

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 10-K

(Mark One)

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2025

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For transition period from _____ to _____
Commission File Number 001-36773

WORKIVA INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation or organization)

47-2509828

(I.R.S. Employer Identification Number)

**2900 University Blvd
Ames, IA 50010**

(Address of principal executive offices and zip code)

(888) 275-3125

(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(b) of the Act:

Trading Symbol

Name of each exchange on which registered

Title of each class
Class A common stock, par value \$.001

WK

New York Stock Exchange

Securities registered pursuant to section 12(g) of the Act:

None

Indicate by a check mark if the Registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes No

Indicate by check mark if the Registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes No

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the Registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the Registrant was required to submit such files). Yes No

Indicate by check mark whether the Registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer
Non-accelerated filer

Accelerated filer
Smaller reporting company
Emerging growth company

If an emerging growth company, indicate by check mark if the Registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Indicate by check mark whether the Registrant has filed a report on and attestation to its management's assessment of the effectiveness of its internal control over financial reporting under Section 404(b) of the Sarbanes-Oxley Act (15 U.S.C. 7262(b)) by the registered public accounting firm that prepared or issued its audit report.

If securities are registered pursuant to Section 12(b) of the Act, indicate by check mark whether the financial statements of the Registrant included in the filing reflect the correction of an error to previously issued financial statements.

Indicate by check mark whether any of those error corrections are restatements that required a recovery analysis of incentive-based compensation received by any of the Registrant's executive officers during the relevant recovery period pursuant to §240.10D-1(b).

Indicate by check mark whether the Registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act): Yes No

The aggregate market value of voting stock held by non-affiliates of the Registrant on June 30, 2025, based on the closing price of \$68.45 for shares of the Registrant's Class A common stock as reported by the New York Stock Exchange, was approximately \$3.5 billion. Shares of common stock beneficially owned by each executive officer, director, and holder of more than 10% of our common stock have been excluded in that such persons may be deemed to be affiliates. This determination of affiliate status is not necessarily a conclusive determination for other purposes.

As of February 12, 2026, there were approximately 53,227,057 shares of the Registrant's Class A common stock and 3,607,583 shares of the Registrant's Class B common stock outstanding.

DOCUMENTS INCORPORATED BY REFERENCE

Information required in response to Part III of Form 10-K (Items 10, 11, 12, 13 and 14) is hereby incorporated by reference to portions of the Registrant's Proxy Statement for the Annual Meeting of Stockholders to be held in 2026. The Proxy Statement will be filed by the Registrant with the Securities and Exchange Commission no later than 120 days after the end of the Registrant's fiscal year ended December 31, 2025.

WORKIVA INC.
FORM 10-K
For the Year Ended December 31, 2025

TABLE OF CONTENTS

	Page
Part I	
Item 1. Business	1
Item 1A. Risk Factors	16
Item 1B. Unresolved Staff Comments	41
Item 1C. Cybersecurity	41
Item 2. Properties	43
Item 3. Legal Proceedings	43
Item 4. Mine Safety Disclosures	43
Part II	
Item 5. Market for Registrant’s Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities	44
Item 6. [Reserved]	46
Item 7. Management’s Discussion and Analysis of Financial Condition and Results of Operations	47
Item 7A. Quantitative and Qualitative Disclosure About Market Risk	62
Item 8. Financial Statements and Supplementary Data	64
Item 9. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure	104
Item 9A. Controls and Procedures	104
Item 9B. Other Information	105
Item 9C. Disclosure Regarding Foreign Jurisdictions that Prevent Inspections	105
Part III	
Item 10. Directors, Executive Officers and Corporate Governance	106
Item 11. Executive Compensation	107
Item 12. Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters	107
Item 13. Certain Relationships and Related Transactions and Director Independence	107
Item 14. Principal Accounting Fees and Services	107
Part IV	
Item 15. Exhibits and Financial Statement Schedules	108
SIGNATURES	S-1

SPECIAL NOTE REGARDING FORWARD-LOOKING STATEMENTS AND INFORMATION

Certain statements in this Annual Report on Form 10-K are “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended (the “Securities Act”), Section 21E of the Securities Exchange Act of 1934, as amended (“Exchange Act”) and the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. All statements contained in this Annual Report on Form 10-K other than statements of historical facts, including statements regarding our future results of operations and financial position, our business strategy and plans and our objectives for future operations, are forward-looking statements. The words “anticipate,” “believe,” “continue,” “could,” “estimate,” “expect,” “intend,” “likely,” “may,” “plan,” “potential,” “predict,” “will,” and similar expressions are intended to identify forward-looking statements. We have based these forward-looking statements largely on our current expectations and projections about future events and financial trends that we believe may affect our financial condition, results of operations, business strategy, short-term and long-term business operations and objectives and financial needs. These forward-looking statements are subject to a number of risks, uncertainties and assumptions, including those described in “Item 1A. Risk Factors.” Moreover, we operate in a very competitive and rapidly changing environment. New risks emerge from time to time. It is not possible for our management to predict all risks, nor can we assess the impact of all factors on our business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements we may make. In light of these risks, uncertainties and assumptions, the future events and trends discussed in this Annual Report on Form 10-K may not occur and actual results could differ materially and adversely from those anticipated or implied in the forward-looking statements.

Although we believe that the expectations reflected in the forward-looking statements are reasonable, we cannot guarantee future results, levels of activity, performance, achievements or events and circumstances reflected in the forward-looking statements will occur. We are under no duty to update any of these forward-looking statements after completion of this Annual Report on Form 10-K to conform these statements to actual results or revised expectations.

Unless otherwise indicated, information contained in this Form 10-K concerning our industry and the markets in which we operate is based on information from independent industry and research organizations, other third-party sources (including industry publications, surveys and forecasts), and management estimates. Management estimates are derived from publicly available information released by independent industry analysts and third-party sources, as well as data from our internal research, and are based on assumptions made by us upon reviewing such data and our knowledge of such industry and markets that we believe to be reasonable. Although we believe the data from these third-party sources is reliable, we have not independently verified any third-party information.

Part I.

Item 1. Business

Overview

Workiva is a leading, AI-powered platform for trust, transparency, and accountability. Accounting, finance, sustainability, risk, and audit teams worldwide rely on Workiva for their mission-critical work. We build solutions that unite data, processes and people across our customers' critical business operations within the only unified software-as-a-service ("SaaS") platform that brings customers' financial reporting, sustainability management, and governance, risk, and compliance ("GRC") data together in one controlled, secure, audit-ready platform.

From data to disclosure, the Workiva platform empowers customers by connecting and transforming data from hundreds of enterprise resource planning ("ERP"), human capital management ("HCM"), and customer relationship management ("CRM") systems, as well as other third-party cloud and on-premise applications. Customers use our platform to create, review and publish data-linked documents, presentations, and reports with greater control, consistency, accuracy, and productivity. Our platform is flexible and scalable, so customers can easily adapt it to define, automate, and change their business processes in real time. This assured integrated reporting results in data clarity and accuracy, increased efficiency, and outcomes customers can trust.

Workiva provides more than 6,600 organizations across the globe, including over 85% of FORTUNE® 1,000 companies, with SaaS platform solutions to help solve some of the most complex reporting and disclosure challenges. While our customers use our platform for more than 100 different use cases, across dozens of vertical industries, we organize our sales and marketing resources into three purpose-built solution groups (financial reporting, sustainability management, and GRC) focusing primarily on the offices of the Chief Financial Officer ("CFO"), Chief Sustainability Officer ("CSO"), and Chief Audit Executive ("CAE").

We have experienced strong revenue growth since we released our first solution in March 2010. Our revenue grew to \$884.6 million in 2025 from \$630.0 million in 2023, representing a 18% compound annual growth rate. We incurred net losses of \$26.2 million, \$55.0 million, and \$127.5 million during the years ended December 31, 2025, 2024, and 2023, respectively. Approximately 92% of our revenue in 2025 was derived from subscription and support fees, with the remainder from professional services.

2025 Company Highlights and Milestones

- We delivered strong financial performance powered by the continued demand for our broad portfolio of solutions and AI-powered platform. We successfully adapted our go-to-market strategy to reflect the changing business and regulatory environments, and our resilient platform enabled us to continue delivering durable growth in a dynamic year.

- Workiva launched artificial intelligence (“AI”) capabilities to accelerate transformation for the office of the CFO. These AI capabilities, unified data automation, and a modernized controls experience allow our finance, GRC, and sustainability teams to streamline complex workflows, proactively manage risk, and deliver insights with speed and confidence.
- We added 4 new innovation patents, bringing our total to 90.
- Workiva was recognized as a leader across multiple independent industry analyst reports, including but not limited to: IDC MarketScape: Worldwide AI-Enabled Green Accounting Applications for CFOs, IDC MarketScape: Worldwide ESG Reporting and Compliance Management Applications, IDC MarketScape: Worldwide Sustainability Management Platforms, Verdantix Green Quadrant: GRC Software, Verdantix Green Quadrant: ESG & Sustainability Reporting Software and ISG Buyers Guide: Sustainability Management.
- We maintain third-party recognition of our sustainability performance, including an MSCI ESG Rating of AAA representing the highest possible rating, which measures our long-term resilience to industry specific sustainability risks. Additionally, we were awarded Prime status by ISS ESG as a sustainability leader in our industry and received a Silver Medal from EcoVadis, placing us in the top 15% of all companies assessed.
- Workiva hosted two major hybrid Amplify conferences: the fourth annual European Amplify and Amplify in the U.S., which brought together more than 5,800 customers, partners, and prospects from over 2,400 companies.
- During the fourth quarter of 2025, Workiva strengthened our executive leadership team with the appointments of Barbara Larson as Executive Vice President and Chief Financial Officer, Deepak Bharadwaj as Executive Vice President and Chief Product Officer, and Michael Pinto as Executive Vice President and Chief Revenue Officer. These strategic hires bring deep expertise in operational excellence, AI-driven platform innovation, and global go-to-market scale.
- Workiva was recognized for its workplace culture and employee engagement, earning a place on Fortune’s 100 Best Companies to Work For list for the seventh time and being named to PEOPLE’s 100 Companies That Care.

Macro Trends

Six macro trends have been driving demand for Workiva's platform: the proliferation of AI and increased cloud adoption; finance transformation; evolution of the distributed work model; influx of disparate data sources; increased complexity of the regulatory landscape; and increased stakeholder demands for sustainability data.

Proliferation of AI and Increased Cloud Adoption. The rapid growth of AI has challenged organizations to reevaluate their technology stack to ensure they are ready for the AI era. More organizations are looking to replace old on-premises software to allow them to realize the benefits of AI. In doing so, they are turning to software providers that they can trust with their most sensitive data. Workiva provides its customers with AI-powered, cloud-native software that our customers trust to handle their most important work. Having always delivered a cloud-native platform, we have assisted many of our customers in adopting our cloud solutions and believe that the market has shifted to a cloud first or in many cases a cloud only set of purchasing requirements.

Finance Transformation. While the importance of finance transformation has been increasing in recent years, we believe that regulatory requirements such as the Corporate Sustainability Reporting Directive (“CSRD”) and other climate related regulations that require integrated reporting and the ERP upgrade cycle underscore the critical importance of collaborative cloud platforms for reporting and disclosure. Each of our fit-for-purpose solutions helps in critical aspects of our customers’ finance transformation journeys and simplifies the complex work around reporting and disclosure.

Evolution of the Distributed Work Model. A growing number of companies are managing a distributed workplace model for which they are implementing collaborative technologies to streamline work processes and automate decision-making, actions and responses. Our cloud-native platform was built to support this distributed model, providing centralized visibility and real-time connectivity that modern organizations require to scale in a borderless talent market.

Influx of disparate data sources. As organizations capture increasing volumes of data across a greater number of systems, the assembly, aggregation, and consolidation of that data becomes more complex. Integrating with and connecting to source systems and applications is a key requirement necessary to address the technical complexity of reporting and disclosure, and is a high priority for the organizations we serve.

Increased Complexity of the Regulatory Landscape. The global regulatory landscape continues to expand in both complexity and uncertainty leading to increasing demands for more data and disclosure. We expect regulators to continue to require use of structured, machine-readable data in companies’ disclosures. Many regulators have already or will be implementing structured data mandates, requiring companies to tag data in their financial statements using eXtensible Business Reporting Language (“XBRL”). The Workiva platform has supported XBRL disclosures for more than 15 years.

Increased Stakeholder Demands for Sustainability Data. We believe it is increasingly important for companies to be transparent and accountable not just to investors but to other stakeholders, including employees, customers, suppliers, partners and communities. Sustainability management is complex. It requires the ingestion, aggregation, management, and reporting of financial and non-financial data from many disparate sources, and it requires the collaboration of multiple internal stakeholders across finance, risk management, and sustainability teams.

Growth Strategy

We are focusing our investment on four tenets of our growth strategy: our connected AI-powered platform, fit-for-purpose solutions, global expansion, and our partner ecosystem.

Connected AI-Powered Platform. People all over the world use our connected, cloud platform to seamlessly enable collaboration and deep integration into existing work streams to simplify their most complex reporting challenges. We offer the only unified, AI-powered SaaS platform that brings customers' financial reporting, sustainability management, and GRC together in a controlled, secure, audit-ready platform. Our AI capabilities, unified data automation, and a modernized controls experience allow finance, sustainability, and GRC teams to streamline workflows, proactively manage risk, and deliver insights with speed and confidence. Our platform creates a competitive advantage and positions us to win in the expanding business reporting market.

Fit-for-Purpose Solutions. Workiva is the leading provider of cloud-based reporting solutions that are designed to solve financial and non-financial business challenges at the intersection of data, process and people. We are entering into new markets and geographies with an expanded solutions portfolio. Workiva is focused on growing our business through selling multi-solution deals and account expansions. Three solution groups that are part of this growth strategy are financial reporting, sustainability management, and GRC:

- *Financial Reporting.* Our longest-tenured solutions are in our financial reporting solutions group. Financial reporting continues to represent a significant global opportunity for Workiva among private and public companies. Our customers' external and internal financial reporting processes have adapted significantly to accommodate factors such as increasing regulatory pressure, integration of non-financial data and disclosures, as well as other considerations that influence financial reporting such as economic volatility and geopolitical instability. Additionally, XBRL tagging is expanding beyond traditional financial statements and footnotes within regulatory filings. We believe this evolution in financial reporting processes will continue, which we expect will drive the need for expanded financial reporting solution capabilities including an increase in source data integrations, enhanced automations, an increase in cross-functional team collaboration, and integrated Generative AI ("GenAI"). We believe that by expanding our robust financial reporting capabilities and deepening our alignment to our other offerings such as sustainability management and GRC, there may be additional growth opportunities for Workiva.
- *Sustainability Management.* We believe sustainability represents a generational opportunity for growth and we plan to continue to accelerate our investments to meet stakeholders' growing need for sustainability information. In an increasingly transparent world, organizations across the globe are disclosing non-financial key performance indicators around sustainability issues. Sustainability-related information is beginning to appear in mainstream financial reports and we believe this trend will accelerate in the coming years. Workiva's fit-for-purpose sustainability management solution provides an effective platform to help organizations manage, collaborate, and disclose their sustainability information to stakeholders. We will continue to leverage what we believe is the superior sustainability management solution to grow our business.
- *Governance, Risk, and Compliance.* GRC is a broad market segment that can be defined by a number of solution areas including internal audit, internal controls, risk management, policy management, vendor risk, and IT risk. Risk Management is a high priority for Chief Executive Officers ("CEOs") and across boardrooms all over the globe. Workiva's GRC solution suite enables our customers to identify, track, and manage risk so that customers can operate legally, ethically, and in compliance with regulations. In the third quarter of 2025, Workiva was named a "Best of Breed" provider among GRC platforms by independent research firm, Chartis Research. We will continue to leverage our GRC leadership to grow our business.

Global Expansion. We believe growth outside of the U.S. presents an attractive opportunity because the factors that drive demand for our solutions in the U.S. are similar to those in other developed countries, including the need to manage complex datasets, reduce errors and risk, improve efficiency and respond to regulatory requirements.

In 2025, we generated approximately 26.7% of our consolidated revenue from countries outside of the United States (“U.S.”), and we expect these global markets to contribute an increasing percentage of total revenue.

Partner Ecosystem. We believe that our ecosystem of partners extends our geographic reach, accelerates the usage and adoption of our platform, and enables more efficient delivery of professional services. We intend to expand and deepen our relationships with global and regional partners, including global consulting firms, systems integrators, large and mid-sized independent software vendors and implementation partners. Our over 250 advisory, technology, and service partners offer a wider range of domain and functional expertise that broadens our platform’s capabilities and promotes Workiva as part of the digital transformation projects they drive for their customers.

Our Connected AI Platform

The Workiva platform is multi-tenant cloud software deployed in multiple regions worldwide. Our platform, built primarily on Amazon Web Services (“AWS”), is composed of both proprietary and open-source technologies.

We believe the following characteristics highlight our platform’s key competitive advantages:

Features and Functionality. Our platform enables customers to securely connect data from third-party cloud and on-premise applications including ERP, HCM and CRM systems. Workiva's drag-and-drop data preparation capabilities allow users to clean, transform, query, and filter data sets across millions of records that typical spreadsheets or other data tools cannot support, while providing previews to help users quickly assess and understand their data. Once data is connected in the Workiva platform, customers can automate data updates across workflows, track changes, and collaborate to create trusted reports and regulatory filings.

With our platform’s data-linking capabilities, every change is automatically updated in all linked instances—including narrative and numbers—throughout spreadsheets, text documents, charts and graphs, and presentations in our platform. Linking enables data consistency and traceability and ensures that collaborators are working with the most current data.

Our platform's detailed audit trail provides accountability and transparency by tracking every change made by every user over time. A complete record of data provenance and all changes helps our customers mitigate risk, gain insights and make better, data-driven decisions.

With permission controls in our platform, administrators can manage fine-grained access at all levels, ensuring users have appropriate access to information based on their roles. These controls also allow administrators to grant targeted access to external auditors, outside counsel and other consultants, which helps streamline the review process, reduces expenses and protects data.

Easy to Deploy and Configure. The Workiva platform can be deployed within days or weeks for new customers and can be easily configured by the customer for individual employees or entire teams. Because our solutions are browser-based, customers avoid costly, time-intensive deployments typically associated with on-premise enterprise software.

High Performance. The architecture, design, deployment and management of our solutions provide enterprise-grade scalability, availability and security. The performance of the Workiva platform has been tested and proven by some of the largest, most demanding enterprises in the world.

Continuous Improvement. Our continuous integration and deployment capabilities enable frequent collaboration and rapid releases of new versions of our software each week. This enables us to incorporate customer and partner feedback quickly to ensure continuous improvement of their experience.

Scales Rapidly. The Workiva platform is designed to support millions of end users as a result of its scalability and our relationship with AWS. Our customers have created billions of links to seamlessly achieve a single source of data, among multiple documents, spreadsheets and presentations.

Secure. Many of the largest enterprises in the world trust us with their most sensitive data. We employ stringent data security, reliability, integrity and privacy practices. In addition to our regular customer security assessments, we engage in continuous and ongoing penetration and vulnerability testing (manual and automatic, internal and third-party) and adhere to standards established by third parties such as Federal Risk and Authorization Management Program (“FedRAMP”) and ISO 27001. We also engage third-party auditors to evaluate our controls against the service organization controls (“SOC”) compliance frameworks. Workiva also offers customers the ability to provide their own encryption keys for an additional level of data protection and encryption.

Generative AI. Our GenAI capabilities seek to enhance the way finance, risk, and sustainability teams work, improving content creation, editing, and collaboration. With the complex and sensitive work associated with financial reporting, sustainability management, audit, and risk, responsible AI usage is paramount—particularly when it comes to data security, subject-matter expertise, and human oversight. Customers are using the GenAI capabilities to author new content quickly; refine, edit, and rewrite content; generate ideas and perspectives; and research with a thought partner on demand.

Marketplace. The Workiva Marketplace enables organizations to streamline existing processes and solve new business problems by activating more than 200 ready-made templates and no-code data connectors, and services from industry experts and trusted partners — all within the Workiva platform’s connected and secure ecosystem. Its offerings include process checklists, carefully organized and linked reports, style guides, perfectly formatted presentations, and more. Accounting, sustainability, audit, financial planning and analysis, financial services, and legal teams can easily add templates or connectors directly into an existing Workiva workspace and optimize workflow with process automation, practical examples, and industry best practices.

Fit-for-Purpose Solutions

We market and sell over 30 fit-for-purpose solutions that are categorized into four reporting groups: financial reporting, sustainability management, GRC, and industry verticals.

Financial Reporting

Multi-Entity Reporting. We see growing demand for our platform in the U.S. and in Europe for statutory reporting, which is a complex process for our multinational customers that are required to report statutory financial information throughout different countries and local jurisdictions where they do business. Currently, most of these enterprises rely on hundreds of legacy word-processing documents and spreadsheets with no digital audit trail. This disconnected, manual process is prone to errors and creates the risk of accounting inconsistencies in reports between legal entities across jurisdictions. Without a standardized process and central oversight, companies may face risk and increased expenses relating to outsourcing to a host of consultants and accounting firms, which also could weaken control and extend review time.

Securities and Exchange Commission (“SEC”) and System for Electronic Document Analysis and Retrieval (“SEDAR”) Reporting. Our platform gives customers control over the entire SEC reporting process, from data collection to drafting to embedding supporting documentation to the actual filing with Inline XBRL (“iXBRL”). Our SEC reporting solution allows our customers to prepare and file all major SEC reports, such as Form 10-K, Form 10-Q and Form 8-K, as well as Form S-1 and other registration statements, proxy statements and Section 16 reports. Features tailored to the SEC reporting process include the capability to concurrently create reports in the HTML format required for filing on the SEC’s Electronic Data Gathering, Analysis and Retrieval (“EDGAR”) system and the ability to perform XBRL tagging as well as to submit SEC reports with iXBRL. Foreign Private Issuers can use our platform to include XBRL tagging in their 20-F and 40-F filings with the SEC. Workiva also enables customers to create earnings press releases, earnings call scripts, presentations and other investor relations materials with data linked to the corresponding filing. Canadian issuers can use our platform to draft and submit reports through SEDAR.

Capital Markets. Workiva offers an end-to-end technology platform supporting our customers throughout their journey as they move from being a privately held company to being publicly traded. We believe that our platform approach and fit-for-purpose solutions provide a competitive differentiation in the market. Private companies can purchase the Workiva platform for financial reporting, management reporting and controls management. They may do this up to a year or two in advance of their target initial public offering (“IPO”) date. As these companies go through the IPO process, they then have the opportunity to use the capital markets solution on our platform to manage the creation of their Form S-1 to register their securities with the U.S. Securities and Exchange Commission. Around the time they go public, many of these customers may then purchase our SEC solution, which enables companies to prepare and file all major SEC reports, and expand the use of our platform to support their audit requirements under the Sarbanes-Oxley Act (“SOX”).

Annual & Interim Reporting. Workiva provides customers control over their entire financial reporting process, from data collection to drafting to embedding supporting documentation to submitting their financial statements to their board, ownership structure and/or debt holders. Workiva enables customers to manage their entire process of creating financial statements with more confidence through connecting directly to their financial source systems like ERPs and general ledgers. This reduces human error and increases data reliability during financial statement consolidation. Workiva also enables speed through automation which reduces the time-consuming, stressful process of gathering financial data, freeing your time for telling your financial story.

European Single Electronic Format (“ESEF”). Similar to our support for SEC reporting for U.S. listed companies, we offer a solution for companies listed on the European Union listed exchanges that are subject to the ESEF reporting requirement. ESEF requires all specified issuers on European Union (“E.U.”) & United Kingdom regulated markets to file annual account statements in a digital format using iXBRL.

Management Reporting. Public and private companies, government agencies and higher-education institutions must create a vast array of complex financial and managerial reports. Organizations of all sizes typically have to collect, track, manage and report on a wide range of operating metrics to drive better business outcomes. Our customers continuously find new use cases across their organizations, including Financial Planning and Analysis (“FP&A”), board/committee and quarterly reporting, C-Suite reporting, strategic business plans, financial statements, variance reports, monthly management reports, managing and tracking key performance indicators, data collection for domestic sales, performance reporting, and employee benefit financial statements.

Sustainability Management

Workiva’s sustainability management solution enables organizations to deliver high-quality disclosures to their most important stakeholders, including investors, regulatory agencies, executive management, and their boards by connecting information directly across sustainability reports, statutory disclosures, annual reports, earnings call scripts, and regulatory filings, with support for XBRL tagging. Our platform also helps organizations proactively confront a complex and rapidly changing regulatory landscape to create integrated and assured reports that will address the disclosure requirements of the CSRD in the E.U., and California’s Climate Corporate Data Accountability Act (SB-253) and Climate-Related Financial Risk Act (SB-261).

Our platform streamlines the sustainability management process end-to-end, from data collection and management to final report. Customers use our solution to collect quantitative and qualitative values to report for sustainability topics, reference sustainability frameworks and standards to align with stakeholder interests, request and track the data collection of sustainability values, and connect information across reports, from sustainability reports to financial reports and internal presentations, to create a single source of truth for sustainability metrics and disclosures.

Customers can use the Sustainability Explorer to review and compare guidelines from multiple frameworks and standards, including Global Reporting Initiative (“GRI”) Standards, Sustainability Accounting Standards Board (“SASB”), Task Force on Climate-related Financial Disclosures (“TCFD”), and the United Nations Sustainable Development Goals (“SDGs”).

Our Sustainability Program provides a connected and collaborative hub for sustainability teams and stakeholders to operationalize their sustainability initiatives. Customers can identify and organize the topics that are material to their organization, create automated processes to collect, review, and maintain metrics from systems of records and other data providers, and connect metrics to reports, presentations, and surveys, including submitting responses to CDP (formerly Carbon Disclosure Project).

Workiva Carbon supports organizations’ requirements for carbon accounting, including the tracking and disclosure of carbon emissions for scopes one, two, and three, and decarbonization. Workiva Carbon enables organizations to measure, manage, collaborate and report on emissions data to support their net-zero, supply chain, and regulatory reporting requirements.

Governance, Risk, and Compliance

Controls Management. Our customers use our platform to increase efficiency in documenting, implementing and assessing internal controls over financial reporting (“ICFR”) as required by SOX. SOX also requires public company Chief Executive Officers and Chief Financial Officers to individually certify that their annual and quarterly financial reports are accurate and complete and to assess the effectiveness of their ICFR. Increased scrutiny from the Public Company Accounting Oversight Board on audits of management’s assessment of internal controls – and the transition in the framework used for assessing internal controls – is driving public companies to find more efficient and accurate solutions for SOX compliance. Our customers can collect data from multiple departments, centralize that information in a linked platform, create and track process narratives and flows with co-workers, embed evidence and directly test controls.

Internal Audit Management. We sell to the broad-based audit market because users in that market often collaborate with colleagues working in SOX, risk and controls across an organization. Internal audit management extends throughout an organization, attracting Workiva customers from a wide range of departments. Internal audit management includes audit risk assessments, the audit planning process, workpaper management, testing, issues management and audit reports that encompass the audit committee report and the internal audit group. Workiva enables simultaneous collaboration with control and accountability and enables robust documentation, accurate audit conclusions and complete audit trails, which are essential to auditors, executives and boards. With permission controls, administrators can restrict access at all levels for each user to create, review and edit data and documents that relate directly to them. This control feature also enables users to grant access to their external auditors, which further streamlines the review process and reduces expenses.

Enterprise Risk Management (“ERM”). With our platform, our customers can integrate their risk management practices throughout the organization while maintaining information privacy, audit trails and security resulting in highly efficient and transparent compliance. We also sell a solution for ERM to help enterprises identify systemic risks, determine risk probabilities, assess risk magnitude, plan strategic responses, report to boards and other stakeholders and ultimately make real-time ERM decisions.

Policy and Procedure Management. Our customers can use our platform to establish a connected, enterprise-wide policy and procedure management process. Teams can access and manage all content for policies, standards, procedures and guidelines for the entire enterprise in our platform, and they can efficiently manage ongoing policy review cycles throughout the year. Customers can map policies directly to risks, controls, processes and regulations and create a consistent template-driven format or taxonomy for all policies. Customers can also distribute and track employee attestation of policies and procedures with automated certification reminders and progress dashboards.

Industry Verticals

Financial Services. We market our platform globally to banks, insurance and investment firms with fit-for-purpose solutions to simplify the complexity of regulatory, financial, risk and sustainability management. Examples of banking regulations our customers face include global regulatory standards (Basel 1, 2 and 3); regional regulatory requirements (e.g., Federal Reserve for the U.S. and European Banking Authority and European Central Bank requirements across E.U. member States); and at the in-country level (e.g. Central Bank Stress Tests). These regulations cover a wide array of capital and liquidity standards that banks are required by law to disclose publicly, privately to regulators and internally to support board and executive level decision-making.

Our platform aids insurance customers to meet insurance regulatory requirements in the U.S. and globally. For example, in the U.S., insurers are regulated both in their state of domicile and in other states in which they are licensed to sell insurance, and Workiva supports insurance statutory reporting by state and other use cases such as actuarial memorandum. In Europe, we assist our customers with their in-country regulatory reporting requirements, such as with the European Insurance and Occupational Pensions Authority and the Basel norms for insurance companies. They use the platform to meet insurance reporting regulations for regulatory capital requirements and specific disclosure requirements publicly, privately to regulators and internally to support board and executive level decision-making.

We also provide a set of solutions tailored to the needs of investment firms, asset managers, and fund administrators for fund reporting, investor communications, and regulatory compliance. These solutions deliver data integrity, transparency, and scalability across the complex workflows of investment firms including fund reports for both private and public funds, tailored shareholder reports, fund fact sheets, internal management reports and investor presentations.

Public Sector. State and local governments use our platform to streamline and modernize Comprehensive Annual Financial Reports and budgeting. We are also expanding adoption of our platform across U.S. government agencies. With our FedRAMP authorization, we can help federal agencies connect, control and report up to 80% of their information types.

Energy & Utility Sector. Workiva provides connected reporting solutions that improve data accuracy for energy and utilities companies across state commission filings, utility rate making documents, SEC filings, financial and performance reports, SOX documentation, and supports Federal Energy Regulatory Commission (“FERC”) XBRL mandate.

Research and Development

Our research and development organization is responsible for the design, development, testing, and validation of our platform and fit-for-purpose solutions. We focus on innovating and developing new solutions and furthering the openness and extensibility of our platform. We believe that delivering new functionality for our customers is an integral part of our product strategy and provides our customers with access to a broad array of options and information critical to enhancing their reporting, disclosure and digital transformation efforts. We have invested more than \$1.2 billion over the last decade to create a differentiated technology platform for our customers. We expect that we will continue to make strategic investments in research and development to broaden our platform capabilities, strengthen our existing solutions, enhance our user experience and ecosystem with integrations, and develop new solutions. We focus on customer engagement to envision the future of our platform to bring about new capabilities and versions of existing solutions to market quickly in order to remain competitive in the marketplace.

Customers

More than 6,600 organizations across the globe, including global enterprises with hundreds of thousands of employees, trust Workiva. Customers include over 95% of FORTUNE® 100 companies, over 85% of the FORTUNE® 500 companies, and over 85% of FORTUNE® 1,000 companies. Our customers are passionate, loyal supporters of our solutions, as demonstrated by our gross retention rate of 97.2% as of December 31, 2025. Our net retention rate was 112.8% as of December 31, 2025.

Competition

The intensity and nature of our competition vary significantly across our different solutions, as changes in regulation and market trends result in evolving customer requirements and demand for enterprise software. Our primary competitors include:

- Status quo, manual business processes that rely on legacy software productivity tools;
- Diversified enterprise software providers;
- Niche software providers that provide point solutions;
- Providers of professional services, including consultants and financial printers;
- Sustainability and data management software providers;
- Governance, risk, and compliance software providers; and
- Business intelligence / performance management software providers.

As our markets expand, we expect to compete with more highly specialized software vendors, as well as larger vendors that may continue to acquire or bundle their products more effectively.

The principal competitive factors in our market include: product features, reliability, performance and effectiveness; product line breadth, diversity and applicability; product extensibility and ability to integrate with other technology infrastructures; price and total cost of ownership; adherence to industry standards and certifications; strength of sales and marketing efforts; and brand awareness and reputation. We believe that our cloud-based platform has the combination of features and value to our customers that will continue to allow us to compete effectively.

Sales and Marketing

Sales

We sell our subscription contracts and related services globally, primarily through our direct sales organization which employs a combination of field sales, inside sales and partnership channels.

Our sales organization comprises sales development representatives, pre-sales engineers and account managers. Our sales development representatives qualify sales-accepted opportunities for our account managers. Our pre-sales engineers focus on solutions and custom product demonstrations and consultative sales. Our account managers work to attract new customers as well as expand our platform into new use cases and departments across our current customers' organizations.

Our customer success and professional services teams also help our account managers build our existing customer relationships by providing advice and best practices that enable users to harness the full power of our platform.

We plan to continue strengthening our sales coverage in our current markets, as well as expand our sales footprint in locations where we see a demand for our solutions. To achieve this growth, we plan to continue hiring motivated sales people with experience in enterprise software sales and in specific geographical regions. We believe that our approach to hiring sales people, along with a progressive training, culture and compensation package will allow us to retain sales talent and continue to drive growth.

In 2025, we continued to expand our ecosystem of partners, including global consulting firms, systems integration and technology firms, and leading regional consulting firms. Our highly skilled advisory and implementation partners offer a wide range of subject-matter expertise that broadens our platform's capabilities and promotes Workiva as part of the digital transformation projects they implement for their customers. Our technology partners enable powerful data and process integrations that enable our customers to connect their existing ecosystem of solutions directly to our platform. Our partners help to extend our customer reach through marketing and promotion and help accelerate the sale and delivery of our platform.

Marketing

Our marketing organization promotes our brand, creates awareness and demand for our offerings, and researches and assesses product market needs. Our go-to-market planning team assesses customer needs, conducts industry-based research, analyst relations, and identifies new markets. Our product marketing team develops the go-to-market strategy for Workiva solutions and manages pricing and licensing strategies. The product marketing team also supports our sales team with playbooks that include profiles of typical buyers, key messages, value propositions, competitive analysis and sales strategies.

Our demand generation programs are categorized by technology solution and industry and are focused on engaging business leaders, process owners and technology teams. We use a variety of marketing programs across traditional and social channels to target current and prospective customers. Our marketing team hosts virtual and in-person events to educate prospects and customers and generate demand for our solutions.

Seasonality

Our business is subject to modest seasonality, with professional services revenue typically higher in the first quarter due to customer reporting cycles, sales and marketing expenses historically higher in the third quarter due to our annual user conference and operating cash flows affected by the timing of employee bonus and commission payments during the first and fourth quarters.

Customer Success and Professional Services

Our customer success and professional services teams help our account managers build relationships with customers by providing advice that enables them to harness the full power of our platform.

Customer Success. Our customer success team partners with users of our platform to understand their business objectives and offers best practices in the use of our software. We deliver 24/7 live customer support via phone, digital messaging and web-based conferencing. We provide intensive training to our customer success team and segment them for each solution and market focus.

Professional Services. Our professional services include initial setup of documents; XBRL mapping, tagging and review; best practices implementation; and business process consulting. Our XBRL team of accounting and financial reporting professionals provide XBRL mapping, tagging and review services to our customers. We also employ a team of consultants who offer services to customers to improve and streamline their Workiva-related data processes.

We pay for employees to maintain professional certifications and licenses that are important to our customers, and we host regular company-wide employee education sessions on business, industry, technology and workplace topics.

Intellectual Property

Our intellectual property and proprietary rights are important to our business. We safeguard these rights through patents, trademarks, copyrights, trade secrets, and contractual protections across the U.S. and other jurisdictions.

As of December 31, 2025, we had 90 issued patents and 14 patent applications pending relating to our platform or related technology. However, there is no guarantee that pending applications will result in patents or that issued patents will be enforceable or protected from infringement. We integrate third-party software, including open-source and commercially available software, into our solutions. However, we cannot ensure that these third-party providers will maintain or continue offering their software.

We secure access to proprietary software and confidential information through technical and organizational controls and contracts with employees, contractors, and partners. Our software is protected under U.S. and international copyright laws. Despite these measures, unauthorized parties may still misuse our intellectual property. Protection outside the U.S. may also be limited, particularly as we expand internationally.

Success may attract competitors aiming to create similar solutions or infringe on our proprietary rights. Likewise, third parties might claim that our platform infringes their intellectual property. Patent and other intellectual property disputes are common in our industry. Competitors with large patent portfolios may engage in both offensive and defensive legal actions.

Our industry is characterized by the existence of a large number of patents and frequent claims and related litigation regarding patent and other intellectual property rights. Third parties, including leading enterprise software companies, could accuse us of infringement or misappropriation. Our agreements often require us to indemnify customers in such cases. Successful claims could limit our ability to distribute certain solutions, force costly workaround developments, or require substantial damages payments. Public visibility increases our exposure to such risks. We cannot assure you that we do not currently infringe, or that we will not in the future infringe, upon any third-party patents, copyrights or other proprietary rights.

We have registered a number of trademarks and logos, including “Workiva,” “Wdesk” and “Wdata” with the United States Patent and Trademark Office and in several jurisdictions outside the United States. In addition, we intend to expand our international operations, and we cannot assure you that these names will be available for use in all such jurisdictions.

Litigation

From time to time, we may become involved in legal proceedings or be subject to claims arising in the ordinary course of our business. Although the results of litigation and claims cannot be predicted with certainty, we currently believe that the final outcome of any currently pending legal proceedings to which we are a party will not have a material adverse effect on our business, operating results, financial condition or cash flows. Regardless of the outcome, litigation can have an adverse impact on us because of defense and settlement costs, diversion of management resources and other factors.

