BEST VALUE PROPOSITION**

	Metric	TODAY <sup>1</sup>	Change	TWO YEARS AGO <sup>2</sup>
<b>Operating Performance</b>	Pre-tax Adjusted Earnings	\$373.1M	+7%	\$349.8M
	Pre-tax Adjusted Earnings Margin	20.8%	+377 bps	17.0%
	Fully Diluted Post-tax AEPS	\$0.69	+21%	\$0.57
	Fenics Revenue as Percentage of Overall BGC Revenue	25%	+802 bps	17%
	Average Front-Office Productivity	\$861k	+15%	\$750k
<b>Stock Valuation</b>	EV/Revenue	1.3x	0.2x	1.5x
	EV/EBITDA	4.6x	2.4x	7.0x
	P/E	4.4x	2.6x	7.0x

1. Operating Performance Metrics are FY 2022. Trading multiples are based on FY2023 consensus revenue, earnings and EBITDA estimates.  
 2. Operating Performance Metrics are FY 2020. Trading multiples are based on FY2020 reported revenue, earnings and EBITDA.

## MULTIPLE TRADING PROTOCOLS ACROSS A COMPREHENSIVE SET OF FINANCIAL INSTRUMENTS

	RATES	CREDIT	FX	EQUITIES	DATA, SOFTWARE & POST-TRADE
<b>Fenics MARKETS</b> Revenue: <b>\$397M</b> Change: <b>+11%</b> <i>(FY 2022)</i>	<b>KEY PRODUCTS:</b> <ul style="list-style-type: none"> <li>Interest Rate Derivatives</li> <li>EGBs</li> <li>GILTs</li> <li>Inflation Products</li> <li>EM Government Bonds</li> </ul>	<b>KEY PRODUCTS:</b> <ul style="list-style-type: none"> <li>Investment Grade Bonds (IG)</li> <li>High Yield Bonds (HY)</li> <li>Sovereign Credit</li> <li>Financial Credit</li> <li>Emerging Market Credit</li> <li>Index &amp; Single Name CDS</li> </ul>	<b>KEY PRODUCTS:</b> <ul style="list-style-type: none"> <li>FX Spot</li> <li>FX Options</li> <li>Asian / LatAm NDFs</li> <li>FX Forwards</li> </ul> <b>FENICS PLATFORMS:</b> <ul style="list-style-type: none"> <li>Fenics MIDFX</li> <li><b>Fenics</b> Direct</li> </ul>	<b>KEY PRODUCTS:</b> <ul style="list-style-type: none"> <li>LatAm Equities</li> </ul>	<b>Fenics MarketData</b> (Fenics Markets associated Market Data) <b>KACE</b> <b>CAPITALAB</b> (NDF Matching)
<b>Fenics GROWTH PLATFORMS</b> Revenue: <b>\$53M</b> Change: <b>+16%</b> <i>(FY 2022)</i>	<b>Fenics UST</b> <b>PRODUCTS:</b> <ul style="list-style-type: none"> <li>U.S. Treasuries</li> <li>U.S. Treasury Bills</li> <li>U.S. Repos</li> <li>Off-the-runs</li> <li>Futures (IH23)</li> </ul>	<b>PORTFOLIO MATCH</b> <b>PRODUCTS:</b> <ul style="list-style-type: none"> <li>U.S. Credit (IG &amp; HY)</li> <li>European Credit (IG &amp; HY)</li> </ul>	<b>Fenics FX</b> <b>PRODUCTS:</b> <ul style="list-style-type: none"> <li>FX Spot</li> <li>Asian NDFs</li> </ul>	<b>Fenics GO</b> <b>PRODUCTS:</b> <ul style="list-style-type: none"> <li>European Index Options</li> <li>Asian Index Options</li> <li>Equity Total Return Swaps</li> </ul>	<b>Fenics MarketData</b> (Fenics Growth Platforms associated Market Data) <b>LUCERA</b> <b>CAPITALAB</b> (Compression & IMO)
<b>PROTOCOLS</b>	<ul style="list-style-type: none"> <li>CLOB</li> <li>Matching <i>(continuous &amp; session-based)</i></li> <li>Streaming</li> <li>Volume Clearing</li> </ul>	<ul style="list-style-type: none"> <li>CLOB</li> <li>Matching <i>(continuous &amp; session-based)</i></li> <li>Volume Clearing</li> </ul>	<ul style="list-style-type: none"> <li>CLOB</li> <li>Matching <i>(continuous &amp; session-based)</i></li> <li>Streaming</li> <li>RFQ</li> </ul>	<ul style="list-style-type: none"> <li>CLOB</li> <li>RFQ</li> </ul>	

# BGC REVENUE CORRELATION & INDUSTRY VOLUMES

REVENUE CORRELATION BY ASSET CLASS	CORRELATION <sup>1</sup>	4Q22 VS 4Q21 INDUSTRY METRIC VOLUME CHANGE
<b>RATES</b>		
Eurex Interest Rate Derivatives (Total Contracts Traded)	0.71	6%
Primary Dealer U.S. Govt Securities Trading Volume (ADV)	0.74	(10)%
<b>CREDIT</b>		
FINRA IG & HY Bonds Trading Volume (ADV)	0.73	12%
<b>FX</b>		
Euronext FX (Total Volume)	0.64	2%
Refinitiv FX (Total Volume)	0.53	(4)%
<b>ENERGY &amp; COMMODITIES</b>		
CME Energy & Commodities Futures & Options (Total Contracts Traded)	0.72	(12)%
ICE Energy & Commodities Futures & Options (Total Contracts Traded)	0.66	(8)%
<b>EQUITIES</b>		
Eurex Index & Equity Derivatives (Total Contracts Traded)	0.56	3%



