

# Third Quarter Fiscal 2017 Results

May 2, 2017

# Safe Harbor for Forward-Looking Statements

This document contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. All statements, other than statements of historical facts, including forecasted GAAP and adjusted results for CDK's fiscal year ending June 30, 2017 and targeted adjusted results for CDK's fiscal years ending June 30, 2018 and 2019, statements concerning CDK's payment of dividends or the repurchase of shares, leverage targets and the funding of the dividends and repurchases, and its business transformation plan, other plans, objectives, forecasts, goals, beliefs, business strategies, future events, business conditions, results of operations, financial position and business outlook and business trends, and other information, may be forward-looking statements. Words such as "might," "will," "may," "could," "should," "estimates," "expects," "continues," "contemplates," "anticipates," "projects," "plans," "potential," "predicts," "intends," "believes," "forecasts," "future," "assumes," and variations of such words or similar expressions are intended to identify forward-looking statements. These statements are based on management's expectations and assumptions and are subject to risks and uncertainties that may cause actual results to differ materially from those expressed, or implied by, these forward-looking statements.

Factors that could cause actual results to differ materially from those contemplated by the forward-looking statements include: CDK's success in obtaining, retaining and selling additional services to customers; the pricing of products and services; overall market and economic conditions, including interest rate and foreign currency trends, and technology trends; auto sales and advertising and related industry changes; competitive conditions; changes in regulation; changes in technology; security breaches, interruptions, failures and other errors involving CDK's systems; availability of skilled technical employees/labor/personnel; the impact of new acquisitions and divestitures; employment and wage levels; availability of capital for the payment of debt service obligations or dividends or the repurchase of shares; any changes to CDK's credit ratings and the impact of such changes on CDK's financing costs, rates, terms, debt service obligations, access to capital market and working capital needs; the impact of CDK's indebtedness, access to cash and financing, and ability to secure financing, or financing at attractive rates; CDK's ability to timely and effectively implement its transformation plan, which is intended to increase operating efficiency and improve CDK's global cost structure, while limiting or mitigating business disruption; and the ability of CDK's significant stockholders and their affiliates to significantly influence CDK's decisions.

There may be other factors that may cause CDK's actual results to differ materially from the forward-looking statements. CDK's actual results, performance or achievements could differ materially from those expressed in, or implied by, the forward-looking statements. CDK gives no assurances that any of the events anticipated by the forward-looking statements will occur or, if any of them do, what impact they will have on its results of operations and financial condition. You should carefully read the factors described in CDK's reports filed with the Securities and Exchange Commission ("SEC"), including those discussed under "Part I, Item 1A. Risk Factors" in CDK's most recent Annual Report on Form 10-K and its most recent Quarterly Report on Form 10-Q for a description of certain risks that could, among other things, cause CDK's actual results to differ from any forward-looking statements contained herein. These filings can be found on CDK's website at [www.cdkglobal.com](http://www.cdkglobal.com) and the SEC's website at [www.sec.gov](http://www.sec.gov).

All forward-looking statements speak only as of the date of this document even if subsequently made available by CDK on its website or otherwise. CDK disclaims any obligation to update or revise any forward-looking statements that may be made to reflect new information or future events or circumstances that arise after the date made or to reflect the occurrence of unanticipated events, other than as required by law.

# Third Quarter Fiscal 2017 Highlights

- Solid quarter with 3% revenue growth and continued margin expansion
- Continued progress in our business transformation
  - MoveUp!
  - Workforce Efficiency and Footprint
  - Enhance Customer Service
- Remain committed to achieving target FY18 adjusted EBITDA margin of 35% and FY19 adjusted EBITDA exit margin of 40%

- CDK has not provided reconciliations of its fiscal 2018 and 2019 adjusted EBITDA margin targets to the most directly comparable GAAP measure of net earnings attributable to CDK margin because projecting potential adjustments to GAAP results for fiscal 2018 and 2019 targets is not feasible and could be misleading to users of this financial information. The adjusted EBITDA reconciliation disclosed in the tables accompanying our May 2, 2017, press release that we furnished to the SEC and posted to the "Financial Information" section of our Investor Relations website, <http://investors.cdkglobal.com>, is indicative of the reconciliation that will be prepared for the same fiscal 2018 and 2019 adjusted measure in the future.