Government Regulations

Various U.S. federal and state, as well as foreign laws and regulations, including environmental regulations, applicable to us have become effective or are under consideration in many parts of the world. To date, such developments have not had a substantial adverse impact on our capital expenditures, results of operations, or competitive position. However, if new or amended laws or regulations impose significant operational restrictions and compliance requirements upon us or our business, our capital expenditures, results of operations, or competitive position could be negatively impacted. Refer to Item 1A. Risk Factors for further information.

Corporate Sustainability Commitments

Workiva leverages global sustainability standards to advance enterprise value. We focus on the intersection of financial performance and sustainability impact; using materiality as a filter to prioritize initiatives that reduce operational volatility, attract lower-cost capital, and position the company as a leader. When we translate sustainability into quantifiable business intelligence, we proactively manage non-financial risks and capitalize on the market demand for transparent, sustainable enterprise solutions.

We are committed to sustainability through innovation and collaboration with a high level of governance, accountability and disclosure.

A few examples of our continued action and commitments include:

- We have made significant progress towards our established sustainability targets in innovation, environment, and people and philanthropy. Our environmental targets include

near-term greenhouse gas emissions targets validated and approved by the Science Based Targets initiative (“SBTi”).

- Workiva was the first SaaS company to join the United Nations’ CFO Coalition for the SDGs, where we work alongside other global CFOs to guide companies in aligning their sustainability commitments with credible corporate finance strategies to create real world impact.
- Workiva was one of the first 130 “early movers” to join the UN’s Forward Faster initiative, which aims to increase accountability and transparency by having companies publicly commit to five action areas where businesses can make the biggest impact by 2030.
- Workiva is an Associate Centre Partner of the World Economic Forum, with membership in the Centre for Nature & Climate and the Centre for Financial and Monetary Systems. The Company actively participates in the Forum’s CFO and CSO communities, contributing to key discussions and initiatives in these areas.
- The Workiva Sustainability Management solution streamlines data collection, analysis, and reporting for non-financial disclosures. We leverage our AI-powered platform to conduct peer benchmarking, develop new sustainability disclosures and targets, and generate data-driven insights; boosting team productivity and delivering real-time, assurance-ready disclosures.
- In the second half of 2025, we engaged during Climate Week and Conference of the Parties 30 with regulators, customers, partners, media, and executives to champion sustainable intelligence and the future of responsible AI.

Workiva’s sustainability strategy is anchored by a robust governance structure of internal and external stakeholders, including:

- General oversight by and accountability to the Nominating and Governance Committee of the Company’s Board of Directors (the “Board”). Our Board committee charters include responsibilities relating to sustainability oversight as applicable to each of our Audit, Compensation, and Nominating and Governance committees. Detailed descriptions of the duties and responsibilities of each of our committees can be found in our most recent proxy statement.
- A Sustainability Task Force led by our CFO to ensure forward progress of our sustainability targets, and committed to alignment with the United Nations SDGs and the TCFD, GRI, SASB, and CDP. Our Sustainability Task Force is appointed by our President and CEO and is comprised of executives responsible for the oversight of various priority sustainability issues.
- An external Sustainability Advisory Council comprised of a group of experts who are knowledgeable about global sustainability regulation, strategy, practices, and reporting. Leveraging the expertise of our Sustainability Advisory Council helps us develop relevant products and take actions that are innovative, socially responsible and meet the demands of our stakeholders.

To learn more about Workiva’s sustainability efforts, track our progress in developing forward-looking targets and key initiatives, go to <https://www.workiva.com/about/our-sustainability>.

Human Capital

We believe Workiva is a great place to work and Workiva has trusted and equipped our employees to work wherever and whenever is best for them. We have been on the Fortune 100 Best Companies to Work For® list since 2019 and attribute our success to our values-based culture. Workiva offers market-competitive compensation and benefits to attract and retain highly motivated and effective employees.

As of December 31, 2025, Workiva employed approximately 2,860 full-time people worldwide. Our headcount as of December 31, 2025 increased 1.1% from 2,828 full-time employees as of December 31, 2024.

We strive to create a workplace where people feel welcomed, valued, respected, and heard. To promote innovation and employee excellence, Workiva fosters a work environment that encourages fairness, teamwork, and respect among all employees. Key human capital initiatives include talent acquisition, advancing workforce skills and capabilities, and employee engagement.

None of our U.S. employees are represented by a labor organization or are a party to any collective bargaining arrangement. We have never experienced a strike or similar work stoppage, and we consider our relations with our employees to be good.

Corporate Information

Workiva Inc. is a Delaware corporation with principal executive offices located at 2900 University Boulevard, Ames, Iowa 50010. Our telephone number is (888) 275-3125 and our website address is www.workiva.com.

Copies of annual reports on Form 10-K, quarterly reports on Form 10-Q, current reports on Form 8-K, and amendments to these reports filed or furnished pursuant to Section 13(a) and 15(d) of the Exchange Act, are available, free of charge, on our website as soon as reasonably practicable after we file such material electronically with or furnish it to the SEC. The SEC also maintains a website that contains our SEC filings. The address of the site is www.sec.gov.

Item 1A. Risk Factors

Our operations and financial results are subject to various risks and uncertainties, including those described below. You should carefully consider the following risks and all of the other information contained in this report, including our consolidated financial statements and related notes, before investing in any of our securities. The risks and uncertainties described below are not the only ones we face. Additional risks and uncertainties that we are unaware of, or that we currently believe are not material, may also become important factors that adversely affect our business. If any of the following risks, or other risks and uncertainties that are not yet identified or that we currently think are immaterial, actually occur, our business, financial condition, results of operations and future prospects could be materially and adversely affected. In that event, the market price of our Class A common stock could decline. We may amend, supplement or add to the risk factors described below from time to time in future reports filed with the SEC.

Summary of Risk Factors

This summary provides an overview of the risks we face and should not be considered a substitute for the comprehensive discussion of risk factors discussed immediately following this summary.

Risks Related to Our Business and Industry

- We derive more than 35% of our total revenue from customers using our platform for SEC filings.
- We cannot accurately predict subscription renewal or upgrade rates.
- Failure to manage our growth may adversely affect our business or operations.
- Our revenue growth rate in recent periods may not be indicative of our future performance.
- We have not been profitable historically and may not achieve or maintain profitability in the future.
- Our quarterly results may fluctuate significantly.
- Legislative and regulatory changes could adversely affect our business.
- Our solutions face intense competition in the marketplace.
- Our revenue growth will depend in part on the success of our efforts to augment our direct-sales channels by developing relationships with third parties.
- Adverse economic conditions or reduced technology spending may adversely impact our business.
- If we cannot maintain our corporate culture as we grow, we could lose the innovation, teamwork, passion and focus on execution that we believe contribute to our success.
- We depend on our senior management team and other key employees.
- Our workforce is our primary operating expense and subjects us to risks associated with increases in the cost of labor.
- Operations outside the United States expose us to risks inherent in global sales.
- A significant fluctuation between the U.S. Dollar and other currencies could adversely impact our operating results.
- Geopolitical conflicts, including the conflict between Russia and Ukraine and the conflict in the Middle East, may adversely affect our business and results of operations.
- Fixed-fee engagements with customers may not meet our expectations if we underestimate the cost of these engagements.
- If we fail to continue to develop our brand, our business may suffer.
- We may need to raise additional capital, which may not be available to us.
- We have acquired, and may continue to acquire, other companies or technologies, which could divert our management's attention, result in additional dilution to our stockholders and otherwise disrupt our operations and adversely affect our operating results.
- Because we recognize revenue over the term of each subscription, downturns or upturns in sales may not be immediately reflected in our operating results.
- We are subject to general litigation that may materially adversely affect us.

- A failure to maintain adequate internal controls over our financial and management systems could cause errors in our financial reporting.

Risks Related to Technology and Intellectual Property

- We face continually evolving cybersecurity risks, which could result in the loss, theft, misuse, unauthorized disclosure, access, or destruction of confidential information or data, disruption of our solutions, damage to our brands, reputation and relationships with customers, legal exposure and financial losses.
- The success of our cloud-based software largely depends on our ability to provide reliable solutions to our customers.
- Any failure to offer high-quality technical support services may adversely affect our relationships with our customers.
- Failure to establish and maintain partnerships that can provide complementary technology offerings and software integrations could limit our ability to grow our business.
- If we do not keep pace with technological changes, or if our AI offerings and investments are not successful, our solutions may become less competitive.
- Issues relating to the development, deployment and use of AI, machine learning and other technological capabilities in our solutions, offerings and internal operations may result in reputational harm, liability and adverse financial results.
- If we fail to manage our technical operations infrastructure, our existing customers may experience service outages, and our new customers may experience delays in the deployment of our solutions.
- The inability to maintain software licenses, or the existence of errors in the software we license could result in increased costs or reduced service levels.
- Any failure or interruptions in the internet infrastructure, bandwidth providers, data center providers, other third parties or our own systems could negatively impact our business.
- Changes in laws and regulations related to technology, the internet or changes in the internet infrastructure itself may diminish the demand for our solutions.
- We are subject to data privacy and protection laws and regulations as well as contractual privacy obligations around the world.
- Any failure to protect our intellectual property rights or defend against accusations of infringement of third-party intellectual property rights could impair our ability to protect our proprietary technology and our brand.
- Some of our solutions utilize open source software, and any failure to comply with the terms of one or more of these open source licenses, or failures stemming from the open source software, could negatively affect our business.

Risks Related to Taxes

- The adoption of new tax legislation could adversely affect our business and financial condition.
- Determining our income tax rate is complex and subject to uncertainty.
- Our ability to use our net operating loss carryforwards to offset future taxable income may be subject to certain limitations.

Risks Related to Ownership of Our Securities

- Our stock price has been and will likely continue to be volatile or may decline regardless of our operating performance, including due to factors outside of our control.
- If there are substantial sales of shares of our Class A common stock or some or all of our convertible senior notes are converted and sold, the price of our Class A common stock could decline.
- The dual class structure of our common stock concentrates voting control with certain of our founding shareholders.
- Anti-takeover provisions in our charter documents, our convertible senior notes and Delaware law could make an acquisition of us more difficult, limit attempts by our stockholders to replace or remove our current management and may negatively affect the market price of our Class A common stock.

- The amount and frequency of our share repurchases may fluctuate, and we cannot guarantee that we will fully consummate our share repurchase authorization, or that it will enhance long-term shareholder value. Share repurchases could also increase the volatility of the trading price of our stock and will diminish our cash reserves.
- We do not intend to pay dividends for the foreseeable future.

Risks Related to our Indebtedness

- The conditional conversion feature of our convertible senior notes may adversely affect our financial condition and operating results.
- Servicing our debt requires a significant amount of cash.

Risks Related to Our Business and Industry

We derive more than 35% of our total revenue from customers using our platform for SEC filings.

We derive more than 35% of our total revenue from customers using our platform for SEC filings. We sell a variety of other solutions, including sustainability management, multi-entity reporting, SOX, capital markets, enterprise risk management and audit management, but the introduction of new solutions beyond the SEC market may not be successful. Although non-SEC solutions generated more than 70% of new solution and new customer bookings in 2025, it is uncertain whether they will achieve the level of market acceptance we have achieved in the SEC market. Any factor adversely affecting sales of our platform or solutions, including release cycles, market acceptance, competition, performance, information security, data protection or privacy concerns, reliability, reputation, regulatory developments, and political, economic and market conditions, could adversely affect our business and operating results.

We cannot accurately predict subscription renewal or upgrade rates.

Our business depends substantially on customers renewing their subscriptions with us and expanding their use of our services. Our customers have no obligation to renew their subscriptions for our services after the expiration of their current subscription period. While we have historically maintained a gross retention rate of greater than 94%, we may be unable to maintain this historical rate and we may be unable to accurately predict our gross retention rate. In addition, our customers may renew for shorter contract lengths, lower prices or a reduced scope of service. We cannot accurately predict new subscription or expansion rates and the impact these rates may have on our future revenue and operating results. Our renewal rates may decline or fluctuate as a result of a number of factors, including customer dissatisfaction with our service, customers' ability to continue their operations and spending levels and deteriorating general economic conditions. If our customers do not renew their subscriptions for our service, purchase fewer solutions at the time of renewal, or negotiate a lower price upon renewal, our revenue will decline and our business will suffer. Our future success also depends in part on our ability to sell additional solutions and services, more subscriptions or enhanced editions of our services to our current customers, which may also require increasingly sophisticated and costly sales efforts that are targeted at senior management. If our efforts to sell additional solutions and services to our customers are not successful, our growth and operations may be impeded.

Failure to manage our growth may adversely affect our business or operations.

Since our formation, we have experienced significant growth in our business, customer base, employee headcount and operations, and we expect to continue to expand our business over the next several years. This growth places a significant strain on our management team and employees as well as our operating and financial systems. To manage our future growth, we must continue to scale our business functions, improve our financial and management controls and our reporting systems and procedures and expand and train our work force. For example, we grew from 2,828 employees as of December 31, 2024 to more than 2,860 employees as of December 31, 2025. We anticipate that additional investments in sales personnel, infrastructure and research and development spending will be required to:

- scale our operations and increase productivity;
- address the needs of our customers;
- further develop and enhance our existing solutions and offerings;
- develop new technology; and
- expand our markets and opportunity under management, including into new solutions and geographic areas.

We cannot assure you that our controls, systems and procedures will be adequate to support our future operations or that we will be able to manage our growth effectively. We also cannot assure you that we will be able to continue to expand our market presence in the U.S., Canada, Latin America, Europe, Asia Pacific region and other current markets or successfully establish our presence in other markets. Failure to effectively manage growth could result in difficulty or delays in deploying customers, declines in quality or customer satisfaction, increases in costs, difficulties in introducing new features or other operational difficulties, and any of these difficulties could adversely impact our business performance and results of operations.

Our revenue growth rate in recent periods may not be indicative of our future performance.

We experienced revenue growth rates of 20%, 17% and 17% in fiscal 2025, 2024 and 2023, respectively. Our historical revenue growth rates are not indicative of future growth, and we may not achieve similar revenue growth rates in future periods. You should not rely on our revenue or revenue growth for any prior quarterly or annual periods as any indication of our future revenue or revenue growth. If we are unable to maintain consistent revenue or revenue growth, our stock price could be volatile, and it may be difficult to achieve and maintain profitability.

We have not been profitable historically and may not achieve or maintain profitability in the future.

We have posted a net loss in each fiscal year since we began operations in 2008, including net losses of approximately \$26.2 million in fiscal 2025, \$55.0 million in fiscal 2024 and \$127.5 million in fiscal 2023. While we have experienced continued revenue growth in recent periods, we are not certain whether or when we will obtain a high enough volume of subscriptions to sustain or increase our growth or achieve or maintain profitability in the future. In addition, we plan to continue to invest in our infrastructure, new solutions, research and development and sales and marketing, and as a result, we cannot assure you that we will achieve or maintain profitability. Because we intend to continue spending in anticipation of the revenue we expect to receive from these efforts, our expenses will be greater than the expenses we would incur if we developed our business more slowly. In addition, we may find that these efforts are more expensive than we currently anticipate, which would further impact our profitability.

Our quarterly results may fluctuate significantly.

Our quarterly results of operations, including the levels of our revenue, gross margin, profitability, cash flow and deferred revenue, may vary significantly in the future due to a variety of factors, including the risks and uncertainties described herein, and period-to-period comparisons of our operating results may not be meaningful. Accordingly, the results of any one quarter should not be relied upon as an indication of future performance. Fluctuations in quarterly results may negatively affect the value of our Class A common stock.

In addition, we have historically experienced seasonal variations in our revenue from professional services as many of our customers employ our professional services just before they file their Form 10-K with the SEC in the first calendar quarter. A significant percentage of our SEC customers report their financials on a calendar year basis. While we expect our professional services revenue to become less seasonal as our non-SEC offerings grow, a significant portion of our revenue may continue to reflect seasonality, which makes it difficult to predict our future operating results.

Legislative and regulatory changes could adversely affect our business.

The market for our solutions depends in part on the requirements of the SEC, the Federal Reserve System, the Federal Deposit Insurance Corporation and other domestic and foreign regulatory bodies. Any legislation or rule making substantially affecting the frequency, content or method of delivery of documents to be filed with these regulatory bodies could have an adverse effect on our business. Uncertainty caused by political change in the U.S. and Western Europe heightens regulatory uncertainty in these areas. In particular, the outcome of recent and upcoming elections in the U.S. and other jurisdictions may lead to changes in regulations or deregulation, which could impact demand for our solutions. In addition, evolving market standards regarding sustainability compliance and reporting have impacted the demand for our solutions and may continue to impact demand. New legislation, or a significant change in rules, regulations, directives, executive orders or standards, including as a result of legal challenges to proposed regulations, may pose challenges in responding quickly and effectively and could reduce demand for our products and services, increase expenses as we modify our products and services to comply with new requirements and retain relevancy, impose limitations on our operations, and increase compliance or litigation expense, each of which could have a material adverse effect on our business, financial condition and results of operations.

Recent executive orders and actions, and potential forthcoming executive orders, including orders regarding government contracting requirements, affirmative action compliance, and other requirements, may increase our compliance costs and risks and could impact our and our customers' businesses.

If the company is deemed to have violated these executive orders and any related laws or regulations, it may jeopardize our revenue derived from government contracts. Government contracts generally can present risks and challenges not present in private commercial agreements. For instance, we may be subject to government audits and investigations relating to these contracts, we could be suspended or debarred as a governmental contractor, we could incur civil, criminal, and administrative fines and penalties, and under certain circumstances contracts may be rescinded. Some agreements may allow a government to terminate without cause and provide for higher liability limits for certain losses. Some contracts may be subject to periodic funding approval, reductions, cancellations, non-renewals, or delays which could adversely impact public-sector demand for our products and services. These events could negatively impact our financial condition, results of operations, reputation, and ability to procure other government contracts in the future.

Various legislative bodies, regulators and administrative agencies around the world are putting into place regulatory disclosure requirements regarding climate change and sustainability reporting

derived from standard frameworks. At the same time, U.S. regulators have increasingly expressed or pursued opposing views, legislation, and investment expectations with respect to sustainability initiatives, including through recent executive orders. A lack of harmonization of sustainability-related legal and regulatory environments across the jurisdictions in which we operate and failure to prepare for and meet evolving standards and expectations may create additional compliance risks and costs. Timing, and in particular, enforcement, of these disclosure requirements, including the level of third party assurance that will be required of companies, is uncertain. This uncertainty could affect the buying decisions of our prospects and customers, and therefore our revenue growth could be negatively impacted. In particular, the adoption of the Detailed Omnibus Directive by the European Parliament revises scoping thresholds, removes the climate transition plan requirement, and implements targeted amendments across the CSRD. The adoption is likely to result in substantive amendments to the CSRD. We believe that the revised thresholds have influenced the pace of customer adoption of our sustainability solutions. This regulatory simplification initiative and further changes to the applicable CSRD directives could continue to affect customer demand and have a material adverse effect on our business, financial condition and results of operations.

Our solutions face intense competition in the marketplace.

The market for our solutions is increasingly competitive, rapidly evolving and fragmented, and is subject to changing technology and shifting customer needs. Although we believe that our platform and the solutions that it offers are unique, many vendors develop and market products and services that compete to varying extents with our offerings, and we expect competition in our market to continue to intensify. Moreover, industry consolidation may increase competition. In addition, many companies have chosen to invest in their own internal reporting solutions and therefore may be reluctant to switch to solutions such as ours.

We compete with many types of companies, including diversified enterprise software providers; providers of professional services, such as consultants and business and financial printers; governance, risk and compliance software providers; business intelligence/corporate performance management software providers; and business reporting software providers. Our competitors may be able to respond more quickly and effectively than we can to new or changing opportunities, technologies, standards or customer requirements. We could lose customers if our competitors introduce new competitive products, add new features, acquire competitive products, reduce prices, form strategic alliances with other companies or are acquired by third parties with greater available resources. We may also face increasing competition from open source software initiatives, in which competitors may provide software and intellectual property for free. In addition, if a prospective customer is currently using a competing solution, the customer may be unwilling to switch to our solutions without access to setup support services. If we are unable to provide those services on terms attractive to the customer, the prospective customer may be unwilling to utilize our solutions. If our competitors' products, services or technologies become more accepted than our solutions, if they are successful in bringing their products or services to market earlier than ours, or if their products or services are more technologically capable than ours, then our revenue could be adversely affected. Pricing pressures and increased competition could result in reduced sales, reduced margins, losses or a failure to maintain or improve our competitive market position, any of which would adversely affect our business.

Our revenue growth will depend in part on the success of our efforts to augment our direct-sales channels by developing relationships with third parties.

We have established strategic relationships with global advisory firms, regional consulting and implementation firms and technology partners. We expect these parties to contribute to our growth through referrals, influencing purchases and enhancing our value proposition through advisory and implementation services. We plan to continue to expand our partner ecosystem and build relationships with third parties. Identifying partners, negotiating and supporting relationships with them, on-boarding those firms into our ecosystem and maintaining relationships requires a significant commitment of time and resources that may not yield a significant return on our investment. If we are unsuccessful in establishing or maintaining our relationships with partners, or if these partners are unsuccessful in marketing or selling our solutions, or are unable or unwilling to devote sufficient resources to these activities, our ability to compete in the marketplace or to grow our revenue could be impaired and our operating results may suffer. Furthermore, our partners rely on highly skilled and trained professionals to position the platform in the market and to provide implementation and consulting services to our customers. We have formal training and enablement programs for our partners; however, our enablement efforts may be ineffective. If we do not adequately develop and maintain a sufficient number of qualified and trained partner professionals with knowledge of our solutions and our platform, we may suffer from services not being delivered correctly, improper expectations being set with our customers and customers therefore choosing not to expand the use of our platform or deciding not to renew their subscriptions. Also, our partners may have relationships with our competitors and experience with other products or services that could be used as substitutes for our platform. These relationships and product experience may result in our partners recommending our competitors' products or services over our own products or services. In addition, new or emerging technologies and technological trends or changes in customer requirements may result in certain third parties de-emphasizing their dealings with us or becoming potential competitors in the future.

Adverse economic conditions or reduced technology spending may adversely impact our business.

Our business depends on the overall demand for technology and on the economic health of our current and prospective customers. Global financial developments and global health crises or pandemics may harm us, including disruptions or restrictions on our employees' ability to work and travel. In general, weakened global economic conditions, including those from inflation, tariffs, interest rates, and armed conflicts (including between Russia and Ukraine, and in the Middle East) make it difficult for our customers, prospective customers and us to forecast and plan future business activities accurately. Weak global economic conditions or a reduction in technology spending could adversely impact our business, financial condition and results of operations in a number of ways, including longer sales cycles, lower prices for our solutions, reduced bookings and lower or no growth. Additionally, our capital markets business can serve as a point of entry for customers to our platform. The growth of our capital markets and SEC businesses are based in part on the strength of the IPO/special-purpose acquisition company ("SPAC") market, which can fluctuate. A significant decline in the IPO/SPAC market has adversely affected sales of our capital markets solution and could potentially affect other solutions.

If we cannot maintain our corporate culture as we grow, we could lose the innovation, teamwork, passion and focus on execution that we believe contribute to our success.

We believe our corporate culture is a critical component to our success. We have invested substantial time and resources in building our team. As we grow and develop the infrastructure of a global public company and continue to operate in a remote working environment, we may find it difficult to maintain our corporate culture among a larger number of employees who are dispersed in various geographic regions internationally, both in our offices and remotely. Any failure to preserve our culture could negatively affect our future success, including our ability to retain and recruit personnel and effectively focus on and pursue our corporate objectives.

We depend on our senior management team and other key employees.

We rely on the stability of our leadership team and other key employees. From time to time, there are changes in our management team resulting from the hiring or departure of executives or other key employees, which could disrupt our business. Our senior management and key employees are generally employed on an at-will basis, which means that they could terminate their employment with us at any time. Any significant leadership change or senior management transition involves inherent risk, and the loss of one or more of our executive officers or key employees could have a material adverse effect on our business.

Further, to execute our growth plan, we must attract and retain highly qualified personnel. Competition for these individuals is intense, especially for engineers with high levels of experience in designing and developing software and internet-related services, senior sales executives and professional services personnel with appropriate financial reporting experience. We have, from time to time, experienced, and we expect to continue to experience, difficulty in hiring and retaining employees with appropriate qualifications. Many of the companies with which we compete for experienced personnel have greater resources than we have. If we hire employees from competitors or other companies, their former employers may attempt to assert that these employees have breached their legal obligations or that we have induced such breaches, resulting in a diversion of our time and resources. If we fail to attract new personnel or fail to retain and motivate our current personnel, our business and future growth prospects could be adversely affected.

Our workforce is our primary operating expense and subjects us to risks associated with increases in the cost of labor.

Labor is our primary operating expense. We may face labor shortages or increased labor costs because of increased competition for employees, higher employee turnover rates, or increases in employee benefit costs. If labor-related expenses increase, our operating expense could increase, which would adversely affect our business, financial condition and results of operations.

We are subject to a variety of federal, state, local and global employment-related laws and regulations, including the Fair Labor Standards Act (“FLSA”) which govern such matters as minimum wage requirements, overtime compensation and other working conditions, citizenship requirements, discrimination and family and medical leave. In recent years, a number of companies have been subject to lawsuits, including class action lawsuits, alleging violations of federal and state law regarding workplace and employment matters, overtime wage policies, discrimination and similar matters. A number of these lawsuits have resulted in the payment of substantial damages by the defendants. Similar lawsuits may be threatened or instituted against us from time to time, and we may incur substantial damages and expenses resulting from lawsuits of this type, which could have a material adverse effect on our business, financial condition or results of operations.

Operations outside the United States expose us to risks inherent in global sales.

A key element of our growth strategy is to expand our global operations and develop a worldwide customer base. A growing portion of our revenue is from customers headquartered outside the U.S.. Operating in global markets requires significant resources and management attention and subjects us to regulatory, economic and political risks that are different from those in the U.S. Because of our limited experience with global operations, our global expansion efforts may not be successful in creating additional demand for our solutions outside of the U.S. or in effectively selling subscriptions to our solutions in all of the global markets we enter. In addition, we face risks in doing business globally that could adversely affect our business, including:

- the need to localize and adapt our solutions for specific countries, including translation into foreign languages and associated expenses;
- increased management, travel, infrastructure, legal compliance and regulation costs associated with having multiple global operations;
- sales and customer service challenges associated with operating in different countries;
- data privacy laws that require customer data to be stored and processed in a designated territory;
- inadequate local infrastructure and difficulties in staffing and managing foreign operations, including compliance with local labor and employment laws and regulations;
- different pricing environments and longer sales and collection cycles;
- new and different sources of competition;
- difficulties in enforcing intellectual property and other rights outside of the U.S.;
- laws and business practices favoring local competitors;
- compliance challenges related to the complexity of multiple, conflicting and changing governmental laws and regulations;
- increased financial accounting and reporting burdens and complexities;
- restrictions on the transfer of funds;
- an uncertain trade environment;
- adverse tax consequences;
- unstable regional economic and political conditions, including political unrest and armed conflicts (such as the Russia and Ukraine conflict and the conflict in the Middle East);
- liquidity issues, including due to political actions by sovereign nations with a controlled currency environment, which could result in decreased values of cash balances or potential difficulties protecting our foreign assets or satisfying local obligations;
- difficulties in obtaining export licenses for certain technology, tariffs, quotas and other trade barriers;
- issues resulting from operations in locations with a higher incidence of corruption and fraudulent business practices;

- challenges in integrating acquisitions with foreign operations; and
- natural disasters, acts of war, terrorism, security breaches, pandemics or other health crises.

Some of our third-party business partners have global operations and are also subject to these risks and if our third-party business partners are unable to appropriately manage these risks, our business may be harmed.

A significant fluctuation between the U.S. Dollar and other currencies could adversely impact our operating results.

Although our financial results are reported in U.S. Dollars, a portion of our sales and operating costs are, and will continue to be, realized in other currencies, with the largest concentration of foreign sales occurring in Europe. We anticipate that over time, an increasing portion of our global contracts may be denominated in local currencies. Therefore, fluctuations in the value of the U.S. Dollar and foreign currencies may impact our operating results when translated into U.S. Dollars. Such fluctuations have been, and may continue to be materially impacted by, increases in inflation, fluctuations in interest rates, and any global events, wars or conflicts, including the current Russia and Ukraine conflict and the conflict in the Middle East. We do not currently engage in currency hedging activities to limit the risk of exchange rate fluctuations. Significant long-term fluctuations in relative currency values, and in particular, an increase in the value of the U.S. Dollar against foreign currencies, has had and could continue to have an adverse effect on our operating results.

Geopolitical conflicts, including the conflict between Russia and Ukraine and the conflict in the Middle East, may adversely affect our business and results of operations.

We have operations or activities in numerous countries and regions outside the U.S., including in Europe. As a result, our global operations are affected by economic, political and other conditions in the foreign countries in which we do business. Specifically, the ongoing conflict between Russia and Ukraine is continuing to weigh on global capital markets. Countries across the globe are continuing their sanctions and other penalties against Russia. The retaliatory measures that have been taken, and could be taken in the future, by the U.S., NATO, and other countries have created global security concerns that could result in broader European military and political conflicts and otherwise have a substantial impact on regional and global economies, any or all of which could adversely affect our business, particularly our European operations. Additionally, while we do not have material operations in the Middle East, the ongoing conflicts in the Middle East and escalating or persistent tensions in the region may further disrupt global markets and impact the supply chains of our customers, leading to disruptions in our customers' ability to conduct business and affecting their ability to pay for our solutions.

Fixed-fee engagements with customers may not meet our expectations if we underestimate the cost of these engagements.

We provide certain professional services on a fixed-fee basis. When making proposals for fixed-fee engagements, we estimate the costs and timing for completing the engagements. We provide professional services on both SEC and non-SEC solutions, including our financial services, integrated risk, multi-entity reporting and FERC reporting solutions. Professional services on non-SEC solutions usually involve a different mix of subscription, support and services than professional services on our SEC solution. Growth in professional services on non-SEC solutions may impact our gross margins in ways that we cannot predict. If we are required to spend more hours than planned to perform these services, our cost of services revenue could exceed the fees charged to our customers on certain engagements and could cause us to recognize a loss on a contract, which would adversely affect our operating results. In addition, if we are unable to provide these professional services, we may lose sales or incur customer dissatisfaction, and our business and operating results could be significantly harmed.

If we fail to continue to develop our brand, our business may suffer.

We believe that continuing to develop and maintain awareness of our brand is critical to achieving widespread acceptance of our solutions and is an important element in attracting and retaining customers. Efforts to build our brand may involve significant expense and may not generate customer awareness or increase revenue at all, or in an amount sufficient to offset expenses we incur in building our brand.

Promotion and enhancement of our name and the brand names of our solutions depends largely on our success in being able to provide high quality, reliable and cost-effective solutions. If customers do not perceive our solutions as meeting their needs, or if we fail to market our solutions effectively, we will likely be unsuccessful in creating the brand awareness that is critical for broad customer adoption of our solutions. That failure could result in a material adverse effect on our business, financial condition and operating results.

We may need to raise additional capital, which may not be available to us.

Our future liquidity and capital requirements are difficult to predict as they depend upon many factors, including the success of our solutions and competing technological and market developments. In the future, we may require additional capital to respond to business opportunities, challenges, acquisitions or unforeseen circumstances, and we may not be able to timely secure additional debt or equity financing on favorable terms, or at all. Any debt financing obtained by us in the future could involve restrictive covenants relating to our capital raising activities and other financial and operational matters. In addition, increases in interest rates have increased the cost of borrowing and volatility in the financial markets and could impact our access to, or further increase the cost of, any debt financing obtained by us in the future. If we raise additional funds through further issuances of equity, convertible debt securities or other securities convertible into equity, our existing stockholders could suffer significant dilution in their percentage ownership of our company, and any new equity securities we issue could have rights, preferences and privileges senior to those of holders of our Class A common stock.

We have acquired, and may continue to acquire, other companies or technologies, which could divert our management's attention, result in additional dilution to our stockholders and otherwise disrupt our operations and adversely affect our operating results.

We have acquired and may in the future seek to acquire or invest in businesses, applications or technologies that we believe could complement or expand our solutions, enhance our technical capabilities or otherwise offer growth opportunities. The pursuit of potential acquisitions may divert the attention of management and cause us to incur various expenses in identifying, investigating and pursuing suitable acquisitions, whether or not they are consummated. In addition, we have limited experience in acquiring other businesses. For businesses we have acquired or may acquire, we may not be able to integrate the acquired customers, personnel, operations and technologies successfully or effectively manage the combined business following the acquisition.

Because we recognize revenue over the term of each subscription, downturns or upturns in sales may not be immediately reflected in our operating results.

We generally recognize subscription and support revenue from customers ratably over the terms of their subscription agreements, which are typically on an annual cycle and automatically renew for additional periods. As a result, a substantial portion of the revenue we report in each quarter will be derived from the recognition of deferred revenue relating to subscription agreements entered into during previous quarters. Consequently, a decline in new or renewed subscriptions in any one quarter may not be immediately reflected in our revenue results for that quarter. Accordingly, the effect of any significant downturns in sales, may not be fully reflected in our results of operations until future periods.

We are subject to general litigation that may materially adversely affect us.

From time to time, we may be involved in disputes or regulatory inquiries that arise in the ordinary course of business. We expect that the number and significance of these potential disputes may increase as our business expands domestically and internationally and our company grows larger. While our agreements with customers limit our liability for damages arising from our solutions, we cannot assure you that these contractual provisions will protect us from liability for damages in the event we are sued. Although we carry general liability insurance coverage, our insurance may not cover all potential claims to which we are exposed or may not be adequate to indemnify us for all liability that may be imposed. Any claims against us, whether meritorious or not, could be time consuming, result in costly litigation, require significant amounts of management time, and result in the diversion of significant operational resources. Because litigation is inherently unpredictable, we cannot assure you that the results of any of these actions will not have a material adverse effect on our business, financial condition, results of operations and prospects.

A failure to maintain adequate internal controls over our financial and management systems could cause errors in our financial reporting.

We must maintain effective financial and management systems and internal controls to meet our public company reporting obligations. Moreover, SOX requires, among other things, that we maintain effective disclosure controls and procedures and internal control over financial reporting. If we have a material weakness or deficiency in our internal control over financial reporting, we may not detect errors on a timely basis and our financial statements may be materially misstated. Effective internal controls are necessary for us to produce reliable financial reports and are important to prevent fraud. As a result, our failure to maintain effective financial and management systems and internal controls could result in errors in our financial reporting, us being subject to regulatory action and a loss of investor confidence in the reliability of our financial statements.

Risks Related to Technology and Intellectual Property

We face continually evolving cybersecurity risks, which could result in the loss, theft, misuse, unauthorized disclosure, access, or destruction of confidential information or data, disruption of our solutions, damage to our brands, reputation and relationships with customers, legal exposure and financial losses.

Because data security is a critical competitive factor in our industry, we make numerous statements in our privacy policy and customer agreements, through our certifications to privacy standards and in our marketing materials, providing assurances about the security of our platform. If we fail to keep customers' proprietary information and documentation confidential, we may lose existing customers and potential new customers and may expose them to significant damages based on the premature release of confidential information. While we have security measures in place to protect customer information and prevent data loss and other security breaches, these measures have been in the past, and may in the future be, breached as a result of third-party action, employee error, malfeasance or otherwise, including cyber attacks, account takeover attacks, denial of service attacks and other cyber security threats. Because the techniques used to obtain unauthorized access or sabotage systems change frequently and generally are not identified until they are launched against a target, we may be unable to anticipate these techniques or to implement adequate preventative measures. Further, cyber security threats have been increasing in frequency and sophistication globally, with threats ranging from individuals to sophisticated organizations, including state-sponsored actors and organizations. We may not be able to deploy, allocate, or retain sufficient resources to keep pace with the persistent and evolving cyber security threat landscape, which may result in significant data loss, significant costs and liabilities, and could reduce our revenue, harm our reputation and compromise the competitiveness of our business.

In addition, certain of our service providers (including, without limitation, hosting facilities, disaster recovery providers and software providers) have access to our customers' data and could suffer security breaches or data losses that affect our customers' information. If an actual or perceived security breach or premature release occurs, our reputation could be damaged and we may lose future sales and customers. We may also become subject to civil claims, including indemnity or damage claims in certain customer contracts, or criminal investigations by appropriate authorities, any of which could harm our business and operating results. Furthermore, while our errors and omissions insurance policies include liability coverage for these matters, if we experienced a widespread security breach that impacted a significant number of our customers for whom we have these indemnity obligations, we could be subject to indemnity claims that exceed such coverage or increased costs for such insurance.

The success of our cloud-based software largely depends on our ability to provide reliable solutions to our customers.

Because our solutions are complex and we continually release new features, our solutions could have errors, defects, viruses or security flaws that we may not be able to detect and correct before customers begin to use our solutions. This could result in unanticipated downtime or issues with our solutions for our subscribers, which could harm our reputation and our business. Since our customers use our solutions for important aspects of their business, any errors, defects, bugs, disruptions in access, security flaws, viruses, data corruption or other performance problems associated with our solutions could hurt our reputation and may damage our customers' businesses. If that occurs, customers could elect not to renew their subscriptions, could delay or withhold payment to us or may make warranty or other claims against us. Even if we are able to implement corrections and bug fixes in a timely manner, any history of solution outages or defects, or the loss, damage or inadvertent release of confidential data could hurt our reputation. In addition, if the public becomes aware of a security breach of our solutions, our future business prospects could be adversely impacted.