BGC's revenues across each asset class are generally correlated over time to relevant industry secondary market trading volumes



Brokerage revenues are driven mainly by secondary trading volumes in the market in which BGC transacts



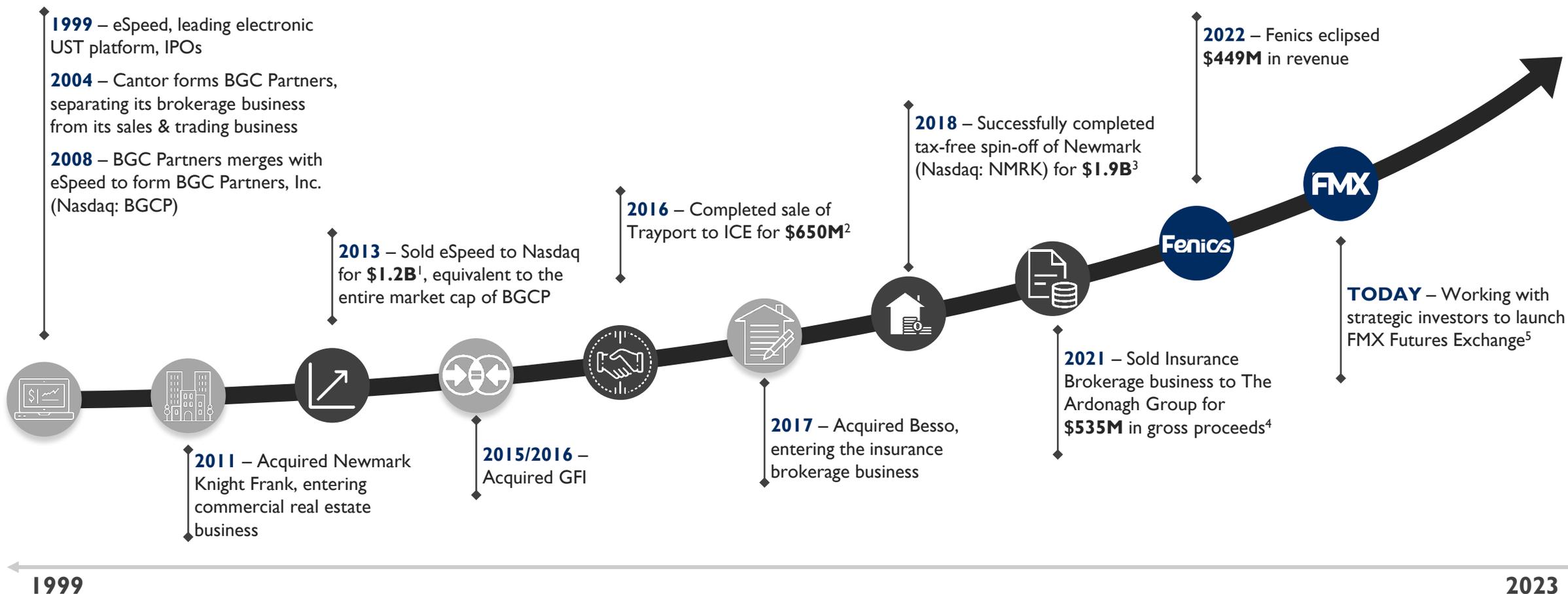
Overall industry volumes have historically been seasonally strongest in the first half of the year and slower in the second half



BGC's revenues tend to have low correlation in the short & medium term with global bank & broker-dealer sales & trading revenues, which reflect bid-ask spreads and mark-to-market movements, as well as industry volumes in the primary & secondary markets

1. Correlations are calculated using quarterly values for BGC asset class revenues and the relevant industry metrics starting 1Q2013, apart from FINRA IG & HY Bonds Trading Volume which begins 3Q2014.

## BGC HAS A STRONG HISTORY OF CREATING VALUE FOR SHAREHOLDERS THROUGH ORGANIC GROWTH, ACQUISITIONS & INVESTMENTS IN TECHNOLOGY



1. Included \$750 million of cash consideration plus an expected earnout of up to \$484 million of Nasdaq common stock as of July 1, 2013. For additional information, see press release titled “BGC Announces Close of Sale of its Platform for the Fully Electronic Trading of Benchmark, on-the-Run U.S. Treasuries to NASDAQ OMX” dated July 1, 2013, and the related filing on Form 8-K filed on the same day.

2. See press released “BGC and GFI Complete Sale of Trayport to Intercontinental Exchange” dated December 11, 2015, and the related filing on Form 8-K filed on December 14, 2015, for further information.

3. Assumes investors held Newmark’s share since 2018 spin-off until 6/30/2020. Newmark’s share price as of 6/30/2020 was \$12.01 and 131,886,409 shares of Newmark Class A common stock and 21,285,537 shares of Newmark Class B common stock were distributed to BGC’s stockholders in the Spin-Off. For further information on the Spin-Off, see section titled “Spin-Off of Newmark” under Note 1—“Organization and Basis of Presentation” in BGC’s 2019 Annual Report on Form 10-K as filed with the Securities and Exchange Commission.