# Business Transformation Plan

## Key workstreams

WORKSTREAM	DESCRIPTION
1 MoveUp!	Migrate customers to latest software versions; engineer to reduce customizations
2 Streamline implementation	Streamline installation and training process through improved technology, process, tools, and workflow
3 Enhance customer service	Decrease resolution times through optimized case management and technology-enabled, intelligent, user-driven support
4 Optimize sales and product offering	Adjust sales structure; reduce product complexity; expand bundling; optimize discount management; standardize pricing
5 Simplify quote to cash	Reduce business complexity through integrated go-to-market model that leverages an automated contracting process, SKU rationalization, and streamlined invoicing
6 Workforce efficiency and footprint	Increase efficiency through fewer layers and larger spans of control, geographic wage arbitrage, and reduced facility footprint
7 Strategic sourcing	Disciplined vendor management and vendor consolidation
8 CDK International	Comprehensive optimization across back office, R&D, implementation, and support

# Business Transformation Plan

Q3 updates



## MoveUp!

- Software versions under 800 from initial ~1500 level
- Targeting below 500 by year-end



## Workforce efficiency and footprint

- Expansion of consolidated services center, over 100 additional hires
- Closed 3 facilities in Q3; completed over two thirds of total expected closures



## Enhance customer service

- Benefits of improved online tools and resources experienced during busy year end
- 90% reduction in wait times, 11% reduction in service interactions

# Q3 FY17 Financial Results




Total CDK; represents growth from Q3 FY16

	GAAP		Adjusted	
Revenues	\$556.3	↑ 3%	\$556.3	↑ 3%
Earnings before income taxes	110.4	↑ 40%	138.6	↑ 41%
Net earnings attributable to CDK	77.3	↑ 44%	95.1	↑ 43%
Diluted net earnings attributable to CDK per share	0.53	↑ 56%	0.65	↑ 55%
Margin	Net earnings attributable to CDK margin 13.9%	↑ 390bps	EBITDA margin 32.5%	↑ 690bps

- Q3 FY2017 GAAP effective tax rate was 28.6% compared to 29.1% in Q3 FY2016; Q3 FY2017 adjusted effective tax rate was 30.3% compared to 30.5% in Q3 FY2016
- A reconciliation of the most directly comparable GAAP measure to each "Adjusted" measure can be found in the tables accompanying our May 2, 2017, press release that we furnished to the SEC and posted to the "Financial Information" section of our Investor Relations website, <http://investors.cdkglobal.com>.

# Q3 FY17 Financial Results

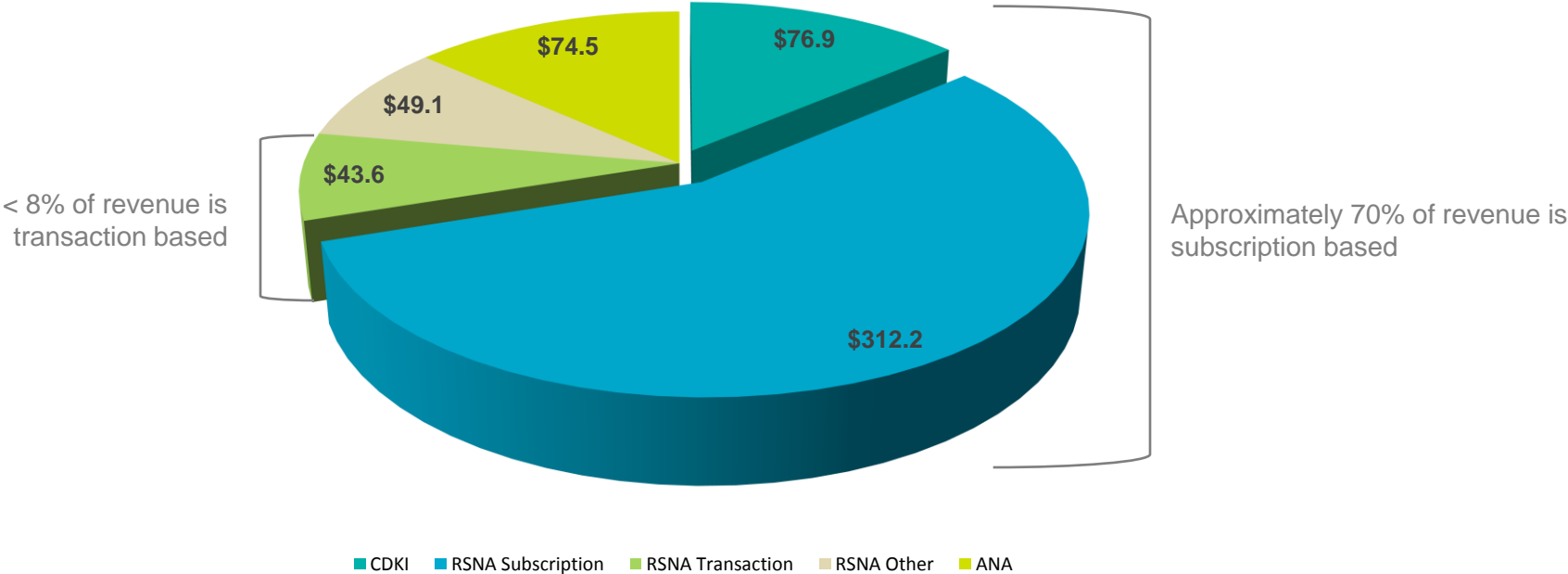
By segment; represents growth from Q3 FY16