Any failure to offer high-quality technical support services may adversely affect our relationships with our customers.

Once our solutions are deployed, our customers depend on our customer success organization to resolve technical issues relating to our solutions. We may be unable to respond quickly enough to accommodate short-term increases in customer demand for support services without incurring additional expenses or at all. Increased customer demand for these services, without corresponding revenue, could increase costs and adversely affect our operating results. In addition, our sales process is highly dependent on our solutions and business reputation and on positive recommendations from our existing customers.

Failure to establish and maintain partnerships that can provide complementary technology offerings and software integrations could limit our ability to grow our business.

Our growth strategy includes expanding the use of our platform through complementary technology offerings and software integrations, such as third-party application programming interfaces, or APIs. While we have established relationships with certain providers of complementary technology offerings and software integrations, we cannot assure you that we will be successful in maintaining partnerships with these providers or in establishing additional partnerships of this type. Third-party providers of complementary applications and APIs may decline to enter into partnerships with us or may later terminate their relationships with us, change the features of their applications and platforms, restrict our access to their applications and platforms or alter the terms governing use of their applications and APIs and access to those applications and platforms in an adverse manner. Such changes could functionally limit or terminate our ability to use these third-party applications and platforms with the Workiva platform. Further, if we fail to integrate the Workiva platform with new third-party applications and platforms that our customers use, or to adapt to the data transfer requirements of such third-party applications and platforms, we may not be able to offer the functionality that our customers need. In addition, we may benefit from these partners' brand recognition, reputations, referrals and customer bases. Any losses or shifts in the referrals from or the market positions of these partners in general, in relation to one another or to new competitors or new technologies could lead to losses in our relationships or customers or our need to identify or transition to alternative channels for marketing our solutions.

If we do not keep pace with technological changes, or if our AI offerings and investments are not successful, our solutions may become less competitive.

Our market is characterized by rapid technological change (such as the use of AI and ML), frequent product and service innovation and evolving industry standards. If we are unable to provide enhancements and new features for our existing solutions or new solutions that achieve market acceptance and keep pace with these technological developments, our business could be adversely affected. For example, we focus on enhancing the features of our platform to improve its utility for larger customers with complex, dynamic and global operations. The success of enhancements, new features and solutions depends on several factors, including the timely completion, introduction and market acceptance of the enhancements, new features or solutions. If we fail to introduce platform enhancements, or if our customers experience difficulties using our platform as a result of the transition or of the implementation of these enhancements, our revenue retention and revenue growth may be adversely affected. In addition, because our solutions are designed to operate on a variety of systems, we will need to continuously modify and enhance our solutions to keep pace with changes in internet-related hardware, software, communication, browser and database technologies. We may not be successful in either developing these modifications and enhancements or in bringing them to market in a timely fashion.

Additionally, if our competitors are able to adopt and integrate new technologies, such as AI and ML, more rapidly or effectively than we can, they may achieve greater market acceptance and increase their market share at our expense. As our business and offerings evolve to incorporate additional AI

capabilities, we may be unable to effectively monetize our AI offerings or determine new methods for capitalizing on these opportunities. For example, we currently provide AI capabilities to our customers at no additional cost as a customer-acquisition and satisfaction tool; if this does not lead to increased adoption, upsell opportunities, or improved customer retention, we may not be able to achieve sustained revenue growth or recoup our investments in these technologies, potentially harming our business and financial results.

Issues relating to the development, deployment and use of AI, machine learning and other technological capabilities in our solutions, offerings and internal operations may result in reputational harm, liability and adverse financial results.

We are increasingly integrating AI across our platform and internal operations to drive future growth and productivity. However, the integration of AI involves risks and uncertainties. We can offer no assurance that these innovations will yield the anticipated commercial or operational benefits, or that customers will perceive sufficient value in our AI-enabled features to support increased revenue or justify our investment. Any failure to successfully implement, scale or monetize these technologies could materially and adversely affect our business and results of operations.

Furthermore, the application of existing legal and regulatory frameworks to these evolving technologies remains uncertain and subject to change. Any perceived risks or high-profile failures associated with AI could diminish public trust, potentially slowing market adoption and materially impacting our business and results of operations. Our use of AI may also lead to novel cybersecurity or privacy risks which may impact customer confidence and adversely affect our operations and reputation.

The rapid pace of AI innovation may also require ongoing investment in technology controls, governance frameworks and specialized talent. A failure to attract, retain or effectively deploy personnel with the necessary expertise, or to appropriately monitor and adapt our AI capabilities, could limit our ability to successfully develop, implement or leverage AI technologies and could adversely affect our business, results of operations or competitive position.

If we fail to manage our technical operations infrastructure, our existing customers may experience service outages, and our new customers may experience delays in the deployment of our solutions.

We have experienced significant growth in the number of users, projects and data that our operations infrastructure supports. We seek to maintain sufficient excess capacity in our operations infrastructure to meet the needs of all of our customers. We also seek to maintain excess capacity to facilitate the rapid provision of new customer deployments and the expansion of existing customer deployments. In addition, we need to properly manage our technological operations infrastructure in order to support changes in hardware and software parameters and the evolution of our solutions, all of which require significant lead time. Our platform interacts with and depends on technology provided by AWS and other third-party providers, and our data is hosted pursuant to service agreements with these providers. We do not control the operation of these providers or their facilities, and the facilities are vulnerable to damage, interruption or misconduct, which could result in interruptions in our services. We have experienced, and may in the future experience, website disruptions, outages and other performance problems. These problems may be caused by a variety of factors, including infrastructure changes, human or software errors, viruses, security attacks, fraud, spikes in customer usage and denial of service issues. In some instances, we may not be able to identify the cause or causes of these performance problems within an acceptable period of time. If we do not accurately predict our infrastructure requirements, our existing customers may experience service outages that may subject us to financial penalties, financial liabilities and customer losses. If our operations infrastructure fails to keep pace with increased sales,

customers may experience delays as we seek to obtain additional capacity, which could adversely affect our reputation and our revenue.

The inability to maintain software licenses, or the existence of errors in the software we license could result in increased costs or reduced service levels.

Our solutions incorporate certain third-party software that may be licensed to or hosted by or on behalf of Workiva, or may be hosted by a licensor and accessed by Workiva on a Software-as-a-Service basis. We anticipate that we will continue to rely on third-party software and development tools from third parties in the future. There may not be commercially reasonable alternatives to the third-party software we currently use, or it may be difficult or costly to replace. In addition, integration of the software used in our solutions with new third-party software may require significant work and require substantial investment of our time and resources. Any undetected errors or defects in this third-party software could prevent the deployment or impair the functionality of our solutions, delay new solution introductions, result in a failure of our solutions and injure our reputation.

Interruptions in third-party services or software may damage our reputation, reduce our revenue, cause us to issue credits or pay penalties, cause customers to terminate their subscriptions and adversely affect our renewal rates and our ability to attract new customers. Our business would be harmed if our customers and potential customers believe our service is unreliable. Any inability to maintain or acquire third-party licensed software for use in our solutions could result in increased costs or reduced service levels, which would adversely affect our business.

Any failure or interruptions in the internet infrastructure, bandwidth providers, data center providers, other third parties or our own systems could negatively impact our business.

Our ability to deliver our solutions is dependent on the development and maintenance of the internet and other telecommunications services by third parties. Such services include maintenance of a reliable network backbone with the necessary speed, data capacity and security for providing reliable internet access and services and reliable telecommunications systems that connect our operations. While our solutions are designed to operate without interruption, we may experience interruptions and delays in services and availability from time to time.

Further, we rely on third-party systems and vendors, including data center, bandwidth, and telecommunications equipment providers, to provide our solutions. Our platform has been developed with, and is based on, cloud computing technology. It is hosted pursuant to service agreements on servers by third-party service providers, including with AWS. We do not control the operation of these providers or their facilities, and the facilities are vulnerable to damage, interruption or misconduct. We also do not maintain redundant systems for some of these services. Unanticipated problems at these facilities could result in lengthy interruptions in our services. If the services of one or more of these providers are terminated, disrupted, interrupted or suspended for any reason, we could experience disruption in our ability to offer our solutions, or we could be required to retain the services of replacement providers. We may move or transfer our data and our customers' data to other cloud hosting providers and any unsuccessful data transfers may impair the delivery of our service.

Changes in laws and regulations related to technology, the internet or changes in the internet infrastructure itself may diminish the demand for our solutions.

The future success of our business depends upon the continued use of the internet as a primary medium for commerce, communication and business solutions. Federal, state or foreign government bodies or agencies have in the past adopted, and may in the future adopt, laws or regulations affecting the use of the internet as a commercial medium. Changes in these laws or regulations could require us to modify our solutions in order to comply with these changes. In addition, government agencies or private organizations may begin to impose taxes, fees or other charges for accessing the internet or commerce conducted via the internet. These laws or charges could result in reductions in the demand for internet-based solutions such as ours.

In addition, the use of the internet as a business tool could be adversely affected due to delays in the development or adoption of new standards and protocols to handle increased demands of internet activity, security, reliability, cost, ease of use, accessibility and quality of service. The performance of the internet and its acceptance as a business tool has been adversely affected by “viruses,” “worms” and similar malicious programs, and the internet has experienced a variety of outages and other delays as a result of damage to portions of its infrastructure. If the use of the internet or technology generally is adversely affected by these issues, demand for our solutions could suffer.

We are subject to data privacy and protection laws and regulations as well as contractual privacy obligations around the world.

We manage private and confidential information and documentation related to our customers’ finances and transactions, often prior to public dissemination. The use of insider information is highly regulated in the U.S. and abroad, and violations of securities laws and regulations may result in civil and criminal penalties. In addition, we are subject to the data privacy and protection laws and regulations adopted by federal, state and foreign legislatures and governmental agencies. Privacy laws restrict our storage, use, processing, disclosure, transfer and protection of personal information that may be placed in our platform by our customers or collected from visitors while visiting our websites. The regulatory framework for privacy and data protection issues worldwide is evolving, and new or proposed legislation and regulations could also significantly affect our business. These laws and regulations, as well as any associated inquiries or investigations or any other government actions, may be costly to comply with and may delay or impede the development of new products, result in negative publicity, increase our operating costs, require significant management time and attention, and subject us to remedies that may harm our business, including fines or demands or orders that we modify or cease existing business practices.

In addition, as we expand our operations globally, compliance with regulations that differ from jurisdiction to jurisdiction may also impose substantial burdens on our business. In particular, the European Union’s General Data Protection Regulation (“GDPR”) includes robust obligations on data processors and heavier documentation requirements for data protection compliance programs by companies that process personal data of residents of the E.U., and imposes significant penalties for non-compliance. Further, because our customers often use a Workiva account across multiple jurisdictions, E.U. regulators could determine that we transfer data from the E.U. to the U.S., which could subject us to E.U. laws with respect to data privacy. The legal frameworks governing these and other cross-border data transfers continue to evolve and remain subject to legal, regulatory and political developments. These changes to the legal bases for transferring data across jurisdictions could affect the manner in which we provide our services or adversely affect our financial results.

In addition to government activity, the technology industry and other industries are considering various new, additional or different self-regulatory standards that may place additional burdens on us. If the processing of personal and confidential information were to be curtailed in this manner, our software solutions may be less effective or diminish the user experience, which may reduce demand for our solutions and adversely affect our business.

We are also subject to the privacy and data protection-related obligations in our contracts with our customers and other third parties. We could be adversely affected by changes to these contracts in ways that are inconsistent with our practices or in conflict with the laws and regulations of the U.S., and non-U.S. regulatory authorities. We may also be contractually liable to indemnify and hold harmless our customers from the costs or consequences of inadvertent or unauthorized disclosure of data that we store or handle as part of providing our services. Finally, we are also subject to contractual obligations and other legal restrictions with respect to our collection and use of data, and we may be liable to third parties in the event we are deemed to have wrongfully used or gathered data.

As our customers and prospects prepare to comply with frequently changing privacy legislation, including GDPR, we are subject to our current and prospective customers' enhanced due diligence prior to contract execution. Furthermore, the uncertainty of how regulators will apply privacy laws in different jurisdictions has caused many companies to adopt very broad and restrictive vendor policies, contract templates and requirements. Due to the aforementioned changes to privacy law, our current and prospective customers have begun to require us to adopt standard contractual clauses, data processing agreements, or amendments to existing agreements regarding privacy and/or security compliance prior to conducting new (or any) business with us. In addition, due diligence by current or prospective customers may take the form of onsite audits and questionnaires. Negotiating these clauses and satisfying customers' concerns around privacy risk can slow down the overall sales cycle due to the coordination of so many subject matter experts. Slower sales cycles may limit our ability to grow and create focus on compliance points as opposed to new sales.

Any failure by us or a third-party contractor providing services to us to comply with applicable privacy and data protection laws, regulations, self-regulatory requirements or industry guidelines, our contractual privacy obligations or our own privacy policies, may result in fines, statutory or contractual damages, litigation or governmental enforcement actions. These proceedings or violations could force us to spend significant amounts in defense or settlement of these proceedings, result in the imposition of monetary liability, distract our management, increase our costs of doing business, and adversely affect our reputation and the demand for our solutions.

Furthermore, government agencies may seek to access sensitive information that our customers upload to our service providers or restrict customers' access to our service providers. Laws and regulations relating to government access and restrictions are evolving, and compliance with such laws and regulations could limit adoption of our services by customers and create burdens on our business. Moreover, investigations into our compliance with privacy-related obligations could increase our costs and divert management attention.

Any failure to protect our intellectual property rights or defend against accusations of infringement of third-party intellectual property rights could impair our ability to protect our proprietary technology and our brand.

Our success substantially depends upon our proprietary methodologies and other intellectual property rights. Unauthorized use of our intellectual property by third parties may damage our brand and our reputation. As of December 31, 2025, we had 90 issued patents and 14 patent applications pending, and we expect to seek additional patents in the future. In addition, we rely on a combination of copyright, trademark and trade secret laws, employee and third-party non-disclosure and non-competition agreements and other methods to protect our intellectual property. However, unauthorized parties may attempt to copy or obtain and use our technology to develop products with the same functionality as our solutions. We cannot assure you that the steps we take to protect our intellectual property will be adequate to deter misappropriation of our proprietary information or that we will be able to detect unauthorized use and take appropriate steps to protect our intellectual property. U.S. federal and state intellectual property laws offer limited protection, and the laws of some countries provide even less protection. Moreover, changes in intellectual property laws, such as changes in the law regarding the patentability of software, could also impact our ability to obtain protection for our solutions. In addition, patents may not be issued with respect to our pending or future patent applications. Those patents that are issued may not be upheld as valid, may be contested or circumvented, or may not prevent the development of competitive solutions.

Patent and other intellectual property disputes are common in our industry. We might be required to spend significant resources and divert the efforts of our technical and management personnel to monitor and protect our intellectual property. Litigation brought to protect and enforce our intellectual property rights could be costly, time-consuming and distracting to management and could result in the impairment or loss of portions of our intellectual property. Furthermore, our efforts to enforce our intellectual property rights may be met with defenses, counterclaims and countersuits attacking the validity and enforceability of our intellectual property rights. Any failure to secure, protect and enforce our intellectual property rights could seriously adversely affect our brand and adversely impact our business.

In addition, our success depends upon our ability to refrain from infringing upon the intellectual property rights of others. Some companies, including some of our competitors, own large numbers of patents, copyrights and trademarks, which they may use to assert claims against us. As we grow and enter new markets, we will face a growing number of competitors. As the number of competitors in our industry grows and the functionality of products in different industry segments overlaps, we expect that software and other solutions in our industry may be subject to such claims by third parties. Third parties may in the future assert claims of infringement, misappropriation or other violations of intellectual property rights against us. We cannot assure you that infringement claims will not be asserted against us in the future, or that, if asserted, any infringement claim will be successfully defended. A successful claim against us could require that we pay substantial damages or ongoing royalty payments, prevent us from offering our services, or require that we comply with other unfavorable terms. We may also be obligated to indemnify our customers or business partners or pay substantial settlement costs, including royalty payments, in connection with any such claim or litigation and to obtain licenses, modify applications or refund fees, which could be costly. Even if we were to prevail in such a dispute, any litigation regarding our intellectual property could be costly and time-consuming and divert the attention of our management and key personnel from our business operations.

Some of our solutions utilize open source software, and any failure to comply with the terms of one or more of these open source licenses, or failures stemming from the open source software, could negatively affect our business.

Some of our solutions include software covered by open source licenses, which may include, by way of example, GNU General Public License and the Apache License. The terms of various open source licenses have not been interpreted by U.S. courts, and there is a risk that such licenses could be construed in a manner that imposes unanticipated conditions or restrictions on our ability to market our solutions. By the terms of certain open source licenses, we could be required to release the source code of our proprietary software, and to make our proprietary software available under open source licenses, if we combine our proprietary software with open source software in a certain manner. In the event that portions of our proprietary software are determined to be subject to an open source license, we could be required to publicly release the affected portions of our source code, re-engineer all or a portion of our technologies, or otherwise be limited in the licensing of our technologies, each of which could reduce or eliminate the value of our technologies and services. In addition to risks related to license requirements, usage of open source software can lead to greater risks than use of third-party commercial software, as open source licensors generally do not provide warranties, assurance of performance or title, or controls on the origin of, or updates to, such software. Many of the risks associated with usage of open source software cannot be eliminated and could negatively affect our business.

Additionally, open source software may contain security vulnerabilities, latent defects, or malicious code introduced through supply-chain attacks, and such components may be updated, deprecated, or rendered incompatible by their respective maintainers without notice. If any widely used open source component on which our platform depends were to become vulnerable, unsupported, or require replacement, we may be required to devote significant engineering resources to identify, remediate, or replace affected code, which could increase our costs, delay development timelines, or expose our platform to security risks. These issues could adversely affect the availability, performance, or security of our platform and harm our business and reputation.

Risks Related to Taxes

The adoption of new tax legislation could adversely affect our business and financial condition.

Changes to U.S. tax laws could also impact how U.S. corporations are taxed. Although we cannot predict whether or in what form such changes will be issued or enacted, they could have a material impact on our effective tax rate, income tax expense, deferred tax assets, results of operations, cash flows, and profitability. Additionally, as our employees continue to work remotely from geographic locations across the U.S. and internationally, we may become subject to additional taxes and our compliance burdens with respect to the tax laws of additional jurisdictions may be increased.

Determining our income tax rate is complex and subject to uncertainty.

The computation of provision for income tax is complex, as it is based on the laws of numerous taxing jurisdictions and requires significant judgment on the application of complicated rules governing accounting for tax provisions under U.S. generally accepted accounting principles. In addition, the application of federal, state, local and international tax laws to services provided electronically is evolving, and new tax requirements could be applied solely or disproportionately to services provided over the internet. Provision for income tax for interim quarters is based on a forecast of our U.S. and non-U.S. effective tax rates for the year, which includes forward-looking financial projections, including the expectations of profit and loss by jurisdiction, and contains numerous assumptions. Various items cannot be accurately forecasted and future events may be treated as discrete to the period in which they occur. Our provision for income tax can be materially impacted, for example, by the geographical mix of our profits and losses, changes in our business, such as internal restructuring and acquisitions, changes in tax laws and accounting guidance and other regulatory, legislative or judicial developments changes in tax rates, tax audit determinations, changes in our uncertain tax positions, changes in our intent and capacity to permanently reinvest foreign earnings, changes to our transfer pricing practices, tax deductions attributed to equity compensation and changes in our need for a valuation allowance for deferred tax assets. The authorities in these jurisdictions in which we operate or otherwise conduct business, including state and local taxing authorities in the U.S., could successfully assert that we are obligated to pay additional taxes, interest and penalties. The authorities could also claim that various withholding requirements apply to us or our subsidiaries or assert that benefits of tax treaties, tax holidays or government grants that we intend to utilize are not available to us or our subsidiaries, any of which could have a material impact on us and the results of our operations.

The tax authorities in the U.S. and other countries where we do business regularly examine our income and other tax returns, and these examinations could result in the assessment of material additional taxes. Our tax expense also may be impacted if our intercompany transactions, which are required to be computed on an arm's-length basis, are challenged and successfully disputed by the tax authorities. For these reasons, our actual income taxes may be materially different from our provision for income tax.

Our ability to use our net operating loss carryforwards to offset future taxable income may be subject to certain limitations.

In general, under Section 382 of the Internal Revenue Code, as amended (the "Code"), a corporation that undergoes an ownership change within the meaning of Section 382 of the Code and the underlying regulations is subject to limitations on its ability to utilize its pre-change net operating losses ("NOLs"), to offset future taxable income. If our existing NOLs are subject to limitations arising from previous ownership changes, our ability to utilize NOLs could be limited by Section 382 of the Code. Future changes in our stock ownership, some of which are outside of our control, could result in an ownership change under Section 382 of the Code. Furthermore, our ability to utilize the NOLs of companies that we have acquired or may acquire in the future may be subject to limitations. There is also a risk that under prior regulations or due to other unforeseen reasons, our prior year NOLs could expire or otherwise be unavailable to offset future income tax liabilities. For these reasons, we may not be able to realize a tax benefit from the use of our NOLs, whether or not we attain profitability.

Risks Related to Ownership of Our Securities

Our stock price has been and will likely continue to be volatile or may decline regardless of our operating performance, including due to factors outside of our control.

The trading price for shares of our Class A common stock has been, and is likely to continue to be, volatile for the foreseeable future. The trading price of our Class A common stock may fluctuate in response to many risk factors listed in this section, and others beyond our control. Additionally, the trading price of our Class A common stock may be significantly affected by the opinions, ratings, and reports issued by analysts, investors, media outlets or other market participants, including market sentiment, trends, or speculation, which can be difficult to predict or control. These opinions may be based on factors unrelated to our business fundamentals or may not fully reflect the complexities of our financial performance, strategic direction, or long-term prospects. Negative reports or downgrades by influential analysts or large institutional investors could result in downward pressure on our stock price, regardless of the underlying performance of our business. Conversely, while positive analyst opinions or upgrades may boost our stock price, they may not be sustainable or indicative of the company's actual performance, potentially leading to additional volatility.

Furthermore, the stock markets recently have experienced extreme price and volume fluctuations that have affected and continue to affect the market prices of equity securities of many companies, and technology companies in particular. These fluctuations often have been unrelated or disproportionate to the operating performance of those companies. These broad market and industry fluctuations, as well as general economic, political and market conditions such as recessions, interest rate changes or global currency fluctuations, may negatively impact the market price of our Class A common stock. In the past, companies that have experienced volatility in the market price of their stock have been subject to securities class action litigation. We may be the target of this type of litigation in the future. Securities litigation against us could result in substantial costs and divert our management's attention from other business concerns, which could harm our business.

If there are substantial sales of shares of our Class A common stock or some or all of our convertible senior notes are converted and sold, the price of our Class A common stock could decline.

The price of our Class A common stock could decline if our convertible senior notes are converted. In addition, upon conversion of the convertible senior notes, we have the option to pay or deliver, as the case may be, cash, shares of our Class A common stock, or a combination of cash and shares of our Class A common stock, and anticipated conversion of the convertible senior notes into shares of our Class A common stock could depress the price of our Class A common stock. Further, the existence of the convertible senior notes may encourage short selling by market participants that engage in hedging or arbitrage activity.

The market price of the shares of our Class A common stock could decline as a result of the sale of a substantial number of our shares of common stock in the public market, including by us, our directors, executive officers and significant shareholders, or by the conversion of our convertible senior notes into shares of our Class A common stock and the subsequent sale of such shares in the public market. New investors in subsequent transactions could gain rights, preferences and privileges senior to those of holders of our Class A common stock.

The dual class structure of our common stock concentrates voting control with certain of our founding shareholders.

Our Class B common stock has ten votes per share, and our Class A common stock has one vote per share. As of December 31, 2025, the Class B common stock beneficially owned by certain of our former executive officers collectively represented approximately 41% of the voting power of our

outstanding capital stock. This significant concentration of voting power may limit the ability of Class A common stockholders to influence corporate matters for the foreseeable future and may have the effect of delaying, deferring or preventing a change in control, impeding a merger, consolidation, takeover or other business combination involving us, or discouraging a potential acquirer from making a tender offer or otherwise attempting to obtain control of our business, even if such a transaction would benefit other stockholders. The holders of Class B common stock may also have interests that differ from those of Class A common stock holders and may vote in a way that may be adverse to the interests of holders of Class A common stock.

Anti-takeover provisions in our charter documents, our convertible senior notes and Delaware law could make an acquisition of us more difficult, limit attempts by our stockholders to replace or remove our current management and may negatively affect the market price of our Class A common stock.

Provisions in our certificate of incorporation and bylaws may have the effect of delaying or preventing a change of control or changes in our management. Our certificate of incorporation and bylaws include provisions that:

- establish that our board of directors is divided into three classes, with each class serving three-year staggered terms;
- provide that our directors may be removed only for cause;
- provide that vacancies on our board of directors may be filled only by a majority of directors then in office, even though less than a quorum;
- require that any action to be taken by our stockholders be effected at a duly called annual or special meeting and not by written consent;
- specify that special meetings of our stockholders can be called only by our board of directors, the chairman of our board of directors or our chief executive officer or president (in the absence of a chief executive officer);
- establish an advance notice procedure for stockholder proposals to be brought before an annual meeting, including proposed nominations of persons for election to our board of directors;
- authorize our board of directors to issue, without further action by the stockholders, up to 100,000,000 shares of undesignated preferred stock;
- require the approval of our board of directors or the holders of a supermajority of our outstanding shares of capital stock to amend our bylaws and certain provisions of our certificate of incorporation; and
- reflect two classes of common stock, as discussed above.

In addition, certain provisions in the indenture governing our convertible senior notes may make it more difficult or expensive for a third party to acquire us. In addition, we are a Delaware corporation and governed by the provisions of Section 203 of the Delaware General Corporation Law, which generally prohibits a Delaware corporation from engaging in any of a broad range of business combinations with any “interested” stockholder, in particular those owning 15% or more of our outstanding voting stock, for a period of three years following the date on which the stockholder became an “interested” stockholder.

The amount and frequency of our share repurchases may fluctuate, and we cannot guarantee that we will fully consummate our share repurchase authorization, or that it will enhance long-term shareholder value. Share repurchases could also increase the volatility of the trading price of our stock and will diminish our cash reserves.

On August 1, 2024, we announced that on July 30, 2024, our board of directors authorized a share repurchase plan for up to \$100.0 million of our outstanding Class A common stock (the “2024 Repurchase Plan”). On February 16, 2026, our board of directors modified the repurchase plan to authorize an additional \$250 million of the Company’s outstanding Class A common stock for repurchase under the plan. The amount, frequency and execution of our share repurchases pursuant to the 2024 Repurchase Plan may fluctuate based on our operating results, cash flows, and priorities for the use of cash for other purposes. These other purposes include, but are not limited to, operational spending, capital spending, acquisitions, and repayment of debt. Other factors, including changes in tax laws, could also impact our share repurchases. Although our board of directors has authorized share repurchases of up to a specified amount of our Class A common stock, the authorization does not obligate us to repurchase any common stock, and may be modified, suspended or terminated at any time.

We cannot guarantee that our share repurchase authorization pursuant to the 2024 Repurchase Plan will be fully consummated or that it will enhance long-term shareholder value. The repurchase authorization could affect the trading price of our stock and increase volatility. Price volatility may cause the average price at which we repurchase our common stock in a given period to exceed the common stock’s price at a given point in time. There can be no assurance that the time frame for repurchases under our 2024 Repurchase Plan or that any repurchases will have a positive impact on our stock price or earnings per share. Important factors that could cause us to discontinue or decrease our stock repurchases include, among others, unfavorable market conditions, the market price of our common stock, the nature of other investment or strategic opportunities presented to us from time to time and the availability of funds necessary to fulfill such repurchases.

We do not intend to pay dividends for the foreseeable future.

We may not declare or pay cash dividends on our capital stock in the near future. We currently intend to retain any future earnings to finance the operation and expansion of our business, and we do not expect to declare or pay any dividends in the foreseeable future. Consequently, stockholders must rely on sales of their Class A common stock after price appreciation as the only way to realize any future gains on their investment.

Risks Related to our Indebtedness

The conditional conversion feature of our convertible senior notes may adversely affect our financial condition and operating results.

We completed offerings of convertible senior notes in August 2019 and August 2023. In the event the conditional conversion features of our convertible senior notes are triggered, holders of such notes will be entitled to convert the convertible senior notes at any time during specified periods at their option. If one or more holders elect to convert their convertible senior notes, unless we elect to satisfy our conversion obligation by delivering solely shares of our Class A common stock (other than paying cash in lieu of delivering any fractional share), we would be required to settle a portion or all of our conversion obligation through the payment of cash, which could adversely affect our liquidity. In addition, even if holders do not elect to convert their convertible senior notes, we would be required under applicable accounting rules to reclassify all or a portion of the outstanding principal of the convertible senior notes as a current rather than long-term liability, which would result in a material reduction of our net working capital.

Servicing our debt requires a significant amount of cash.

Our ability to make scheduled payments of the principal of, to pay interest on or to refinance our current and future indebtedness, including our convertible senior notes, depends on our future performance. In addition, holders of the convertible senior notes will have the right to require us to repurchase their convertible senior notes for cash upon the occurrence of certain fundamental changes. Upon conversion of the convertible senior notes, unless we elect to deliver solely shares of our Class A common stock to settle such conversion (other than paying cash in lieu of delivering any fractional share), we will be required to make cash payments in respect of the notes being converted. Our business may not continue to generate cash flow from operations in the future sufficient to service our debt and make necessary capital expenditures.

Item 1B. Unresolved Staff Comments

None.

Item 1C. Cybersecurity

Risk Management and Strategy

We are subject to various cybersecurity risks that could adversely affect our business, financial condition, results of operations, and reputation. It is important to develop, implement, and maintain comprehensive cybersecurity measures, which we do as part of our larger risk management program to safeguard our information systems and protect the confidentiality, integrity, and availability of our data. Our risk management team works closely with our Business Technology and Information Security (“InfoSec”) departments to evaluate and address cybersecurity risks in alignment with our business objectives and operational needs, and is tasked with ensuring that adequate and ongoing discovery and cybersecurity risk management is integrated with our enterprise risk management program. Our information security program incorporates data encryption and access control, single sign-on and multi-factor authentication, vulnerability management, and malware protection for both laptops and servers. We require all employees to complete security awareness training upon onboarding, and annually thereafter, with additional role-based security training as applicable. We align with industry standards and frameworks, and we maintain FedRAMP Moderate authorization, an ISO 27001 certificate, and SOC 1 and 2 Type 2 reports to comply and adhere to industry standard practices. There can be no guarantee that, in every instance, our policies and procedures will be properly followed or that those policies and procedures will prevent malicious or unauthorized access to our information systems.

Engaging Third Parties on Risk Management

Recognizing the complexity and evolving nature of cybersecurity threats, we regularly engage with a range of external experts, including cybersecurity assessors, consultants, and auditors in evaluating and testing our risk management systems. These partnerships enable us to leverage specialized knowledge and insights in order to adhere to industry standard practices. Our collaboration with these third-parties includes regular audits, risk and vulnerability assessments, and consultation on security enhancements.

Overseeing Third-Party Risk

We require that all third-party vendors that have access to or handle sensitive information undergo a risk-based vendor security assessment. Our Governance, Risk and Compliance team conducts security assessments of critical third-party providers before engagement and maintains ongoing annual monitoring to mitigate risks relating to data breaches or other security incidents originating from third-parties.

Risks from Cybersecurity Threats

We have not encountered any incidents from cybersecurity threats to date, including as a result of any previous cybersecurity incidents, that have materially affected, or are reasonably likely to materially affect, our business strategy, results of operations, or financial condition. Although we have not yet been materially impacted by any cybersecurity incident, we are subject to cybersecurity threats, as discussed in Item 1A. Risk Factors, including in the risk factor entitled “We face continually evolving cybersecurity risks, which could result in the loss, theft, misuse, unauthorized disclosure, access, or destruction of confidential information or data, disruption of our solutions, damage to our brands, reputation and relationships with customers, legal exposure and financial losses.”

Governance

The Board of Directors (the “Board”) has established oversight mechanisms designed to manage risks associated with cybersecurity threats.

Board of Directors Oversight

The Board is composed of members who have diverse expertise including, risk and financial management, technology, cybersecurity and finance, equipping the Board with the necessary skill set to effectively oversee cybersecurity risks.

Management’s Role Managing Risk

The Chief Information Security Officer (“CISO”) plays a pivotal role in informing the Board and the Audit Committee on cybersecurity risks and provides comprehensive briefings on a regular basis, with a minimum frequency of three times per year to the Audit Committee and once per year to the full Board. During committee reports, the Audit Committee apprises the full Board of any significant cybersecurity updates. These briefings encompass a broad range of topics, including:

- Current cybersecurity landscape and emerging threats;
- Status of ongoing cybersecurity initiatives and strategies;
- Incident reports and knowledge gleaned from any cybersecurity events; and
- Compliance with regulatory requirements and industry standards.

In addition to our scheduled meetings, the CISO and Chief Executive Officer inform and consult as appropriate with the Board regarding any significant developments in the cybersecurity domain.

The CISO is continually informed about the latest developments in cybersecurity, including potential threats and innovative risk management techniques. The CISO implements and oversees processes for the regular monitoring of our information systems. This includes the deployment of security controls and regular system audits to identify potential risks. In the event of a cybersecurity incident, the CISO is equipped with an incident response plan. This plan includes actions to mitigate the impact of any current cybersecurity incidents and long-term strategies for remediation and prevention of future incidents. Our CISO and other dedicated cybersecurity personnel are certified and experienced information systems security professionals and information security managers with decades of experience and industry certifications, including Certified Information Systems Security Professional; Offensive Security Certified Professional; Global Information Assurance Certification; Security Strategic Planning, Policy, and Leadership; and Certified Information Security Manager, among others.

Monitoring Cybersecurity Incidents and Reporting to Board of Directors

The CISO regularly informs the CEO, Chief Legal Officer, Chief Information Officer and in-house data privacy counsel regarding cybersecurity risks and incidents to keep senior management abreast of our cybersecurity posture and potential risks facing Workiva. Furthermore, significant cybersecurity matters, and strategic risk management decisions are escalated to the Board to enable it to provide oversight and guidance on any critical cybersecurity issues.

Item 2. Properties

Our corporate headquarters is located in Ames, Iowa, where we lease approximately 120,000 square feet of office space. We also lease office facilities or contract with flexible workspace providers throughout the U.S. and internationally. We believe that our properties are generally suitable to meet our needs for the foreseeable future. In addition, to the extent we require additional space in the future, we believe that it would be readily available on commercially reasonable terms.

Item 3. Legal Proceedings

From time to time we may become involved in legal proceedings or be subject to claims arising in the ordinary course of our business. We are not presently a party to any legal proceedings that in the opinion of our management, if determined adversely to us, would have a material adverse effect on our business, financial condition, operating results or cash flows. Regardless of the outcome, litigation can have an adverse impact on us because of defense and settlement costs, diversion of management resources and other factors.

Item 4. Mine Safety Disclosure

Not applicable.

Part II.

Item 5. Market for Registrant’s Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities

Our Class A common stock is listed on the NYSE under the symbol “WK”. Our Class B common stock is not listed or traded on any stock exchange.

Stockholders

As of December 31, 2025, there were approximately 49 stockholders of record of our Class A common stock, including The Depository Trust Company, which holds shares of our common stock on behalf of an indeterminate number of beneficial owners, as well as 10 stockholders of record of our Class B common stock.

Dividends

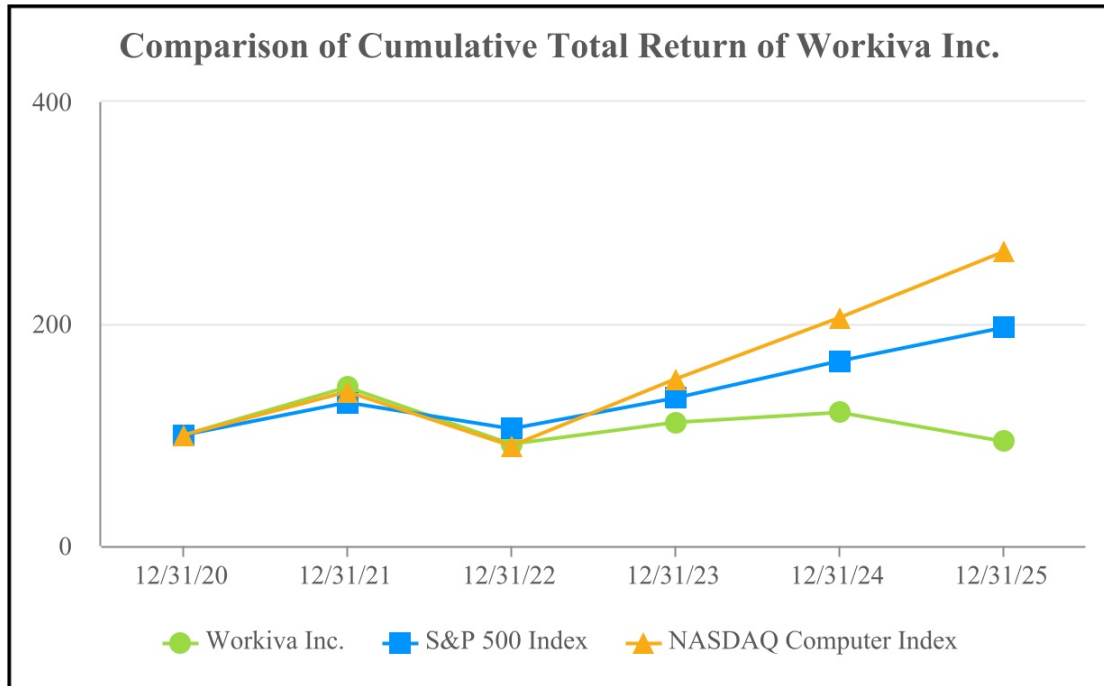
We have never declared or paid cash dividends on our capital stock. We currently intend to retain any future earnings and do not expect to pay any dividends on our capital stock. Any future determination to pay dividends on our capital stock will be at the discretion of our board of directors and will depend on our financial condition, results of operations, capital requirements and other factors that our board of directors considers relevant.