4. BGC received approximately \$535 million in gross proceeds, subject to limited post-closing adjustments; for additional information, please see press release titled “BGC Completes Sale of Insurance Brokerage Business to The Ardonagh Group” dated November 1, 2021.

5. For additional information, please see press release titled “Fenics Launches Fenics Markets Xchange (‘FMX’)” dated November 3, 2021 and BGC Partners, Inc. 4Q and FY 2021 Earnings Release dated February 16, 2022.

BGC PARTNERS, INC.



# NON-GAAP DEFINITIONS AND RECONCILIATION TABLES



**RECONCILIATION OF GAAP INCOME (LOSS) FROM OPERATIONS BEFORE INCOME TAXES TO ADJUSTED EARNINGS & GAAP FULLY DILUTED EPS TO POST-TAX ADJUSTED EPS (IN THOUSANDS, EXCEPT PER SHARE DATA) (UNAUDITED)**



	Q4 2022	Q4 2021	FY 2022	FY 2021
<b>GAAP income (loss) from operations before income taxes</b>	\$ 1,607	\$ 104,750	\$ 97,451	\$ 176,501
Pre-tax adjustments:				
Compensation adjustments:				
Equity-based compensation and allocations of net income to limited partnership units and FPU's (1)	89,332	85,889	251,071	256,164
Other Compensation charges (2)	<u>(22,929)</u>	<u>198,515</u>	<u>(19,323)</u>	<u>208,751</u>
Total Compensation adjustments	66,403	284,404	231,748	464,915
Non-Compensation adjustments:				
Amortization of intangibles (3)	3,993	4,646	15,728	23,282
Acquisition related costs	—	535	—	1,649
Impairment charges	571	7,400	4,224	11,247
Other (4)	<u>18,334</u>	<u>5,640</u>	<u>45,923</u>	<u>29,804</u>
Total Non-Compensation adjustments	22,898	18,221	65,875	65,982
Other income (losses), net adjustments:				
Losses (gains) on divestitures	846	(312,941)	1,029	(312,941)
Fair value adjustment of investments (5)	106	140	(1,816)	73
Other net (gains) losses (6)	<u>(4,779)</u>	<u>(8,032)</u>	<u>(21,172)</u>	<u>(17,577)</u>
Total other income (losses), net adjustments	(3,827)	(320,833)	(21,959)	(330,445)
Total pre-tax adjustments	85,474	(18,208)	275,664	200,452
<b>Adjusted Earnings before noncontrolling interest in subsidiaries and taxes</b>	<b>\$ 87,081</b>	<b>\$ 86,542</b>	<b>\$ 373,115</b>	<b>\$ 376,953</b>
GAAP net income (loss) available to common stockholders	\$ 2,216	\$ 76,453	\$ 48,712	\$ 124,007
Allocation of net income (loss) to noncontrolling interest in subsidiaries (7)	(53)	11,702	8,118	27,099
Total pre-tax adjustments (from above)	85,474	(18,208)	275,664	200,452
Income tax adjustment to reflect adjusted earnings taxes (8)	<u>(9,206)</u>	<u>17,931</u>	<u>11,347</u>	<u>(1,150)</u>
<b>Post-tax adjusted earnings</b>	<b>\$ 78,431</b>	<b>\$ 87,878</b>	<b>\$ 343,841</b>	<b>\$ 350,408</b>
<i>Per Share Data</i>				
<b>GAAP fully diluted earnings (loss) per share</b>	\$ 0.01	\$ 0.20	\$ 0.13	\$ 0.32
Less: Allocations of net income (loss) to limited partnership units, FPU's, and noncontrolling interest in subsidiaries, net of tax	—	(0.03)	(0.01)	(0.04)
Total pre-tax adjustments (from above)	0.17	(0.04)	0.55	0.37
Income tax adjustment to reflect adjusted earnings taxes	<u>(0.02)</u>	<u>0.04</u>	<u>0.02</u>	<u>(0.00)</u>
<b>Post-tax adjusted earnings per share</b>	<b>\$ 0.16</b>	<b>\$ 0.17</b>	<b>\$ 0.69</b>	<b>\$ 0.65</b>
Fully diluted weighted-average shares of common stock outstanding	492,549	509,153	499,414	540,020
Dividends declared per share of common stock	\$ 0.01	\$ 0.01	\$ 0.04	\$ 0.04
Dividends declared and paid per share of common stock	\$ 0.01	\$ 0.01	\$ 0.04	\$ 0.04

Please see footnotes to this table on the next page.