	Revenues			Pretax Earnings			
			Constant Currency Adjusted			Constant Currency Adjusted	Margin
 Retail Solutions North America	\$404.9	↑ 5%	↑ 4%	\$159.2	↑ 29%	↑ 29%	39.3% ↑750 bps
 Advertising North America	74.5	↑ 2%	↑ 2%	10.2	↑ 16%	↑ 16%	13.7% ↑170 bps
 CDK International	76.9	↓ 1%	↑ 5%	19.9	↑31%	↑ 31%	25.9% ↑620 bps

- A reconciliation of the most directly comparable GAAP measure to each "Adjusted" measure can be found in the tables accompanying our May 2, 2017, press release that we furnished to the SEC and posted to the "Financial Information" section of our Investor Relations website, <http://investors.cdkglobal.com>.

# Q3 FY17 Financial Results

## Segment Revenues



o Segment revenue details can be found in the tables accompanying our May 2, 2017, press release that we furnished to the SEC and posted to the "Financial Information" section of our Investor Relations website, <http://investors.cdkglobal.com>.



# FY17 Outlook

Total CDK; represents growth from FY16

	GAAP		Adjusted	
	5/2/17 Forecast	2/2/17 Forecast	5/2/17 Forecast	2/2/17 Forecast
Revenues	Approximately 4.5%	↑ 4% - 5%	Approximately 4.5%	↑ 4% - 5%
Earnings before income taxes	↑ 18% – 20%	↑ 17% – 19%	↑ 24% – 26%	↑ 23% – 26%
Net earnings attributable to CDK	↑ 24% – 26%	↑ 21% – 23%	↑ 29% – 32%	↑ 26% – 29%
Diluted net earnings attributable to CDK per share	↑ 33% – 35%	↑ 28% – 32%	↑ 38% – 40%	↑ 34% – 37%
	\$1.99– \$2.04	\$1.93 – \$1.99	\$2.40 – \$2.44	\$2.33 – \$2.38
Margin	Net earnings attributable to CDK margin		EBITDA margin	
	↑ 200 – 240 bps	↑ 170– 210 bps	↑ 550 – 575 bps	↑ 550– 575 bps

- A reconciliation of the most directly comparable GAAP measure to each “Adjusted” measure can be found in the tables accompanying our May 2, 2017, press release that we furnished to the SEC and posted to the “Financial Information” section of our Investor Relations website, <http://investors.cdkglobal.com>.

# Appendix

# Glossary of Non-GAAP Measures

We use certain adjusted results to evaluate our operating performance. In addition, we use adjusted EBITDA, among other measures, as an input to determine incentive-based compensation. Our non-GAAP adjustments principally relate to expenses and benefits that impact comparability of the underlying GAAP measures. We believe our non-GAAP measures provide relevant and useful information for users of the financial statements because they provide insight into our ongoing operating results. Adjusted revenues, adjusted earnings before income taxes, adjusted provision for income taxes, adjusted net earnings attributable to CDK, adjusted basic and diluted earnings attributable to CDK per share, and adjusted EBITDA have been defined below. Because adjusted results are not measures of performance that are calculated in accordance with GAAP, they should not be considered in isolation from, or as substitute for, other metrics that are calculated in accordance with GAAP. This Yearly Results presentation references the non-GAAP measures defined below. The reconciliation between the following non-GAAP measures and their most comparable GAAP measure can be found in the tables at the end of the accompanying press release posted to our Investor Relations website, <http://investors.cdkglobal.com>, in the “Financial Information” section and furnished by us to the SEC on May 2, 2017.

**Adjusted revenues:** Adjusted revenues represents revenues excluding the past effects of revenues related to divestitures.

**Adjusted earnings before income taxes:** Earnings before income taxes reflects adjustments to exclude costs associated with our business transformation plan.

**Adjusted provision for income taxes:** The provision for income taxes reflects adjustments for the income tax effect of the adjustments to earnings before income taxes.

**Adjusted net earnings attributable to CDK and adjusted diluted net earnings attributable to CDK per share:** Net earnings attributable to CDK reflects the same adjustments described for adjusted earnings before income taxes and the adjusted provision for income taxes.

**Adjusted EBITDA:** EBITDA is calculated as by adjusting net earnings attributable to CDK for net earnings attributable to noncontrolling interest, provision for income taxes, interest expense, depreciation, and amortization. Adjusted EBITDA reflects adjustments to exclude total stock-based compensation expense and costs associated with our business transformation plan. Other business transformation expenses exclude accelerated depreciation and stock-based compensation expenses that are already reflected within the respective adjustment line items.

**Constant currency:** To present adjusted revenues and adjusted earnings before income taxes on a constant currency basis, current period results for entities reporting in currencies other than the U.S. dollar are translated into U.S. dollar using the average monthly exchange rate for the comparable prior period. As a result, constant currency results neutralize the effects of foreign currency.