Stock Performance Graph

The following shall not be deemed incorporated by reference into any of our other filings under the Exchange Act or the Securities Act.

The graph below compares the cumulative total stockholder return on our Class A common stock with the cumulative total return on the Standard & Poor’s 500 Index and the Nasdaq Computer Index. The chart assumes \$100 was invested at the close of market on December 31, 2020, in the Class A common stock of Workiva Inc., the S&P 500 Index and the Nasdaq Computer Index, and assumes the reinvestment of any dividends.

The comparisons in the graph below are based upon historical data and are not indicative of, nor intended to forecast, future performance of our Class A common stock.



Company/Index	12/31/2020	12/31/2021	12/31/2022	12/31/2023	12/31/2024	12/31/2025
Workiva Inc.	\$ 100.00	\$ 142.43	\$ 91.65	\$ 110.82	\$ 119.52	\$ 94.14
S&P 500 Index	100.00	128.71	105.40	133.11	166.41	196.17
NASDAQ Computer Index	100.00	138.31	89.93	150.15	205.37	264.80

Issuer Purchases of Equity Securities

On August 1, 2024, we announced that on July 30, 2024, our board of directors authorized a share repurchase plan for up to \$100.0 million of our outstanding Class A common stock (the “2024 Repurchase Plan”).

During the fourth quarter of 2025, Workiva purchased approximately 131,000 shares for \$11.5 million under the 2024 Repurchase Plan. As of December 31, 2025, approximately \$28 million remained available under the plan for future share repurchases. On February 16, 2026, our board of directors modified the 2024 Repurchase Plan to authorize an additional \$250 million of the Company’s outstanding Class A common stock for repurchase under the plan. The timing, manner, price and amount of any repurchases will be determined at the Company’s discretion, and the share repurchase program may be suspended, terminated or modified at any time for any reason. Shares may be repurchased through open market purchases in accordance with the requirements of Exchange Act Rule 10b-18, or privately negotiated transactions, including through the use of trading plans intended to qualify under Rule 10b5-1 under the Exchange Act.

The following table summarizes the share repurchase activity for the year ended December 31, 2025 (in thousands, except share and per share data):

	Total Number of Shares Purchased	Average Price Paid per Share	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs	Approximate Dollar Value that May Yet Be Purchased Under the Plans or Programs
October 1, 2025 to October 31, 2025	—	\$ —	—	\$ 39,893
November 1, 2025 to November 30, 2025	17,419	\$ 86.47	17,419	\$ 38,387
December 1, 2025 to December 31, 2025	114,062	\$ 87.65	114,062	\$ 28,389
Total	131,481		131,481	

Item 6. [Reserved]

Item 7. Management’s Discussion and Analysis of Financial Condition and Results of Operations

The following discussion and analysis of our financial condition and results of our operations should be read in conjunction with the consolidated financial statements and related notes included elsewhere in this Annual Report. In addition to historical consolidated financial information, this discussion contains forward-looking statements that involve risks and uncertainties. Investors should review the Special Note Regarding Forward-Looking Statements and Information herein. Our actual results could differ materially from those discussed below. Factors that could cause or contribute to these differences include, but are not limited to, those identified below, and those discussed in “Section 1A. Risk Factors” included elsewhere in this Annual Report.

Overview

The Workiva platform powers trust, transparency, and accountability. Accounting, finance, sustainability, risk, and audit teams from more than 6,600 organizations worldwide, including over 85% of FORTUNE® 1,000 companies, rely on Workiva for their mission-critical work. We transform how customers connect data, unify processes, and empower teams in a secure, audit-ready, AI-powered, collaborative platform.

From data to disclosure, the Workiva platform empowers customers by connecting and transforming data from hundreds of enterprise resource planning (“ERP”), human capital management (“HCM”), and customer relationship management (“CRM”) systems, as well as other third-party cloud and on-premise applications. Customers use our platform to create, review and publish data-linked documents, presentations, and reports with greater control, consistency, accuracy, and productivity. Our platform is flexible and scalable, so customers can easily adapt it to define, automate, and change their business processes in real time.

While our customers use our platform for more than 100 different use cases, across dozens of vertical industries, we organize our sales and marketing resources into three purpose-built solution groups (financial reporting, sustainability management, and governance, risk and compliance (“GRC”) focusing primarily on the office of the Chief Financial Officer (“CFO”), Chief Sustainability Officer (“CSO”), and Chief Audit Executive (“CAE”).

We operate our business on a multi-tenant SaaS platform accessible around the world. Customers enter into annual and multi-year subscription contracts to gain access to our platform. Our subscription fee includes the use of our software and technical support. Our subscription pricing is based primarily on a solution-based licensing model. Under this model, operating metrics related to a customer’s expected use of each solution determine the price. We charge customers additional fees primarily for document setup and XBRL tagging services.

We generate sales primarily through our direct sales force. In addition, we augment our direct sales channel with partnerships. Our advisory and service partners offer a wider range of domain and functional expertise that broadens the capabilities of our platform, bringing scale and support to customers and prospects. Our technology partners enable more data and process integrations to help customers connect critical transactional systems directly to our platform.

We continue to invest in the development of our solutions, infrastructure and sales and marketing to drive long-term growth. Our full-time employee headcount expanded to 2,860 at December 31, 2025 from 2,828 at December 31, 2024, an increase of 1.1%.

We have achieved significant revenue growth in recent periods. Our revenue grew to \$884.6 million in 2025 from \$738.7 million in 2024, an increase of 19.7%. We incurred net losses of \$26.2 million and \$55.0 million in 2025 and 2024, respectively.

We continue to invest for future growth and are focused on several key drivers, including focusing on multi-solution adoption by new and existing customers, further developing our partner

program, accelerating global expansion and our fit-for-purpose solutions. These growth drivers often require a more sophisticated go-to-market approach and, as a result, we may incur additional costs upfront to obtain new customers and expand our relationships with existing customers, including additional sales and marketing expenses.

Effects of Policy and Regulatory Uncertainty

Sales of our sustainability management solutions have been, and may continue to be, materially impacted by domestic and global policy uncertainties. Shifts in regulatory priorities, market sentiment, and legal challenges to sustainability-related rules and regulations are affecting our market expansion opportunities in the U.S. and abroad. For example, on February 25, 2025, the European Commission unveiled the first “Omnibus” package to advance EU competitiveness and simplification of rules on sustainability. Among other measures, the package proposed streamlining key sustainability frameworks. On December 16, 2025, the European Parliament adopted the Detailed Omnibus Directive, which is part of the first Omnibus simplification package. The Detailed Omnibus Directive revises scoping thresholds, removes the climate transition plan requirement, and implements targeted amendments across the Corporate Sustainability Reporting Directive (“CSRD”). It is expected that the adoption is likely to result in substantive amendments to the CSRD. We believe that the revised thresholds under these expected amendments have influenced the pace of customer adoption of our sustainability solutions. The potential impact on our growth trajectory of these changes, and of global policy uncertainty generally, cannot be accurately predicted.

Ongoing regulatory initiatives, including proposed changes to SEC reporting requirements intended to reduce burdens on public companies and enhance the attractiveness of capital markets, such as a potential shift in reporting frequency, could affect the performance of certain of our businesses. These developments may have positive or negative impacts on our business, but the scope and timing of any effects remain uncertain. We continue to monitor regulatory developments and assess potential effects across our business. The full scope of these potential regulatory developments, and their implications for our financial performance, cannot be predicted accurately at this time.

Effects of Volatility in the IPO/SPAC Markets

In the U.S., volatility in the public markets has led to a decrease in the number of initial public offerings (“IPOs”) and special-purpose acquisition companies (“SPACs”) since fiscal 2022. New sales of our SEC and capital markets solutions were adversely affected by this decline in the IPO and SPAC markets. Although there has been an increase recently in the number of IPOs in 2025, we continue to expect reduced valuation multiples caused by higher interest rates, inflation, global trade conflicts and geopolitical instability to continue to create uncertain impacts on the number of IPOs in fiscal year 2026. Whether and to what extent the IPO and SPAC markets will continue to moderate cannot be accurately predicted.

Key Factors Affecting Our Performance

Generate Growth From Existing Customers. The Workiva platform can exhibit a powerful network effect within an enterprise, meaning that the usefulness of our platform attracts additional users. Since solution-based licensing offers our customers an unlimited number of seats for each solution purchased, we expect customers to add more seats over time. As more employees in an enterprise use our platform, additional opportunities for collaboration and automation drive demand among their colleagues for additional solutions.

Pursue New Customers. We sell to organizations that manage large, complex processes with distributed teams of contributors and disparate sets of business data. We market our platform to professionals and executives in the areas of financial and non-financial reporting, including regulatory, multi-entity and management reporting. In addition, we market to teams responsible for sustainability management and GRC programs. We intend to continue to build our sales and marketing organization and leverage our brand equity to attract new customers.

Offer More Solutions. We intend to introduce new solutions to continue to meet growing demand for our platform. Our close and trusted relationships with our customers are a source for new use cases, features and solutions. We have a disciplined process for tracking, developing and releasing new solutions that are designed to have immediate, broad applicability, together with a strong value proposition and high return on investment for both Workiva and our customers. Our advance planning team assesses customer needs, conducts industry-based research and defines new markets. This vetting process involves our sales, product marketing, customer success, professional services, research and development, finance and senior management teams.

Expand Across Enterprises. Our success in delivering multiple solutions has created demand from customers for a broader-based, enterprise-wide Workiva platform. In response, we have been improving our technology and realigning sales and marketing to capitalize on our growing enterprise-wide opportunities. We believe this expansion will add new users, increase revenue and continue to support our high revenue retention rates. However, we expect that enterprise-wide deals will be larger and more complex, which tend to lengthen the sales cycle.

Add Partners. We continue to expand and deepen our relationships with global and regional partners, including consulting firms, system integrators, large and mid-sized independent software vendors, and implementation partners. Our advisory and service partners offer a wider range of domain and functional expertise that broadens our platform's capabilities and promotes Workiva as part of the digital transformation projects they drive for their customers. Our technology partners enable powerful data and process integrations to help customers connect critical transactional systems directly to our platform, with powerful linking, auditability and control features. We believe that our partner ecosystem extends our global reach, accelerates the usage and adoption of our platform, and enables more efficient delivery of professional services.

Investment in growth. We plan to continue to invest in the development of our platform, fit-for-purpose solutions and application marketplace to enhance our current offerings and build new features. In addition, we expect to continue to invest in our sales, marketing, professional services and customer success organizations to drive additional revenue and support the needs of our growing customer base and to take advantage of opportunities that we have identified in Europe, the Middle East and Africa ("EMEA") and Asia-Pacific ("APAC") regions.

Seasonality. Seasonality affects our revenue, expenses and cash flows from operations. Revenue from professional services is generally higher in the first quarter as many of our customers file their 10-K in the first calendar quarter. As of December 31, 2025, the majority of our SEC customers reported their financials on a calendar-year basis. Our sales and marketing expense also has some degree of seasonality. Sales and marketing expense has historically been higher in the third quarter due to our annual user conference in September. In addition, our operating cash flow may be affected by the timing of employee cash bonus payments during the first and fourth calendar quarters and by the timing of payouts under our commission plans in the first quarter.

Key Performance Indicators

	Year ended December 31,		
	2025	2024	2023
(dollars in thousands)			
<i>Financial metrics</i>			
Total revenue	\$ 884,568	\$ 738,680	\$ 630,039
Year-over-year percentage increase in total revenue	19.7%	17.2%	17.1%
Subscription and support revenue	\$ 812,627	\$ 667,646	\$ 558,645
Year-over-year percentage increase in subscription and support revenue	21.7%	19.5%	20.2%
Subscription and support as a percent of total revenue	91.9%	90.4%	88.7%
	As of December 31,		
	2025	2024	2023
<i>Operating metrics</i>			
Number of customers	6,624	6,305	6,034
Gross retention rate	97.2%	97.4%	97.9%
Net retention rate	112.8%	111.9%	110.3%
Number of customers with annual contract value \$100k+	2,507	2,055	1,631
Number of customers with annual contract value \$300k+	592	416	311
Number of customers with annual contract value \$500k+	248	181	137

Total customers. We believe total number of customers is a key indicator of our financial success and future revenue potential. We define a customer as an entity with an active subscription contract as of the measurement date. Our customer is typically a parent company or, in a few cases, a significant subsidiary that works with us directly. Companies with publicly-listed securities account for a substantial majority of our customers. As customers acquired through our Sustain.Life acquisition in 2024 renew their contracts with Workiva, they are added to our customer count above.

Gross retention rate. Our gross retention rate is based on subscription and support revenue. We calculate our gross retention rate based on all customers that were active at the end of the same calendar quarter of the prior year (“base customers”). We begin by annualizing the subscription and support revenue recorded in the same calendar quarter of the prior year for those base customers who are still active at the end of the current quarter. We divide the result by the annualized subscription and support revenue in the same quarter of the prior year for all base customers. We believe gross retention rates are an important metric to track how the Company retains its base revenue for each year.

Our gross retention rate was 97.2% as of December 31, 2025, down slightly from 97.4% as of December 31, 2024. We believe that our success in maintaining a high rate of retention is attributable primarily to our robust technology platform and strong customer service. Customers whose securities were deregistered due to merger or acquisition or financial distress accounted for just over half of our revenue attrition in the latest quarter.

Net retention rate. Our net retention rate is based on subscription and support revenue, and includes revenue from up-selling or cross-selling additional solutions, and pricing changes for existing customers and securing multi-year contracts renewals containing periodic pricing term increases. We calculate our net retention rate by annualizing the subscription and support revenue recorded in the current quarter for our base customers that were active at the end of the current quarter. We divide the result by the annualized subscription and support revenue in the same quarter of the prior year for all base customers. We believe our net retention rate is an important metric to measure the long-term value of customer agreements and our ability to retain our customers.

Our net retention rate was 112.8% as of the year ended December 31, 2025, up from 111.9% as of December 31, 2024.

Annual contract value. Our annual contract value (“ACV”) for each customer is calculated by annualizing the subscription and support revenue recognized during each quarter. We believe the increase in the number of larger contracts shows our progress in expanding our customers’ adoption of our platform. As customers acquired through our Sustain.Life acquisition in 2024 renew their contracts with Workiva, they are incorporated into our ACV metrics in the following table.

	Year ended December 31,		
	2025	2024	2023
Subscription and support revenue from customers with annual contract value of \$100k+ as a percent of total subscription and support revenue	76.8%	71.2%	66.3%
Subscription and support revenue from customers with annual contract value of \$300k+ as a percent of total subscription and support revenue	41.1%	35.7%	31.7%
Subscription and support revenue from customers with annual contract value of \$500k+ as a percent of total subscription and support revenue	27.4%	23.9%	21.5%

Components of Results of Operations

Revenue

We generate revenue through the sale of subscriptions to our cloud-based software and the delivery of professional services. We serve a wide range of customers in many industries, and our revenue is not concentrated with any single customer or small group of customers. For each of the years ended December 31, 2025, 2024 and 2023, no single customer represented more than 1% of our revenue, and our largest 10 customers accounted for less than 10% of our revenue in the aggregate.

We generate sales directly through our sales force and partners. We also identify some sales opportunities with existing customers through our customer success and professional services teams.

Our customer contracts typically range in length from 12 to 36 months. We typically invoice our customers for subscription fees annually in advance. For contracts with a two or three year term, customers sometimes elect to pay the entire multi-year subscription term in advance. Our arrangements do not contain general rights of return.

Subscription and Support Revenue. We recognize subscription and support revenue on a ratable basis over the contract term beginning on the date that our service is made available to the customer. Amounts that are invoiced are initially recorded as deferred revenue.

Professional Services Revenue. We believe our professional services facilitate the sale of our subscription service to certain customers. To date, most of our professional services have consisted of document set up, XBRL tagging, and consulting to help our customers with business processes and best practices for using our platform. Our professional services are not required for customers to utilize our solution. We recognize revenue for document set ups when the service is complete and control has transferred to the customer. Revenues from XBRL tagging and consulting services are recognized as the services are performed.

Cost of Revenue

Cost of revenue consists primarily of personnel and related costs directly associated with our professional services, customer success teams and training personnel, including salaries, benefits, bonuses, travel and stock-based compensation; the costs of contracted third-party vendors; the costs of server usage by our customers; information technology costs; and facility costs. Costs of server usage are comprised primarily of fees paid to Amazon Web Services.

Sales and Marketing Expenses

Sales and marketing expenses consist primarily of personnel and related costs, including salaries, benefits, bonuses, commissions, travel, and stock-based compensation. Other costs included in this expense are marketing and promotional events, our annual user conference, online marketing, product marketing, information technology costs, and facility costs. We pay sales commissions for initial contracts and expansions of existing customer contracts. When the relevant amortization period is one year or less, we expense sales commissions as incurred. All other sales commissions are considered incremental costs of obtaining a contract with a customer and are deferred and amortized on a straight-line basis over a period of benefit that we have determined to be three years.

Research and Development Expenses

Research and development expenses consist primarily of personnel and related costs, including salaries, benefits, bonuses, travel and stock-based compensation; costs of server usage by our developers; information technology costs; and facility costs.

General and Administrative Expenses

General and administrative expenses consist primarily of personnel and related costs for our executive, finance and accounting, legal, human resources, and administrative personnel, including salaries, benefits, bonuses, travel and stock-based compensation; legal, accounting, and other professional service fees; other corporate expenses; information technology costs; and facility costs.

Results of Operations

The following table sets forth selected consolidated statement of operations data for each of the periods indicated:

	Year ended December 31,		
	2025	2024	2023
	(in thousands)		
Revenue			
Subscription and support	\$ 812,627	\$ 667,646	\$ 558,645
Professional services	71,941	71,034	71,394
Total revenue	884,568	738,680	630,039
Cost of revenue			
Subscription and support ⁽¹⁾	136,645	118,697	99,193
Professional services ⁽¹⁾	53,785	53,358	55,029
Total cost of revenue	190,430	172,055	154,222
Gross profit	694,138	566,625	475,817
Operating expenses			
Research and development ⁽¹⁾	214,844	192,935	172,790
Sales and marketing ⁽¹⁾	408,872	347,243	287,035
General and administrative ⁽¹⁾	112,863	102,981	110,519
Total operating expenses	736,579	643,159	570,344
Loss from operations	(42,441)	(76,534)	(94,527)
Interest income	34,153	39,395	25,882
Interest expense	(12,777)	(12,865)	(53,639)
Other (expense) income, net	(1,350)	563	(1,814)
Loss before provision for income taxes	(22,415)	(49,441)	(124,098)
Provision for income taxes	3,754	5,601	3,427
Net loss	\$ (26,169)	\$ (55,042)	\$ (127,525)

(1) Stock-based compensation expense included in these line items was as follows:

	Year ended December 31,		
	2025	2024	2023
	(in thousands)		
Cost of revenue			
Subscription and support	\$ 10,271	\$ 7,979	\$ 5,030
Professional services	4,261	3,221	2,540
Operating expenses			
Research and development	28,867	21,036	18,441
Sales and marketing	42,108	35,339	27,774
General and administrative	37,438	34,575	44,980
Total stock-based compensation expense	\$ 122,945	\$ 102,150	\$ 98,765

The following table sets forth our consolidated statement of operations data as a percentage of revenue for each of the periods indicated:

	Year ended December 31,		
	2025	2024	2023
Revenue			
Subscription and support	91.9%	90.4%	88.7%
Professional services	8.1	9.6	11.3
Total revenue	100.0	100.0	100.0
Cost of revenue			
Subscription and support	15.4	16.1	15.7
Professional services	6.1	7.2	8.7
Total cost of revenue	21.5	23.3	24.4
Gross profit	78.5	76.7	75.6
Operating expenses			
Research and development	24.3	26.1	27.4
Sales and marketing	46.2	47.0	45.6
General and administrative	12.8	13.9	17.5
Total operating expenses	83.3	87.0	90.5
Loss from operations	(4.8)	(10.3)	(14.9)
Interest income	3.9	5.3	4.1
Interest expense	(1.4)	(1.7)	(8.5)
Other (expense) income, net	(0.2)	0.1	(0.3)
Loss before provision for income taxes	(2.5)	(6.6)	(19.6)
Provision for income taxes	0.4	0.8	0.5
Net loss	(2.9)%	(7.4)%	(20.1)%

Revenue

Comparison of Years Ended December 31, 2025 and 2024

	Year ended December 31,		Period-to-period change	
	2025	2024	Amount	% Change
	(dollars in thousands)			
Revenue				
Subscription and support	\$ 812,627	\$ 667,646	\$ 144,981	21.7%
Professional services	71,941	71,034	907	1.3%
Total revenue	\$ 884,568	\$ 738,680	\$ 145,888	19.7%

Total revenue increased \$145.9 million in 2025 compared to 2024 due primarily to a \$145.0 million increase in subscription and support revenue. Growth in subscription and support revenue in 2025 was attributable mainly to strong demand and continued solution expansion across our customer base. The total number of our customers increased 5.1% from December 31, 2024 to December 31, 2025. Revenue from professional services was relatively flat in 2025 compared to 2024. We continue to transition consulting and other services to our partners and expect the revenue growth rate from subscription and support to continue to outpace revenue growth from professional services on an annual basis.

Cost of Revenue

Comparison of Years Ended December 31, 2025 and 2024

	Year ended December 31,		Period-to-period change	
	2025	2024	Amount	% Change
	(dollars in thousands)			
Cost of revenue				
Subscription and support	\$ 136,645	\$ 118,697	\$ 17,948	15.1%
Professional services	53,785	53,358	427	0.8%
Total cost of revenue	<u>\$ 190,430</u>	<u>\$ 172,055</u>	<u>\$ 18,375</u>	10.7%

Cost of revenue increased \$18.4 million in 2025 compared to 2024. Subscription and support cost of revenue increased \$17.9 million due primarily to \$11.1 million in higher cash-based compensation and benefits costs, \$2.3 million of additional stock-based compensation, a \$3.3 million increase in the cost of licensed platform content, a \$1.0 million increase in intangibles amortization, and a \$0.7 million increase in software expense, partially offset by a \$0.7 million decrease in travel expense. The increase in compensation was primarily driven by normal compensation increases for existing headcount and includes a benefit for our transition from a paid-time-off (“PTO”) model to a flexible-time-off (“FTO”) model which was announced in the second half of the year. The increases in the cost of licensed platform content and software expense resulted primarily from our continued investment in and support of our platform and solutions. Professional services cost of revenue increased \$0.4 million due primarily to \$1.0 million of additional stock-based compensation, partially offset by a \$0.4 million decrease in cash-based compensation and benefits costs. The change in compensation was primarily driven by standard compensation increases for existing headcount partially offset by our continued transition of consulting and other services to our partners.

Operating Expenses

Comparison of Years Ended December 31, 2025 and 2024

	Year ended December 31,		Period-to-period change	
	2025	2024	Amount	% Change
	(dollars in thousands)			
Operating expenses				
Research and development	\$ 214,844	\$ 192,935	\$ 21,909	11.4%
Sales and marketing	408,872	347,243	61,629	17.7%
General and administrative	112,863	102,981	9,882	9.6%
Total operating expenses	<u>\$ 736,579</u>	<u>\$ 643,159</u>	<u>\$ 93,420</u>	14.5%

Research and Development

Research and development expenses increased \$21.9 million in 2025 compared to 2024 due primarily to \$14.8 million in higher cash-based compensation and benefits and \$7.8 million of additional stock-based compensation, partially offset by a \$0.8 million decrease in the cost of cloud infrastructure services. The increase in compensation was primarily driven by a modest increase in employee headcount, an executive transition and a benefit for our transition from a PTO model to an FTO model which was announced in the second half of the year.

Sales and Marketing

Sales and marketing expenses increased \$61.6 million in 2025 compared to 2024 due primarily to \$49.2 million in higher cash-based compensation and benefits, \$6.7 million of additional stock-based compensation, a \$1.5 million increase in marketing and advertising, a \$2.6 million increase in professional service fees, a \$1.3 million increase in internal event costs, and a \$1.2 million in software expense. The increases in compensation and internal event costs were primarily due to an increase in employee headcount as we continue to invest in our go-to-market activities, as well as an executive transition and a benefit for our transition from a PTO model to an FTO model which was announced in the second half of the year. The increases in marketing and advertising, professional service fees, and software expense were the result of our continued investment in and support of our platform and solutions.

General and Administrative

General and administrative expenses increased \$9.9 million in 2025 compared to 2024, due primarily to \$5.0 million in higher cash-based compensation and benefits, \$3.0 million of additional stock-based compensation, and a \$2.6 million increase in internal event costs, partially offset by a \$0.7 million decrease in travel expense. The increase in compensation was primarily driven by normal compensation increases for existing headcount, an executive transition, and a benefit for our transition from a PTO model to an FTO model which was announced in the second half of the year. The increase in internal event costs was due to a new internal event held in the second quarter.

Non-Operating Income (Expenses)

Comparison of Years Ended December 31, 2025 and 2024

	Year ended December 31,		Period-to-period change
	2025	2024	Amount
	(dollars in thousands)		
Interest income	\$ 34,153	\$ 39,395	\$ (5,242)
Interest expense	(12,777)	(12,865)	88
Other (expense) income, net	(1,350)	563	(1,913)

Interest income decreased \$5.2 million in 2025 compared to 2024 due primarily to lower interest rates. Interest expense remained relatively flat compared to the same period a year ago. Other expense, net increased \$1.9 million in 2025 compared to 2024 due primarily to losses on foreign currency transactions.

Results of Operations for Fiscal 2024 Compared to 2023

For a comparison of our results of operations for the fiscal years ended December 31, 2024 and 2023, see “Part II, Item 7. Management’s Discussion and Analysis of Financial Condition and Results of Operations” of our annual report on Form 10-K for the fiscal year ended December 31, 2024, filed with the SEC on February 25, 2025.

Liquidity and Capital Resources

Overview of Sources and Uses of Cash

As of December 31, 2025, our principal sources of liquidity were cash, cash equivalents, and marketable securities totaling \$891.6 million, which were held for working capital purposes. We have financed our operations primarily through cash generated from operations and issuances of convertible debt. We have generated significant operating losses as reflected in our accumulated deficit on our consolidated balance sheets. While we may incur operating losses and negative cash flows from operations in the future, we believe that current cash and cash equivalents and cash flows from operating activities will be sufficient to fund our operations for at least the next twelve months and beyond.

Convertible Debt

In August 2023, we issued \$702.0 million aggregate principal amount of 1.250% convertible senior notes due 2028 (the “2028 Notes”). Proceeds from the issuance of the 2028 Notes totaled \$691.1 million, net of initial purchaser discounts and issuance costs. We used \$396.9 million of the net proceeds from the 2028 Notes offering to repurchase \$273.8 million principal amount, together with accrued and unpaid interest thereon, of our 1.125% convertible senior notes due 2026 (the “2026 Notes”) in separate and individually negotiated transactions with certain holders. As of December 31, 2025, we had outstanding debt relating to our 2026 Notes and 2028 Notes of \$71.1 million and \$696.3 million, with corresponding maturity dates of August 15, 2026 and August 15, 2028, respectively.

Share Repurchase Plan

On August 1, 2024, we announced that on July 30, 2024, our board of directors authorized a share repurchase plan for up to \$100.0 million of our outstanding Class A common stock (the “2024 Repurchase Plan”).

During the fourth quarter of 2025, Workiva purchased approximately 131,000 shares for \$11.5 million under the 2024 Repurchase Plan. As of December 31, 2025, approximately \$28 million remained available under the plan for future share repurchases. On February 16, 2026, our board of directors modified the 2024 Repurchase Plan to authorize an additional \$250 million of the Company’s outstanding Class A common stock for repurchase under the plan. The timing, manner, price and amount of any repurchases will be determined at the Company’s discretion, and the share repurchase program may be suspended, terminated or modified at any time for any reason. Shares may be repurchased through open market purchases in accordance with the requirements of Exchange Act Rule 10b-18, or privately negotiated transactions, including through the use of trading plans intended to qualify under Rule 10b5-1 under the Exchange Act.

Cash Flows

The following table summarizes cash flow activity during the years ended December 31, 2025, 2024 and 2023 (in thousands):

	Year ended December 31,		
	2025	2024	2023
Cash flow provided by operating activities	\$ 140,070	\$ 87,706	\$ 70,875
Cash flow used in investing activities	(34,952)	(45,249)	(357,253)
Cash flow (used in) provided by financing activities	(74,944)	6,741	301,265
Net increase in cash, cash equivalents, and restricted cash, net of impact of exchange rates	\$ 37,131	\$ 45,629	\$ 16,524

Operating Activities

Our largest source of operating cash is cash collections from customers for subscription and support access to our platform. Our primary uses of cash from operating activities are for personnel-related expenditures, marketing activities, and costs of cloud infrastructure services.

Cash provided by operating activities of \$140.1 million for the year ended December 31, 2025 consisted of a net loss of \$26.2 million adjusted for non-cash charges of \$130.6 million and net cash inflows of \$35.6 million from changes in operating assets and liabilities. The increase in deferred revenue was primarily due to timing of billings and growth in our customer base.

Cash provided by operating activities of \$87.7 million for the year ended December 31, 2024 consisted of a net loss of \$55.0 million adjusted for non-cash charges of \$103.2 million and net cash inflows of \$39.6 million from changes in operating assets and liabilities. The increase in deferred revenue was primarily due to customer growth. The increase in deferred costs was primarily due to growth in subscription bookings and commission plan achievement at year-end.

Investing Activities

Cash used in investing activities of \$35.0 million for the year ended December 31, 2025 consisted of \$425.5 million in purchases of marketable securities and \$2.1 million in purchases of fixed assets partially offset by \$390.5 million from the maturities of marketable securities and \$2.5 million from the sale of marketable securities. Our capital expenditures were associated primarily with computer equipment in support of our work force.

Cash used in investing activities of \$45.2 million for the year ended December 31, 2024 consisted of \$402.2 million in purchases of marketable securities, \$98.1 million for the acquisition of Sustain.Life, and \$1.4 million in purchases of fixed assets partially offset by \$452.0 million from the maturities of marketable securities and \$4.6 million from the sale of marketable securities. Our capital expenditures were associated primarily with computer equipment in support of expanding our infrastructure and work force.

Financing Activities

Cash used in financing activities of \$74.9 million for the year ended December 31, 2025 consisted of \$71.6 million in repurchases of our Class A common stock under the 2024 Repurchase Plan and \$22.7 million in taxes paid related to net share settlements of stock-based compensation awards partially offset by \$13.7 million in proceeds from shares issued in connection with our Employee Stock Purchase Plan (“ESPP”) and \$6.2 million in proceeds from option exercises.

Cash provided by financing activities of \$6.7 million for the year ended December 31, 2024 consisted of \$13.8 million in proceeds from shares issued in connection with our ESPP and \$4.9 million in proceeds from option exercises partially offset by \$11.5 million in taxes paid related to net share settlements of stock-based compensation awards.

Contractual Obligations and Commitments

The following table represents our contractual obligations as of December 31, 2025, aggregated by type:

	Total	Payments due by period			
		Less than 1 year	1-3 years	3-5 years	More than 5 years
			(in thousands)		
Convertible senior notes	\$ 800,369	\$ 80,819	\$ 719,550	\$ —	\$ —
Operating leases including imputed interest	18,384	6,525	8,796	1,160	1,903
Finance leases, including interest	20,457	1,353	2,707	2,708	13,689
Other contractual commitments	121,379	37,351	57,028	27,000	—
Total contractual obligations	\$ 960,589	\$ 126,048	\$ 788,081	\$ 30,868	\$ 15,592

Total future payments related to our convertible senior notes shown in the table above includes \$773.2 million aggregate principal amount and future interest payments associated with the Notes of \$27.1 million. For more information on our convertible senior notes, refer to Note 8 of our accompanying notes to the consolidated financial statements included elsewhere in this Annual Report on Form 10-K.

We lease certain office space, residential space, buildings and land with various lease terms which are primarily accounted for as operating leases. We have entered into a lease agreement for land and an office building in Ames, Iowa, which was constructed in two phases, and is accounted for as a finance lease. The lease term includes an initial 15-year term and three five-year extensions at our option because renewal was determined to be reasonably assured at the inception of the lease. The lease contains purchase options to acquire the landlord's interest in the land lease and building at any time beginning three years from June 2014 (the commencement date of the second phase of the lease). In addition, the lease requires us to purchase the building from the landlord upon certain events, such as a change in control.

We enter into certain non-cancelable agreements with third-party providers in the ordinary course of business. Our total commitments under these agreements are \$121.4 million and are primarily for cloud infrastructure and cloud services. These amounts are included in the table above under other contractual commitments.

Critical Accounting Policies and Estimates

Our consolidated financial statements are prepared in accordance with accounting principles generally accepted in the U.S. The preparation of these consolidated financial statements requires us to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue, costs and expenses, provision for income taxes and related disclosures. On an ongoing basis, we evaluate our estimates and assumptions. Our actual results may differ from these estimates under different assumptions or conditions.

We believe that of our significant accounting policies, which are described in Note 1 to our consolidated financial statements, the following accounting policies involve a greater degree of judgment and complexity. Accordingly, these are the policies we believe are the most critical to aid in fully understanding and evaluating our consolidated financial condition and results of our operations.

Revenue Recognition

We generate revenue through the sale of our cloud-based software and the delivery of professional services. Revenues are recognized when control of these services is transferred to our customers in an amount that reflects the consideration we expect to be entitled to in exchange for those services.

We determine revenue recognition through the following steps:

- Identification of the contract, or contracts, with a customer
- Identification of the performance obligations in the contract
- Determination of the transaction price
- Allocation of the transaction price to the performance obligations in the contract
- Recognition of revenue when, or as, we satisfy a performance obligation

Subscription and Support Revenue

We recognize subscription and support revenue on a ratable basis over the contract term beginning on the date that our service is made available to the customer. Our subscription contracts are generally 12 to 36 months in duration, are billed either annually or in advance and are non-cancelable. We consider the access to our platform and related support services in a customer contract to be a series of distinct services which comprise a single performance obligation because they are substantially the same and have the same pattern of transfer.

Professional Services Revenue and Customer Options

Professional services revenues primarily consist of fees for document set up, XBRL tagging, and consulting with our customers on business processes and best practices for using our platform. We have determined that an agreement to purchase these professional services constitutes an option to purchase services in accordance with ASC 606 rather than an agreement that creates enforceable rights and obligations because of the customer's contractual right to cancel services that have not yet been used. In the limited case of agreements where we determined that the option provides the customer with a material right, we allocate a portion of the transaction price to the material right based upon the relative standalone selling price. Professional service agreements that do not contain a material right are accounted for when the customer exercises its option to purchase additional services.

Revenue is recognized for document set ups when the service is complete and control has transferred to the customer. Revenues from XBRL tagging and consulting services are recognized as the services are performed.

Contracts with Multiple Performance Obligations

Some of our contracts with customers contain multiple performance obligations. The transaction price is allocated to the separate performance obligations on a relative standalone selling price basis. We determine the standalone selling prices based on our overall pricing objectives, taking into consideration market conditions and entity-specific factors, including the value of our arrangements, length of term, customer demographics and the numbers and types of users within our arrangements.

While changes in assumptions or judgments or changes to the elements of the arrangement could cause an increase or decrease in the amount of revenue that we report in a particular period, these changes have not historically been significant because our recurring revenue is primarily subscription and support revenue.

Acquisitions

We account for acquisitions under Accounting Standards Codification 805, Business Combinations. In general, the acquisition method of accounting requires companies to record assets acquired and liabilities assumed at their respective fair market values at the date of acquisition. Determining the fair value of assets acquired and liabilities assumed requires significant judgment and estimates, including the selection of valuation methodologies, estimates of future revenue, earnings before interest, tax, depreciation and amortization margins, and discount rates. We engage the assistance of third-party valuation specialists in concluding on fair value measurements in connection with determining fair values of assets acquired and liabilities assumed in a business combination. Any amount of the purchase price paid that is in excess of the estimated fair values of net assets acquired is recorded as goodwill in our consolidated balance sheets. Transaction costs, as well as costs to reorganize acquired companies, are expensed as incurred in our consolidated statement of operations.

Recent Accounting Pronouncements

Refer to Note 1 of the notes to consolidated financial statements for a full description of recent accounting pronouncements.

Item 7A. Quantitative and Qualitative Disclosures about Market Risk

Market risk represents the risk of loss that may impact our financial position due to adverse changes in financial market prices and rates. Our market risk exposure is primarily a result of fluctuations in foreign currency rates, although we also have some exposure due to potential changes in inflation or interest rates. We do not hold financial instruments for trading purposes.