**RECONCILIATION OF GAAP INCOME (LOSS) FROM OPERATIONS BEFORE INCOME TAXES TO ADJUSTED EARNINGS & GAAP FULLY DILUTED EPS TO POST-TAX ADJUSTED EPS (IN THOUSANDS, EXCEPT PER SHARE DATA) (UNAUDITED)**



(1) The components of equity-based compensation and allocations of net income to limited partnership units and FPU are as follows (in thousands):

	Q4 2022	Q4 2021	FY 2022	FY 2021
Issuance of common stock and grants of exchangeability	\$ 64,416	\$ 41,854	\$ 147,480	\$ 128,107
Allocations of net income	1,382	14,915	13,298	34,335
LPU amortization	20,150	24,900	73,734	78,596
RSU amortization	3,384	4,220	16,559	15,126
Equity-based compensation and allocations of net income to limited partnership units and FPUs	<b>\$ 89,332</b>	<b>\$ 85,889</b>	<b>\$ 251,071</b>	<b>\$ 256,164</b>

(2) GAAP Expenses in the fourth quarter of 2022 included \$1.5 million of certain acquisition-related compensation expenses, and (\$24.4) million of other compensation related adjustments. For the full year 2022, these amounts were \$2.9 million and (\$23.8) million, respectively. GAAP Expenses in the full year 2022 also included \$1.6 million of employee loan forgiveness. GAAP Expenses in the fourth quarter of 2021 included \$116.6 million related to one-time employee loan forgiveness, compensation expenses associated with the sale of the Insurance business of \$25.7 million with respect to management incentive and termination payments, and \$26.3 million of employee loan forgiveness related to the sale of the Insurance business. The fourth quarter of 2021 also included certain acquisition-related compensation expenses of \$1.0 million, certain one-off costs associated with the cost reduction program of \$11.2 million, and \$14.3 million of employee loan impairments related to the cost reduction program. For the full year 2021, these amounts were \$4.5 million, \$16.6 million, and \$15.6 million, respectively.

(3) Includes non-cash GAAP charges related to the amortization of intangibles with respect to acquisitions.

(4) GAAP expenses in the fourth quarter of 2022 and 2021 included various other GAAP items. GAAP expenses for the full year 2022 included \$11.4 million of reserves in connection with unsettled trades and receivables with sanctioned Russian entities. GAAP expenses for the full year 2022 and 2021 also included Charity Day Contributions of \$6.3 million and \$7.2 million, respectively, as well as various other GAAP items. The above-referenced items are consistent with BGC's normal practice of excluding certain GAAP gains and charges from Adjusted Earnings that management believes do not best reflect the ordinary results of the Company, including with respect to non-recurring or unusual gains or losses, as well as resolutions of litigation.

(5) Includes a non-cash loss of (\$0.1) million related to fair value adjustments of investments held by BGC in both the fourth quarter of 2022 and 2021. For the full years 2022 and 2021, these amounts were a non-cash gain of \$1.8 million and a non-cash loss of (\$0.1) million, respectively.

(6) For the fourth quarter of 2022 and 2021, includes non-cash gains of \$2.2 million and \$2.1 million, respectively, related to BGC's investments accounted for under the equity method. For the full years 2022 and 2021, these amounts were \$10.9 million and \$6.7 million, respectively. The fourth quarter of 2022 also included a net gain of \$2.6 million related to other recoveries and various other GAAP items, while the fourth quarter of 2021 also included a net gain of \$5.9 million related to various other GAAP items. For the full year 2022, this amount was a net gain of \$10.3 million related to other recoveries and various other GAAP items, while the full year 2021 included a net gain of \$10.9 million related to various other GAAP items.

(7) Primarily represents Cantor's pro-rata portion of net income.

(8) BGC's GAAP provision (benefit) for income taxes is calculated based on an annualized methodology. The Company's GAAP provision (benefit) for income taxes was (\$2.0) million and \$16.0 million for the fourth quarters of 2022 and 2021, respectively. For the full years 2022 and 2021, these amounts were \$38.6 million and \$23.0 million, respectively. The Company includes additional tax-deductible items when calculating the provision for taxes with respect to Adjusted Earnings using an annualized methodology. These include tax-deductions related to equity-based compensation with respect to limited partnership unit exchange, employee loan amortization, and certain net-operating loss carryforwards. The non-GAAP provision for income taxes was adjusted by (\$9.2) million and \$17.9 million for the fourth quarters of 2022 and 2021, respectively. For the full years 2022 and 2021, these adjustment amounts were \$11.3 million and (\$1.2) million, respectively. As a result, the provision (benefit) for income taxes with respect to Adjusted Earnings was \$7.2 million and (\$2.0) million for the fourth quarters of 2022 and 2021, respectively. For the full years 2022 and 2021, these amounts were \$27.2 million and \$24.2 million, respectively.

Note: Certain numbers may not add due to rounding.

**RECONCILIATION OF GAAP NET INCOME (LOSS) AVAILABLE TO COMMON STOCKHOLDERS TO ADJUSTED EBITDA  
(IN THOUSANDS)  
(UNAUDITED)**



	<u>Q4 2022</u>	<u>Q4 2021</u>	<u>FY 2022</u>	<u>FY 2021</u>
<b>GAAP net income (loss) available to common stockholders</b>	<b>\$ 2,216</b>	<b>\$ 76,453</b>	<b>\$ 48,712</b>	<b>\$ 124,007</b>
<b>Add back:</b>				
Provision (benefit) for income taxes	(1,991)	15,957	38,584	23,013
Net income (loss) attributable to noncontrolling interest in subsidiaries (1)	1,382	12,340	10,155	29,481
Interest expense	14,788	16,061	57,932	69,329
Fixed asset depreciation and intangible asset amortization	19,268	18,324	75,054	81,874
Impairment of long-lived assets	571	7,353	4,224	11,246
Equity-based compensation and allocations of net income to limited partnership units and FPU's (2)	89,332	85,889	251,071	256,164
(Gains) losses on equity method investments (3)	(2,158)	(2,101)	(10,920)	(6,772)
Other non-cash GAAP expenses (4)	566	—	11,364	—
<b>Adjusted EBITDA</b>	<b>\$ 123,974</b>	<b>\$ 230,276</b>	<b>\$ 486,176</b>	<b>\$ 588,342</b>

(1) Primarily represents Cantor's pro-rata portion of net income.

(2) Represents BGC employees' pro-rata portion of net income and non-cash and non-dilutive charges relating to equity-based compensation. See Footnote 1 to the table titled "Reconciliation of GAAP Income (Loss) from Operations before Income Taxes to Adjusted Earnings and GAAP Fully Diluted EPS to Post-Tax Adjusted EPS" for more information.

(3) For the fourth quarters of both 2022 and 2021, includes non-cash gains of \$2.2 million and \$2.1 million, respectively, related to BGC's investments accounted for under the equity method. For the full years 2022 and 2021, these amounts were \$10.8 million and \$6.7 million, respectively.

(4) The fourth quarter and full year of 2022 includes \$0.6 million and \$11.4 million, respectively, of non-cash reserves in connection with unsettled trades and receivables with sanctioned Russian entities.

**FULLY DILUTED WEIGHTED-AVERAGE SHARE COUNT UNDER GAAP AND FOR ADJUSTED EARNINGS & LIQUIDITY ANALYSIS  
(IN THOUSANDS)  
(UNAUDITED)**



**FULLY DILUTED WEIGHTED AVERAGE SHARE COUNT**

	<u>Q4 2022</u>	<u>Q4 2021</u>	<u>FY 2022</u>	<u>FY 2021</u>
Common stock outstanding	371,174	370,476	371,561	379,215
Limited partnership units	52,734	67,912	59,891	90,490
Cantor units	57,513	56,290	57,139	54,748
Founding partner units	7,281	8,639	7,708	10,118
RSUs	2,644	4,399	1,913	4,074
Other	1,203	1,437	1,202	1,375
<b>Fully diluted weighted-average share count under GAAP and Adjusted Earnings</b>	<b>492,549</b>	<b>509,153</b>	<b>499,414</b>	<b>540,020</b>

**LIQUIDITY ANALYSIS**

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Cash and cash equivalents	\$ 484,989	\$ 553,598
Financial instruments owned, at fair value	39,319	41,244
<b>Total Liquidity</b>	<b>\$ 524,308</b>	<b>\$ 594,842</b>

# DIFFERENCES BETWEEN NON-GAAP AND GAAP CONSOLIDATED RESULTS



## NON-GAAP FINANCIAL MEASURES

This document contains non-GAAP financial measures that differ from the most directly comparable measures calculated and presented in accordance with Generally Accepted Accounting Principles in the United States (“GAAP”). Non-GAAP financial measures used by the Company include “Adjusted Earnings before noncontrolling interests and taxes”, which is used interchangeably with “pre-tax Adjusted Earnings”; “Post-tax Adjusted Earnings to fully diluted shareholders”, which is used interchangeably with “post-tax Adjusted Earnings”; “Adjusted EBITDA”; “Liquidity”; and “Constant Currency”. The definitions of these terms are below.

## ADJUSTED EARNINGS DEFINED

BGC uses non-GAAP financial measures, including “Adjusted Earnings before noncontrolling interests and taxes” and “Post-tax Adjusted Earnings to fully diluted shareholders”, which are supplemental measures of operating results used by management to evaluate the financial performance of the Company and its consolidated subsidiaries. BGC believes that Adjusted Earnings best reflect the operating earnings generated by the Company on a consolidated basis and are the earnings which management considers when managing its business.

As compared with “Income (loss) from operations before income taxes” and “Net income (loss) for fully diluted shares”, both prepared in accordance with GAAP, Adjusted Earnings calculations primarily exclude certain non-cash items and other expenses that generally do not involve the receipt or outlay of cash by the Company and/or which do not dilute existing stockholders. In addition, Adjusted Earnings calculations exclude certain gains and charges that management believes do not best reflect the ordinary results of BGC. Adjusted Earnings is calculated by taking the most comparable GAAP measures and adjusting for certain items with respect to compensation expenses, non-compensation expenses, and other income, as discussed below.

## CALCULATIONS OF COMPENSATION ADJUSTMENTS FOR ADJUSTED EARNINGS AND ADJUSTED EBITDA

### *Treatment of Equity-Based Compensation Line Item for Adjusted Earnings and Adjusted EBITDA*

The Company’s Adjusted Earnings and Adjusted EBITDA measures exclude all GAAP charges included in the line item “Equity-based compensation and allocations of net income to limited partnership units and FPU’s” (or “equity-based compensation” for purposes of defining the Company’s non-GAAP results) as recorded on the Company’s GAAP Consolidated Statements of Operations and GAAP Consolidated Statements of Cash Flows. These GAAP equity-based compensation charges reflect the following items:

- Charges with respect to grants of exchangeability, which reflect the right of holders of limited partnership units with no capital accounts, such as LPUs and PSUs, to exchange these units into shares of common stock, or into partnership units with capital accounts, such as HDUs, as well as cash paid with respect to taxes withheld or expected to be owed by the unit holder upon such exchange. The withholding taxes related to the exchange of certain non-exchangeable units without a capital account into either common shares or units with a capital account may be funded by the redemption of preferred units such as PPSUs.
- Charges with respect to preferred units. Any preferred units would not be included in the Company’s fully diluted share count because they cannot be made exchangeable into shares of common stock and are entitled only to a fixed distribution. Preferred units are granted in connection with the grant of certain limited partnership units that may be granted exchangeability or redeemed in connection with the grant of shares of common stock at ratios designed to cover any withholding taxes expected to be paid. This is an alternative to the common practice among public companies of issuing the gross amount of shares to employees, subject to cashless withholding of shares, to pay applicable withholding taxes.
- GAAP equity-based compensation charges with respect to the grant of an offsetting amount of common stock or partnership units with capital accounts in connection with the redemption of non-exchangeable units, including PSUs and LPUs.
- Charges related to amortization of RSUs and limited partnership units.
- Charges related to grants of equity awards, including common stock or partnership units with capital accounts.
- Allocations of net income to limited partnership units and FPU’s. Such allocations represent the pro-rata portion of post-tax GAAP earnings available to such unit holders.

The amounts of certain quarterly equity-based compensation charges are based upon the Company’s estimate of such expected charges during the annual period, as described further below under “Methodology for Calculating Adjusted Earnings Taxes.”

Virtually all of BGC’s key executives and producers have equity or partnership stakes in the Company and its subsidiaries and generally receive deferred equity or limited partnership units as part of their compensation. A significant percentage of BGC’s fully diluted shares are owned by its executives, partners and employees. The Company issues limited partnership units as well as other forms of equity-based compensation, including grants of exchangeability into shares of common stock, to provide liquidity to its employees, to align the interests of its employees and management with those of common stockholders, to help motivate and retain key employees, and to encourage a collaborative culture that drives cross-selling and revenue growth.

All share equivalents that are part of the Company’s equity-based compensation program, including REUs, PSUs, LPUs, HDUs, and other units that may be made exchangeable into common stock, as well as RSUs (which are recorded using the treasury stock method), are included in the fully diluted share count when issued or at the beginning of the subsequent quarter after the date of grant. Generally, limited partnership units other than preferred units are expected to be paid a pro-rata distribution based on BGC’s calculation of Adjusted Earnings per fully diluted share. However, out of an abundance of caution and in order to strengthen the Company’s balance sheet due the uncertain macroeconomic conditions with respect to the COVID-19 pandemic, BGC Holdings, L.P. has reduced its distributions of income from the operations of BGC’s businesses to its partners.

Compensation charges are also adjusted for certain other cash and non-cash items.

# DIFFERENCES BETWEEN NON-GAAP AND GAAP CONSOLIDATED RESULTS



(CONTINUED)

## **CERTAIN OTHER COMPENSATION-RELATED ADJUSTMENTS FOR ADJUSTED EARNINGS**

BGC also excludes various other GAAP items that management views as not reflective of the Company's underlying performance in a given period from its calculation of Adjusted Earnings. These may include compensation-related items with respect to cost-saving initiatives, such as severance charges incurred in connection with headcount reductions as part of broad restructuring and/or cost savings plans.

## **CALCULATION OF NON-COMPENSATION ADJUSTMENTS FOR ADJUSTED EARNINGS**

Adjusted Earnings calculations may also exclude items such as:

- Non-cash GAAP charges related to the amortization of intangibles with respect to acquisitions;
- Acquisition related costs;
- Certain rent charges;
- Non-cash GAAP asset impairment charges; and
- Various other GAAP items that management views as not reflective of the Company's underlying performance in a given period, including non-compensation-related charges incurred as part of broad restructuring and/or cost savings plans. Such GAAP items may include charges for exiting leases and/or other long-term contracts as part of cost-saving initiatives, as well as non-cash impairment charges related to assets, goodwill and/or intangibles created from acquisitions.

## **CALCULATION OF ADJUSTMENTS FOR OTHER (INCOME) LOSSES FOR ADJUSTED EARNINGS**

Adjusted Earnings calculations also exclude certain other non-cash, non-dilutive, and/or non-economic items, which may, in some periods, include:

- Gains or losses on divestitures;
- Fair value adjustment of investments;
- Certain other GAAP items, including gains or losses related to BGC's investments accounted for under the equity method; and
- Any unusual, one-time, non-ordinary, or non-recurring gains or losses.

## **METHODOLOGY FOR CALCULATING ADJUSTED EARNINGS TAXES**

Although Adjusted Earnings are calculated on a pre-tax basis, BGC also reports post-tax Adjusted Earnings to fully diluted shareholders. The Company defines post-tax Adjusted Earnings to fully diluted shareholders as pre-tax Adjusted Earnings reduced by the non-GAAP tax provision described below and net income (loss) attributable to noncontrolling interest for Adjusted Earnings.

The Company calculates its tax provision for post-tax Adjusted Earnings using an annual estimate similar to how it accounts for its income tax provision under GAAP. To calculate the quarterly tax provision under GAAP, BGC estimates its full fiscal year GAAP income (loss) from operations before income taxes and noncontrolling interests in subsidiaries and the expected inclusions and deductions for income tax purposes, including expected equity-based compensation during the annual period. The resulting annualized tax rate is applied to BGC's quarterly GAAP income (loss) from operations before income taxes and noncontrolling interests in subsidiaries. At the end of the annual period, the Company updates its estimate to reflect the actual tax amounts owed for the period.