Foreign Currency Risk

Our sales contracts are denominated predominantly in U.S. dollars and, to a lesser extent, the Canadian dollar, Euro, British Pound Sterling, Danish krone, and Japanese yen. Consequently, our customer billings denominated in foreign currency are subject to foreign currency exchange risk. A portion of our operating expenses are incurred outside the U.S. and are denominated in foreign currencies. These operating expenses are also subject to fluctuations due to changes in foreign currency exchange rates, particularly changes in the Canadian dollar, Euro, British Pound Sterling, Danish krone, Singapore dollar, Australian dollar, Hong Kong dollar, Swedish krona and Japanese yen. Additionally, fluctuations in foreign currency exchange rates may cause us to recognize transaction gains and losses in our statement of operations. To date, we have not entered into derivatives or hedging transactions as our exposure to foreign currency exchange rates has not been material to our historical operating results, but we may do so in the future if our exposure to foreign currency should become more significant. Foreign currency transaction gains (losses) are included in net loss and were \$(1,394,000), \$551,000, and \$(1,154,000) in the years ended December 31, 2025, 2024 and 2023, respectively.

Inflation Risk

Inflationary factors, such as increases in our operating expenses, may adversely affect our results of operations, as our customers typically purchase services from us on a subscription basis over a period of time. Although we do not believe that inflation has had a material impact on our financial position or results of operations to date, an increase in the rate of inflation in the future may have an adverse effect on our levels of operating expenses as a percentage of revenue if we are unable to increase the prices for our subscription-based solutions to keep pace with these increased expenses.

Interest Rate Sensitivity

We had cash, cash equivalents and marketable securities totaling \$891.6 million as of December 31, 2025. The cash, cash equivalents and marketable securities are held for working capital purposes.

Our cash and cash equivalents consist primarily of cash and money market funds. Our exposure to market risk for changes in interest rates is limited because our cash and cash equivalents have a short-term maturity and are used primarily for working capital purposes.

Our portfolio of marketable securities was invested primarily in U.S. corporate and U.S. treasury debt securities and is subject to market risk due primarily to changes in interest rates. Fixed rate securities may have their market value adversely affected due to a rise in interest rates. Accordingly, our future investment income may fluctuate as a result of changes in interest rates, or we may suffer losses in principal if we are forced to sell securities that decline in market value as a result of changes in interest rates. However, because we classify our marketable securities as “available for sale,” no gains or losses are recognized due to changes in interest rates unless such securities are sold prior to maturity or declines in fair value are caused by expected credit losses.

An immediate increase of 100-basis points in interest rates would have resulted in an \$4.1 million market value reduction in our investment portfolio as of December 31, 2025. This estimate is based on a sensitivity model that measures market value changes when changes in interest rates occur. Fluctuations in the value of our investment securities caused by a change in interest rates (gains or losses on the carrying value) are recorded in other comprehensive income, and are realized only if we sell the underlying securities.

In August 2019, we issued \$345.0 million aggregate principal amount of our 2026 Notes. In August 2023, we issued \$702.0 million aggregate principal amount of our 2028 Notes. These Notes have a fixed annual interest rate and therefore we have no financial or economic interest exposure associated with changes in interest rates. However, the fair value of fixed rate debt instruments fluctuates when interest rates change. Additionally, the fair value can be affected when the market price of our common stock fluctuates. We carry the Notes at face value less unamortized discount on our balance sheet, and we present the fair value for required disclosure purposes only. For more information on our convertible senior notes, refer to Note 8 of our accompanying notes to the consolidated financial statements included elsewhere in this Annual Report on Form 10-K.

Item 8. Consolidated Financial Statements and Supplementary Data

INDEX TO CONSOLIDATED FINANCIAL STATEMENTS

	<u>Page</u>
Reports of Independent Registered Public Accounting Firm (PCAOB ID: 42)	65
Consolidated Balance Sheets	69
Consolidated Statements of Operations	70
Consolidated Statements of Comprehensive Loss	71
Consolidated Statements of Stockholders' Deficit	72
Consolidated Statements of Cash Flows	73
Notes to Consolidated Financial Statements	75

Report of Independent Registered Public Accounting Firm

To the Stockholders and the Board of Directors of Workiva Inc.

Opinion on the Financial Statements

We have audited the accompanying consolidated balance sheets of Workiva Inc. (the Company) as of December 31, 2025 and 2024, the related consolidated statements of operations, comprehensive loss, stockholders' deficit and cash flows for each of the three years in the period ended December 31, 2025, and the related notes (collectively referred to as the "consolidated financial statements"). In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Company at December 31, 2025 and 2024, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 2025, in conformity with U.S. generally accepted accounting principles.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the Company's internal control over financial reporting as of December 31, 2025, based on criteria established in Internal Control-Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013 framework) and our report dated February 19, 2026 expressed an unqualified opinion thereon.

Basis for Opinion

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

Critical Audit Matter

The critical audit matter communicated below is a matter arising from the current period audit of the financial statements that was communicated or required to be communicated to the audit committee and that: (1) relates to accounts or disclosures that are material to the financial statements and (2) involved our especially challenging, subjective or complex judgments. The communication of the critical audit matter does not alter in any way our opinion on the consolidated financial statements, taken as a whole, and we are not, by communicating the critical audit matter below, providing a separate opinion on the critical audit matter or on the accounts or disclosures to which it relates.

Revenue Recognition

Description of the Matter

As described in Note 1 to the consolidated financial statements, the Company recognizes revenue upon transfer of control of cloud-based software and professional services in an amount that reflects the consideration the Company expects to be entitled to in exchange for those services.

The Company assessed the terms and conditions associated with customer contracts to identify whether the services constitute an agreement that creates enforceable rights and obligations or an option to purchase. In addition, the Company identified the performance obligations and evaluated whether they were distinct. The transaction price was allocated to the separate performance obligations on a relative standalone selling price basis. The assessment of terms and conditions for the identification of performance obligations may involve judgment.

Auditing the Company's accounting for revenue recognition was challenging given the significant audit effort to evaluate the terms and conditions in the customer contracts and the identification and determination of distinct performance obligations in customer contracts.

How We Addressed the Matter in Our Audit

We obtained an understanding, evaluated the design, and tested the operating effectiveness of the controls over the Company's revenue recognition process, including management's review of terms and conditions and the identification of distinct performance obligations in customer contracts.

To test the Company's accounting for revenue recognition, we performed audit procedures that included, among others, reperforming management's assessment of the distinct performance obligations within the arrangement based on its terms and conditions for a sample of customer contracts. We tested the application of the revenue recognition accounting requirements for each of the significant service offerings to determine whether the performance obligations identified by the Company were distinct. We also assessed the appropriateness of the related disclosures in the consolidated financial statements.

/s/ Ernst & Young LLP

We have served as the Company's auditor since 2010.

Chicago, Illinois
February 19, 2026

Report of Independent Registered Public Accounting Firm

To the Stockholders and the Board of Directors of Workiva Inc.

Opinion on Internal Control Over Financial Reporting

We have audited Workiva Inc.'s internal control over financial reporting as of December 31, 2025, based on criteria established in Internal Control—Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013 framework) (the COSO criteria). In our opinion, Workiva Inc. (the Company) maintained, in all material respects, effective internal control over financial reporting as of December 31, 2025, based on the COSO criteria.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the consolidated balance sheets of the Company as of December 31, 2025 and 2024, the related consolidated statements of operations, comprehensive loss, stockholders' deficit and cash flows for each of the three years in the period ended December 31, 2025, and the related notes and our report dated February 19, 2026 expressed an unqualified opinion thereon.

Basis for Opinion

The Company's management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting included in the accompanying Management's Annual Report on Internal Control Over Financial Reporting. Our responsibility is to express an opinion on the Company's internal control over financial reporting based on our audit. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects.

Our audit included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, testing and evaluating the design and operating effectiveness of internal control based on the assessed risk, and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

Definition and Limitations of Internal Control Over Financial Reporting

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

/s/ Ernst & Young LLP

Chicago, Illinois

February 19, 2026

WORKIVA INC.
CONSOLIDATED BALANCE SHEETS
(in thousands, except share and per share amounts)

	As of December 31,	
	2025	2024
ASSETS		
Current assets		
Cash and cash equivalents	\$ 338,769	\$ 301,835
Marketable securities	552,852	514,585
Accounts receivable, net of allowance for doubtful accounts of \$1,043 and \$1,220 at December 31, 2025 and 2024, respectively	168,984	148,433
Deferred costs	62,619	50,914
Other receivables	10,383	10,276
Prepaid expenses and other	28,778	22,199
Total current assets	1,162,385	1,048,242
Property and equipment, net	20,546	21,825
Operating lease right-of-use assets	13,986	11,786
Deferred costs, non-current	59,767	54,858
Goodwill	206,164	196,844
Intangible assets, net	22,270	27,389
Other assets	8,453	7,525
Total assets	\$ 1,493,571	\$ 1,368,469
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current liabilities		
Accounts payable	\$ 8,932	\$ 7,747
Accrued expenses and other current liabilities	113,115	126,508
Deferred revenue	547,919	457,608
Convertible senior notes, current	71,072	—
Finance lease obligations	614	562
Total current liabilities	741,652	592,425
Convertible senior notes, non-current	696,263	764,891
Deferred revenue, non-current	37,305	29,681
Other long-term liabilities	92	227
Operating lease liabilities, non-current	10,472	9,441
Finance lease obligations, non-current	13,223	13,488
Total liabilities	1,499,007	1,410,153
Stockholders' deficit		
Class A common stock, \$0.001 par value per share, 1,000,000,000 shares authorized, 52,712,836 and 51,646,053 shares issued and outstanding at December 31, 2025 and 2024, respectively	53	52
Class B common stock, \$0.001 par value per share, 500,000,000 shares authorized, 3,607,583 and 3,845,583 shares issued and outstanding at December 31, 2025 and 2024, respectively	4	4
Preferred stock, \$0.001 par value per share, 100,000,000 shares authorized, no shares issued and outstanding	—	—
Additional paid-in-capital	720,923	672,363
Accumulated deficit	(733,852)	(707,683)
Accumulated other comprehensive income (loss)	7,436	(6,420)
Total stockholders' deficit	(5,436)	(41,684)
Total liabilities and stockholders' deficit	\$ 1,493,571	\$ 1,368,469

See accompanying notes.

WORKIVA INC.
CONSOLIDATED STATEMENTS OF OPERATIONS
(in thousands, except share and per share amounts)

	Year ended December 31,		
	2025	2024	2023
Revenue			
Subscription and support	\$ 812,627	\$ 667,646	\$ 558,645
Professional services	71,941	71,034	71,394
Total revenue	884,568	738,680	630,039
Cost of revenue			
Subscription and support	136,645	118,697	99,193
Professional services	53,785	53,358	55,029
Total cost of revenue	190,430	172,055	154,222
Gross profit	694,138	566,625	475,817
Operating expenses			
Research and development	214,844	192,935	172,790
Sales and marketing	408,872	347,243	287,035
General and administrative	112,863	102,981	110,519
Total operating expenses	736,579	643,159	570,344
Loss from operations	(42,441)	(76,534)	(94,527)
Interest income	34,153	39,395	25,882
Interest expense	(12,777)	(12,865)	(53,639)
Other (expense) income, net	(1,350)	563	(1,814)
Loss before provision for income taxes	(22,415)	(49,441)	(124,098)
Provision for income taxes	3,754	5,601	3,427
Net loss	\$ (26,169)	\$ (55,042)	\$ (127,525)
Net loss per common share:			
Basic and diluted	\$ (0.47)	\$ (0.99)	\$ (2.36)
Weighted-average common shares outstanding - basic and diluted	56,272,517	55,355,381	54,099,757

See accompanying notes.

WORKIVA INC.
CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS
(in thousands)

	Year ended December 31,		
	2025	2024	2023
Net loss	\$ (26,169)	\$ (55,042)	\$ (127,525)
Other comprehensive income (loss)			
Foreign currency translation adjustment	13,219	(6,206)	3,316
Unrealized gain (loss) on available-for-sale securities	637	(469)	3,625
Other comprehensive income (loss)	13,856	(6,675)	6,941
Comprehensive loss	<u>\$ (12,313)</u>	<u>\$ (61,717)</u>	<u>\$ (120,584)</u>

See accompanying notes.

WORKIVA INC.
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' DEFICIT
(in thousands)

	Common Stock (Class A and B)		Additional Paid-in-Capital	Accumulated Other Comprehensive (Loss) Income	Accumulated Deficit	Total Stockholders' Equity (Deficit)
	Shares	Amount				
Balances at December 31, 2022	52,652	\$ 53	\$ 537,732	\$ (6,686)	\$ (525,116)	\$ 5,983
Induced conversion of convertible senior notes	—	—	(81,080)	—	—	(81,080)
Stock-based compensation expense	—	—	98,765	—	—	98,765
Issuance of common stock upon exercise of stock options	297	1	4,471	—	—	4,472
Issuance of common stock under employee stock purchase plan	200	—	12,513	—	—	12,513
Issuance of restricted stock units	1,129	—	—	—	—	—
Tax withholdings related to net share settlements of stock-based compensation awards	(99)	—	(9,459)	—	—	(9,459)
Net loss	—	—	—	—	(127,525)	(127,525)
Other comprehensive income	—	—	—	6,941	—	6,941
Balances at December 31, 2023	54,179	\$ 54	\$ 562,942	\$ 255	\$ (652,641)	\$ (89,390)
Stock-based compensation expense	—	—	102,150	—	—	102,150
Issuance of common stock upon exercise of stock options	317	2	4,907	—	—	4,909
Issuance of common stock under employee stock purchase plan	194	—	13,822	—	—	13,822
Issuance of restricted stock units	928	—	—	—	—	—
Tax withholdings related to net share settlements of stock-based compensation awards	(126)	—	(11,458)	—	—	(11,458)
Net loss	—	—	—	—	(55,042)	(55,042)
Other comprehensive loss	—	—	—	(6,675)	—	(6,675)
Balances at December 31, 2024	55,492	\$ 56	\$ 672,363	\$ (6,420)	\$ (707,683)	\$ (41,684)
Stock-based compensation expense	—	—	122,945	—	—	122,945
Issuance of common stock upon exercise of stock options	430	1	6,219	—	—	6,220
Issuance of common stock under employee stock purchase plan	227	—	13,698	—	—	13,698
Issuance of restricted stock units	1,272	—	—	—	—	—
Tax withholdings related to net share settlements of stock-based compensation awards	(250)	—	(22,674)	—	—	(22,674)
Repurchases of Class A common stock	(851)	—	(71,628)	—	—	(71,628)
Net loss	—	—	—	—	(26,169)	(26,169)
Other comprehensive income	—	—	—	13,856	—	13,856
Balances at December 31, 2025	56,320	\$ 57	\$ 720,923	\$ 7,436	\$ (733,852)	\$ (5,436)

See accompanying notes.

WORKIVA INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(in thousands)

	Year ended December 31,		
	2025	2024	2023
Cash flows from operating activities			
Net loss	\$ (26,169)	\$ (55,042)	\$ (127,525)
Adjustments to reconcile net loss to net cash provided by operating activities			
Depreciation and amortization	10,990	11,003	11,140
Stock-based compensation expense	122,945	102,150	98,765
(Recovery of) provision for doubtful accounts	(214)	39	410
Accretion of premiums and discounts on marketable securities, net	(5,144)	(11,829)	(7,716)
Amortization of debt discount and issuance costs	2,444	2,436	1,730
Induced conversion expense	—	—	45,144
Realized loss on sale of available-for-sale securities, net	—	—	708
Deferred income tax	(396)	(629)	(14)
Changes in assets and liabilities:			
Accounts receivable	(17,475)	(24,352)	(18,318)
Deferred costs	(13,732)	(34,477)	277
Operating lease right-of-use assets	5,636	5,136	4,984
Other receivables	(8)	1,116	(2,176)
Prepaid expenses and other	(6,083)	1,453	(5,023)
Other assets	(356)	(2,285)	2,230
Accounts payable	651	2,399	(1,002)
Deferred revenue	88,703	73,840	60,112
Operating lease liabilities	(4,121)	(3,738)	(4,133)
Accrued expenses and other liabilities	(17,601)	20,486	11,282
Net cash provided by operating activities	<u>140,070</u>	<u>87,706</u>	<u>70,875</u>
Cash flows from investing activities			
Purchase of property and equipment	(2,075)	(1,363)	(2,124)
Purchase of marketable securities	(425,492)	(402,235)	(573,304)
Maturities of marketable securities	390,473	452,023	153,358
Sale of marketable securities	2,533	4,609	65,052
Acquisitions, net of cash acquired	—	(98,092)	—
Purchase of intangible assets	(391)	(191)	(235)
Net cash used in investing activities	<u>(34,952)</u>	<u>(45,249)</u>	<u>(357,253)</u>

WORKIVA INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS (continued)
(in thousands)

	Year ended December 31,		
	2025	2024	2023
Cash flows from financing activities			
Proceeds from option exercises	6,220	4,909	4,472
Taxes paid related to net share settlements of stock-based compensation awards	(22,674)	(11,458)	(9,459)
Proceeds from shares issued in connection with employee stock purchase plan	13,698	13,822	12,513
Repurchases of Class A common stock	(71,628)	—	—
Proceeds from the issuance of convertible senior notes, net of issuance costs	—	—	691,113
Payments for repurchase of convertible senior notes	—	—	(396,869)
Principal payments on finance lease obligations	(560)	(532)	(505)
Net cash (used in) provided by financing activities	(74,944)	6,741	301,265
Effect of foreign exchange rates on cash	6,957	(3,569)	1,637
Net increase in cash, cash equivalents, and restricted cash	37,131	45,629	16,524
Cash, cash equivalents, and restricted cash at beginning of year	302,350	256,721	240,197
Cash, cash equivalents, and restricted cash at end of year	\$ 339,481	\$ 302,350	\$ 256,721

	Year ended December 31,		
	2025	2024	2023
Supplemental cash flow disclosure			
Cash paid for interest	\$ 10,331	\$ 10,278	\$ 4,710
Cash paid for income taxes, net of refunds	\$ 5,494	\$ 6,198	\$ 2,656

Noncash investing and financing activities			
Purchases of property and equipment, accrued but not paid	\$ 616	\$ 581	\$ —

	Year ended December 31,		
	2025	2024	2023
Reconciliation of cash, cash equivalents, and restricted cash to the consolidated balance sheets			
Cash and cash equivalents at end of year	\$ 338,769	\$ 301,835	\$ 256,100
Restricted cash included within prepaid expenses and other at end of year	712	515	621
Total cash, cash equivalents, and restricted cash at end of year shown in the consolidated statements of cash flows	\$ 339,481	\$ 302,350	\$ 256,721

See accompanying notes.

WORKIVA INC.**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS****1. Organization and Significant Accounting Policies*****Organization***

Workiva Inc., a Delaware corporation (together with its wholly-owned subsidiaries, the “Company” or “we” or “us”) is a leading, AI-powered platform for trust, transparency, and accountability. Accounting, finance, sustainability, risk, and audit teams worldwide rely on Workiva for their mission-critical work. We transform how customers connect data, unify processes, and empower teams in a secure, AI-powered, audit-ready, collaborative platform. Our operational headquarters are located in Ames, Iowa. We also lease office facilities or contract with flexible workspace providers throughout the U.S. and internationally.

Basis of Presentation and Principles of Consolidation

The consolidated financial statements have been prepared in accordance with U.S. generally accepted accounting principles and include the accounts of Workiva Inc. and its wholly owned subsidiaries. All intercompany accounts and transactions have been eliminated in consolidation.

Segments

Our chief operating decision maker is our CEO. Our CEO reviews financial information presented on a consolidated basis for purposes of allocating resources and evaluating financial performance. There are no segment managers who are held accountable by the chief operating decision maker, or anyone else, for operations, operating results and planning for levels or components below the consolidated unit level. Accordingly, we determined we have one operating and reportable segment.

Foreign Currency

We translate the financial statements of our foreign subsidiaries, which have a functional currency in the respective country’s local currency, to U.S. dollars using month-end exchange rates for assets and liabilities and average exchange rates for revenue, costs and expenses. Translation gains and losses are recorded in accumulated other comprehensive income as a component of stockholders’ equity. Gains and losses resulting from foreign currency transactions that are denominated in currencies other than the entity’s functional currency are included within other (expense) income, net on the consolidated statements of operations.

Use of Estimates

The preparation of consolidated financial statements in conformity with accounting principles generally accepted in the U.S. requires us to make estimates and assumptions that affect the amounts reported in the consolidated financial statements and accompanying notes. We base our estimates on historical experience and various other assumptions believed to be reasonable. These estimates include, but are not limited to, the allowance for doubtful accounts, the determination of the relative selling prices of our services, the measurement of material rights, health insurance claims incurred but not yet reported, valuation of available-for-sale marketable securities, useful lives of deferred contract costs, intangible assets and property and equipment, goodwill, income taxes, discount rates used in the valuation of right-of-use assets and lease liabilities, and certain assumptions used in the valuation of equity awards. While these estimates are based on our best knowledge of current events and actions that may affect us in the future, actual results may differ materially from these estimates.

Cash and Cash Equivalents

Cash consists of cash on deposit with banks that is stated at cost, which approximates fair value. We invest our excess cash primarily in highly liquid money market funds and marketable securities. We classify all highly liquid investments with stated maturities of three months or less from date of purchase as cash equivalents and all highly liquid investments with stated maturities of greater than three months as marketable securities.

Restricted Cash

We have entered into agreements for standby letters of credit resulting in restricted cash of \$0.7 million and \$0.5 million at December 31, 2025 and December 31, 2024, respectively. The standby letters of credit are associated with a leased facility and an information technology equipment provider. The restricted cash is included in prepaid expenses and other on our consolidated balance sheet.

Marketable Securities

Our marketable securities consist of corporate debt securities, U.S. treasury debt securities and foreign government debt securities. We classify our marketable securities as available-for-sale at the time of purchase and reevaluate such classification as of each balance sheet date. We may sell these securities at any time for use in current operations even if they have not yet reached maturity. As a result, we classify our investments, including securities with maturities beyond twelve months as current assets in the accompanying consolidated balance sheets. Available-for-sale securities are recorded at fair value each reporting period. Unrealized gains and losses are excluded from earnings and recorded as a separate component within accumulated other comprehensive income on the consolidated balance sheets until realized. Dividend income is reported within other (expense) income, net on the consolidated statements of operations. We evaluate our investments to assess whether the amortized cost basis is in excess of estimated fair value and determine what amount of that difference, if any, is caused by expected credit losses. Allowance for credit losses are recognized as a charge in other (expense) income, net on the consolidated statements of operations, and any remaining unrealized losses are included in accumulated other comprehensive loss on the consolidated balance sheets. There were no credit losses recorded for the years ended December 31, 2025, 2024 and 2023. We determine realized gains and losses on the sale of marketable securities on the specific identification method and record such gains and losses in other (expense) income, net on the consolidated statements of operations.

Fair Value of Financial Instruments

Our financial assets, which include cash equivalents and marketable securities, are measured and recorded at fair value on a recurring basis. Our other current financial assets and our other current financial liabilities have fair values that approximate their carrying value due to their short-term maturities.

Concentration of Credit Risk

Financial instruments that potentially subject us to concentrations of credit risk consist principally of cash and cash equivalents and accounts receivable. We place our cash and cash equivalents with high credit-quality financial institutions. Such deposits may be in excess of federally insured limits. To date, we have not experienced any losses on our cash and cash equivalents. We perform periodic evaluations of the relative credit standing of the financial institutions.

We perform ongoing credit evaluations of our customers' financial condition and require no collateral from our customers. We maintain an allowance for doubtful accounts receivable based upon the expected collectability of accounts receivable balances. We did not have a significant concentration of accounts receivable from any single customer or from customers in any single country outside of the U.S. at December 31, 2025 or 2024.

Deferred Costs

We pay sales commissions for initial contracts and expansions of existing contracts with customers. These commissions earned by our sales force are considered incremental and recoverable costs of obtaining a contract with a customer. Sales commissions paid where the amortization period is one year or less are expensed as incurred. All other sales commissions are deferred and then amortized on a straight-line basis over a period of benefit that we have determined to be three years. We determined the period of benefit by taking into consideration our standard contract terms and conditions, rate of technological change and other factors. Amortization expense is included in sales and marketing expense in the accompanying consolidated statements of operations.

Property and Equipment, net

Property and equipment is stated at cost, net of accumulated depreciation and amortization. Depreciation is computed using the straight-line method over the estimated useful lives of the respective assets, generally three to ten years. We amortize leasehold improvements and assets under finance leases over the lesser of the term of the lease including renewal options that are reasonably assured or the estimated useful life of the assets. Depreciation and amortization expense related to property and equipment totaled \$3.8 million, \$4.3 million and \$4.8 million for the years ended December 31, 2025, 2024 and 2023, respectively.

Revenue Recognition

We generate revenue through the sale of subscriptions to our cloud-based software and the delivery of professional services. We recognize revenue when control of these services is transferred to our customers in an amount that reflects the consideration we expect to be entitled to in exchange for those services.

We determine revenue recognition through the following steps:

- Identification of the contract, or contracts, with a customer
- Identification of the performance obligations in the contract
- Determination of the transaction price
- Allocation of the transaction price to the performance obligations in the contract
- Recognition of revenue when, or as, we satisfy a performance obligation

We report revenue net of sales and other taxes collected from customers to be remitted to government authorities.

Subscription and Support Revenue

We recognize subscription and support revenue on a ratable basis over the contract term beginning on the date that our service is made available to the customer. Our subscription contracts are generally 12 to 36 months in duration, are billed either annually or in advance and are non-cancelable. We consider the access to our platform and related support services in a customer contract to be a series of distinct services which comprise a single performance obligation because they are substantially the same and have the same pattern of transfer.

Professional Services Revenue and Customer Options

Professional services revenues primarily consist of fees for document set up, XBRL tagging, and consulting with our customers on business processes and best practices. We have determined that an agreement to purchase these professional services constitutes an option to purchase services in accordance with Financial Accounting Standards Board (“FASB”) Accounting Standards Codification No. 606, *Revenue from Contracts with Customers*, (ASC 606) rather than an agreement that creates enforceable rights and obligations because of the customer’s contractual right to cancel services that have not yet been used. In the limited case of agreements where we determined that the option provides the customer with a material right, we allocate a portion of the transaction price to the material right based upon the relative standalone selling price. Professional service agreements that do not contain a material right are accounted for when the customer exercises its option to purchase additional services. Revenue is recognized for document set ups when the service is complete and control has transferred to the customer. Revenues from XBRL tagging and consulting services are recognized as the services are performed.

Contracts with Multiple Performance Obligations

Some of our contracts with customers contain multiple performance obligations. The transaction price is allocated to the separate performance obligations on a relative standalone selling price basis. We determine the standalone selling prices based on our overall pricing objectives, taking into consideration market conditions and entity-specific factors, including the value of our arrangements, length of term, customer demographics and the numbers and types of users within our arrangements.

Deferred Revenue

We typically invoice our customers for subscription and support fees annually in advance on one- to three-year contract terms. For contracts with a two or three year term, customers sometimes elect to pay the entire multi-year subscription term in advance. The portion of deferred revenue that we anticipate will be recognized after the succeeding twelve-month period is recorded as non-current deferred revenue, and the remaining portion is recorded as current deferred revenue.

Customer Deposits

As an agreement to purchase professional services constitutes a customer option, fees received in advance of these services being performed are considered customer deposits and are included in accrued expenses and other current liabilities on the consolidated balance sheets. Unpaid invoice amounts for these professional services starting in future periods are excluded from accounts receivable and accrued expenses and other current liabilities.

Cost of Revenue

Cost of revenue consists primarily of personnel and related costs directly associated with the professional services and customer success teams and training personnel, including salaries, benefits, bonuses, travel, and stock-based compensation; the costs of contracted third-party vendors; the costs of server usage by our customers; information technology costs; and facility costs.

Sales and Marketing Expenses

Sales and marketing expenses consist primarily of personnel and related costs, including salaries, benefits, bonuses, commissions, travel, and stock-based compensation. Other costs included in this expense are marketing and promotional events, our annual user conference, online marketing, product marketing, information technology costs, and facility costs.

Advertising costs are charged to sales and marketing expense as incurred. Advertising expense totaled \$8.1 million, \$8.5 million and \$6.5 million for the years ended December 31, 2025, 2024 and 2023, respectively.

Research and Development Expenses

Research and development expenses consist primarily of personnel and related costs, including salaries, benefits, bonuses, travel, and stock-based compensation, costs of server usage by our developers, information technology costs, and facility costs.

General and Administrative Expenses

General and administrative expenses consist primarily of personnel and related costs for our executive, finance, legal, human resources, and administrative personnel, including salaries, benefits, bonuses, travel, and stock-based compensation; legal, accounting, and other professional service fees; other corporate expenses; information technology costs; and facility costs.

Leases

We determine whether an arrangement contains a lease at inception. Operating leases are included in operating lease right-of-use (“ROU”) assets, other current liabilities, and operating lease liabilities on our consolidated balance sheets. Finance leases are included in property and equipment, net, finance lease obligations, and finance lease obligations, non-current on our consolidated balance sheets.

ROU assets represent our right to use an underlying asset for the lease term and lease liabilities represent our obligation to make lease payments arising from the lease. Lease ROU assets and lease liabilities are recognized based on the present value of the future minimum lease payments over the lease term at the commencement date. Our variable lease payments consist of non-lease services related to the lease. Variable lease payments are excluded from the ROU assets and lease liabilities and are recognized in the period in which the obligation for those payments is incurred. As our leases do not provide an implicit rate, we use our incremental borrowing rate based on the information available at the commencement date in determining the present value of lease payments. We do not include options to extend or terminate the lease term unless it is reasonably certain that we will exercise any such options. We recognize rent expense under our operating leases on a straight-line basis. For finance leases, we record interest expense on the lease liability in addition to amortizing the right-of-use asset (generally straight-line) over the shorter of the lease term or the useful life of the right-of-use asset.

We have lease agreements with lease and non-lease components. We have elected to account for these lease and non-lease components as a single lease component. We do not recognize right-of-use assets or lease liabilities for short-term leases, which have a lease term of twelve months or less, and instead will recognize lease payments as expense on a straight-line basis over the lease term.

Acquisitions

When we acquire a business, the purchase price is allocated to the assets acquired and liabilities assumed based on their estimated fair values as of the acquisition date. During the measurement period, which may be up to one year from the acquisition date, adjustments to the fair value of assets acquired and liabilities assumed may be recorded, with the corresponding offset to goodwill. Upon the conclusion of the measurement period or final determination of the fair value of assets acquired or liabilities assumed, whichever comes first, any subsequent adjustments are recorded to our consolidated statement of operations.

Goodwill

Goodwill represents the cost in excess of the fair value of the net assets acquired in a business combination. Goodwill is tested for impairment at the reporting unit level on an annual basis and on an interim basis if an event occurs or circumstances change that would more likely than not reduce the fair value of a reporting unit below its carrying value. We perform our annual goodwill impairment test as of October 1. For the years ended December 31, 2025 and 2024, we determined there were no events or circumstances which indicated that the carrying value of our reporting unit exceeded the fair value.

Intangible Assets

Intangible assets consist of patents, perpetual licenses and intangible assets acquired in a business combination or asset acquisition, primarily technology, customer-related assets, and trade names. Patents and perpetual licenses are recorded at cost to obtain and amortized over the useful lives. Certain patents are in the legal application process and therefore are not currently being amortized. Intangible assets acquired in a business combination or an asset acquisition are recorded at fair value on the date of acquisition and amortized over their estimated useful lives.

Impairment of Long-Lived Assets

Long-lived assets, such as property, equipment, right-of-use assets, and intangible assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset or asset group may not be recoverable. If circumstances require that a long-lived asset or asset group be tested for possible impairment, we first compare the undiscounted cash flows expected to be generated by that long-lived asset or asset group to its carrying amount. If the carrying amount of the long-lived asset or asset group is not recoverable on an undiscounted cash flow basis, an impairment is recognized to the extent that the carrying amount exceeds its fair value. There were no impairment losses related to long-lived assets in any of the periods presented.

Stock-Based Compensation

We measure all share-based payments, including grants of options to purchase common stock and the issuance of restricted stock units and performance stock units to employees, service providers and board members, using a fair-value based method. We record forfeitures as they occur. The cost of services received from employees and non-employees in exchange for awards of equity instruments is recognized in the consolidated statement of operations based on the estimated fair value of those awards on the grant date or reporting date, if required to be remeasured, and amortized on a straight-line basis over the requisite service period. We use the Black-Scholes option-pricing model to determine the fair values of shares to be issued pursuant to our Employee Stock Purchase Plan ("ESPP"). For restricted stock units and performance restricted stock units, fair value is based on the closing price of our common stock on the grant date.

Net Loss Per Share Attributable to Common Stockholder

Basic and diluted net loss per share attributable to common stockholders is computed in conformity with the two-class method required for participating securities. Under the two-class method, basic net loss per share attributable to common stockholders is computed by dividing the net loss attributable to common stockholders by the weighted-average number of shares of common stock outstanding during the period.

Diluted earnings per share attributable to common stockholders adjusts basic earnings per share for the potentially dilutive impact of stock-based awards as computed under the treasury stock method and convertible notes as computed under the if-converted method. In periods in which we incurred a net loss, all potentially dilutive securities are antidilutive and accordingly, basic net loss per share equals diluted net loss per share.

Income Taxes

We record current income taxes based on our estimates of current taxable income and provide for deferred income taxes to reflect estimated future income tax payments and receipts. We are subject to federal income taxes as well as state taxes. In addition, we are subject to taxes in the foreign jurisdictions where we operate.

We account for income taxes using the asset and liability method, which requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements. Under this method, we determine deferred tax assets and liabilities on the basis of the differences between the financial statement and tax bases of assets and liabilities by using enacted tax rates in effect for the year in which the differences are expected to reverse. The effect of a change in tax rates on deferred tax assets and liabilities is recognized in income in the period that includes the enactment rate.

We account for the effects of Global Intangible Low-Taxed Income in the period incurred.

We recognize deferred tax assets to the extent that we believe that these assets are more likely than not to be realized. In making such a determination, we consider all available positive and negative evidence, including future reversals of existing taxable temporary differences, projected future taxable income, tax planning strategies and results of recent operations. If we determine that we would be able to realize our deferred tax assets in the future in excess of their net recorded amount, we would make an adjustment to the deferred tax asset valuation allowance, which would reduce the provision for income taxes.

We record uncertain tax positions in accordance with ASC 740, *Income Taxes*, on the basis of a two-step process in which (1) we determine whether it is more likely than not that the tax positions will be sustained on the basis of the technical merits of the position and (2) for those tax positions that meet the more-likely-than-not threshold, we recognize the largest amount of tax benefit that is more than 50 percent likely to be realized upon ultimate settlement with the related tax authority.

We recognize interest and penalties related to unrecognized tax benefits on the (benefit) provision for income taxes line in the accompanying consolidated statements of operations. Interest and penalties were not significant during the years ended December 31, 2025, 2024 and 2023. Accrued interest and penalties are included on the accrued expenses and other current liabilities line in the consolidated balance sheets.

Accounts Receivable and Allowance for Doubtful Accounts

Accounts receivable are recorded at the invoiced amount net of an allowance for doubtful accounts. The allowance for doubtful accounts is based on our assessment of the collectability of customer accounts. We regularly review our receivables that remain outstanding past their applicable payment terms and established an allowance for potential write-offs by considering factors such as historical experience, credit quality, age of the accounts receivable balances, and current and forecasted economic conditions that may affect a customer's ability to pay. Accounts receivable deemed uncollectible are charged against the allowance once collection efforts have been exhausted.

Recently Adopted Accounting Pronouncements

In December 2023, the FASB issued ASU 2023-09, *Income Taxes (Topic 740): Improvements to Income Tax Disclosures*, which expands disclosures in an entity's income tax rate reconciliation table and regarding cash taxes paid both in the U.S. and foreign jurisdictions. The standard is effective for annual periods beginning after December 15, 2024, with early adoption permitted. We have adopted this standard effective for the annual period ending December 31, 2025. The adoption did not have a material impact on our consolidated financial statements and related disclosures.

New Accounting Pronouncements Not Yet Adopted

In November 2024, the FASB issued ASU 2024-03, *Income Statement - Reporting Comprehensive and Income - Expense Disaggregation Disclosures (Subtopic 220-40)*, requiring public business entities (PBEs) to provide disaggregated disclosures of relevant income statement expenses. The amendments aim to improve financial reporting by enhancing transparency in the notes to financial statements, specifically regarding expense categories. The amendments in this update are effective for annual reporting periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027. We are assessing the effect of this update on our consolidated financial statements and related disclosures.

In November 2024, the FASB issued ASU 2024-04, *Induced Conversions of Convertible Debt Instruments*, which amends the guidance in ASC 470-20 for induced conversions of convertible debt instruments. The update clarifies the accounting treatment for debt conversion wherein inducement offers are made, regardless of whether the settlement is in equity, cash, or a combination of both. Previously, induced conversions were limited to equity settlements. The amendments in this update are effective for annual reporting periods beginning after December 15, 2025. We are assessing the effect of this update on our consolidated financial statements and related disclosures.

2. Cash Equivalents and Marketable Securities

As of December 31, 2025, cash equivalents and marketable securities consisted of the following (in thousands):

	<u>Amortized Cost</u>	<u>Unrealized Gains</u>	<u>Unrealized Losses</u>	<u>Aggregate Fair Value</u>
Money market funds	\$ 201,592	\$ —	\$ —	\$ 201,592
Commercial paper	3,433	—	—	3,433
U.S. treasury debt securities	287,930	697	(8)	288,619
U.S. government agency debt securities	78,946	59	(25)	78,980
Corporate debt securities	196,851	481	(38)	197,294
	<u>\$ 768,752</u>	<u>\$ 1,237</u>	<u>\$ (71)</u>	<u>\$ 769,918</u>
Included in cash and cash equivalents	<u>\$ 217,063</u>	<u>\$ 3</u>	<u>\$ —</u>	<u>\$ 217,066</u>
Included in marketable securities	<u>\$ 551,689</u>	<u>\$ 1,234</u>	<u>\$ (71)</u>	<u>\$ 552,852</u>

As of December 31, 2024, cash equivalents and marketable securities consisted of the following (in thousands):

	Amortized Cost	Unrealized Gains	Unrealized Losses	Aggregate Fair Value
Money market funds	\$ 137,201	\$ —	\$ —	\$ 137,201
Commercial paper	2,059	—	—	2,059
U.S. treasury debt securities	263,064	403	(240)	263,227
U.S. government agency debt securities	80,891	170	(39)	81,022
Corporate debt securities	178,619	340	(107)	178,852
	<u>\$ 661,834</u>	<u>\$ 913</u>	<u>\$ (386)</u>	<u>\$ 662,361</u>
Included in cash and cash equivalents	<u>\$ 147,774</u>	<u>\$ 2</u>	<u>\$ —</u>	<u>\$ 147,776</u>
Included in marketable securities	<u>\$ 514,060</u>	<u>\$ 911</u>	<u>\$ (386)</u>	<u>\$ 514,585</u>

The contractual maturities of the investments classified as marketable securities are as follows (in thousands):

	As of December 31, 2025
Due within one year	\$ 312,670
Due in one to two years	236,349
Due in three to five years	3,833
	<u>\$ 552,852</u>

The following table presents gross unrealized losses and fair values for those cash equivalents and marketable securities that were in an unrealized loss position as of December 31, 2025, aggregated by investment category and the length of time that individual securities have been in a continuous loss position (in thousands):

	As of December 31, 2025			
	Less than 12 months		12 months or greater	
	Fair Value	Unrealized Loss	Fair Value	Unrealized Loss
U.S. treasury debt securities	\$ 25,367	\$ (8)	\$ 1,001	\$ —
U.S. government agency debt securities	35,545	(25)	—	—
Corporate debt securities	44,864	(38)	—	—
Total	<u>\$ 105,776</u>	<u>\$ (71)</u>	<u>\$ 1,001</u>	<u>\$ —</u>

We do not believe the unrealized losses represent credit losses based on our evaluation of available evidence as of December 31, 2025, which includes an assessment of whether it is more likely than not we will be required to sell the investment before recovery of the investment's amortized cost basis.

3. Supplemental Consolidated Balance Sheet Information

Property and Equipment, net

Property and equipment, net as of December 31, 2025 and 2024 consisted of (in thousands):

	As of December 31,	
	2025	2024
Building under finance lease	\$ 21,921	\$ 21,574
Computers, equipment and software	13,459	13,271
Leasehold improvements	8,241	8,162
Furniture and fixtures	6,665	7,694
Vehicles	31	31
Construction in process	—	41
	50,317	50,773
Less: accumulated depreciation and amortization	(29,771)	(28,948)
	<u>\$ 20,546</u>	<u>\$ 21,825</u>

Accumulated amortization related to finance leases was \$6.2 million and \$5.4 million as of December 31, 2025 and 2024, respectively.

Accrued Expenses and Other Current Liabilities

Accrued expenses and other current liabilities as of December 31, 2025 and 2024 consisted of (in thousands):

	As of December 31,	
	2025	2024
Customer deposits	\$ 25,466	\$ 24,500
Accrued commissions	18,529	23,336
Accrued vacation	11,939	18,698
Accrued payroll	10,625	9,638
ESPP employee contributions	8,234	7,710
Accrued bonuses	6,884	7,891
Operating lease liabilities	5,704	4,896
Estimated health insurance claims	3,846	3,986
Accrued interest	3,591	3,591
Accrued other liabilities	18,297	22,262
	<u>\$ 113,115</u>	<u>\$ 126,508</u>

4. Fair Value Measurements

We determine the fair values of our financial instruments based on the fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value assumes that the transaction to sell the asset or transfer the liability occurs in the principal or most advantageous market for the asset or liability and establishes that the fair value of an asset or liability shall be determined based on the assumptions that market participants would use in pricing the asset or liability. The classification of a financial asset or liability within the hierarchy is based upon the lowest level input that is significant to the fair value measurement. The fair value hierarchy prioritizes the inputs into three levels that may be used to measure fair value:

Level 1 - Inputs are unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2 - Inputs are quoted prices for similar assets and liabilities in active markets or inputs that are observable for the asset or liability, either directly or indirectly through market corroboration, for substantially the full term of the financial instrument.

Level 3 - Inputs are unobservable inputs based on our assumptions.

Financial Assets

Cash equivalents primarily consist of AAA-rated money market funds with overnight liquidity and no stated maturities. We classified cash equivalents as Level 1 due to the short-term nature of these instruments and measured the fair value based on quoted prices in active markets for identical assets.

When available, our marketable securities are valued using quoted prices for identical instruments in active markets. If we are unable to value our marketable securities using quoted prices for identical instruments in active markets, we value our investments using broker reports that utilize quoted market prices for comparable instruments. As of December 31, 2025 and 2024, all of our marketable securities were valued using quoted prices for comparable instruments in active markets and are classified as Level 2.

Based on our valuation of our money market funds and marketable securities, we concluded that they are classified in either Level 1 or Level 2. The following table presents information about our assets that are measured at fair value on a recurring basis using the above input categories (in thousands):

Description	Fair Value Measurements as of December 31, 2025			Fair Value Measurements as of December 31, 2024		
	Total	Level 1	Level 2	Total	Level 1	Level 2
Money market funds	\$ 201,592	\$ 201,592	\$ —	\$ 137,201	\$ 137,201	\$ —
Commercial paper	3,433	—	3,433	2,059	—	2,059
U.S. treasury debt securities	288,619	—	288,619	263,227	—	263,227
U.S. government agency debt securities	78,980	—	78,980	81,022	—	81,022
Corporate debt securities	197,294	—	197,294	178,852	—	178,852
	<u>\$ 769,918</u>	<u>\$ 201,592</u>	<u>\$ 568,326</u>	<u>\$ 662,361</u>	<u>\$ 137,201</u>	<u>\$ 525,160</u>
Included in cash and cash equivalents	\$ 217,066			\$ 147,776		
Included in marketable securities	\$ 552,852			\$ 514,585		

Convertible Senior Notes

As of December 31, 2025, the fair value of our convertible senior notes due in 2026 and 2028 was \$85.2 million and \$691.8 million, respectively. The fair value was determined based on the quoted price of the convertible senior notes in an over-the-counter market on the last trading day of the reporting period and has been classified as Level 2 in the fair value hierarchy. See Note 8 to the consolidated financial statements for more information.

5. Deferred Costs

Deferred costs, which primarily consist of costs to obtain contracts with customers, were \$122.4 million and \$105.8 million for the years ended December 31, 2025 and 2024, respectively. Amortization expense for the deferred costs was \$80.7 million, \$60.8 million and \$54.5 million for the years ended December 31, 2025, 2024 and 2023, respectively. There were no material impairment losses in relation to the costs capitalized for the periods presented.

6. Commitments and Contingencies

Purchase Commitments

We enter into certain non-cancelable agreements with third-party providers primarily for our use of cloud services and cloud infrastructure services in the ordinary course of business. As of December 31, 2025, our total commitments under these agreements by fiscal year is as follows (in thousands):

2026	\$	37,351
2027		29,564
2028		27,464
2029		27,000
Total	\$	<u>121,379</u>

Litigation

From time to time we may become involved in legal proceedings or be subject to claims arising in the ordinary course of our business. We evaluate the development of legal matters on a regular basis and accrue a liability when we believe a loss is probable and the amount can be reasonably estimated. Although the results of litigation and claims cannot be predicted with certainty, we currently believe that the final outcome of any currently pending legal proceedings to which we are a party will not have a material adverse effect on our business, operating results, financial condition or cash flows. Regardless of the outcome, litigation can have an adverse impact on us because of defense and settlement costs, diversion of management resources and other factors.

7. Leases

We lease certain office space, buildings, and land with various lease terms through May 2043. Certain office leases include one or more options to renew, with renewal terms that can extend the lease term from 1 to 5 years. The exercise of lease renewal options is at our sole discretion and are assessed whether to factor as part of the lease term at lease inception. Our leases generally require us to pay a proportionate share of real estate taxes, insurance, common area maintenance, and other operating costs in addition to a base or fixed rent.

The components of lease expense recognized in the consolidated statements of operations were as follows (in thousands):

	Year ended December 31,		
	2025	2024	2023
Operating lease cost	\$ 6,479	\$ 5,701	\$ 5,595
Finance lease cost:			
Amortization of right-of-use assets	882	880	880
Interest on lease obligations	754	783	811
Short-term lease cost	2,358	2,985	3,008
Variable lease cost	1,024	927	971
	<u>\$ 11,497</u>	<u>\$ 11,276</u>	<u>\$ 11,265</u>

Supplemental cash flow information related to leases was as follows (in thousands):

	Year ended December 31,		
	2025	2024	2023
Cash paid for amounts included in the measurement of lease liabilities:			
Operating cash flows from operating leases	\$ 6,892	\$ 6,274	\$ 6,215
Finance cash flows from finance leases	560	532	505
Right-of-use assets obtained in exchange for lease obligations:			
Operating leases	\$ 7,889	\$ 4,192	\$ 3,563
Finance leases	347	—	—

Other supplemental information related to leases was as follows:

	As of December 31,		
	2025	2024	2023
Weighted Average Remaining Lease Term (in years)			
Operating leases	4.1	4.9	5.0
Finance leases	17.4	18.4	19.4
Weighted Average Discount Rate			
Operating leases	6.0 %	5.9 %	5.7 %
Finance leases	5.5 %	5.5 %	5.5 %

As of December 31, 2025, the aggregate annual lease obligations were as follows (in thousands):

	Operating Leases	Finance Leases
2026	\$ 6,525	\$ 1,353
2027	5,002	1,353
2028	3,794	1,354
2029	976	1,354
2030	184	1,354
Thereafter	1,903	13,689
Total lease obligations	18,384	20,457
Less: Amount representing interest	(2,208)	(6,620)
Net lease obligations	\$ 16,176	\$ 13,837

8. Debt

Convertible Senior Notes

The following table presents details of our convertible senior notes, which are further discussed below (original principal in thousands):

	<u>Month Issued</u>	<u>Maturity Date</u>	<u>Free Convertibility Date</u>	<u>Redemption Date</u>	<u>Original Principal (including overallotment)</u>	<u>Initial Conversion Rate per \$1,000 Principal</u>	<u>Initial Conversion Price</u>
2026 Notes	August 2019	August 15, 2026	May 15, 2026	August 21, 2023	\$ 345,000	12.4756	\$ 80.16
2028 Notes	August 2023	August 15, 2028	May 15, 2028	August 21, 2026	\$ 702,000	7.4690	\$ 133.89

In August 2019, we issued \$345.0 million aggregate principal amount of 1.125% convertible senior notes due 2026 in a private placement to qualified institutional buyers pursuant to Rule 144A under the Securities Act of 1933, as amended, including the exercise in full by the initial purchasers of their option to purchase an additional \$45.0 million principal amount (the “2026 Notes”). The Notes were issued pursuant to an indenture and are senior, unsecured obligations of the Company. The Notes bear interest at a fixed rate of 1.125% per annum, payable semi-annually in arrears on February 15 and August 15 of each year, commencing on February 15, 2020. Proceeds from the issuance of the 2026 Notes totaled \$335.9 million, net of initial purchaser discounts and issuance costs.

In August 2023, we issued \$702.0 million aggregate principal amount of 1.250% convertible senior notes due 2028 in a private placement to qualified institutional buyers pursuant to Rule 144A under the Securities Act of 1933, as amended, including the partial exercise of \$77.0 million principal amount by the initial purchasers of their option to purchase up to an additional \$100 million principal amount (the “2028 Notes”). The 2028 Notes bear interest at a fixed rate of 1.250% per annum, payable semi-annually in arrears on February 15 and August 15 of each year, commencing on February 15, 2024. Proceeds from the issuance of the 2028 Notes totaled \$691.1 million, net of initial purchaser discounts and issuance costs.

The 2026 Notes and the 2028 Notes are together referred to as the “Notes”.

The Notes were issued pursuant to an indenture and are senior, unsecured obligations of the Company. The 2028 Notes will rank equally with all of the Company's existing and future senior unsecured indebtedness, including the Company's outstanding 2026 Notes.

Holders of the Notes may convert all or a portion of their Notes prior to the close of business on their respective Free Convertibility dates, in multiples of \$1,000 principal amount, only under the following circumstances:

- during any calendar quarter commencing after the calendar quarter in which the respective Notes were issued (and only during such calendar quarter), if the last reported sale price of our Class A common stock, par value \$0.001 per share (which we refer to in this offering memorandum as our "Class A common stock"), for at least 20 trading days (whether or not consecutive) during a period of 30 consecutive trading days ending on, and including, the last trading day of the immediately preceding calendar quarter is greater than or equal to 130% of the conversion price on each applicable trading day;
- during the five consecutive business day period immediately following any ten consecutive trading day period (the "measurement period") in which the trading price (as defined below) per \$1,000 principal amount of Notes for each trading day of the measurement period was less than 98% of the product of the last reported sale price of our Class A common stock and the conversion rate on each such trading day;
- if we call any or all of the Notes for redemption, at any time prior to the close of business on the scheduled trading day immediately preceding the Redemption Date; or
- upon the occurrence of certain specified corporate events as set forth in the indenture.

On or after the relevant Free Convertibility Date, holders of the Notes may convert their Notes at any time until the close of business on the second scheduled trading day immediately preceding the maturity date of the Notes.

Upon conversion, we will pay or deliver, as the case may be, cash, shares of our Class A common stock or a combination of cash and shares of our Class A common stock, at our election, in the manner and subject to the terms and conditions provided in the indenture.

If we undergo a fundamental change (as defined in the indenture), holders may require us to repurchase for cash all or any portion of their Notes at a fundamental change repurchase price equal to 100% of the principal amount of the Notes to be repurchased, plus accrued and unpaid interest to, but excluding, the fundamental change repurchase date. In addition, following certain corporate events that occur prior to the maturity date or if we deliver a notice of redemption, we will increase, in certain circumstances, the conversion rate for a holder who elects to convert its Notes in connection with such corporate event or notice of redemption, as the case may be.

The Company may redeem for cash all or any portion of the Notes, at its option, on or after the respective Redemption Date, if the last reported sale price of the Company's common stock has been at least 130% of the conversion price then in effect for at least 20 trading days (whether or not consecutive) during any 30 consecutive trading day period (including the last trading day of such period) ending on, and including, the trading day immediately preceding the date on which the Company provides notice of redemption at a redemption price equal to 100% of the principal amount of the Notes to be redeemed, plus any accrued and unpaid interest to, but excluding, the respective Redemption Date.

As of December 31, 2025 the Free Convertibility Date for the 2026 Notes is less than one year from the balance sheet date and therefore the 2026 Notes are classified as current liabilities on the consolidated balance sheet. As of December 31, 2025, none of the conversion conditions related to our Notes were met and therefore the Notes are not convertible at the option of the holders. As a result, the 2028 Notes were classified as non-current liabilities on the consolidated balance sheet as of December 31, 2025.

Interest expense representing the amortization of issuance costs as well as contractual interest expense is amortized to interest expense at an effective interest rate of 1.5% and 1.6% over the term of the 2026 Notes and 2028 Notes, respectively.

As of December 31, 2025, the remaining life of the 2026 Notes and 2028 Notes is approximately 0.6 years and 2.6 years, respectively.

The net carrying amount of the Notes was as follows (in thousands):

	As of December 31, 2025		As of December 31, 2024	
	2026 Notes	2028 Notes	2026 Notes	2028 Notes
Principal	\$ 71,242	\$ 702,000	\$ 71,242	\$ 702,000
Unamortized issuance costs	(170)	(5,737)	(441)	(7,910)
Net carrying amount	\$ 71,072	\$ 696,263	\$ 70,801	\$ 694,090

Interest expense related to the Notes is as follows (in thousands):

	Year ended December 31,		
	2025	2024	2023
Contractual interest expense	\$ 9,576	\$ 9,576	\$ 5,952
Amortization of issuance costs	2,443	2,436	1,730
Total interest expense	\$ 12,019	\$ 12,012	\$ 7,682

9. Stockholders' Equity

We have two classes of authorized common stock: Class A common stock and Class B common stock. The rights of the holders of our Class A common stock and our Class B common stock are identical, except with respect to voting and conversion. Each share of our Class A common stock is entitled to one vote per share and is not convertible into any other shares of our capital stock. Each share of our Class B common stock is entitled to ten votes per share and is convertible into one share of our Class A common stock at any time. Our Class B common stock also will automatically convert into shares of our Class A common stock upon certain transfers and other events.

10. Stock-Based Compensation

We grant stock-based incentive awards to attract, motivate and retain qualified employees, non-employee directors and consultants, and to align their financial interests with those of our stockholders. We utilize stock-based compensation in the form of restricted stock units, options to purchase Class A common stock and ESPP purchase rights. In December 2014, our board of directors and stockholders adopted and approved our 2014 Equity Incentive Plan ("the 2014 Plan").

As of December 31, 2025, awards granted under the 2014 Plan consisted of stock options, restricted stock units, and performance restricted stock units. There were no other grants of any other

award types under the 2014 Plan. As of December 31, 2025, 4,507,293 shares of Class A common stock were available for grant under the 2014 Plan.

Our ESPP became effective on June 13, 2017 and was amended and restated on October 28, 2022. Under the ESPP, eligible employees are granted options to purchase shares of Class A common stock at the lower of 85% of the fair market value of the stock at the time of grant or 85% of the fair market value at the time of exercise. Options to purchase shares are granted twice yearly on or about July 15 and January 15 and are exercisable on or about the succeeding January 14 and July 14, respectively, of each year. As of December 31, 2025, 3,543,248 shares of Class A common stock were available for issuance under the ESPP. No participant may purchase more than \$12,500 worth of Class A common stock in a six-month offering period.

Stock-Based Compensation Expense

Stock-based compensation expense was recorded in the following cost and expense categories consistent with the respective employee or service provider's related cash compensation (in thousands):

	Year ended December 31,		
	2025	2024	2023
Cost of revenue			
Subscription and support	\$ 10,271	\$ 7,979	\$ 5,030
Professional services	4,261	3,221	2,540
Operating expenses			
Research and development	28,867	21,036	18,441
Sales and marketing	42,108	35,339	27,774
General and administrative	37,438	34,575	44,980
Total	\$ 122,945	\$ 102,150	\$ 98,765

In 2025 and 2023, we recognized an additional \$11.8 million and \$18.1 million in stock-based compensation, respectively, pursuant to certain transition agreements with former executives.

Stock Options

The following table summarizes the option activity under the Plans for the year ended December 31, 2025:

	Options	Weighted-Average Exercise Price	Weighted-Average Remaining Contractual Term (Years)	Aggregate Intrinsic Value (in thousands)
Outstanding at December 31, 2024	892,396	\$ 14.09	1.7	\$ 85,140
Exercised	<u>(429,027)</u>	14.50		
Outstanding at December 31, 2025	<u>463,369</u>	\$ 13.72	1.1	\$ 33,608
Exercisable at December 31, 2025	463,369	\$ 13.72	1.1	\$ 33,608

Options to purchase Class A common stock generally vest over a three- or four-year period and are generally granted for a term of ten years. The total intrinsic value of options exercised during the years ended December 31, 2025, 2024 and 2023 was \$29.8 million, \$20.7 million and \$24.8 million, respectively.

No options were granted during the years ended December 31, 2025, 2024 and 2023. As of December 31, 2021, all outstanding options have vested. As of December 31, 2025 there was no unrecognized compensation expense related to options.

Restricted Stock Units and Performance Restricted Stock Units

Restricted stock units granted to employees generally vest over a three- or four-year period in equal, annual installments. Restricted stock units granted to non-employee members of our board of directors generally have one-year cliff vesting from the date of grant. Performance restricted stock units generally vest in annual tranches over a three-year period.

The recipient of a restricted stock unit award or performance restricted stock unit award under the 2014 Plan will have no rights as a stockholder until share certificates are issued by us. Additionally, until the shares are issued, they have no voting rights and may not be bought or sold. The fair value for restricted stock unit awards and performance restricted stock unit awards are calculated based on the stock price on the date of grant. Total performance restricted stock units earned may vary based on the attainment of company-specific performance targets during the vesting period. The total fair value of restricted stock units vested during the years ended December 31, 2025, 2024, and 2023 was approximately \$120.2 million, \$86.4 million, and \$66.6 million, respectively.

The following table summarizes the restricted stock unit and performance restricted stock unit activity under the Plan for the year ended December 31, 2025:

	Number of Shares	Weighted-Average Grant Date Fair Value
Unvested at December 31, 2024	2,723,666	\$ 91.56
Granted	1,713,722	91.51
Forfeited	(310,976)	90.14
Vested ⁽¹⁾	(1,269,859)	94.78
Unvested at December 31, 2025	2,856,553	\$ 90.25

(1) During the year ended December 31, 2025, in accordance with our Nonqualified Deferred Compensation Plan, recipients of 5,634 shares had elected to defer settlement of the vested restricted stock units and 9,375 were released from deferral. This resulted in total deferred units of 305,646 as of December 31, 2025.

Compensation expense associated with unvested restricted stock units and performance restricted stock units is recognized on a straight-line basis over the vesting period. At December 31, 2025, there was approximately \$182.0 million of total unrecognized compensation expense related to restricted stock units and performance restricted stock units, which is expected to be recognized over a weighted-average period of 2.5 years.

Employee Stock Purchase Plan

The fair value of each option grant issued under the ESPP is estimated on the date of grant using the Black-Scholes option-pricing model. Expected volatility is based on the historical volatility of our Class A common stock, and the expected term represents the period of time the ESPP purchase rights are expected to be outstanding and approximates the offering period. The risk-free interest rate is based on yields on U.S. Treasury STRIPS (“Separate Trading of Registered Interest and Principal of Securities”) with a maturity similar to the estimated expected term of the ESPP purchase rights.

The fair value of our ESPP purchase rights was estimated assuming no expected dividends and the following weighted-average assumptions:

	Year ended December 31,		
	2025	2024	2023
ESPP			
Expected term (in years)	0.5	0.5	0.5
Risk-free interest rate	4.1%	4.6% - 4.8%	4.6% - 5.3%
Expected volatility	30.9% - 49.1%	32.8% - 35.7%	33.9% - 57.3%

The following table summarizes the ESPP activity under the Plan for the years ended December 31, 2025, 2024 and 2023:

	Year ended December 31,		
	2025	2024	2023
Shares issued	227,124	194,239	200,436
Weighted-average purchase price	\$ 60.31	\$ 71.16	\$ 62.43
Total proceeds (in thousands)	\$ 13,698	\$ 13,822	\$ 12,513

Compensation expense associated with ESPP purchase rights is recognized on a straight-line basis over the vesting period. As of December 31, 2025, there was approximately \$0.2 million of total unrecognized compensation expense related to the ESPP, which is expected to be recognized over a weighted-average period of 14 days.

11. Accumulated Other Comprehensive Income (Loss)

The following table summarizes the activity of accumulated other comprehensive income (loss) during the years ended December 31, 2025, 2024 and 2023 (in thousands):

	Accumulated foreign currency translation adjustment	Accumulated unrealized holding gain (loss) on available-for-sale securities	Accumulated other comprehensive income (loss)
Balance at December 31, 2022	\$ (3,997)	\$ (2,689)	\$ (6,686)
Other comprehensive income	3,316	3,625	6,941
Balance at December 31, 2023	(681)	936	255
Other comprehensive loss	(6,206)	(469)	(6,675)
Balance at December 31, 2024	(6,887)	467	(6,420)
Other comprehensive income	13,219	637	13,856
Balance at December 31, 2025	\$ 6,332	\$ 1,104	\$ 7,436

12. Acquisitions

Sustain.Life Inc.

On June 17, 2024, we acquired all of the issued and outstanding equity interests in Sustain.Life, Inc. (“Sustain.Life”), a leading provider of carbon accounting solutions, for \$98.1 million net of cash acquired of \$0.3 million to launch Workiva Carbon. Workiva Carbon is an audit-ready carbon accounting solution that helps organizations measure, manage, track, and report carbon emissions, including data from third-party supply chain partners. Coupled with Workiva’s sustainability management solution, companies can now collect key business data, calculate critical metrics, set data-driven sustainability strategy, measure progress, and report results all in the Workiva platform.

The transaction was accounted for as a business combination. The purchase price has been allocated to the assets acquired and liabilities assumed based on their estimated fair values at the date of acquisition. The fair values of goodwill and definite-lived intangible assets acquired in the acquisition were estimated primarily based on the replacement cost approach. The fair values of assets acquired and liabilities assumed may change over the measurement period as additional information is received. The excess of the purchase price over the fair value of the net assets acquired was allocated to goodwill. The goodwill recognized was primarily attributable to the assembled workforce, operational synergies, and strategic benefits that are expected to be achieved and is not deductible for income tax purposes.

The following table presents the allocation of the purchase price to the assets acquired and liabilities assumed at the date of acquisition (in thousands):

Cash consideration	\$	98,343
Total consideration	\$	98,343
<hr/>		
Cash	\$	251
Accounts receivable, net		488
Other receivables		4,066
Prepaid expenses and other		239
Intangible assets		11,890
Goodwill		89,146
Accounts payable		(211)
Accrued liabilities		(5,223)
Deferred revenue		(1,042)
Other long-term liabilities		(1,261)
Fair value of assets and liabilities	\$	98,343

We incurred costs related to the acquisition of approximately \$1.1 million during the year ended December 31, 2024. All acquisition related costs were expensed as incurred and have been recorded in general and administrative expenses in our condensed consolidated statements of operations.

The amount of revenues and net loss from the acquisition included in our condensed consolidated statements of operations for the year ended December 31, 2024 were not material.

13. Goodwill and Intangible Assets

Goodwill

The changes in the carrying amount of goodwill were as follows (in thousands):

December 31, 2023	\$	112,097
Acquisition		89,146
Foreign currency translation adjustments		(4,399)
December 31, 2024		196,844
Foreign currency translation adjustments		9,320
December 31, 2025	\$	206,164

Intangible Assets

The following table presents the components of net intangible assets (in thousands):

	Weighted Average Useful Life (Years)	As of December 31, 2025			As of December 31, 2024		
		Gross Carrying Amount	Accumulated Amortization	Net Carrying Amount	Gross Carrying Amount	Accumulated Amortization	Net Carrying Amount
Acquired technology	4.7	\$ 27,010	\$ (17,565)	\$ 9,445	\$ 26,044	\$ (11,938)	\$ 14,106
Acquired customer-related	9.8	17,663	(6,435)	11,228	15,852	(4,114)	11,738
Acquired trade names	5.0	738	(553)	185	655	(360)	295
Patents and perpetual licenses	8.3	3,731	(2,319)	1,412	3,341	(2,091)	1,250
Total	6.8	\$ 49,142	\$ (26,872)	\$ 22,270	\$ 45,892	\$ (18,503)	\$ 27,389

In the first quarter of the subsequent annual period in which an intangible asset becomes fully amortized, the gross carrying amount and accumulated amortization are removed from the preceding table.

Amortization expense related to intangible assets was \$7.2 million, \$6.7 million and \$6.2 million for the years ended December 31, 2025, 2024 and 2023, respectively. As of December 31, 2025, expected remaining amortization expense of intangible assets by fiscal year is as follows (in thousands):

2026	\$ 6,045
2027	4,635
2028	4,157
2029	2,998
2030	1,982
Thereafter	2,453
Total expected amortization expense	\$ 22,270

14. Geographic Information

Revenue by geography is generally based on the country of the customer as specified in our subscription order. Revenue by geographical region consisted of the following (in thousands):

	Year ended December 31,		
	2025	2024	2023
United States	\$ 648,399	\$ 563,370	\$ 501,692
Other countries	236,169	175,310	128,347
Total	\$ 884,568	\$ 738,680	\$ 630,039

No country other than the United States represented more than 10% of total revenue during the years presented.

Our long-lived assets, which primarily consist of property and equipment and operating lease right-of-use assets, are attributed to a country based on the physical location of the assets. Aggregate long-lived assets by geographical region consisted of the following (in thousands):

	As of December 31,	
	2025	2024
United States	\$ 25,788	\$ 28,523
United Kingdom	5,352	1,216
Other countries	3,392	3,872
Total	<u>\$ 34,532</u>	<u>\$ 33,611</u>

15. Revenue Recognition

Disaggregation of Revenue

The following table presents our revenues disaggregated by type of good or service (in thousands):

	Year ended December 31,		
	2025	2024	2023
Subscription and support	\$ 812,627	\$ 667,646	\$ 558,645
XBRL professional services	60,643	58,791	56,820
Other services	11,298	12,243	14,574
Total revenues	<u>\$ 884,568</u>	<u>\$ 738,680</u>	<u>\$ 630,039</u>

Deferred Revenue

During the year ended December 31, 2025, we recognized \$446.8 million of revenue that was included in the deferred revenue balance at the beginning of the period.

Transaction Price Allocated to the Remaining Performance Obligations

As of December 31, 2025, revenue of approximately \$1,438.3 million is expected to be recognized from remaining performance obligations for subscription contracts. We expect to recognize approximately \$757.4 million of these remaining performance obligations over the next 12 months, with the balance recognized thereafter.

16. Employee Benefit Plans

We have a qualified defined contribution plan under Section 401(k) of the Internal Revenue Code. Both employee and employer contributions vest immediately upon contribution. Employer contributions to the 401(k) plan were \$6.5 million, \$6.1 million, and \$5.6 million for the years ended December 31, 2025, 2024, and 2023, respectively.

We also maintain a number of defined contribution plans for certain locations outside of the U.S. Total employer contributions under these plans were \$4.6 million, \$3.9 million, and \$3.2 million for the years ended December 31, 2025, 2024 and 2023, respectively.

17. Income Taxes

Loss before income tax provision (benefit) consisted of the following (in thousands):

	Year ended December 31,		
	2025	2024	2023
United States	\$ (29,251)	\$ (56,114)	\$ (125,715)
Foreign	6,836	6,673	1,617
Total	<u>\$ (22,415)</u>	<u>\$ (49,441)</u>	<u>\$ (124,098)</u>

The provision (benefit) for income taxes consisted of the following (in thousands):

	Year ended December 31,		
	2025	2024	2023
Current			
Federal	\$ 10	\$ 87	\$ 700
State	335	1,153	937
Foreign	3,772	5,003	1,838
Total Current	<u>\$ 4,117</u>	<u>\$ 6,243</u>	<u>\$ 3,475</u>
Deferred			
Foreign	(363)	(642)	(48)
Total Deferred	<u>\$ (363)</u>	<u>\$ (642)</u>	<u>\$ (48)</u>
Total	<u>\$ 3,754</u>	<u>\$ 5,601</u>	<u>\$ 3,427</u>

The items accounting for the difference between income taxes computed at the federal statutory income tax rate and the provision for income taxes consisted of the following (in thousands, except percentages):

	Year ended December 31,	
	2024	2023
Federal statutory rate	21.0 %	21.0 %
Effect of:		
Tax benefit at federal statutory rate	\$ (10,383)	\$ (26,061)
State taxes, net of federal benefit	(3,113)	(8,397)
Section 162(m) limitations	5,518	11,715
Stock-based compensation	(3,052)	(9,652)
Net impact of global intangible low-taxed income inclusion	911	2,259
Induced conversion	—	8,834
Meals & entertainment	971	821
Base erosion waived deductions	3,452	—
Permanent items	502	(108)
Tax benefit of federal R&D credit	(7,271)	(8,036)
Effect of foreign operations	3,194	1,337
Valuation allowance	15,385	30,636
Other	(513)	79
Total income tax provision	<u>\$ 5,601</u>	<u>\$ 3,427</u>

ASU 2023-09 was adopted prospectively and the items accounting for the difference between income taxes computed at the federal statutory income tax rate and the provision for income taxes consisted of the following (in thousands, except percentages):

	Year ended December 31,	
	2025	
Federal tax benefit at the statutory rate	\$ (4,707)	21.0 %
State and local income taxes, net of federal income tax effect*	335	(1.5)
Foreign tax effects		
Canada		
Stock based compensation	268	(1.2)
Provincial taxes	305	(1.4)
Other	(12)	0.1
Denmark		
Amortization	757	(3.4)
Other	(229)	1.0
Netherlands		
Stock based compensation	533	(2.4)
Other	370	(1.7)
United Kingdom	244	(1.1)
Other foreign jurisdictions	(156)	0.7
Effect of changes in tax laws or rates enacted in the current period	—	—
Effect of cross-border tax laws		
Global intangible low-taxed income inclusion	7,152	(31.9)
Base erosion waived deductions	1,581	(7.1)
Tax credits		
Tax benefit of federal R&D credit	(5,727)	25.5
Change in domestic valuation allowance	(1,283)	5.7
Nontaxable or nondeductible items		
Section 162(m) limitations	9,095	(40.6)
Stock based compensation	(5,987)	26.7
Meals & entertainment	904	(4.0)
Other	98	(0.1)
Changes in unrecognized tax benefits	213	(1.0)
Provision for taxes at the effective tax rate	<u>\$ 3,754</u>	<u>(16.7)%</u>

*State taxes in Pennsylvania and Texas made up the majority (greater than 50%) of the tax effect in this category.

The components of deferred tax assets and liabilities were as follows (in thousands):

	As of December 31,	
	2025	2024
Deferred tax assets:		
Property and equipment	\$ 3,061	\$ 3,133
Accruals and reserves	259	255
Lease liability	5,824	6,554
Compensation and benefits	19,666	20,720
Deferred revenue	61,621	50,163
Net operating loss and credits	108,621	99,037
IRC 174 Capitalization	77,485	101,865
Other	513	2,287
Total deferred tax assets	277,050	284,014
Valuation allowance	(257,585)	(266,956)
Total deferred tax assets	19,465	17,058
Deferred tax liabilities:		
Right-of-use asset	(5,774)	(6,412)
Acquired intangibles	(1,951)	(2,920)
Deferred commissions	(7,991)	(6,572)
Other deferred tax liabilities	(2,579)	(441)
Deferred tax liabilities	(18,295)	(16,345)
Total	\$ 1,170	\$ 713

Management assesses the available positive and negative evidence to estimate whether sufficient future taxable income will be generated to permit use of the existing deferred tax assets. A significant piece of objective negative evidence evaluated was the cumulative loss incurred over the three-year period ended December 31, 2025. Such objective evidence limits the ability to consider other subjective evidence, such as our projections for future growth. On the basis of this evaluation, we recognized a full valuation allowance against our net US deferred tax assets at December 31, 2025, because we believe it is more likely than not that these benefits will not be realized.

Beginning in 2022, the Tax Cuts and Jobs Act of 2017 (“TCJA”) amended Internal Revenue Code Section 174 to require specific research and experimental (“R&E”) expenditures be capitalized and amortized over five years (U.S. R&E) or fifteen years (non-U.S. R&E). However, the One Big Beautiful Bill Act (the “OBBA”), signed into law on July 4, 2025, amended the TCJA provision requiring capitalization and amortization of U.S. R&E to now allow full expensing of U.S. R&E in the year paid. Non-U.S. R&E is unchanged from the TCJA. In connection with this amendment, we elected not to immediately deduct the balance of previously capitalized U.S. R&E and therefore have a remaining deferred tax asset related to the Section 174 amortization of \$77.5 million as of December 31, 2025.

As of December 31, 2025, we have federal and state net operating loss carryforwards of approximately \$208.3 million and \$283.9 million, respectively, available to reduce future taxable income. Federal and some state net operating losses incurred after 2017 will have an indefinite carryforward. The state net operating loss carryforwards will expire in varying amounts beginning in 2026. Additionally, we have total net operating loss carryforwards from international operations of \$0.6 million that do not expire. We also have approximately \$42.8 million of federal and \$6.9 million of state tax credit carryforwards as of December 31, 2025. The federal credits will expire in varying amounts between the

years 2036 and 2045. The state credits expire beginning in 2026. Utilization of our net operating loss and tax credit carryforwards may be subject to substantial annual limitations due to the ownership change limitations provided by Section 382 of the Internal Revenue Code, as amended, and similar state provisions.

A reconciliation of the gross unrecognized tax benefits is as follows (in thousands):

	Year ended December 31,		
	2025	2024	2023
Unrecognized tax benefits-beginning of period	\$ 2,766	\$ 2,276	\$ 1,870
Additions for tax positions related to prior year	—	—	200
Reductions for tax positions related to prior year	(187)	(100)	—
Foreign currency adjustments	21	(10)	6
Additions for tax positions related to current year	400	600	200
Unrecognized tax benefits-end of period	<u>\$ 3,000</u>	<u>\$ 2,766</u>	<u>\$ 2,276</u>

We have analyzed our inventory of tax positions taken with respect to all applicable income tax issues for all open tax years. The gross unrecognized tax benefits, if recognized, would not materially affect the effective tax rate as of December 31, 2025.

We are subject to taxation in the U.S. and various states and foreign jurisdictions. As of December 31, 2025, tax years for 2021 through 2024 are subject to examination by the tax authorities. Generally, as of December 31, 2025, we are no longer subject to federal, state, local or foreign examinations by tax authorities for years before 2021. However, to the extent allowed by law, the tax authorities may have the right to examine prior periods where net operating losses or tax credits were generated and carried forward, and make adjustments up to the amount of the net operating loss or credit carryforward.