To determine the non-GAAP tax provision, BGC first adjusts pre-tax Adjusted Earnings by recognizing any, and only, amounts for which a tax deduction applies under applicable law. The amounts include charges with respect to equity-based compensation; certain charges related to employee loan forgiveness; certain net operating loss carryforwards when taken for statutory purposes; and certain charges related to tax goodwill amortization. These adjustments may also reflect timing and measurement differences, including treatment of employee loans; changes in the value of units between the dates of grants of exchangeability and the date of actual unit exchange; variations in the value of certain deferred tax assets; and liabilities and the different timing of permitted deductions for tax under GAAP and statutory tax requirements.

After application of these adjustments, the result is the Company's taxable income for its pre-tax Adjusted Earnings, to which BGC then applies the statutory tax rates to determine its non-GAAP tax provision. BGC views the effective tax rate on pre-tax Adjusted Earnings as equal to the amount of its non-GAAP tax provision divided by the amount of pre-tax Adjusted Earnings.

Generally, the most significant factor affecting this non-GAAP tax provision is the amount of charges relating to equity-based compensation. Because the charges relating to equity-based compensation are deductible in accordance with applicable tax laws, increases in such charges have the effect of lowering the Company's non-GAAP effective tax rate and thereby increasing its post-tax Adjusted Earnings.

# DIFFERENCES BETWEEN NON-GAAP AND GAAP CONSOLIDATED RESULTS



(CONTINUED)

BGC incurs income tax expenses based on the location, legal structure and jurisdictional taxing authorities of each of its subsidiaries. Certain of the Company's entities are taxed as U.S. partnerships and are subject to the Unincorporated Business Tax ("UBT") in New York City. Any U.S. federal and state income tax liability or benefit related to the partnership income or loss, with the exception of UBT, rests with the unit holders rather than with the partnership entity. The Company's consolidated financial statements include U.S. federal, state, and local income taxes on the Company's allocable share of the U.S. results of operations. Outside of the U.S., BGC is expected to operate principally through subsidiary corporations subject to local income taxes. For these reasons, taxes for Adjusted Earnings are expected to be presented to show the tax provision the consolidated Company would expect to pay if 100 percent of earnings were taxed at global corporate rates.

## CALCULATIONS OF PRE- AND POST-TAX ADJUSTED EARNINGS PER SHARE

BGC's pre- and post-tax Adjusted Earnings per share calculations assume either that:

- The fully diluted share count includes the shares related to any dilutive instruments, but excludes the associated expense, net of tax, when the impact would be dilutive; or
- The fully diluted share count excludes the shares related to these instruments, but includes the associated expense, net of tax, when the impact would be anti-dilutive.

The share count for Adjusted Earnings excludes certain shares and share equivalents expected to be issued in future periods but not yet eligible to receive dividends and/or distributions. Each quarter, the dividend payable to BGC's stockholders, if any, is expected to be determined by the Company's Board of Directors with reference to a number of factors, including post-tax Adjusted Earnings per share. BGC may also pay a pro-rata distribution of net income to limited partnership units, as well as to Cantor for its noncontrolling interest. The amount of this net income, and therefore of these payments per unit, would be determined using the above definition of Adjusted Earnings per share on a pre-tax basis.

The declaration, payment, timing, and amount of any future dividends payable by the Company will be at the discretion of its Board of Directors using the fully diluted share count. For more information on any share count adjustments, see the table titled "Fully Diluted Weighted-Average Share Count under GAAP and for Adjusted Earnings" in the Company's most recent financial results press release.

## MANAGEMENT RATIONALE FOR USING ADJUSTED EARNINGS

BGC's calculation of Adjusted Earnings excludes the items discussed above because they are either non-cash in nature, because the anticipated benefits from the expenditures are not expected to be fully realized until future periods, or because the Company views results excluding these items as a better reflection of the underlying performance of BGC's ongoing operations. Management uses Adjusted Earnings in part to help it evaluate, among other things, the overall performance of the Company's business, to make decisions with respect to the Company's operations, and to determine the amount of dividends payable to common stockholders and distributions payable to holders of limited partnership units. Dividends payable to common stockholders and distributions payable to holders of limited partnership units are included within "Dividends to stockholders" and "Earnings distributions to limited partnership interests and noncontrolling interests," respectively, in our unaudited, condensed, consolidated statements of cash flows.

The term "Adjusted Earnings" should not be considered in isolation or as an alternative to GAAP net income (loss). The Company views Adjusted Earnings as a metric that is not indicative of liquidity, or the cash available to fund its operations, but rather as a performance measure. Pre- and post-tax Adjusted Earnings, as well as related measures, are not intended to replace the Company's presentation of its GAAP financial results. However, management believes that these measures help provide investors with a clearer understanding of BGC's financial performance and offer useful information to both management and investors regarding certain financial and business trends related to the Company's financial condition and results of operations. Management believes that the GAAP and Adjusted Earnings measures of financial performance should be considered together.

For more information regarding Adjusted Earnings, see the sections of this document and/or in the Company's most recent financial results press release titled "Reconciliation of GAAP Income (Loss) from Operations before Income Taxes to Adjusted Earnings and GAAP Fully Diluted EPS to Post-Tax Adjusted EPS", including the related footnotes, for details about how BGC's non-GAAP results are reconciled to those under GAAP.