Income taxes paid (net of refunds) are as follows (in thousands):

	Year ended December 31,	
	2025	
Federal	\$	(1,224)
State		296
Foreign		6,422
Total	\$	5,494

Income taxes paid (net of refunds) exceeded 5% of total income taxes paid (net of refunds) in the following jurisdictions (in thousands):

	Year ended December 31,	
	2025	
Canada	\$	1,579
Germany		316
Netherlands		2,218
United Kingdom		1,620

18. Net Loss Per Share

Net loss per share is allocated based on the contractual participation rights of the Class A and Class B common shares as if the loss for the year has been distributed. As the liquidation and dividend rights are identical, the net loss is allocated on a proportionate basis.

A reconciliation of the denominator used in the calculation of basic and diluted loss per share is as follows (in thousands, except share and per share data):

	Year ended					
	December 31, 2025		December 31, 2024		December 31, 2023	
	Class A	Class B	Class A	Class B	Class A	Class B
<i>Numerator</i>						
Net loss	\$ (24,408)	\$ (1,761)	\$ (51,218)	\$ (3,824)	\$ (118,443)	\$ (9,082)
<i>Denominator</i>						
Weighted-average common shares outstanding - basic and diluted	52,485,597	3,786,920	51,509,798	3,845,583	50,246,900	3,852,857
Basic and diluted net loss per share	\$ (0.47)	\$ (0.47)	\$ (0.99)	\$ (0.99)	\$ (2.36)	\$ (2.36)

The anti-dilutive securities excluded from the weighted-average shares used to calculate the diluted net loss per common share were as follows:

	As of December 31,		
	2025	2024	2023
Shares subject to outstanding common stock options	463,369	892,396	1,211,619
Shares subject to unvested restricted stock units and performance restricted stock units	2,856,553	2,723,666	2,198,411
Shares issuable pursuant to the ESPP	144,961	122,833	84,323
Shares underlying our convertible senior notes	6,132,025	6,132,025	9,547,320

19. Subsequent Events

On July 30, 2024, our board of directors authorized a share repurchase plan for up to \$100 million of our outstanding Class A common stock (the "2024 Repurchase Plan"). During the fourth quarter of 2025, Workiva purchased approximately 131,000 shares for \$11.5 million under the 2024 Repurchase Plan. As of December 31, 2025, approximately \$28 million remained available under the 2024 Repurchase Plan for future share repurchases. On February 16, 2026, our board of directors modified the 2024 Repurchase Plan to authorize an additional \$250 million of the Company's outstanding Class A common stock for repurchase under the plan.

Item 9. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure

None.

Item 9A. Controls and Procedures

Evaluation of Disclosure Controls and Procedures

Under the supervision and with the participation of our principal executive officer and principal financial officer, our management conducted an evaluation of the effectiveness of the design and operation of our disclosure controls and procedures, as defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act, as of the end of the period covered by this report. Our disclosure controls and procedures are intended to provide assurance at a reasonable level that the information we are required to disclose in reports that we file or submit under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in SEC rules and forms, and that such information is accumulated and communicated to our management, including our Chief Executive Officer and Chief Financial Officer, as appropriate, to allow timely decisions regarding required disclosures.

In designing and evaluating our disclosure controls and procedures, management recognizes that any disclosure controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives. In addition, the design of disclosure controls and procedures must reflect the fact that there are resource constraints and that management is required to apply its judgment in evaluating the benefits of possible controls and procedures relative to their costs.

Based on management's evaluation, our principal executive officer and principal financial officer concluded that our disclosure controls and procedures are designed to, and are effective to, provide assurance at a reasonable level that the information we are required to disclose in reports that we file or submit under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in SEC rules and forms, and that such information is accumulated and communicated to our management, including our Chief Executive Officer and Chief Financial Officer, as appropriate, to allow timely decisions regarding required disclosures.

Management's Annual Report on Internal Control Over Financial Reporting

Our management is responsible for establishing and maintaining adequate internal control over financial reporting (as defined in Rule 13a-15(f) under the Exchange Act). Management conducted an assessment of the effectiveness of our internal control over financial reporting based on the criteria set forth in Internal Control—Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013 framework). Because of its inherent limitations, internal control over financial reporting is not intended to provide absolute assurance that a misstatement of our financial statements would be prevented or detected. Based on that assessment, management has concluded that its internal control over financial reporting was effective as of December 31, 2025 to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with GAAP. Our independent registered public accounting firm, Ernst & Young LLP, has issued an audit report with respect to our internal control over financial reporting as of December 31, 2025, which appears in Part II, Item 8 of this Annual Report on Form 10-K, and is incorporated herein by reference.

Changes in Internal Control Over Financial Reporting

There was no change in our internal control over financial reporting identified in connection with the evaluation required by Rule 13a-15(d) and 15d-15(d) of the Exchange Act that occurred during the three months ended December 31, 2025 that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

Item 9B. Other Information

Short-Term Incentive Plan

On February 16, 2026, the Compensation Committee of our Board of Directors approved the 2026 Short-Term Incentive Plan applicable to our executive officers for the fiscal year ending December 31, 2026. The Plan provides our executive officers with the opportunity to earn cash bonuses based upon the achievement of pre-established performance metrics determined by the Committee, which may include one or more of revenue growth, free cash flow, or operating income (loss) excluding stock compensation and amortization of acquisition related intangible assets. The Committee sets the target award for each participating executive as a percentage of base salary. Following the end of fiscal 2026, the Committee will review our attainment of the metrics and determine actual payouts, subject to upward or downward adjustment in its discretion.

Share Repurchase Plan

On August 1, 2024, we announced that on July 30, 2024, our board of directors authorized a share repurchase plan for up to \$100.0 million of our outstanding Class A common stock (the “2024 Repurchase Plan”).

During the fourth quarter of 2025, Workiva purchased approximately 131,000 shares for \$11.5 million under the 2024 Repurchase Plan. As of December 31, 2025, approximately \$28 million remained available under the plan for future share repurchases. On February 16, 2026, our board of directors modified the 2024 Repurchase Plan to authorize an additional \$250 million of the Company’s outstanding Class A common stock for repurchase under the plan. The timing, manner, price and amount of any repurchases will be determined at the Company’s discretion, and the share repurchase program may be suspended, terminated or modified at any time for any reason. Shares may be repurchased through open market purchases in accordance with the requirements of Exchange Act Rule 10b-18, or privately negotiated transactions, including through the use of trading plans intended to qualify under Rule 10b5-1 under the Exchange Act.

Director and Officer Trading Arrangements

During the three months ended December 31, 2025, no director or officer of the Company adopted, modified or terminated a “Rule 10b5-1 trading arrangement” or “non-Rule 10b5-1 trading arrangement,” as each term is defined in Item 408(a) of Regulation S-K.

Item 9C. Disclosure Regarding Foreign Jurisdictions that Prevent Inspections

Not applicable.

Part III.

Item 10. Directors, Executive Officers and Corporate Governance

a) Directors of the Company.

This information is included in our definitive proxy statement for the 2026 Annual Meeting of Stockholders under the heading “Election of Directors” and is incorporated herein by reference.

b) Executive Officers of the Company.

This information is included in our definitive proxy statement for the 2026 Annual Meeting of Stockholders under the heading “Executive Officers” and is incorporated herein by reference.

c) Delinquent Section 16(a) Reports.

This information is included in our definitive proxy statement for the 2026 Annual Meeting of Stockholders under the heading “Delinquent Section 16(a) Reports” and is incorporated herein by reference.

d) Code of Ethics.

This information is included in our definitive proxy statement for the 2026 Annual Meeting of Stockholders under the heading “Corporate Governance” and is incorporated herein by reference.

e) Information regarding our Audit Committee and Nominating and Governance Committee is set forth in our definitive proxy statement for the 2026 Annual Meeting of Stockholders under the heading “Corporate Governance” and is incorporated herein by reference.

f) Insider Trading Policy.

The Company has adopted an insider trading policy which governs transactions in our securities by its directors, officers, employees, any applicable consultants and contractors (as determined by the Company), and each of their respective family members, and is designed to promote compliance with insider trading laws, rules and regulations applicable to the Company. In addition, it is the Company’s policy to comply with applicable securities laws, including insider trading laws, when engaging in any transactions in Company securities. A copy of our insider trading policy is included with this Annual Report on Form 10-K as Exhibit 19.1.

Item 11. Executive Compensation

This information is included in our definitive proxy statement for the 2026 Annual Meeting of Stockholders under the headings “Executive Compensation” and “Director Compensation” and is incorporated herein by reference.

Item 12. Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters

This information is included in our definitive proxy statement for the 2026 Annual Meeting of Stockholders under the headings “Ownership of Common Stock” and “Equity Compensation Plan Information” and is incorporated herein by reference.

Item 13. Certain Relationships and Related Transactions and Director Independence

This information is included in our definitive proxy statement for the 2026 Annual Meeting of Stockholders under the headings “Certain Relationships and Related-Party and Other Transactions” and “Corporate Governance” and is incorporated herein by reference.

Item 14. Principal Accounting Fees and Services

Our independent registered public accounting firm is Ernst & Young LLP, Chicago, Illinois.

This information is included in our definitive proxy statement for the 2026 Annual Meeting of Stockholders under the heading “Ratification of the Appointment of Independent Registered Public Accounting Firm” and is incorporated herein by reference.

Part IV.

Item 15. Exhibits and Financial Statement Schedules

The following documents are filed as part of this Form 10-K or incorporated by reference herein:

1. All financial statements. See Index to Consolidated Financial Statements in Item 8 of this Annual Report on Form 10-K.
2. Financial Statement Schedules. Financial statement schedules are omitted as they are either not required or the information is otherwise included in the consolidated financial statements.
3. Exhibits:

Exhibit Number	Description
3.01	Amended and Restated Certificate of Incorporation of Workiva Inc. , incorporated by reference from Exhibit 3.1(a) to the Company's Current Report on Form 8-K filed on June 2, 2025.
3.02	Bylaws of Workiva Inc. as amended, incorporated by reference from Exhibit 3.02 on Form 10-K for the year ended December 31, 2024 filed on February 25, 2025.
4.01	Form of the Company's Class A common stock certificate , incorporated by reference from Exhibit 4.1 to the Company's Registration Statement on Form S-1 filed on November 17, 2014.
4.02	Indenture, dated August 16, 2019, between Workiva Inc. and U.S. Bank National Association , incorporated by reference from Exhibit 4.1 to the Company's Current Report on Form 8-K filed on August 16, 2019.
4.03	Form of 1.125% Convertible Senior Note due 2026 , incorporated by reference from Exhibit A to the Indenture filed as Exhibit 4.1 to the Company's Current Report on Form 8-K filed on August 16, 2019.
4.04	Description of Capital Stock , as amended (filed herewith).
4.05	Indenture, dated August 17, 2023, between Workiva Inc. and U.S. Bank Trust Company, National Association , incorporated by reference from Exhibit 4.1 to the Company's Current Report on Form 8-K filed on August 17 2023.
4.06	Form of 1.250% Convertible Senior Note due 2028 , incorporated by reference from Exhibit 4.2 to the Company's Current Report on Form 8-K filed on August 17, 2023.
10.01*	Workiva Inc. 2014 Equity Incentive Plan , incorporated by reference from Exhibit 4.5 to the Company's Registration Statement on Form S-8 filed on December 16, 2014.
10.02*	Form of Nonqualified Stock Option Grant for Executive Officers under 2014 Equity Incentive Plan , incorporated by reference from Exhibit 10.3 to the Company's Annual Report on Form 10-K for the year ended December 31, 2016.
10.03*	Form of Restricted Stock Grant for Executive Officers under 2014 Equity Incentive Plan , incorporated by reference from Exhibit 10.4 to the Company's Annual Report on Form 10-K for the year ended December 31, 2016.
10.04*	Form of Restricted Stock Grant for Non-Employee Directors under 2014 Equity Incentive Plan , incorporated by reference from Exhibit 10.5 to the Company's Registration Statement on Form S-1 filed on October 17, 2014.

Exhibit Number	Description
10.05*	Severance and Transition Services Agreement, dated October 30, 2025, between the Company and Jill E. Klindt , incorporated by reference from Exhibit 10.2 to the Company's Quarterly Report on Form 10-Q filed on November 5, 2025.
10.06*	Severance Agreement and General Release, dated October 30, 2025, by and between the Company and Michael Hawkins , incorporated by reference from Exhibit 10.2 to the Company's Quarterly Report on Form 10-Q filed on November 5, 2025.
10.07*	Form of Indemnification Agreement , incorporated by reference from Exhibit 10.7 to the Company's Registration Statement on Form S-1 filed on November 17, 2014.
10.08	Sublease Agreement, dated December 19, 2011, as amended October 2, 2013, between the Company and 2900 University, LLC , incorporated by reference from Exhibit 10.8 to the Company's Registration Statement on Form S-1 filed on October 17, 2014.
10.09*	Workiva Inc. Nonqualified Deferred Compensation Plan effective as of January 14, 2016 , incorporated by reference from Exhibit 10.1 to the Company's Current Report on Form 8-K filed on January 15, 2016.
10.10*	Form of Workiva Inc. Restricted Stock Unit Agreement for service-vesting restricted stock units under the Workiva Inc. 2014 Equity Incentive Plan , incorporated by reference from Exhibit 10.14 to the Company's Annual Report on Form 10-K for the year ended December 31, 2016.
10.11*	Form of Workiva Inc. Restricted Stock Unit Agreement for service-vesting restricted stock units issuable to non-employee directors under the Workiva Inc. 2014 Equity Incentive Plan , incorporated by reference from Exhibit 10.3 to the Company's Quarterly Report on Form 10-Q filed on May 4, 2016.
10.12*	Amendment No. 1 to the Workiva Inc. Nonqualified Deferred Compensation Plan , incorporated by reference from Exhibit 10.22 to the Company's Annual Report on Form 10-K for the year ended December 31, 2018.
10.13*	Workiva Inc. Amended and Restated 2014 Equity Incentive Plan , incorporated by reference from Exhibit 10.1 to the Company's Current Report on Form 8-K filed on June 3, 2022.
10.14*	Form of Restricted Stock Unit Agreement (Non-Employee Directors) , incorporated by reference from Exhibit 10.2 to the Company's Current Report on Form 8-K filed on June 3, 2022.
10.15*	Form of Restricted Stock Unit Agreement (Executive Employees) , incorporated by reference from Exhibit 10.2 to the Company's Current Report on Form 8-K filed on June 3, 2022.
10.16*	Form of Performance Restricted Stock Unit Agreement (Executive Employees) , incorporated by reference from Exhibit 10.2 to the Company's Current Report on Form 8-K filed on June 3, 2022.
10.17*	Form of Restricted Stock Unit Agreement (Executive Employees) , incorporated by reference from Exhibit 99.1 to the Company's Current Report on Form 8-K filed on January 31, 2023.
10.18*	Form of Performance Restricted Stock Unit Agreement (Executive Employees) , incorporated by reference from Exhibit 99.2 to the Company's Current Report on Form 8-K filed on January 31, 2023.
10.19*	Form of Employment Agreement (Executive Employees) , (filed herewith).
10.20*	Employment Agreement, dated December 4, 2025, by and between the Company and Barbara Larson , incorporated by reference from Exhibit 10.1+ to the Company's Current Report on Form 8-K filed on December 10, 2025.

Exhibit Number	Description
10.21*	Workiva Inc. Amended and Restated 2014 Equity Incentive Plan (As Amended and Restated May 30, 2024) , incorporated by reference from Exhibit 10.1 to the Company's Current Report on Form 8-K filed on June 3, 2024.
10.22*	Offer Letter, dated January 27, 2026, by and between the Company and R. Scott Herren (filed herewith).
10.23*	Offer Letter, dated January 27, 2026, by and between the Company and Mark S. Peek (filed herewith).
10.24*	Form of Restricted Stock Unit Agreement (Non-Employee Directors) , incorporated by reference from Exhibit 10.1 to the Company's Current Report on Form 8-K filed on June 2, 2025.
19.1	Workiva Inc. Insider Trading Policy , incorporated by reference from Exhibit 19.1 to the Company's Annual Report on Form 10-K filed on February 25, 2025.
21.01	List of Subsidiaries of the Company (filed herewith).
23.01	Consent of Ernst & Young LLP, Independent Registered Public Accounting Firm (filed herewith).
24.01	Power of attorney (incorporated by reference to the signature page of this Annual Report on Form 10-K).
31.01	Certification of the Chief Executive Officer, pursuant to Rule 13a-14(a)/15d-14(a), as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
31.02	Certification of the Chief Financial Officer, pursuant to Rule 13a-14(a)/15d-14(a), as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
32.01#	Certification of the Chief Executive Officer, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
32.02#	Certification of the Chief Financial Officer, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
97.1	Workiva Inc. Clawback Policy , incorporated by reference from Exhibit 97.1 to the Company's Annual Report on Form 10-K for the year ended December 31, 2023.
101	The following financial information from Workiva Inc.'s Annual Report on Form 10-K for the year ended December 31, 2025 formatted in Inline XBRL (Extensible Business Reporting Language) includes: (i) the Consolidated Balance Sheets, (ii) the Consolidated Statements of Operations, (iii) the Consolidated Statements of Comprehensive Loss, (iv) the Statements of Changes in Stockholders Deficit, (v) the Consolidated Statements of Cash Flows, and (vi) Notes to the Consolidated Financial Statements.
104	Cover Page Interactive Data File - (formatted as Inline XBRL and contained in Exhibit 101).

* Indicates a management contract or compensatory plan.

As contemplated by SEC Release No. 33-8212, these exhibits are furnished with this Annual Report on Form 10-K and are not deemed filed with the Securities and Exchange Commission and are not incorporated by reference in any filing of Workiva Inc. under the Securities Act of 1933 or the Exchange Act of 1934, whether made before or after the date hereof and irrespective of any general incorporation language in such filings.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized on this 19th day of February, 2026.

WORKIVA INC.

By: /s/ Julie Iskow
Name: Julie Iskow
Title: President and Chief Executive Officer

POWER OF ATTORNEY

The undersigned officers and directors of Workiva Inc. hereby severally constitute Julie Iskow our true and lawful attorney, with full power to her, to sign for us in our names in the capacities indicated below the Annual Report on Form 10-K filed herewith and any and all amendments thereto, and generally do all such things in our name and on our behalf in our capacities as officers and directors to enable Workiva Inc. to comply with the provisions of the Securities and Exchange Commission, hereby ratifying and confirming our signatures as they may be signed by our said attorneys, or any one of them on the Annual Report on Form 10-K and any and all amendments thereto.

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Registrant and in the capacities indicated and on the dates indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
<u>/s/ Julie Iskow</u> Julie Iskow	President, Chief Executive Officer and Director <i>(Principal Executive Officer)</i>	February 19, 2026
<u>/s/ Barbara Larson</u> Barbara Larson	Executive Vice President, Chief Financial Officer and Treasurer <i>(Principal Financial Officer)</i>	February 19, 2026
<u>/s/ Michael M. Crow, Ph.D.</u> Michael M. Crow, Ph.D.	Director	February 19, 2026
<u>/s/ Robert H. Herz</u> Robert H. Herz	Director	February 19, 2026
<u>/s/ Astha Malik</u> Astha Malik	Director	February 19, 2026
<u>/s/ Suku Radia</u> Suku Radia	Director	February 19, 2026
<u>/s/ Martin J. Vanderploeg, Ph.D.</u> Martin J. Vanderploeg, Ph.D.	Director	February 19, 2026

DESCRIPTION OF CAPITAL STOCK

The following description of the Company's capital stock is intended as a summary only. This description is based upon, and is qualified by reference to, the Company's Certificate of Incorporation and Bylaws, each as filed with the Company's Annual Report on Form 10-K, and the applicable provisions of Delaware corporation law.

Under our certificate of incorporation, we have two classes of common stock: Class A common stock, which has one vote per share, and Class B common stock, which has ten votes per share. Any holder of Class B common stock may convert all or a portion of his shares at any time into shares of Class A common stock on a share-for-share basis. In addition, Class B common stock will convert automatically into Class A common stock upon the occurrence of specified events, including any transfer, except for certain permitted transfers described below. Except as specified below, the holders of Class A and Class B common stock vote together as a single class. Except as expressly provided in our certificate of incorporation, including with respect to voting rights and conversion rights, the rights of the two classes of common stock are identical. In addition, our certificate of incorporation authorizes shares of undesignated preferred stock, the rights, preferences and privileges of which may be designated from time to time by our board of directors.

As of December 31, 2025, our authorized capital stock consisted of 1,600,000,000 shares, each with a par value of \$0.001 per share, of which:

- 1,000,000,000 shares are designated as Class A common stock;
- 500,000,000 shares are designated as Class B common stock; and
- 100,000,000 shares are undesignated preferred stock.

The outstanding shares of Class A common stock and Class B common stock are fully paid and nonassessable. No shares of preferred stock are outstanding.

Common Stock

Dividend Rights

Subject to preferences that may apply to shares of preferred stock outstanding at the time, the holders of outstanding shares of our Class A common stock are entitled to receive dividends out of funds legally available if our board of directors, in its discretion, determines to issue dividends and only then at the times and in the amounts that our board of directors may determine. Dividends and distributions must be equal and ratable among Class A and Class B, unless different treatment is approved by a majority of each class voting separately.

Voting Rights

The holders of our Class B common stock are entitled to ten votes per share, and holders of our Class A common stock are entitled to one vote per share. The holders of our Class A common stock and Class B common stock vote together as a single class, unless otherwise required by our certificate of incorporation or law. Holders of Class A and Class B generally vote as a single class; however, a separate class vote is required if an amendment would adversely affect a class, or increase/decrease its par value.

The number of authorized shares of Class A Common Stock or Class B Common Stock may be increased or decreased (but not below the number of shares then outstanding) by the affirmative vote of the holders of capital stock representing a majority of the voting power of all the then-outstanding shares of capital stock entitled to vote thereon, without a separate vote of the holders of the Class A Common Stock or Class B Common Stock, as applicable, unless otherwise required by the certificate of incorporation or law.

In addition, the affirmative vote of the holders of the Class B common stock is required to amend the provisions of our certificate of incorporation that relate to our dual class structure.

Under our certificate of incorporation, we are not able to engage in certain mergers or other transactions in which the holders of Class A common stock and Class B common stock are not given the same consideration, without the affirmative vote of the holders of a majority of the outstanding shares of Class A common stock, voting separately as a class, and Class B common stock, voting separately as a class. No separate class vote will be required, however, if the holders of each class of common stock receive equity securities in the surviving entity with voting and related rights substantially similar to the rights of the class of common stock held by the holders prior to the merger or other transaction. In addition, we may not issue any new shares of Class B common stock, other than shares issued in connection with stock dividends, stock splits, reclassifications and similar transactions.

Stockholders do not have the ability to cumulate votes for the election of directors. Our certificate of incorporation provides for a classified board of directors consisting of three classes of approximately equal size, each serving staggered three-year terms. Only one class of directors will be elected at each annual meeting of our stockholders, with the other classes continuing for the remainder of their respective three-year terms. Directors may only be removed for cause and only by the affirmative vote of a majority of the combined voting power of outstanding Class A and Class B common stock. Only the board, not stockholders, may fill vacancies.

No Preemptive or Similar Rights

None of our common stock is entitled to preemptive rights and is not subject to redemption or sinking fund provisions.

Right to Receive Liquidation Distributions

Upon our dissolution, liquidation or winding-up, the assets legally available for distribution to our stockholders are distributable ratably among the holders of our common stock, subject to prior satisfaction of all outstanding debt and liabilities and the preferential rights and payment of liquidation preferences, if any, on any outstanding shares of preferred stock. Any disparate treatment in liquidation requires separate class approval.

Conversion

Our Class A common stock is not convertible into any other shares of capital stock. Each outstanding share of Class B common stock is convertible at any time at the option of the holder into one share of Class A common stock. In addition, each share of Class B common stock will convert automatically into one share of Class A common stock upon the occurrence of specified events, including any transfer, whether or not for value, except for certain transfers described in our certificate of incorporation, including transfers to family members, trusts solely for the benefit of the stockholder or the stockholder's family members, and individuals or entities controlled by the stockholder or the stockholder's family members, and transfers by operation of law pursuant to a qualified domestic order or in connection with a divorce settlement. Each share of Class B common stock will also convert automatically into one share of Class A common stock upon the death of a Class B common stockholder, except if the shares are transferred in accordance with the foregoing sentence. Further, each share of Class B common stock will convert into one share of Class A common stock if the conversion is approved by the holders of at least two-thirds of the then-outstanding shares of Class B common stock. Once converted into Class A common stock, a share of Class B common stock may not be reissued.

Preferred Stock

Our board of directors is authorized, subject to limitations prescribed by Delaware law, to issue preferred stock in one or more series, to establish from time to time the number of shares to be included in each series and to fix the designation, powers, preferences and rights of the shares of each series and any of its qualifications, limitations or restrictions. Our board of directors also can increase or decrease the number of shares of any series, but not below the number of shares of that series then outstanding, without any further vote or action by our Class A stockholders. Our board of directors may authorize the issuance of preferred stock with voting or conversion rights that could adversely affect the voting power or other rights of the holders of our Class A common stock. Preferred stock voting rights may be designated by the board, and increasing or decreasing authorized preferred shares does not require a separate preferred vote unless specifically required by the certificate of incorporation or any certificate of designation.

Anti-Takeover Provisions

So long as the outstanding shares of our Class B common stock represent a majority of the combined voting power of common stock, our Class B holders will, if voting together, effectively control all matters submitted to our stockholders for a vote, as well as the overall management and direction of our company, which could have the effect of delaying, deferring or discouraging another person from acquiring control of our company. In addition, the provisions of Delaware law, our certificate of incorporation and our bylaws may have the same effect.

Section 203 of the Delaware General Corporation Law

We are governed by the provisions of Section 203 of the DGCL. Section 203 generally restricts Delaware corporations from engaging, under some circumstances, in a business combination, which includes certain mergers or sales of at least 10% of the corporation's assets, with any interested stockholder, which is generally defined to mean any person or entity that (i) is the owner of 15% or more of the corporation's outstanding voting stock, or (ii) is an affiliate or associate of the corporation and was the owner of 15% or more of the outstanding voting stock of the corporation at any time within the three-year period immediately prior to the date on which it is sought to be determined whether that person is an interested stockholder, and the affiliates and associates of that person unless:

- prior to the time the stockholder became an "interested stockholder," the board of directors approved either the business combination or the transaction that resulted in the stockholder becoming an interested stockholder;
- upon consummation of the transaction that resulted in the stockholder's becoming an interested stockholder, the interested stockholder owned at least 85% of the voting stock of the corporation outstanding at the time the transaction commenced; or
- at or subsequent to the time that the stockholder became an interested stockholder the business combination is approved by the board of directors and authorized at an annual or special meeting of stockholders (and not by written consent) by the affirmative vote of at least two-thirds of the outstanding voting stock that is not owned by the interested stockholder.

A Delaware corporation may "opt out" of these provisions with an express provision in its original certificate of incorporation or an express provision in its certificate of incorporation or bylaws resulting from a stockholders' amendment approved by at least a majority of the outstanding voting shares. We have not opted out of these provisions. As a result, mergers or other takeover or change in control attempts of us may be discouraged or prevented.

Certificate of Incorporation and Bylaw Provisions

Our certificate of incorporation and our bylaws include a number of provisions that may have the effect of deterring hostile takeovers or delaying or preventing changes in control of our management team, including the following:

Dual Class Stock. As described above in "Common Stock—Voting Rights," our certificate of incorporation provides for a dual class common stock structure, which gives the beneficial owners of our Class B common stock the ability to control the outcome of matters requiring stockholder approval, even if they own significantly less than a majority of the shares of our outstanding Class A and Class B common stock on a combined basis. These matters include the election of directors and significant corporate transactions, such as a merger or other sale of our company or our assets.

Supermajority Approvals. Our certificate of incorporation provides that certain amendments to our certificate of incorporation or bylaws by stockholders require the approval of two-thirds of the combined vote of our

then-outstanding shares of Class A and Class B common stock. This has the effect of making it more difficult to amend our certificate of incorporation or bylaws to remove or modify any existing provisions.

Board of Directors Vacancies. Our certificate of incorporation and bylaws authorize only our board of directors, and not our stockholders, to fill vacant directorships. These provisions could prevent a stockholder from increasing the size of our board of directors and gaining control of our board of directors by filling the resulting vacancies with its own nominees.

Classified Board. Under our certificate of incorporation, our board of directors is divided into three classes of directors, each of which will hold office for a three-year term. In addition, directors may only be removed from the board of directors for cause and only by the affirmative vote of the holders of at least a majority of the combined voting power of the then-outstanding shares of our Class A and Class B common stock. The existence of a classified board could delay a successful tender offeror from obtaining majority control of our board of directors, and the prospect of that delay might deter a potential offeror.

Stockholder Action; Special Meeting of Stockholders. Our certificate of incorporation does not permit our stockholders to take action by written consent, and as a result, they are only able to take action at annual or special meetings of our stockholders. Our certificate of incorporation and bylaws further provide that special meetings of our stockholders may be called only by a majority of our total number of directors, the chairman of our board of directors, our chief executive officer, or our president (in the absence of a chief executive officer). This could have the effect of preventing or delaying significant corporate actions that would otherwise be taken by the holders of at least a majority of the combined voting power of our Class A and Class B common stock.

Advance Notice Requirements for Stockholder Proposals and Director Nominations. Our bylaws provide advance notice procedures for stockholders seeking to bring business before our annual meeting of stockholders, or to nominate candidates for election as directors at any meeting of stockholders. Our bylaws also specify certain requirements regarding the form and content of a stockholder's notice. These provisions may deter our stockholders from bringing matters before our annual meeting of stockholders or from making nominations for directors at our meetings of stockholders.

Authorized but Unissued Shares; Undesignated Preferred Stock. The authorized but unissued shares of our Class A common stock are available for future issuance without stockholder approval. These additional shares may be utilized for a variety of corporate purposes, including future public offerings to raise additional capital, corporate acquisitions and employee benefit plans. In addition, our board of directors may issue, without stockholder approval, up to 100,000,000 shares of undesignated preferred stock with rights and preferences, including voting rights, designated from time to time by the board of directors. The existence of authorized but unissued shares of Class A common stock or preferred stock enables our board of directors to make more difficult or to discourage an attempt to obtain control of us by means of a merger, tender offer, proxy contest or otherwise.

Choice of Forum

Our certificate of incorporation provides that the Court of Chancery of the State of Delaware will be the exclusive forum for any derivative action or proceeding brought on our behalf; any action asserting a breach of fiduciary duty owed to us; any action asserting a claim arising pursuant to the DGCL, our certificate of incorporation or our bylaws; any action to interpret, apply, enforce or determine the validity of any provision of our certificate of incorporation or our bylaws; or any action asserting a claim that is governed by the internal affairs doctrine. The enforceability of similar choice of forum provisions in other companies' certificates of incorporation has been challenged in legal proceedings, and it is possible that a court could find these types of provisions to be inapplicable or unenforceable.

Transfer Agent and Registrar

The transfer agent and registrar for our Class A common stock is Computershare Trust Company, N.A., located at 150 Royall Street, Canton, Massachusetts 02021.

Form of Employment Agreement

Each of the following executive officers has entered into an Employment Agreement with the Registrant in the form attached, with the variations noted below.

EXECUTION DATE	February 21, 2023
EXECUTIVE	Julie Iskow
TERM	The term of Executive's employment hereunder will commence on the Effective Date and will continue until terminated as set forth in the Employment Agreement. The period during which the Executive is employed by the Company hereunder is hereinafter referred to as the "Employment Term."
TITLE	Chief Executive Officer and President
REPORTS TO	The Board of Directors
PRIMARY LOCATION	The Executive's residence in Alamo, California
BASE SALARY	\$610,000
BONUS GUARANTEE	N/A
DEFAULT TARGET BONUS	125%
SIGNING BONUS	N/A
EQUITY AWARDS	During the Employment Term the Executive shall be eligible to receive grants pursuant to the Workiva Inc. 2014 Equity Incentive Plan or such other equity compensation plan as may be in effect from time to time ("Equity Plan"), subject to the terms of the Equity Plan, as determined by the Board or the Compensation Committee, in its discretion.
SEVERANCE MULTIPLE	Two (2)
SEVERANCE MULTIPLE (CIC)	Three (3)
GOVERNING LAW	Iowa

EXECUTION DATE	October 1, 2023
EXECUTIVE	Brandon Ziegler
TERM	The term of Executive's employment hereunder will commence on the Effective Date and will continue until terminated as set forth in the Employment Agreement. The period during which the Executive is employed by the Company hereunder is hereinafter referred to as the "Employment Term."
TITLE	Executive Vice President, Chief Legal and Administrative Officer and Corporate Secretary
REPORTS TO	The Chief Executive Officer
PRIMARY LOCATION	The Executive's residence in Scarsdale, New York
BASE SALARY	\$400,000
BONUS GUARANTEE	N/A
DEFAULT TARGET BONUS	75%
SIGNING BONUS	N/A
EQUITY AWARDS	During the Employment Term the Executive shall be eligible to receive grants pursuant to the Workiva Inc. 2014 Equity Incentive Plan or such other equity compensation plan as may be in effect from time to time ("Equity Plan"), subject to the terms of the Equity Plan, as determined by the Board or the Compensation Committee, in its discretion.
SEVERANCE MULTIPLE	Two (2)
SEVERANCE MULTIPLE (CIC)	Three (3)
GOVERNING LAW	Delaware

EMPLOYMENT AGREEMENT

This Employment Agreement is entered into by [EXECUTIVE] (“Executive”) and Workiva Inc., a Delaware corporation (“Company”) as of [EXECUTION DATE].

WHEREAS, Company desires to employ Executive on the terms and conditions set forth herein; and

WHEREAS, Executive desires to be employed by Company on such terms and conditions.

NOW, THEREFORE, the parties agree as follows:

1. Term. The term of Executive’s employment hereunder will commence on [EFFECTIVE DATE] (“Effective Date”) and will continue until terminated as set forth below. The period during which Executive is employed by Company hereunder is referred to as the “Employment Term.”

2. Position and Duties.

2.1 Position. Executive will serve as [TITLE], reporting to Company’s [REPORTS TO]. Executive will have such duties, authority and responsibility as may be determined from time to time by Company’s [REPORTS TO], which are consistent with Executive’s position. Executive will, if requested by Company, also serve as a member of the Board of Directors of Company (“Board”) or as an officer or director of any affiliate of Company for no additional compensation.

2.2 Duties. Executive agrees to devote his/her full business time and best efforts, energies and talents to the performance of Executive’s duties hereunder. Notwithstanding the foregoing, Executive may engage in personal, charitable, professional and investment activities to the extent such activities do not conflict or interfere with his/her obligations pursuant to this Agreement or to any Company policy, including its Code of Conduct; provided that (i) Executive must disclose any such activity in writing to the [General Counsel/Chief Executive Officer]; and (ii) Executive may not serve as director of a public company or own five percent or more of the publicly traded securities of any company without the prior written consent of the Board, which will not be unreasonably withheld.

2.3 Place of Performance. The principal place of Executive’s employment will be Executive’s residence in [PRIMARY LOCATION], provided that Executive may be required to travel on Company business as requested during the Employment Term.

3. Compensation.

3.1 Base Salary. Company will pay Executive an annual base salary of \$[BASE SALARY] in accordance with Company’s standard payroll practices. Executive’s base salary will be reviewed at least annually by the Board, and the Board may, but will not be required to,

increase the base salary during the Employment Term. Executive's annual base salary, as in effect from time to time, is referred to as "Base Salary."

3.2 Annual Bonus.

(a) For each complete fiscal year of the Employment Term commencing with the fiscal year ending [DATE, YEAR], Executive will have the opportunity to earn an annual bonus ("Annual Bonus"), which bonus, if any, will be determined in the sole discretion of the Compensation Committee of the Board ("Compensation Committee"). The Compensation Committee will also have the sole discretion to adopt a performance-based bonus plan or arrangement, in which case Executive will participate in such plan or arrangement on terms commensurate with other executives of Company. The Compensation Committee will have the sole discretion to establish the level of target bonus ("Target Bonus") for each participant in any such plan based on the relative seniority and responsibility levels of the participants. For each partial fiscal year of the Employment Term, the amount of Executive's Annual Bonus, if any, will be determined by the Compensation Committee in its sole discretion. Notwithstanding anything in the foregoing to the contrary, for the fiscal year ending [DATE, YEAR], Executive's Target Bonus shall be equal to [DEFAULT TARGET BONUS]% of Executive's Base Salary. For any fiscal year with respect to which the Compensation Committee has not established a Target Bonus for Executive, for purposes of this Agreement, Executive's Target Bonus shall be deemed to be equal to [DEFAULT TARGET BONUS]% of Executive's Base Salary as in effect on the first day of such fiscal year.

(b) The Annual Bonus, if any, will be paid within two-and-a-half months after the end of the applicable fiscal year.

(c) Except as otherwise provided below, in order to be eligible to receive an Annual Bonus, Executive must be employed by Company on the last day of the applicable fiscal year.

3.3 Equity Awards. During the Employment Term, Executive shall be eligible to receive grants pursuant to the Workiva Inc. 2014 Equity Incentive Plan or such other equity compensation plan as may be in effect from time to time ("Equity Plan"), subject to the terms of the Equity Plan, as determined by the Board or the Compensation Committee, in its discretion. The Equity Plan, together with Executive's underlying award agreements, shall be referred to as the "Equity Documents."

3.4 Employee Benefits. Executive will be entitled to receive all employee benefits, including paid time off, and participate in all employee benefit plans maintained by Company from time to time (collectively, "Employee Benefit Plans"), subject to meeting eligibility requirements. Company reserves the right to amend or terminate any benefit plan at any time in its sole discretion, subject to the terms of such plan and applicable law.

3.5 Business Expenses. Executive will be entitled to reimbursement for all reasonable and necessary out-of-pocket business expenses incurred in connection with the

performance of Executive's duties, in accordance with Company's expense reimbursement policies and procedures.

3.6 Indemnification.

(a) Company will provide indemnification to Executive on the same terms provided to other officers and directors, during and after employment, to the full extent provided in Company's organizational documents and by applicable law.

(b) During the Employment Term and for six years beyond the date on which Executive's employment with Company ends, Company will maintain Directors & Officers liability insurance with limits typical for entities of Company's size on terms that are no less favorable than the coverage provided to other directors and senior officers of Company.

(c) Costs and expenses incurred by Executive in defense of any action for which indemnification is provided will be paid by Company in advance of the final disposition of such action upon receipt by Company of: (i) a written request for payment; (ii) documentation evidencing the amount and nature of the costs and expenses for which payment is being sought; and (iii) an agreement by Executive to repay these amounts if it is ultimately determined that Executive is not entitled to indemnification by Company.

(d) Nothing herein shall limit any right that Executive may have in respect of indemnification, contribution, advancement, or liability insurance coverage under any other plan, agreement, policy or arrangement of Company (including the Indemnification Agreement between Company and Executive, dated [IA EXECUTION DATE]) or under applicable law.

3.7 Clawback Provisions. Notwithstanding any other provisions in this Agreement to the contrary, any incentive-based compensation, or any other compensation, paid to Executive pursuant to this Agreement or any other agreement or arrangement with Company which is subject to recovery under any law, government regulation or stock exchange listing requirement, will be subject to such deductions and clawback as may be required to be made pursuant to such law, government regulation or stock exchange listing requirement (or any policy adopted by Company pursuant to any such law, government regulation or stock exchange listing requirement).

4. Termination of Employment. Executive's employment with Company may be terminated in accordance with the provisions below. The date on which Executive's employment terminates is the "Termination Date," provided however, that the Termination Date will not be prior to the date on which Executive incurs a "separation from service" within the meaning of Section 409A.

4.1 Termination for Cause or Without Good Reason.

(a) Executive's employment may be terminated by Company immediately for Cause or by Executive without Good Reason upon 30 days' written notice to Company, in which case Executive will be entitled to receive:

- (i) any accrued, unpaid Base Salary and accrued, unused vacation or other paid time off through the Termination Date, which shall be paid on Company's regular payroll date immediately following the Termination Date in accordance with Company's customary payroll procedures;
- (ii) any earned, unpaid Annual Bonus with respect to any completed fiscal year immediately preceding the Termination Date, which will be paid on the otherwise applicable payment date;
- (iii) reimbursement for unreimbursed business expenses in accordance with Company's expense reimbursement policy; and
- (iv) such employee benefits, if any, as to which Executive may be entitled under Company's Employee Benefit Plans as of the Termination Date.

These above items are referred to collectively as the "Accrued Amounts." The treatment of any outstanding equity awards will be determined in accordance with the Equity Documents.

- (b) For purposes of this Agreement, "Cause" will mean:
 - (i) any action by Executive which has or is reasonably expected to have a material adverse effect on Company;
 - (ii) Executive's willful failure to perform his/her material duties (other than any such failure resulting from incapacity due to physical or mental illness);
 - (iii) use of alcohol or drugs which materially interferes with the performance of Executive's duties and obligations under this Agreement; or
 - (iv) material breach of a material term of this Agreement or any material policy of Company, including its anti-harassment policy.

Cause will not exist unless the Board has provided written notice to Executive of the existence of the circumstances constituting Cause, and if such grounds are curable, Executive has had at least 15 calendar days to cure. Termination of Executive's employment will not be deemed to be for Cause until Company delivers to Executive a copy of a resolution duly adopted by a vote of not less than a majority of the Board (after written notice is provided to Executive and Executive is given an opportunity, with counsel, to be heard before the Board), finding that Executive has engaged in the conduct described.

- (c) For purposes of this Agreement, "Good Reason" will mean the occurrence of any of the following:
 - (i) a reduction in Executive's Base Salary without Executive's written consent, other than a general reduction in Base Salary that affects all similarly situated executives in substantially the same proportions;

- (ii) a reduction in Executive's Target Bonus opportunity from any Target Bonus opportunity in effect for the prior fiscal year without Executive's written consent;
- (iii) a relocation of Executive's principal place of employment by more than 50 miles without Executive's written consent;
- (iv) Company's failure to obtain an agreement from any successor to assume and agree to perform this Agreement in the same manner and to the same extent that Company would be required to perform if no succession had taken place, except where such assumption occurs by operation of law;
- (v) any material breach by Company of any material provision of this Agreement or any material provision of any other agreement between Executive and Company (including, for the avoidance of doubt, the Equity Documents);
- (vi) a material, adverse change in Executive's title, authority, duties or responsibilities (other than temporarily while Executive is physically or mentally incapacitated or as required by applicable law) without Executive's written consent; or
- (vii) a material adverse change in the reporting structure applicable to Executive without Executive's written consent.

Executive may not terminate his/her employment for Good Reason unless Executive has provided written notice to Company of the existence of the circumstances constituting a Good Reason within 60 calendar days of the date he/she becomes aware of the existence of such grounds and Company has had at least 15 calendar days to cure. If Executive does not provide a notice of termination within 120 days after Executive first becomes aware of the occurrence of the applicable grounds, then Executive will be deemed to have waived Executive's right to terminate for Good Reason with respect to such grounds.

4.2 Termination Without Cause or for Good Reason.

(a) Executive's employment hereunder may be terminated by Executive for Good Reason or by Company without Cause, upon 30 days' written notice. Company, in its discretion, may pay Executive's salary in lieu of all or part of the notice period. In the event of such termination, Executive will be entitled to receive the Accrued Amounts and, subject to Executive's compliance with Section 5 and Section 7 of this Agreement and execution of a release in favor of Company in substantially the form attached hereto as Annex A ("Release"), Executive will be entitled to receive the following:

- (i) A lump sum payment, which will be paid within 30 days following the effective date of the Release, equal to [SEVERANCE MULTIPLE] times the sum of Executive's Base Salary and Target Bonus for the year in which the Termination Date occurs.

- (ii) With respect to the fiscal year in which the Termination Date occurs, an amount equal to the Annual Bonus last paid to Executive, prorated for the number of calendar days worked in the year in which the Termination Date occurs, payable in a single payment concurrent with the payment of the amounts due under Section 4.2(a)(i).
- (iii) Subject to Executive's timely election to continue benefits under COBRA, Company will reimburse Executive the difference between the monthly COBRA premium paid by Executive for Executive and Executive's dependents and the monthly premium amount paid by similarly situated active executives. Such reimbursement shall be paid to Executive on the tenth day of the month immediately following the month in which Executive timely remits the premium payment. Executive will be eligible to receive such reimbursement until the earliest of: (i) the 18-month anniversary of the Termination Date; (ii) the date Executive is no longer eligible to receive COBRA coverage; and (iii) the date on which Executive becomes eligible to receive substantially similar coverage from another employer.
- (iv) The treatment of any outstanding equity awards will be determined in accordance with the terms of the applicable Equity Documents; provided that notwithstanding the terms of such Equity Documents, all underlying outstanding unvested stock or equity unit options, appreciation rights, stock appreciation rights and any other equity-based compensation awards thereunder shall become fully vested and exercisable for the remainder of their full term; provided, that any delays in the settlement or payment of such awards that are set forth in the applicable award agreement and that are required under Section 409A of the Code shall remain in effect.

4.3 Death or Disability.

(a) Executive's employment will terminate automatically upon Executive's death during the Employment Term, and Company may terminate Executive's employment on account of Executive's Disability. In the event of such termination, Executive (or Executive's estate and/or beneficiaries, as applicable) will be entitled to receive the Accrued Amounts and, subject to Executive's compliance with Section 5 and Section 7 of this Agreement, as applicable, and execution of the Release by Executive or his/her estate, as applicable, Executive will be entitled to receive the following:

- (i) A lump sum payment, which will be paid within 30 days following the effective date of the Release, equivalent to the sum of Executive's Base Salary and Target Bonus for the year in which the Termination Date occurs.

- (ii) With respect to the fiscal year in which the Termination Date occurs, an amount equal to the Annual Bonus last paid to Executive, prorated for the number of calendar days worked in the year in which the Termination Date occurs, payable in a single payment concurrent with the payment of the amounts due under Section 4.3(a)(i).
- (iii) Subject to Executive's timely election to continue benefits under COBRA, Company will reimburse Executive the difference between the monthly COBRA premium paid by Executive for Executive and Executive's dependents and the monthly premium amount paid by similarly situated active executives. Such reimbursement shall be paid to Executive on the tenth day of the month immediately following the month in which Executive timely remits the premium payment. Executive will be eligible to receive such reimbursement until the earliest of: (i) the 18-month anniversary of the Termination Date; (ii) the date Executive is no longer eligible to receive COBRA coverage; and (iii) the date on which Executive becomes eligible to receive substantially similar coverage from another employer.
- (iv) The treatment of any outstanding equity awards will be determined in accordance with the terms of the applicable Equity Documents; provided that notwithstanding the terms of such Equity Documents, all underlying outstanding unvested stock or equity unit options, appreciation rights, stock appreciation rights and any other equity-based compensation awards thereunder shall become fully vested and exercisable for the remainder of their full term; provided, that any delays in the settlement or payment of such awards that are set forth in the applicable award agreement and that are required under Section 409A of the Code shall remain in effect.

(b) For purposes of this Agreement, "Disability" will mean Executive is entitled to receive long-term disability benefits under Company's long-term disability plan, or if there is no such plan, Executive's inability, due to physical or mental incapacity, to substantially perform Executive's duties and responsibilities under this Agreement for 180 days out of any 365-day period, or 120 consecutive days.

4.4 Change in Control.

(a) Notwithstanding any other provision contained herein, if Executive's employment is terminated by Executive for Good Reason or by Company without Cause, in each case within three months prior to or two years following a Change in Control, Executive will be entitled to receive the Accrued Amounts and, subject to Executive's compliance with Section 5 and Section 7 of this Agreement and Executive's execution of a Release, will be entitled to receive the following:

- (i) A lump sum payment equal to [CIC SEVERANCE MULTIPLE] times the sum of Executive's Base Salary and Target Bonus for the year in which the Termination Date occurs (or if greater, the year immediately preceding the year in which the Termination Date occurs), which shall be paid within 30 days following the effective date of the Release.
 - (ii) A lump sum payment equal to Executive's Target Bonus for the fiscal year in which the Termination Date occurs (or if greater, the year in which the Termination Date occurs), which shall be paid within 30 days following the effective date of the Release.
 - (iii) Subject to Executive's timely election to continue benefits under COBRA, Company will reimburse Executive the difference between the monthly COBRA premium paid by Executive for Executive and Executive's dependents and the monthly premium amount paid by similarly situated active executives. Such reimbursement shall be paid to Executive on the tenth day of the month immediately following the month in which Executive timely remits the premium payment. Executive will be eligible to receive such reimbursement until the earliest of: (i) the 18-month anniversary of the Termination Date; (ii) the date Executive is no longer eligible to receive COBRA coverage; and (iii) the date on which Executive becomes eligible to receive substantially similar coverage from another employer.
 - (iv) The treatment of any outstanding equity awards will be determined in accordance with the terms of the applicable Equity Documents; provided that notwithstanding the terms of such Equity Documents, all underlying outstanding unvested stock or equity unit options, appreciation rights, stock appreciation rights and any other equity-based compensation awards thereunder shall become fully vested and exercisable for the remainder of their full term; provided, that any delays in the settlement or payment of such awards that are set forth in the applicable award agreement and that are required under Section 409A of the Code shall remain in effect.
- (b) For purposes of this Agreement, "Change in Control" will mean the occurrence of any of the following:
- (i) one person (or more than one person acting as a group) acquires beneficial ownership of voting securities of Company that, together with the voting securities held by such person or group, constitutes more than 50 percent of the total fair market value or total voting power of Company's then outstanding voting securities;

- (ii) one person (or more than one person acting as a group) acquires (or has acquired during the 12-month period ending on the date of the most recent acquisition) beneficial ownership of Company's voting securities possessing 30 percent or more of the total voting power of Company's then outstanding voting securities;
- (iii) a majority of the members of the Board are replaced during any 12-month period by directors whose appointment or election is not endorsed by a majority of the Board before the date of appointment or election; or
- (iv) the sale of all, or substantially all, of Company's assets.

Notwithstanding the foregoing, a Change in Control will not occur unless such transaction constitutes a change in the ownership of Company, a change in effective control of Company, or a change in the ownership of a substantial portion of Company's assets under Section 409A. For the avoidance of doubt, a Change in Control will not, by itself, result in the payment of the foregoing amounts or the vesting of any equity awards, except as expressly set forth in the applicable Equity Documents.

4.5 Mitigation. Executive will not be obligated to seek other employment or otherwise mitigate the amounts payable under this Agreement, and except as provided above with respect to Company's contribution to post-employment COBRA benefits, any amounts due Executive will not be reduced by compensation earned through employment with another employer.

4.6 Resignation of All Other Positions. Upon termination of Executive's employment hereunder for any reason, Executive will be deemed to have resigned from all positions that Executive holds as an officer or member of the board of directors (or a committee thereof) of Company or any of its affiliates.

4.7 Section 280G.

(a) If any amount or benefit provided to Executive under this Agreement or otherwise ("Covered Payments") would be an "excess parachute payment" as defined in Section 280G of the Internal Revenue Code ("Code") that subjects Executive to the excise tax imposed under Section 4999 of the Code (or any similar tax) ("Excise Tax"), then the Covered Payments will be provided to Executive (i) in full, or (ii) as to such lesser amount as would result in no portion of the Covered Payments being subject to the Excise Tax ("Reduced Payment"), whichever of the foregoing amounts, after taking into account applicable federal, state, local and foreign taxes and the Excise Tax, results in Executive's receipt on an after-tax basis of the greatest amount of Covered Payments, notwithstanding that all or some portion of the Covered Payments may be subject to the Excise Tax. Any reduction will be made consistent with Section 409A of the Code and its regulations.

(b) All calculations and determinations under this section will be made by an independent tax advisor appointed by Company, based on information provided by Company and/or Executive. Company will bear any costs incurred in connection with these calculations.

5. Confidential Information.

5.1 Executive acknowledges and agrees that he/she has executed the Confidential Information and Invention Assignment Agreement, effective [CIIAA EXECUTION DATE] (“Confidentiality Agreement”) and continues to be bound by it.

5.2 Nothing in this Agreement or the Confidentiality Agreement will prevent (i) Executive from disclosing documents and information to the extent reasonably necessary in connection with any matter involving Executive’s rights or obligations under this Agreement or otherwise, or when required by law, (ii) Executive from retaining documents and information relating to his/her personal rights and obligations and his/her personal contact list; or (iii) Executive from disclosing documents and information to any attorney, financial advisor, tax preparer, or other professional for the purpose of securing professional advice.

6. Restrictive Covenants.

6.1 Executive acknowledges and agrees that (i) by virtue of Executive’s employment with Company, Executive will have access to valuable trade secrets and other confidential and proprietary information, relating to Company’s business, (ii) Executive’s skills, knowledge and services to Company are unique in nature, (iii) Company’s business is international in scope, and (iv) Company would be irreparably damaged if Executive were to violate the restrictions contained in this Agreement. Accordingly, Executive agrees that during the Employment Term and for one year following the termination of employment for any reason other than by Executive for Good Reason or by Company without Cause (“Restricted Period”), Executive will not:

(a) Perform any services for, provide business advice to or permit Executive’s name to be used by a Direct Competitor (as hereinafter defined); provided that nothing in this Agreement will prevent Executive from acquiring or owning up to two percent of the outstanding voting securities of any Direct Competitor which is publicly traded, subject to Executive’s compliance with Company policies then in effect;

(b) Take any action, in connection with or on behalf of a Direct Competitor, which might divert from Company any opportunity which would be within the scope of Company’s then business;

(c) Directly or through a third party acting with information Executive has provided, solicit any person or entity who is or has been (i) a customer of Company at any time to purchase any Competing Products or Services from any person or entity other than Company; or (ii) a customer, vendor or other business relation of Company at any time to cease doing business with Company; provided, however, that this subsection will apply only to customers,

vendors or other business relations of Company with which Executive had contact or of which Executive had knowledge as a result of Executive's employment; or

(d) Directly or through a third party acting with information Executive has provided solicit, encourage or induce any employee or consultant of Company to terminate his/her relationship with Company; provided that the foregoing will not be violated by any general solicitation not targeted at the prohibited group or by Executive serving as a reference upon request.

(e) As used herein, a "Direct Competitor" is any individual or entity that provides cloud-based solutions for improving productivity, collaboration and accountability in the areas of accounting, finance, risk and compliance, and any other such product or service as may be developed or marketed by Company during the Employment Term, including any Environmental, Sustainability and Governance solutions. The products and services subject to the foregoing definition are referred to as "Competing Products and Services."

(f) Executive acknowledges and agrees that the restrictive covenants and other terms and conditions of this Agreement are reasonable and reasonably necessary to protect the legitimate business interest of Company.

7. Non-disparagement.

7.1 Executive agrees that Executive will not at any time make, publish or communicate to any person or entity or in any public forum any defamatory or disparaging remarks, comments or statements concerning Company or any of its employees, officers and existing and prospective customers, suppliers, investors and other associated third parties.

7.2 Company agrees and covenants not to permit its officers, directors and senior management team to make, publish or communicate to any person or entity or in any public forum any defamatory or disparaging remarks, comments or statements concerning Executive.

7.3 This section does not restrict or impede the parties from exercising protected rights, including whistleblower rights, to the extent that such rights cannot be waived by agreement or from complying with any applicable law or regulation or a valid order of a court or government agency, provided that such compliance does not exceed that required by any law, regulation or order. To the extent permissible, Executive shall, as soon as reasonably practicable, provide written notice of any such order to Company's [Chief Legal and Administrative Officer/Chief Executive Officer].

8. Remedies. In the event of a breach or threatened breach by Executive of the Restrictive Covenants, Non-Disparagement or Confidentiality provisions of this Agreement, Executive hereby consents and agrees that Company will be entitled to seek, in addition to other available remedies, a temporary or permanent injunction or other equitable relief against such breach or threatened breach from any court of competent jurisdiction, without the necessity of showing any actual damages or that money damages would not afford an adequate remedy, and without

the necessity of posting any bond or other security. This equitable relief will be in addition to, not in lieu of, legal remedies, monetary damages or other available forms of relief.

9. Security.

9.1 Security and Access. Executive agrees to comply with all Company security policies and procedures as in effect from time to time. Executive agrees to notify Company promptly in the event Executive learns of any violation of the foregoing by others, or of any other misappropriation or unauthorized access, use, reproduction or reverse engineering of, or tampering with any technology or other Company property or materials by others.

9.2 Return of Property. Upon termination of Executive's employment for any reason or upon Company's request at any time, Executive will return to Company all Company property, including access cards, computers and related equipment, cell phones, electronic files, work product, removable storage devices, hard drives and all Company documents and materials belonging to Company and stored in any fashion. Executive must further delete or destroy all copies of any such documents and materials that remain in Executive's possession or control and cannot be returned, including those stored on any non-Company devices.

10. Governing Law: Jurisdiction and Venue. This Agreement will be construed in accordance with the laws of [STATE] without regard to its conflicts of law principles. Any action or proceeding by either of the parties to enforce this Agreement will be brought only in a state or federal court located in the state of [STATE].

11. Entire Agreement. Unless specifically provided herein, this Agreement contains all of the understandings and representations between Executive and Company pertaining to the subject matter hereof and supersedes all prior and contemporaneous understandings or agreements, written and oral, with respect to such subject matter, including any prior employment agreement between Executive and Company. For clarity, this Agreement does not supersede the Equity Documents other than as set forth in Section 4.

12. Modification/Severability. In the event any restriction set forth in this Agreement is determined by a court to be unreasonable and/or unenforceable with respect to scope, time, or geographical or customer coverage, such restriction may be modified and narrowed by the court, so as to provide the maximum legally enforceable protection of Company's interests as described in this Agreement, and without negating or impairing any other restrictions or agreements set forth herein. Otherwise, no alteration or modification to this Agreement will be valid unless in writing and executed by both Parties.

13. Counterparts. This Agreement may be executed in separate counterparts, each of which will be deemed an original, but all of which taken together will constitute one and the same instrument.

14. Section 409A.

14.1 This Agreement and any payment made in respect hereto is intended to be exempt from Section 409A or, if and to the extent subject to Section 409A, to comply therewith and will be construed and administered in accordance with Section 409A of the Code. Any payments under this Agreement that may be excluded from Section 409A under the involuntary termination separation pay exemption or the short-term deferral exemption shall be excluded from Section 409A to the maximum extent possible. For purposes of Section 409A, each installment payment provided under this Agreement will be treated as a separate payment. If any reimbursements under this Agreement are subject to Section 409A, (i) the amount of expenses eligible for reimbursement during any calendar year will not affect the expenses eligible for reimbursement in any other calendar year, (ii) the right to such reimbursements may not be liquidated or exchanged for any other benefit, and (iii) reimbursement payments will be made to Executive as soon as practicable following the date that the expense is incurred, but no later than the last day of the calendar year following the calendar year in which the expense is incurred. Notwithstanding the foregoing, Company makes no representations that the payments and benefits provided under this Agreement comply with Section 409A, and in no event will Company be liable for any taxes, penalties, interest or other expenses that may be incurred by Executive on account of non-compliance with Section 409A.

14.2 Notwithstanding any other provision of this Agreement, if any payment or benefit provided to Executive in connection with Executive's termination of employment is determined to be "nonqualified deferred compensation" and Executive is determined to be a "specified employee," each as defined in Section 409A, then such payment or benefit will not be paid until the first payroll date following the six-month anniversary of the Termination Date ("Specified Employee Payment Date"). Any payments that would otherwise have been paid before the Specified Employee Payment Date will be paid to Executive in a lump sum on the Specified Employee Payment Date and any remaining payments will be paid in accordance with their original schedule.

15. Successors and Assigns. This Agreement is personal to Executive and will not be assigned by Executive. Company may assign this Agreement to any successor or assign to all or substantially all of the business or assets of Company.

16. Notice. Notices and all other communications provided for in this Agreement will be in writing and transmitted by means of the method most frequently used to communicate with the other party.

17. Representations of Executive. Executive represents and warrants to Company that his/her acceptance of employment with Company and the performance of Executive's duties hereunder will not conflict with or result in a breach of any contract, agreement or understanding to which Executive is a party or is otherwise bound.

EXECUTIVE ACKNOWLEDGES AND AGREES THAT EXECUTIVE HAS FULLY READ, UNDERSTANDS AND VOLUNTARILY ENTERS INTO THIS AGREEMENT. EXECUTIVE ACKNOWLEDGES AND AGREES THAT EXECUTIVE HAS HAD AN OPPORTUNITY TO ASK QUESTIONS AND CONSULT WITH AN ATTORNEY OF EXECUTIVE'S CHOICE BEFORE SIGNING THIS AGREEMENT.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first above written.

WORKIVA INC.

By: _____

Name: _____

Title: _____

[EXECUTIVE]

Signature: _____

Print Name: _____

Annex A

SEVERANCE AGREEMENT AND GENERAL RELEASE

This Severance Agreement and General Release is being entered into by Workiva Inc. (“Company”) and [EXECUTIVE] (“Executive”) (together, “Parties”).

WHEREAS, the Parties previously entered into an Employment Agreement dated [EFFECTIVE DATE];

WHEREAS, [Company now wishes to terminate Executive’s employment without Cause] OR [Executive is resigning for a Good Reason] as defined in the Employment Agreement;

WHEREAS, Executive is entitled to certain payments and benefits under the Employment Agreement in exchange for a general release of claims; and

WHEREAS, the Parties wish to resolve all matters related to Executive’s employment with and termination from Company in an amicable manner.

THEREFORE, in consideration of the mutual agreements and promises contained herein, the Parties agree as follows:

1. TERMINATION DATE.

1.1. Executive’s employment with Company is terminated effective _____ (“Termination Date”).

2. VALUABLE CONSIDERATION.

2.1. Company agrees to provide Executive with all payments and benefits set forth in section 4 of the Employment Agreement in accordance with the terms set forth therein (“Severance”).

2.2. Executive acknowledges that the benefits described above are being provided to him/her expressly in exchange for his/her entering into this Agreement.

3. RELEASE, WAIVER AND COVENANTS NOT TO SUE.

3.1. Executive hereby releases and waives all claims and causes of action of any kind that he/she has, known and unknown, against Company, including its owners, officers, directors, parents, subsidiaries, Executives, affiliates, agents, attorneys, joint ventures, successors and/or assigns (Company together with these individuals and entities are referred to as the “Released Parties”). This release and waiver includes all claims and causes of action that he/she has under any federal, state or local law, including Title VII of the Civil Rights Act, the Americans with Disabilities Act, the Age Discrimination in Employment Act, the Executive Retirement Income Security Act and the Iowa Civil Rights Act. It also includes any common law claims, such as contract and tort claims.

3.2. Executive also agrees not to file any lawsuit based on claims he/she has released in this Agreement, although he/she may participate in an investigation or proceeding conducted by an administrative agency provided he/she agrees to waive his/her right to any monetary recovery.

3.3. Executive understands that nothing in this Agreement prevents him/her from reporting possible violations of federal or state law or regulation to any governmental agency or entity, including the Equal Employment Opportunity Commission and the Securities and Exchange Commission, or making other disclosures that are protected under the whistleblower provisions of federal or state law or regulation. Executive further understands that this Agreement does not limit his/her ability to file a complaint or participate in any investigation or proceeding that may be conducted by any government agency, including by providing documents or other information, without notice to Workiva, provided Executive agrees to waive rights to any monetary recovery, except for any monetary recovery as a whistleblower.

3.4. This release and waiver by Executive does not apply to any claims or rights under the Age Discrimination in Employment Act based on events that take place after the date on which he/she signs this Agreement or claims to enforce this Agreement

4. CONFIDENTIALITY.

4.1. Executive agrees not to disclose the existence or terms of this Agreement to any third party without the prior written consent of Company, except that he/she may discuss the terms of this Agreement with his/her attorney, spouse, tax advisor and as required by law.

5. RETURN OF PROPERTY.

5.1. Executive agrees promptly to return all property of Company in his/her possession or control, wherever located, including all documents and files pertaining to Company or its interests, whether in electronic form or otherwise and whether deemed confidential or not, by no later than _____.

6. NON-DISPARAGEMENT.

6.1. Executive confirms and agrees that he/she will not make any oral or written statements to any third party about any of the Released Parties that are intended or reasonably likely to disparage any of them in any way. However, he/she is not prohibited from testifying truthfully under oath or providing truthful information in connection with an agency proceeding.

7. KNOWING AND VOLUNTARY RELEASE.

7.1. Executive has 21 days from the date on which he/she receives a copy of this Agreement to decide whether or not to sign it.

7.2. Executive agrees that he/she has signed this Agreement knowingly and voluntarily and not as a result of threats or coercion.

7.3. EXECUTIVE IS HEREBY ADVISED TO CONSULT WITH AN ATTORNEY BEFORE SIGNING THIS AGREEMENT.

8. ENTIRE AGREEMENT AND SEVERABILITY.

8.1. The Parties agree that this Agreement sets forth the entire agreement between them and supersedes any other written or oral understanding or contract they may have with the exception of those terms of the Employment Agreement which expressly survive the termination of Executive’s employment.

8.2. The Parties further agree that, if any portion of this Agreement is held to be invalid or legally unenforceable, the remaining portions of this Agreement will not be affected and will be given full effect.

9. APPLICABLE LAW.

9.1. This Agreement is governed by the laws of the state of [STATE].

10. EFFECTIVE DATE.

10.1. To accept this Agreement, Executive must sign below and deliver it to Company, c/o _____.

10.2. Executive may revoke this Agreement during the seven-day period immediately following his/her execution of the Agreement by delivering a written notice of revocation to Company, c/o _____.

10.3. Assuming no revocation, this Agreement will become final and binding on both Parties on the eighth day following Executive’s execution of this Agreement (“Effective Date”).

HAVING READ AND UNDERSTOOD THIS AGREEMENT, CONSULTED COUNSEL OR VOLUNTARILY ELECTED NOT TO, AND HAVING HAD SUFFICIENT TIME TO CONSIDER WHETHER TO ENTER INTO THIS AGREEMENT, THE UNDERSIGNED HEREBY EXECUTE THIS AGREEMENT.

WORKIVA INC.

[EXECUTIVE]

Date: _____

By: _____

Title: _____

Date: _____



R. Scott Herren
168 Peachtree Circle NE
Atlanta GA 30309

January 27, 2026

Re: Appointment to the Board of Directors

Dear Scott,

On behalf of Workiva Inc. ("Workiva" or the "Company"), I am pleased to offer you a position as a member of the Board of Directors (the "Board").

1. Appointment and Term

Subject to your acceptance, your appointment will be effective as of March 1, 2026. You will serve as a Class III director with a term expiring at the Company's 2026 Annual Meeting of Stockholders (the "Annual Meeting"). In addition to your service on the Board, it is our expectation that you will join at least one committee of the Board.

2. Compensation

As a non-employee director, your compensation is governed by the policies and procedures previously approved by the Board for non-employee directors of the Company, subject to proration to reflect the commencement date of your service on the Board, and as more fully described in the Company's Proxy Statement on Schedule 14A relating to the 2025 Annual Meeting of Stockholders under the heading "Director Compensation". This includes:

- **Annual Cash Retainer: \$50,000.**
- **Committee Retainers:** An additional **\$5,000–\$10,000** for committee service (**\$10,000–\$20,000** if serving as Chair).
- **Equity Grant:** Upon appointment, the receipt of an initial RSU grant with a target value of **\$215,000**. These units will vest in full on the vesting date(s) set forth in the Notice of Grant (as defined in the 2014 Workiva Inc. Equity Incentive Plan).

3. Fiduciary Duties and Compliance

As a director of a public company, you will be expected to act in the best interests of the Company and its stockholders. You agree to comply with:

- The Company's Code of Business Conduct and Ethics.
- Our Corporate Governance Guidelines and Insider Trading Policy (including "blackout periods" and trading preclearance requirements).
- Applicable SEC and NYSE independence and disclosure requirements.

4. Indemnification and Insurance

The Company provides robust protections for its directors, including:

- **Indemnification Agreement:** We will enter into our standard Director Indemnification Agreement (attached) to protect you to the fullest extent permitted by law.
- **D&O Insurance:** You will be covered under our Directors and Officers liability insurance policy, which we maintain at levels consistent with industry peers.

5. Time Commitment

We expect directors to attend all regularly scheduled Board and committee meetings. We typically hold four in-person meetings annually. The Company will reimburse you for all reasonable travel and business expenses.

6. Confidentiality

During and after your service, you agree to maintain the confidentiality of all non-public information regarding the Company's strategy, intellectual property, and financial performance.

We are enthusiastic at the prospect of you joining our Board. To formally accept, please sign a copy of this letter.

Sincerely,

/s/ Michael Crow

Michael Crow

Chair, Nominating & Governance Committee
Workiva Inc.

Accepted and Agreed:

/s/ Scott Herren

R. Scott Herren



Mark S. Peek
2239 Fairview Ave E Slip N
Seattle, WA 98102

January 27, 2026

Re: Appointment to the Board of Directors

Dear Mark,

On behalf of Workiva Inc. ("Workiva" or the "Company"), I am pleased to offer you a position as a member of the Board of Directors (the "Board").

1. Appointment and Term

Subject to your acceptance, your appointment will be effective as of June 1, 2026. You will serve as a Class I director with a term expiring at the Company's 2027 Annual Meeting of Stockholders (the "Annual Meeting"). In addition to your service on the Board, it is our expectation that you will join at least one committee of the Board.

2. Compensation

As a non-employee director, your compensation is governed by the policies and procedures previously approved by the Board for non-employee directors of the Company, subject to proration to reflect the commencement date of your service on the Board, and as more fully described in the Company's Proxy Statement on Schedule 14A relating to the 2025 Annual Meeting of Stockholders under the heading "Director Compensation". This includes:

- **Annual Cash Retainer: \$50,000.**
- **Committee Retainers:** An additional **\$5,000–\$10,000** for committee service (**\$10,000–\$20,000** if serving as Chair).
- **Equity Grant:** Upon appointment, the receipt of an initial RSU grant with a target value of **\$215,000**. These units will vest in full on the vesting date(s) set forth in the Notice of Grant (as defined in the 2014 Workiva Inc. Equity Incentive Plan).

3. Fiduciary Duties and Compliance

As a director of a public company, you will be expected to act in the best interests of the Company and its stockholders. You agree to comply with:

- The Company's Code of Business Conduct and Ethics.
- Our Corporate Governance Guidelines and Insider Trading Policy (including "blackout periods" and trading preclearance requirements).
- Applicable SEC and NYSE independence and disclosure requirements.

4. Indemnification and Insurance

The Company provides robust protections for its directors, including:

- **Indemnification Agreement:** We will enter into our standard Director Indemnification Agreement (attached) to protect you to the fullest extent permitted by law.
- **D&O Insurance:** You will be covered under our Directors and Officers liability insurance policy, which we maintain at levels consistent with industry peers.

5. Time Commitment

We expect directors to attend all regularly scheduled Board and committee meetings. We typically hold four in-person meetings annually. The Company will reimburse you for all reasonable travel and business expenses.

6. Confidentiality

During and after your service, you agree to maintain the confidentiality of all non-public information regarding the Company's strategy, intellectual property, and financial performance.

We are enthusiastic at the prospect of you joining our Board. To formally accept, please sign a copy of this letter.

Sincerely,

/s/ Michael Crow

Michael Crow

Chair, Nominating & Governance Committee
Workiva Inc.

Accepted and Agreed:

/s/ Mark S. Peek

Mark S. Peek

SUBSIDIARIES OF WORKIVA INC.

Name	Jurisdiction
Workiva Canada ULC	Canada
Workiva Netherlands B.V.	Netherlands
Workiva UK Limited	United Kingdom
Workiva Holdings Limited	United Kingdom
Workiva Singapore Pte. Ltd.	Singapore
Workiva Hong Kong Limited	Hong Kong
Workiva Australia Pty. Ltd.	Australia
Workiva Germany GmbH	Germany
Workiva Ireland Limited	Ireland
Workiva France SAS	France
Workiva Japan G.K.	Japan
Workiva Sweden AB	Sweden
Workiva Spain S.L.	Spain
ParsePort ApS	Denmark
Sustain.Life, Inc.	United States
Sustain.Life Ventures Ireland Limited	Ireland

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We consent to the incorporation by reference in the following Registration Statements:

1. Registration Statement (Form S-8 No. 333-281178) pertaining to the 2014 Equity Incentive Plan of Workiva Inc.,
2. Registration Statement (Form S-8 No. 333-266705) pertaining to the 2014 Equity Incentive Plan of Workiva Inc.,
3. Registration Statement (Form S-8 No. 333-226647) pertaining to the 2014 Equity Incentive Plan of Workiva Inc.,
4. Registration Statement (Form S-8 No. 333-217667) pertaining to the Workiva Inc. 2017 Employee Stock Purchase Plan,
5. Registration Statement (Form S-8 No. 333-212869) pertaining to the 2014 Equity Incentive Plan of Workiva Inc., and
6. Registration Statement (Form S-8 No. 333-200975) pertaining to the 2014 Equity Incentive Plan and Amended and Restated 2009 Unit Incentive Plan of Workiva Inc.;

of our reports dated February 19, 2026, with respect to the consolidated financial statements of Workiva Inc. and the effectiveness of internal control over financial reporting of Workiva Inc. included in this Annual Report (Form 10-K) of Workiva Inc. for the year ended December 31, 2025.

/s/ Ernst & Young LLP

Chicago, Illinois

February 19, 2026

**CERTIFICATION UNDER SECTION 302 OF THE
SARBANES-OXLEY ACT OF 2002**

I, Julie Iskow, certify that:

1. I have reviewed this Annual Report on Form 10-K of Workiva Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c. Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d. Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

February 19, 2026

/s/ Julie Iskow
Julie Iskow
President and Chief Executive Officer
(Principal Executive Officer)

**CERTIFICATION UNDER SECTION 302 OF THE
SARBANES-OXLEY ACT OF 2002**

I, Barbara Larson, certify that:

1. I have reviewed this Annual Report on Form 10-K of Workiva Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c. Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d. Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

February 19, 2026

/s/ Barbara Larson
Barbara Larson
Executive Vice President, Chief Financial Officer and Treasurer
(Principal Financial Officer)

**CERTIFICATION UNDER SECTION 906 OF THE
SARBANES-OXLEY ACT OF 2002**

I, Julie Iskow, President and Chief Executive Officer of Workiva Inc. (the “Company”), do hereby certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to the best of my knowledge:

1. the Annual Report on Form 10-K of the Company for the period ended December 31, 2025 (the “Report”) fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and
2. the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company for the periods presented therein.

February 19, 2026

/s/ Julie Iskow
Julie Iskow
President and Chief Executive Officer
(Principal Executive Officer)

**CERTIFICATION UNDER SECTION 906 OF THE
SARBANES-OXLEY ACT OF 2002**

I, Barbara Larson, Executive Vice President, Chief Financial Officer, and Treasurer of Workiva Inc. (the “Company”), do hereby certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to the best of my knowledge:

1. the Annual Report on Form 10-K of the Company for the period ended December 31, 2025 (the “Report”) fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and
2. the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company for the periods presented therein.

February 19, 2026

/s/ Barbara Larson
Barbara Larson
Executive Vice President, Chief Financial Officer, and Treasurer
(Principal Financial Officer)