## ADJUSTED EBITDA DEFINED

BGC also provides an additional non-GAAP financial performance measure, "Adjusted EBITDA", which it defines as GAAP "Net income (loss) available to common stockholders", adjusted to add back the following items:

- Provision (benefit) for income taxes;
- Net income (loss) attributable to noncontrolling interest in subsidiaries;
- Interest expense;
- Fixed asset depreciation and intangible asset amortization;
- Equity-based compensation and allocations of net income to limited partnership units and FPU's;
- Impairment of long-lived assets;
- (Gains) losses on equity method investments; and
- Certain other non-cash GAAP items, such as non-cash charges of amortized rents incurred by the Company for its new UK based headquarters.

# DIFFERENCES BETWEEN NON-GAAP AND GAAP CONSOLIDATED RESULTS



(CONTINUED)

The Company's management believes that its Adjusted EBITDA measure is useful in evaluating BGC's operating performance, because the calculation of this measure generally eliminates the effects of financing and income taxes and the accounting effects of capital spending and acquisitions, which would include impairment charges of goodwill and intangibles created from acquisitions. Such items may vary for different companies for reasons unrelated to overall operating performance. As a result, the Company's management uses this measure to evaluate operating performance and for other discretionary purposes. BGC believes that Adjusted EBITDA is useful to investors to assist them in getting a more complete picture of the Company's financial results and operations.

Since BGC's Adjusted EBITDA is not a recognized measurement under GAAP, investors should use this measure in addition to GAAP measures of net income when analyzing BGC's operating performance. Because not all companies use identical EBITDA calculations, the Company's presentation of Adjusted EBITDA may not be comparable to similarly titled measures of other companies. Furthermore, Adjusted EBITDA is not intended to be a measure of free cash flow or GAAP cash flow from operations because the Company's Adjusted EBITDA does not consider certain cash requirements, such as tax and debt service payments.

For more information regarding Adjusted EBITDA, see the section of this document and/or in the Company's most recent financial results press release titled "Reconciliation of GAAP Net Income (Loss) Available to Common Stockholders to Adjusted EBITDA", including the footnotes to the same, for details about how BGC's non-GAAP results are reconciled to those under GAAP.

## TIMING OF OUTLOOK FOR CERTAIN GAAP AND NON-GAAP ITEMS

BGC anticipates providing forward-looking guidance for GAAP revenues and for certain non-GAAP measures from time to time. However, the Company does not anticipate providing an outlook for other GAAP results. This is because certain GAAP items, which are excluded from Adjusted Earnings and/or Adjusted EBITDA, are difficult to forecast with precision before the end of each period. The Company therefore believes that it is not possible for it to have the required information necessary to forecast GAAP results or to quantitatively reconcile GAAP forecasts to non-GAAP forecasts with sufficient precision without unreasonable efforts. For the same reasons, the Company is unable to address the probable significance of the unavailable information. The relevant items that are difficult to predict on a quarterly and/or annual basis with precision and may materially impact the Company's GAAP results include, but are not limited, to the following:

- Certain equity-based compensation charges that may be determined at the discretion of management throughout and up to the period-end;
- Unusual, one-time, non-ordinary, or non-recurring items;
- The impact of gains or losses on certain marketable securities, as well as any gains or losses related to associated mark-to-market movements and/or hedging. These items are calculated using period-end closing prices;
- Non-cash asset impairment charges, which are calculated and analyzed based on the period-end values of the underlying assets. These amounts may not be known until after period-end; and
- Acquisitions, dispositions and/or resolutions of litigation, which are fluid and unpredictable in nature.

## LIQUIDITY DEFINED

BGC may also use a non-GAAP measure called "liquidity". The Company considers liquidity to be comprised of the sum of cash and cash equivalents, reverse repurchase agreements (if any), financial instruments owned, at fair value, less securities lent out in securities loaned transactions and repurchase agreements (if any). The Company considers liquidity to be an important metric for determining the amount of cash that is available or that could be readily available to the Company on short notice.

For more information regarding Liquidity, see the section of this document and/or in the Company's most recent financial results press release titled "Liquidity Analysis", including any footnotes to the same, for details about how BGC's non-GAAP results are reconciled to those under GAAP.

## CONSTANT CURRENCY DEFINED

BGC generates a significant amount of its revenues in non-U.S. dollar denominated currencies, particularly in the euro and pound sterling. In order to present a better comparison of the Company's revenues during the period, which exhibited highly volatile foreign exchange movements, BGC is providing revenues year-over-year comparisons on a "Constant Currency" basis. BGC uses a Constant Currency financial metric to provide a better comparison of the Company's underlying operating performance by eliminating the impacts of foreign currency fluctuations between comparative periods. Since BGC's consolidated financial statements are presented in U.S. dollars, fluctuations in non-U.S. dollar denominated currencies have an impact on the Company's GAAP results. The Company's Constant Currency metric, which is a non-GAAP financial measure, assumes the foreign exchange rates used to determine the Company's comparative prior period revenues, apply to the current period revenues. Constant Currency revenue percentage change is calculated by determining the change in current quarter non-GAAP Constant Currency revenues over prior period revenues. Non-GAAP Constant Currency revenues are total revenues excluding the effect of foreign exchange rate movements and are calculated by remeasuring and/or translating current quarter revenues using prior period exchange rates. BGC presents certain non-GAAP Constant Currency percentage changes in Constant Currency revenues as a supplementary measure because it facilitates the comparison of the Company's core operating results. This information should be considered in addition to, and not as a substitute for, results reported in accordance with GAAP.



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